

NIBL/BSE/NSE/31/2020-21

Date: 18th September, 2020**BSE Limited**
Listing DepartmentPhiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.
Maharashtra, India.
Scrip Code: 535458**National Stock Exchange of India Limited**
Listing DepartmentExchange Plaza, 5th Floor, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051.
Maharashtra, India
Symbol: NIBL

Dear Sir/ Madam,

Sub: Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Results of Postal Ballot (E-Voting) along with Scrutinizer's Report

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company had conducted the process of Postal Ballot for seeking approval of the shareholders for the resolution as set out in the Postal Ballot Notice dated 07th August, 2020. Further pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting the results of the voting by Postal Ballot (e-voting). We are also enclosing Scrutinizer's Report dated 18th September, 2020 for your record

Pursuant to the aforesaid, following Ordinary Resolution has been approved by the Members of the Company with requisite majority.

- Approval for Related Party Transaction

The said Postal Ballot result is being displayed at the registered office of the Company. The said result will also be uploaded on the website of the Company www.nrbindustrialbearings.com and on the website of Central Depository Services (India) Limited viz. www.evotingindia.com.

This is for your information and records.

Due to prevailing COVID-19 pandemic situation and in the light of "work from home" measures adopted by the Company, this letter is being submitted under sd/-.

Thanking You,
Yours Sincerely,
For **NRB Industrial Bearings Limited**

Sd/-
Ratika Gandhi
Company Secretary

Encl.: as above

Company Name	NRB Industrial Bearings Limited
Date of Postal Ballot Notice	7 th August, 2020
Voting	
Start Date	19 th August, 2020
End Date	17 th September, 2020
Total number of shareholders on record date (cut-off date 13 th August, 2020)	7,639
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	-
Public:	-
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	-
Public:	-

Resolution required: (Ordinary/ Special)	Ordinary -Approval for Related Party Transaction							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes- to the extent of their shareholding							
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 and Promoter Group	E-Voting	1,76,81,611	16,13,344	9.12	16,13,344	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Institutions	E-Voting	3,20,179	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Non Institutions	E-Voting	62,28,860	1,52,937	2.46	1,47,105	5,832	96.19	3.81
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
		2,42,30,650	17,66,281	7.29	17,60,449	5,832	99.67	0.33

SVN & ASSOCIATES

Practicing Company Secretaries

Add: Room No.21, Plot No. 383, Saurabh CHS, Sector-3, Charkop, Kandivali (W), Mumbai-400067.

E-mail id:sanjog579@gmail.com, Mob. No. 8691857227, Land Line No. 022 28697262.

Scrutinizer's Report on Postal Ballot e-voting

To,
The Chairman
NRB Industrial Bearings Limited
15, Dhannur, Sir P. M. Road, Fort
Mumbai-400 001.

Dear Sir,

1. The Board of Directors of NRB Industrial Bearings Limited (hereinafter referred to as the "Company") has appointed Mr. Sanjog Naravankar, Practicing Company Secretary (ACS No. 37746) of M/s. SVN & Associates, Company Secretaries, as the Scrutinizer by way of Resolution passed at Board meeting held on 07th August, 2020 for the purpose of conducting postal ballot e-voting pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification, amendment(s), clarification(s), re-enactment(s) or substitution(s) thereof for the time being in force) and other applicable provisions, if any and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for following resolution as mentioned in the Postal Ballot Notice dated 07th August, 2020.

Item No. 1: Approval for Related Party Transaction.

2. I submit my report as under:

SVN & ASSOCIATES

In view of the current extraordinary circumstances, due to non-availability of postal and courier services, on account of threat posed by COVID-19 pandemic situation and in accordance with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 22/2020 dated June 15, 2020 issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as “the MCA Circulars”), the Company has sent the Postal Ballot Notice in electronic form only and expressed its inability to dispatch hard copy of Postal Ballot Notice along with Postal Ballot Form and pre-paid business reply envelope to the shareholders for this Postal Ballot. Accordingly, the communication of the assent or dissent of the members took place through the remote e-voting system only.

- 2.2 On 18th August, 2020, the Company has completed the dispatch of Postal Ballot Notice electronically to those shareholders who have registered email id with their depositories and whose names appear on the Register of Members/records of Depositories as at the close of business hours on Thursday, 13th August, 2020 i.e. the cut-off date.
- 2.3. The Company engaged **Central Depository Services (India) Limited (“CDSL”)** for facilitating voting to enable the members to cast their votes electronically (hereinafter referred to as the “Remote e-voting”). The e-voting commenced on Wednesday, 19th August, 2020 at 9.00 A.M. (IST) and ended on Thursday, 17th September, 2020 at 5.00 P.M. (IST). The votes received electronically from the Shareholders till Thursday, 17th September, 2020 up to 5:00 PM (IST), being the last date and time fixed by the Company for postal ballot were considered for my scrutiny.
- 2.4 Particulars of all electronic votes received from the Members have been entered in an electronic register separately maintained for the purpose.
- 2.5 Total 196 Shareholders have voted during this postal ballot event through e-voting.

SVN & ASSOCIATES

2.6 The votes cast under e-voting were unblocked at Mumbai on Thursday, September 17, 2020 by Sanjog Naravankar, Scrutinizer and at the time of unblocking, none was present because of Covid-19. Sanjog Naravankar is not the employee of the Company.

2.7 The Postal Ballot electronic votes were duly scrutinized and the shareholding was matched /confirmed with the Register of members of the Company as on Thursday, August, 13, 2020, (Cut-off date) provided by Universal Capital Securities Private Limited, Registrar and Share Transfer Agent of the Company.

2.8 The soft copy of list of equity shareholders who voted "FOR" and "AGAINST" and those whose votes were declared Invalid/Abstain/Less Voted for resolution are shared with the Company vide email dated September 18, 2020.

3. Special Business:

Ordinary Resolution-1: Approval for Related Party Transaction.

(i) Voted in **favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
189	1,47,105	96.19

(ii) Voted in **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	5,832	3.81

SVN & ASSOCIATES

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Note: Total 196 members voted for this resolution out of which 191 members voted in favour of the resolution but due to related party, we did not count 2 members vote in the favour of resolution.

3. On the basis of the aforesaid results, I report that all the Resolution as contained in the Postal Ballot Notice dated 7th August, 2020 have been passed with requisite majority.
4. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

**For SVN & Associates
Company Secretaries**

**SANJOG V
NARAVANKAR**

Digitally signed by
SANJOG V NARAVANKAR
Date: 2020.09.18
17:15:53 +05'30'

**Sanjog Naravankar
Proprietor
ACS: A37746, CP: 14125.
Date: September 18, 2020
Place: Mumbai.**

For NRB Industrial Bearings Limited

SD/-

**Ratika Gandhi
Company Secretary
(ACS: 29732)**