

NIBL/BSE/NSE/21/2017-18

04th August, 2017

National Stock Exchange Ltd.
Listing Department,
Exchange Plaza, 5th Floor,
G Block, Bandra-Kurla Complex
Bandra (East), Mumbai-400051
Fax No.:022-26598237/38

BSE Limited
Listing Department
Sir P.J. Tower, Dalal Street,
Mumbai-400001
Fax No. 022-22723121/3719/2037

Ref. : BSE Scrip Code: 535458; NSE Symbol: NIBL
Sub. : Remote E-voting and poll results for the 6th Annual General Meeting held on August 3, 2017

Dear Sir / Madam,

Pursuant to Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, please find enclosed herewith the remote e- voting and poll results along with Scrutinizer's Report for the 6th Annual General Meeting of the Company held on 3rd August, 2017.

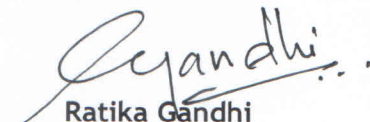
It may be noted that all the resolutions placed before the meeting as per the Notice of the Annual General Meeting were approved by the Members with requisite majority.

Kindly update same on record and do the needful.

Thanking you,

Yours truly,

For NRB Industrial Bearings Limited


Ratika Gandhi
Company Secretary



NRB Industrial Bearings Limited
Regd off: 2nd floor, Dhannur, Sir P M Road, Fort, Mumbai – 400 001
Tel: 022- 45417500, Fax: 022 2270 4207

Submission of voting results in specified format under Regulation 44(3) of the SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015.

1	Date of the AGM	:	3 rd August, 2017
2	Total number of shareholders on record date	:	7282
3	No. of shareholders present in the meeting either in person or through proxy --- Promoter Group --- Public	:	Total No of Shareholders in the meeting was 83 in person & 11 proxies. No proxy from Promoter Group Eleven shareholders proxy received.
4	No. of shareholders attended the meeting through video conferencing -- Promoter Group -- Public	:	Nil



R Gandhi

Agenda-wise disclosure

Resolution No.1: Adoption of Financial Statement (Standalone & Consolidated) for the year ended March 31, 2017.

Resolution Required			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	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)	(4)	(5)	(6)	(7)
				$[(2)/(1)] * 100$			$[(4)/(2)] * 100$	$[(5)/(2)] * 100$
Promoter & Promoter Group	E-voting	1,70,30,545	1074017	6.31	1074017	-	100	100
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
Public – Institutional holders	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
Public Others	E-voting	72,00,105	1542	0.02	1542	-		
	Poll		294	0.004	293	1	99.66	0.34
	Postal Ballot		-	-	-	-	-	-
Total		1075853	1075853	6.334	1075852	1	99.99	0.01

Resolution No.2: To appoint a Director in place of Mrs. Harshbeena Sahney Zaveri (DIN No: 00003948) who retires by rotation at this Annual General meeting and being eligible, has offered herself for re-appointment.

Resolution Required			Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	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)	(4)	(5)	(6)	(7)	
				$[(2)/(1)]*100$			$[(4)/(2)]*100$	$[(5)/(2)]*100$	
Promoter & Promoter Group	E-voting	1,70,30,545	1074017	6.31	1074017	-	100	100	
	Poll		-	-	-	-	-		
	Postal Ballot		-	-	-	-	-		



NRB INDUSTRIAL BEARINGS LTD.

REGD. OFFICE : DHANNUR, 2ND FLOOR, 15, SIR P.M. ROAD, FORT, MUMBAI - 400 001, INDIA\

TEL.: 9122 - 2270 4206 FAX : 9122 - 2270 4207

WEBSITE : <http://www.nrbindustrialbearings.com>

CIN : L29253MH2011PLC213963

GST No. 27AADCN5657L1ZY

Public – Institutional holders	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
Public Others	E-voting	72,00,105	1542	0.02	1542	-	-	-
	Poll		294	0.004	293	1	99.66	0.34
	Postal Ballot		-	-	-	-	-	-
Total		1075853	1075853	6.334	1075852	1	99.99	0.01

Resolution No.3: Ratification of appointment of Statutory Auditors un-till next annual general meeting.

Resolution Required			Ordinary Resolution							
Whether promoter/promoter group are interested in the agenda/resolution?			Yes							
Category	Mode of Voting	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		
				(3)			(4)	(5)	(6)	(7)
				[(2)/(1)]*100					[(4)/(2)]*100	[(5)/(2)]*100
Promoter & Promoter Group	E-voting	1,70,30,545	1074017	6.31	1074017	-	100	100		
	Poll		-	-	-	-	-	-		
	Postal Ballot		-	-	-	-	-	-		
Public – Institutional holders	E-voting	-	-	-	-	-	-	-		
	Poll	-	-	-	-	-	-	-		
	Postal Ballot	-	-	-	-	-	-	-		
Public Others	E-voting	72,00,105	1542	0.02	1542	-				
	Poll		294	0.004	293	1	99.66	0.34		
	Postal Ballot		-	-	-	-	-	-		
Total		1075853	1075853	6.334	1075852	1	99.99	0.01		

Resolution No.4: Approval of Managing Director remuneration for the period from 1.10.2016 to 30.09.2017.

Resolution Required	Special Resolution
Whether promoter/promoter group are interested in the agenda/resolution?	Yes



Handwritten signature: R. Gandhi

Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3) [(2)/(1)]*100	No. of votes in favour (4)	No. of votes – against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter & Promoter Group	E-voting	1,70,30,545	1074017	6.31	1074017	-	100	100
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
Public – Institutional holders	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
Public – Others	E-voting	72,00,105	1542	0.02	1542	-	-	-
	Poll	-	294	0.004	293	1	99.66	0.34
	Postal Ballot	-	-	-	-	-	-	-
Total		1075853	1075853	6.334	1075852	1	99.99	0.01

Resolution No.5: Re-appointment of Mr. Devesh Singh Sahney, Managing Director for a further period of five years from 1.10.2017 to 30.9.2022 and approval of managerial remuneration for the period of three year from 1.10.2017 to 30.09.2020.

Resolution Required			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3) [(2)/(1)]*100	No. of votes in favour (4)	No. of votes – against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter & Promoter Group	E-voting	1,70,30,545	1074017	6.31	1074017	-	100	100
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
Public – Institutional holders	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
Public –	E-voting	72,00,105	1542	0.02	1542	-	-	-



Handwritten signature: Pyandhi

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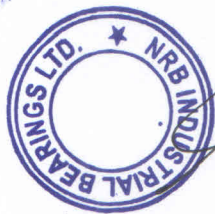
GST No. 27AADCN5657L1ZY

Others								
	Poll		294	0.004	293	1	99.66	0.34
	Postal Ballot		-	-	-	-	-	-
Total		1075853	1075853	6.334	1075852	1	99.99	0.01

Resolution No.5: Approval for Issue and offer of Redeemable Cumulative Non-Convertible Preference shares on Private Placement

Resolution Required			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	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)	(4)	(5)	(6)	(7)
				$[(2)/(1)] * 100$			$[(4)/(2)] * 100$	$[(5)/(2)] * 100$
Promoter & Promoter Group	E-voting	1,70,30,545	1074017	6.31	1074017	-	100	100
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public – Institutional holders	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
Public Others	E-voting	72,00,105	1542	0.02	1542	-	-	-
	Poll		294	0.004	293	1	99.66	0.34
	Postal Ballot		-	-	-	-	-	-
Total		1075853	1075853	6.334	1075852	1	99.99	0.01

Place: Mumbai
Date: 4th August, 2017



Ryandhi

UPENDRA SHUKLA

B. Com., F. C. S.

Company Secretary

504, Navkar,
Nandapatkar Road,
Vile Parle East, Mumbai - 400 057.
Resi : 2611 8257
Mob.: 98211 25846
E-mail : ucshukla@rediffmail.com

Shri T. S. Sahney
Chairman,
NRB Industrial Bearings Ltd.,
2nd Floor, Dhannur Building,
Sir P. M. Road,
Fort
Mumbai-400 001.

Dear Sir,

Sub: Combined Report on E-voting and voting by Ballot conducted at the 6th Annual General Meeting of NRB Industrial Bearings Ltd.

- 1) As per the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as also Regulation 44(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of e-voting to the Shareholders to cast their votes electronically on all the resolutions proposed in the notice of 6th Annual General Meeting.
- 2) In line with the provisions of the Companies Act, 2013 and in term of the clarifications issued by MCA, voting by show of hands is not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 6th Annual General Meeting of the Company, voting was announced by the Chairman and was conducted by means of Ballot.
- 3) I, Upendra C. Shukla, Practicing Company Secretary, was appointed as the Scrutinizer by the Company to scrutinize the electronic voting process. I was also appointed as scrutinizer to scrutinize the voting by means of Ballot at the 6th Annual General Meeting (AGM). The said appointment was for ascertaining the requisite majority on e-voting as also on Ballot carried out for the resolutions proposed to be passed at the 6th AGM of the Shareholders of the Company, held on Thursday, the 03rd August, 2017.
- 4) M/s. Universal Capital Securities Pvt. Ltd., the Registrar and Share Transfer Agents of the Company, provided all the requisite data of shareholders eligible for voting.
- 5) My responsibility as a scrutinizer for voting on Ballot, is also to make a Combined Report on the votes cast 'in favour' or 'against' the resolutions placed before the 6th AGM of the Company.
- 6) Based on the reports generated from the e-voting system provided by the CDSL and also votes cast on Ballot, I submit the consolidated results of the e-voting and the Ballot as under:



...2/-

Resolution No. 1: Ordinary Resolution: To consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended 31st March, 2017 and the reports of the Board of Directors and auditors thereon.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responder received	No. of votes cast	% of votes cast	No. of Ballots / Responder received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	22	1075559	100.00	0	0	0.00	0	0
Ballot	18	294	99.66	1	1	0.34	0	0
Combined	40	1075853	100.00	1	1	0.00	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 2: Ordinary Resolution: To appoint Mrs. Harshbeena Sahney Zaveri (DIN:00003948) who retires by rotation and being eligible, offer herself for re-appointment.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responder received	No. of votes cast	% of votes cast	No. of Ballots / Responder received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	22	1075559	100.00	0	0	0.00	0	0
Ballot	18	294	99.66	1	1	0.34	0	0
Combined	40	1075853	100.00	1	1	0.00	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 3: Ordinary Resolution: To ratify appointment of M/s. Deloitte Haskins and Sells LLP, Chartered Accountants (Firm Registration No. 117366W) as Statutory Auditor of the Company.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responder received	No. of votes cast	% of votes cast	No. of Ballots / Responder received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	22	1075559	100.00	0	0	0.00	0	0
Ballot	18	294	99.66	1	1	0.34	0	0
Combined	40	1075853	100.00	1	1	0.00	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

...3/-



Resolution No. 4: Special Resolution: To approve the remuneration of Mr. Devesh Singh Sahney, Managing Director for a period of 01.10.2016 to 30.09.2017.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responder received	No. of votes cast	% of votes cast	No. of Ballots / Responder received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	22	1075559	100.00	0	0	0.00	0	0
Ballot	18	294	99.66	1	1	0.34	0	0
Combined	40	1075853	100.00	1	1	0.00	0	0

Since combined number of votes cast in favour of the resolution is three times more than number of votes cast against the resolution, the said Special resolution may be declared passed.

Resolution No. 5: Ordinary Resolution: To approve the re-appointment of and remuneration payable to Mr. Devesh Singh Sahney, Managing Director for a further period of five years from 01.10.2017 to 30.09.2022.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responder received	No. of votes cast	% of votes cast	No. of Ballots / Responder received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	22	1075559	100.00	0	0	0.00	0	0
Ballot	18	294	99.66	1	1	0.34	0	0
Combined	40	1075853	100.00	1	1	0.00	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 6: Special Resolution: To approve the issue and offer of Redeemable, Cumulative, Non-convertible Preference Shares on Private Placement basis.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responder received	No. of votes cast	% of votes cast	No. of Ballots / Responder received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	22	1075559	100.00	0	0	0.00	0	0
Ballot	18	294	99.66	1	1	0.34	0	0
Combined	40	1075853	100.00	1	1	0.00	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said special resolution may be declared passed.



: 4 :

- 7) Out of 24 ballot papers, 5 ballot papers were rejected on the grounds of duplicate voting (1 case), Voting done through evoting and Ballot (only e-voting was considered)(2 cases) and no records found for the shareholder (2 cases) as reconciled with the records of the Registrar and Transfer Agent.
- 8) A list of Equity Shareholders, who voted through e-voting and through Ballot is kept ready for handing over to the Company Secretary.
- 9) Ballot papers and all other relevant records were sealed and are kept ready for handing over to the Company Secretary.

Thanking you,



Yours faithfully,


(U.C. SHUKLA)
COMPANY SECRETARY
FCS: 2727/CP: 1654

Date: 4th August, 2017
Place: Mumbai