

# KSR & CO COMPANY SECRETARIES LLP

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KSR/CBE/B9/ /2018-19

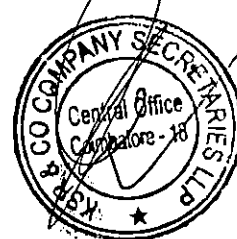
July 23, 2018

Mr. A.Krishnamoorthy,  
Chairman,  
Bimetal Bearings Limited,  
"Huzur Gardens", Sembium,  
Chennai – 600 011.

Dear Sir,

**Sub: Report of the Scrutinizer on the remote e-voting, ballot by post, and physical voting at 57<sup>th</sup> Annual General Meeting held vide Notice Dated 30<sup>th</sup> May 2018 under Section 108 of the Companies Act, 2013 read with Regulation 44 of the SEBI (LODR) Regulations, 2015.**

1. The undersigned was appointed as Scrutinizer for the remote e-voting, voting through ballot by post and for physical voting in respect of resolutions proposed vide Notice dated 30<sup>th</sup> May 2018 of Bimetal Bearing Limited (the Company) as per the provisions of Section 108 of the Act read with Rule 20 of Companies (Management and Administration) Rules, 2014 and further read with Regulation 44 of the SEBI (LODR) Regulations, 2015 in connection with the 57<sup>th</sup> Annual General Meeting (AGM) of the Company convened and held on Friday, the 20<sup>th</sup> July 2018.
2. As per the said Notice, the cutoff date for ascertaining voting rights of shareholders for remote e-voting and voting by ballot at AGM was 13<sup>th</sup> July 2018. In addition to the above, shareholders to whom notice of AGM was served and who have no access to remote E-voting, have also been provided an option to vote by ballot through post voluntarily by the Company.
3. The remote e-voting commenced on Tuesday, 17<sup>th</sup> July 2018 (9.00 a.m) and ended on Thursday 19<sup>th</sup> July, 2018 at 5.00pm (IST).
4. **As regards voting by ballot at the AGM;**
  - i. The ballots were duly opened in my presence and in the presence of two witnesses who are not in the employment of the company and were scrutinized, the shareholding and signatures were verified with the Register of Members/ List of Beneficiaries, as the case may be, duly assisted by the Registrar and Transfer Agent (RTA) of the Company.



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- ii. At the AGM no ballots were cast.

5. **As regards the remote e-voting,**

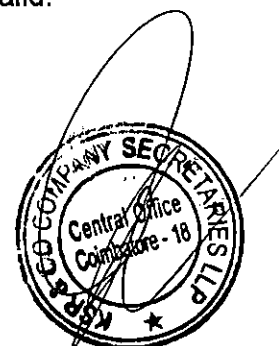
- i. The reports on remote e-voting from portal of National Securities Depository Limited (NSDL) was opened and downloaded on 20<sup>th</sup> (Friday) in the presence of two witnesses after counting the votes cast by ballot **at the AGM**, in respect of the resolutions as proposed in the said Notice.
- ii. A total of 15 shareholders have voted successfully using the Remote e-voting facility. The summary of the votes cast for and against the 04 (Four) resolutions as per the said Notice and as extracted from the summary report of Remote e-voting from the said NSDL portal is annexed as **Annexure-1**.

6. **As regards the option given to the shareholders to cast vote through ballot by post prior to the AGM;**

Scrutinizer was informed that the ballot by post was voluntarily provided by the Company to enable such of those members who could not the use e-voting facility. However the ballot by post shall not be construed as postal ballot under Section 110 of the Act.

The ballot by post ended on 19/07/2018 and the scrutinizer has received in all 72 ballots. On verification of the same with the information made available to me, I hereby submit my Report on the result of voting through ballot by post, on the 04 (Four) resolutions **as per Annexure No.2** and further state as under:

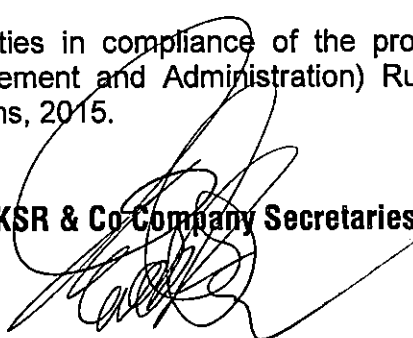
- i. The ballots were duly opened in my presence and scrutinized and the shareholding and signatures were verified / confirmed with the Register of Members/ List of Beneficiaries, as the case may be.
- ii. I have been provided with adequate system support including the Register of Members / List of Beneficiaries, specimen signatures, certified extracts of board resolutions from the office of the Company's RT&A and the data from the ballots was accordingly verified and duly entered.
- iii. In determining the validity or other wise of the ballots/votes cast ballot by post and votes cast at the AGM, I have adopted the following criteria:
  - a. Where the shareholder has left the ballot blank or not indicated his vote or incorrectly filled, the ballot has been treated as invalid.



- b. Where signatures are made available, which do not tally or ballot bears no signature or both the columns provided "for" and "against" have been tick marked or left blank, the ballot has been treated as invalid.
  - c. Where the shareholder has already exercised voting through remote e-voting facility the ballot by post has been treated as invalid.
  - d. Based on the data and information / reports / statements, I have carried out necessary checks / verifications as I considered necessary.
  - e. Particulars of all ballots cast at the AGM and by post have been entered in a Register separately maintained for the purpose.
7. A complete summary of voting carried out by the following modes in respect of the 04 (Four) resolutions as per the said Notice of AGM is annexed as **Annexure-3**.
- i. Voting by ballot at the AGM
  - ii. Voting by ballot through post
  - iii. Voting through remote E-voting
8. The detailed shareholder wise voting pattern by remote e-voting as downloaded from NDSL has been submitted separately by e-mail to the company secretary of the company.
9. As a Scrutinizer, I have performed my duties in compliance of the provisions of Section 108 read with Companies (Management and Administration) Rules, 2014 Regulation 44 of the SEBI (LODR) Regulations, 2015.

Place: Coimbatore  
Date: July 23, 2018

For **KSR & Co Company Secretaries LLP**

  
**Mr.C.V.MADHUSUDHANAN**  
Partner  
**SCRUTINIZER**



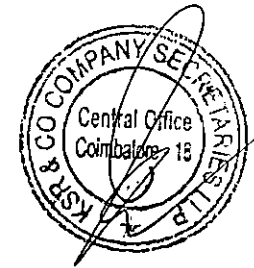
**ANNEXURE - 1****REMOTE E-VOTING POSITION OF BIMETAL BEARINGS LIMITED**

RES. NO	SUBJECT MATTER OF THE RESOLUTION	RESOLUTION REQUIREMENT	FOR	AGAINST	RESULT
1.	Adoption of Financial Statements for the year ended 31 <sup>st</sup> March 2018	Ordinary	2864812	0	PASSED
2.	Approval of Dividend for the financial year ended 31 <sup>st</sup> March 2018	Ordinary	2864812	0	PASSED
3.	Re-appointment of Mr. S. Narayanan, Whole-time Director, who retires by rotation	Ordinary	2864812	0	PASSED
4.	Ratification of remuneration of Cost Auditors for the financial year 2018-2019.	Ordinary	2864712	0	PASSED



**ANNEXURE - 2****RESULT OF BALLOT BY POST – BIMETAL BEARINGS LTD**

RES. NO.	SUBJECT MATTER OF THE RESOLUTION	RESOLUTION REQUIREMENT	BALLOT BY POST		RESULT
			FOR	AGAINST	
1.	Adoption of Financial Statements for the year ended 31 <sup>st</sup> March 2018	Ordinary	153747	5	PASSED
2.	Approval of Dividend for the financial year ended 31 <sup>st</sup> March 2018	Ordinary	153747	5	PASSED
3.	Re-appointment of Mr. S. Narayanan, Whole time Director, who retires by rotation	Ordinary	153747	5	PASSED
4.	Ratification of remuneration of Cost Auditors for the financial year 2018-2019.	Ordinary	153647	5	PASSED



**BIMETAL BEARINGS LIMITED****ANNEXURE – 3****SUMMARY RESULT OF BALLOT BY POST, REMOTE E-VOTING AND VOTING AT AGM**

R. NO	SUBJECT MATTER OF THE RESOLUTION	RESOLUTION REQUIREMENT	BALLOT BY POST		REMOTE E-VOTING		VOTING AT AGM	TOTAL		RESULT
			FOR	AGAINST	FOR	AGAINST		FOR	AGAINST	
1.	Adoption of Financial Statements for the year ended 31 <sup>st</sup> March 2018	Ordinary	153747	5	2864812	0	NIL	3018559	5	PASSED
2	Approval of Dividend for the financial year ended 31 <sup>st</sup> March 2018	Ordinary	153747	5	2864812	0	NIL	3018559	5	PASSED



**MR.G.V.MADHUSUDHANAN**

**SCRUTINIZER FOR BALLOT BY POST, REMOTE E-VOTING AND VOTING AT AGM**



3	Re-appointment of Mr. S. Narayanan, Whole Director, who retires by rotation	Ordinary	153747	5	2864812	0	NIL	3018559	5	PASSED
4	Ratification of remuneration of Cost Auditors for the financial year 2018-2019.	Ordinary	153647	5	2864712	0		3018359	5	PASSED

**MR.C.V.MADHUSUDHANAN****SCRUTINIZER FOR BALLOT BY POST, REMOTE E-VOTING AND VOTING AT AGM**