

Form No.MGT-8
[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **Bimetal Bearings Limited [CIN. L29130TN1961PLC004466]** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31st March, 2021 (the aforesaid financial year). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year, the Company has complied with the provisions of the Act & Rules made there under in respect of:
1. its status under the Act;
 2. maintenance of registers/records and making entries therein within the time prescribed there for;
 3. filing of forms and returns arising out of transactions wherever required with the Registrar of Companies within the prescribed time as regards the information stated in the Annual Return except in certain cases with delay however in compliance of Section 403 of the Act. The Company has filed necessary forms for appointment of Cost Auditor and the Cost Audit Report with Central Government within the time prescribed under the Act. The Company had no occasion to file forms or returns with Regional Director, the Tribunal, the Court or other authorities under the Act during the aforesaid financial year;
 4. calling / convening / holding meetings of Board of Directors and its committee and the meetings of the members of the Company within the due dates prescribed by the Act as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings including the resolution passed by circulation have been

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BRANCH OFFICE :

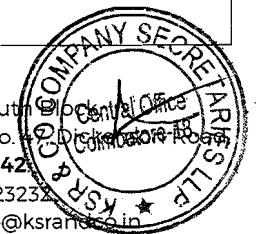
Flat No. 1, 26/27, Venkatesham Flat,
Gopal Street, T. Nagar,
Chennai - 600 017.

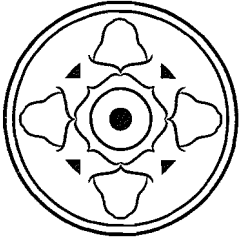
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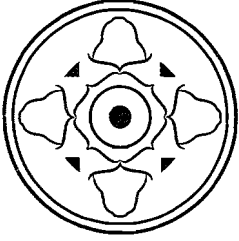




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- properly recorded in the minute book maintained for this purpose and the same have been signed. No resolution was passed by postal ballot during the aforesaid financial year.
5. closure of Register of Members with respect to the Annual General Meeting held on 31/08/2020.
 6. providing advances / loans to persons or firms or companies referred to Section 185 of the Act, did not arise;
 7. contracts/arrangements with related parties as specified in Section 188 of the Act;
 8. the transfer and transmission of shares during the aforesaid financial year; There was no occasion for issue or allotment or buy back of securities / redemption of preference shares or debentures / alteration or reduction of share capital / conversion of shares / securities during the aforesaid financial year and hence issue of security certificates does not arise;
 9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares requiring compliance with the provisions of the Act did not arise during the aforesaid financial year;
 10. declaration and payment of dividend and transfer of unclaimed dividend to the Investor Education and Protection Fund in accordance with section 125 of the Act. There was no interim dividend declared during the aforesaid financial year;
 11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof;
 12. constitution, retirement, disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. There was no re-appointment / appointment in casual vacancy in the office of Director during the aforesaid financial year;





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13. appointment of auditors as per the provisions of section 139 of the Act. There was no appointment of auditor in casual vacancy during the aforesaid financial year;
14. approval of Central Government for the appointment of Cost Auditor. There was no other event requiring prior approval from the Registrar, Regional Director, Tribunal, Court or such other authorities under the various provisions of the Act during the aforesaid financial year.;
15. acceptance/ renewal/ repayment of deposits was not made during the aforesaid financial year;
16. borrowings from bank made in compliance of the Act. There was no requirement to file any form for creation, modification or satisfaction of charge. There was no borrowing from public financial institutions, directors, their relatives, members and others during the aforesaid financial year.
17. the provisions of Section 186 of the Act relating to loans and investments or guarantees or providing of securities to other bodies corporate or persons did not arise during the aforesaid financial year;
18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company did not arise during the aforesaid financial year;

Date: 16/09/2021

For **KSR & Co Company Secretaries LLP**

Place: Coimbatore

V.R. Sankaranarayanan
V.R.Sankaranarayanan
Partner
(ACS: 19450; CP: 11367)
UDIN: A019450C000956265