

August 13, 2014

The Manager
Corporate Relationship Dept.
The Bombay Stock Exchange Ltd.
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Mumbai 400 001

Dear Sirs,

49th AGM – Compliance of Clause 35A of the Listing Agreement

Scrip Code/Symbol: 530367/NRB BEARINGS

We wish to inform you that the 49th Annual General Meeting (AGM) of the members of NRB Bearings Ltd. was held on Monday, the 11th August, 2014 at 11.30 a.m. at M.C.Ghia Hall, K Dubash Marg, Mumbai 400 001. All the items of business as mentioned in the Notice convening the said AGM have been transacted and the relevant resolutions have been passed by the members present at the AGM based on the reports generated from the E-voting system provided by the CDSL and votes cast on poll.

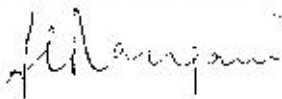
In compliance with the requirements under Clause 35A of the Listing Agreement with the Stock Exchange, we are enclosing the details in the prescribed form.

Please acknowledge receipt.

Thanking you,

Yours faithfully,

For NRB BEARINGS LTD



S C RANGANI
EXECUTIVE DIRECTOR & COMPANY SECRETARY

Encl: as above

1	Date of the AGM	Monday, 11 th August, 2014						
2	Total number of shareholders on record date	10141						
3	No. of shareholders present in the meeting either in person or through proxy							
	--- Promoter Group	12						
	--- Public	77						
4	No. of shareholders attended the meeting through video conferencing	Not Applicable						
	--- Promoter Group							
	--- Public							
5	(Agendawise) Agenda No.1	Ordinary Business Adoption of audited Accounts and Reports for the year 2013-14.						
	Details of the Agenda	To receive, consider and adopt the audited Balance Sheet as on 31 st March, 2014 and Statement of Profit & Loss for the year ended on that date together with the Directors' Report and Auditors' Report thereon.						
	Resolution required	Ordinary Resolution						
	Mode of voting	Poll/E-voting						
	Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes-in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	3 = $\frac{2}{1} \times 100$	4	5	6 = $\frac{4}{2} \times 100$	7 = $\frac{5}{2} \times 100$
	Promoter and promoter group	60778137	60778137	100	60778137	-	100	-
	Public- Institutional holders	16964247	16964247	100	16964247	-	100	-
	Public- others	27195	27195	100	27195	-	100	-
	Total	77769579	77769579	100	77769579	-	100	-



Agenda No.2				Declaration of Dividend			
Details of the Agenda:				To declare dividend @Rs.1.10 per share to the shareholders whose name appear in the register of members as on 11 th August,2014			
Resolution required Mode of voting				Ordinary Resolution Poll/E-voting			
Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes-in favour	No of votes- against	% of votes in favour on votes polled	% of votes against on votes polled
	1	2	3= $[2/1]*100$	4	5	6= $[4/2]*100$	7= $[5/2]*100$
Promoter and promoter group	60778137	60778137	100	60778137	-	100	-
Public- Institutional holders	16964247	16964247	100	16964247	-	100	-
Public- others	27195	27195	100	27195	-	100	-
Total	77769579	77769579	100	77769579	-	100	-



Agenda No.3				Re-appointment of the Director retiring by rotation:			
Details of the Agenda:				To appoint a Director in place of Mr. D S Sahney, who retires by rotation, but being eligible offers himself for re-appointment.			
Resolution required				Ordinary Resolution			
Mode of voting				Poll/E-voting			
Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes-in favour	No. of votes- against	% of votes in favour on votes polled	% of votes against on votes polled
	1	2	3= $\frac{2}{1} \times 100$	4	5	6= $\frac{4}{2} \times 100$	7= $\frac{5}{2} \times 100$
Promoter and promoter group	60778137	1495272	2.46	1495272	-	100	-
Public- Institutional holders	16964247	16964247	100	16964247	-	100	-
Public- others	27195	27195	99.99	27193	2	99.99	0.01
Total	77769579	18486714	23.77	18486712	2	100	0.01



Agenda No.4

Details of the Agenda:

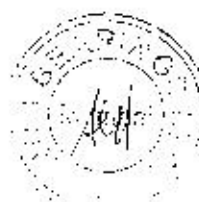
Appointment of Auditors

To appoint M/s. Deloitte Haskins & Sells, Chartered Accountants (Registration no. ICAI 117365W) as the Auditors of the Company to hold office until the conclusion of the AGM to be held for the financial year ending 31st March, 2017, subject to annual ratification by the shareholders, on such remuneration plus out-of-pocket expenses, as may be mutually agreed upon between the Board of Directors and the Auditors.

Resolution required Mode of voting

Ordinary Resolution Poll/E-voting

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes-in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	1	2	3 = $\frac{2}{1} \times 100$	4	5	6 = $\frac{4}{2} \times 100$	7 = $\frac{5}{2} \times 100$
Promoter and promoter group	60778137	60778137	100	60778137	-	100	-
Public- Institutional holders	16964247	16868334	99.43	12492390	4375944	74.06	25.94
Public- others	27195	27195	100	27195	-	100	-
Total	77769579	77673666	23.77	73297722	4375944	94.37	5.63



Agenda No.5

Details of the Agenda

Resolution required
Mode of voting

Special Business

Appointment of independent director

Appointment of Mr.Tashwinder Singh as independent director
for a term of five years

Ordinary Resolution
Poll/E-voting

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes-in favour	No. of votes- against	% of votes in favour on votes polled	% of votes against on votes polled
	1	2	3= $\frac{2}{1} \times 100$	4	5	6= $\frac{4}{2} \times 100$	7= $\frac{5}{2} \times 100$
Promoter and promoter group	60778137	60778137	100	60778137	-	100	-
Public- Institutional holders	16964247	16964247	100	16964247	-	100	-
Public- others	27195	27195	100	27193	2	99.99	0.01
Total	77769579	77769579	100	77769577	2	100	0.01



Agenda No.6

Appointment of independent director

Details of the Agenda

Appointment of Mr. Uday Khanna as independent director for a term of five years

Resolution required

Ordinary Resolution

Mode of voting

Poll/E-voting

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes-in favour	No. of votes- against	% of votes in favour on votes polled	% of votes against on votes polled
	1	2	$3 = \frac{2}{1} \times 100$	4	5	$6 = \frac{4}{2} \times 100$	$7 = \frac{5}{2} \times 100$
Promoter and promoter group	60778137	60778137	100	60778137	-	100	-
Public- Institutional holders	16964247	16964247	100	16964247	-	100	-
Public- others	27195	27195	100	27193	2	99.99	0.01
Total	77769579	77769579	100	77769577	2	100	0.01



Agenda No.7

Details of the Agenda

Appointment of Whole-time Director

Appointment of Mr.S C Rangani as Whole-time director, designated Executive Director & Company Secretary on terms and conditions as approved with liberty to Board of Directors to alter and vary the terms , including remuneration and tenure of two years from July 24,2013 to July 23,2015.

Resolution required Mode of voting

Ordinary Resolution Poll/E-voting

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares $3 = \frac{2/1}{*100}$	No. of votes-in favour	No. of votes- against	% of votes in favour on votes polled	% of votes against on votes polled
	1	2	3	4	5	6	7
Promoter and promoter group	60778137	60778137	100	60778137	-	100	-
Public- Institutional holders	16964247	16964247	100	16964247	-	100	-
Public- others	27195	20695	76.10	20693	2	99.99	0.01
Total	77769579	77763079	100	77763077	2	99.99	0.01



Agenda No.8

Issue of Corporate Guarantee

Details of the Agenda

Issue of Corporate Guarantee to the lenders of NRB Industrial Bearings Ltd (NIBL) and grant of inter company loans to NIBL.

Resolution required
Mode of voting

Special Resolution
Poll/E-voting

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes-in favour	No votes- against	% of votes in favour on votes polled	% of votes against on votes polled
	1	2	$3 = \frac{2}{1} \times 100$	4	5	$6 = \frac{4}{2} \times 100$	$7 = \frac{5}{2} \times 100$
Promoter and promoter group	60778137	1369239*	2.25	1369239	-	100	-
Public- Institutional holders	16964247	16964247	100	16964247	-	100	-
Public- others	27195	27195	100	27193	2	99.99	0.01
Total	77769579	18360681	23.61	18360679	2	100	0.00

- Material related party transaction - concerned directors and their relatives did not vote on this resolution.



Agenda No.9				Borrowing powers of the company			
Details of the Agenda				Consent in terms of section 180(1)(c) and other applicable provisions if any of the Companies Act, 2013			
Resolution required				Special Resolution			
Mode of voting				Poll/E-voting			
Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes-in favour	No. of votes- against	% of votes in favour on votes polled	% of votes against on votes polled
	1	2	$3 = \frac{2}{1} * 100$	4	5	$6 = \frac{4}{2} * 100$	$7 = \frac{5}{2} * 100$
Promoter and promoter group	60778137	60778137	100	60778137	-	100	-
Public- Institutional holders	16964247	16964247	100	16964247	-	100	-
Public- others	27195	27195	100	27193	2	99.99	0.01
Total	77769579	77769579	100	77769577	2	100	0.01



Agenda No.10			Authority to sell, lease, mortgage and/or charge the properties of the company					
Details of the Agenda			Consent in terms of section 180(1)(a) and other applicable provisions if any of the Companies, Act, 2013					
Resolution required Mode of voting			Special Resolution Poll/E-voting					
Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes-in favour	No. of votes- against	% of votes in favour on votes polled	% of votes against on votes polled	
	1	2	$3=[2/1]*100$	4	5	$6=[4/2]*100$	$7=[5/2]*100$	
Promoter and promoter group	60778137	60778137	100	60778137	-	100	-	
Public- Institutional holders	16964247	16964247	100	16964247	-	100	-	
Public- others	27195	27195	100	27083	112	99.59	0.41	
Total	77769579	77769579	100	77769467	112	100	0.00	

For NRBL BEARINGS LTD

S C Rangan
S C RANGANI
EXECUTIVE DIRECTOR & COMPANY SECRETARY

