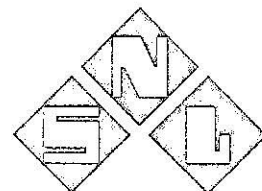


SNL Bearings Ltd.



July 31,2015

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

Dear Sirs,

35th AGM - Compliance of Clause 35A of the Listing Agreement

Scrip Code/Symbol: 505827/SNL


We wish to inform you that the 35th Annual General Meeting (AGM) of the members of SNL Bearings Ltd. was held on Tuesday, the 28th July,2015 at 3.00 p.m. at the Registered Office of the Company at Dhannur, 15 Sir P.M.Road, Fort, 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 SNL BEARINGS LTD


BANKIM PUROHIT
COMPANY SECRETARY

Encl: as above

1	Date of the AGM	Tuesday, July 28, 2015
2	Total number of shareholders on record date	4185
3	No. of shareholders present in the meeting either in person or through proxy --- Promoter Group --- Public	2 19
4	No. of shareholders attended the meeting through video conferencing -- Promoter Group -- Public	Not Applicable
5	(Agendawise) Agenda No.1 Details of the Agenda Resolution required Mode of voting	Ordinary Business Adoption of audited Accounts and Reports for the year 2014-15: To consider and adopt the Audited Financial Statements of the Company as on 31 st March, 2015 and the reports of the Directors and the Auditors thereon. 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	2678221	2678221	100	2678221	0	100	0
Public- Institution al holders	50	0	0	0	0	100	0
Public- others	933269	35827	3.84	35827	0	100	0
Total	3611540	2714048	75.15	2714048	0	100	0



Agenda No.2

Details of the Agenda:

Resolution required
Mode of voting

Declaration of Dividend on Preference Shares

To declare payment of dividend in arrears on Preference Share Capital for the period from 01st April, 2007 to 31st March, 2011

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	2678221	2678221	100	2678221	0	100	0
Public- Institution al holders	50	0	0	0	0	100	0
Public- others	933269	35827	3.84	35827	0	100	0
Total	3611540	2714048	75.15	2714048	0	100	0



Agenda No.3

Details of the Agenda:

Resolution required
Mode of voting

Re-appointment of the Director retiring by rotation:

To appoint a Director in place of Ms. H S Zaveri, who retires by rotation, but being eligible offers herself for re-appointment.

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	2678221	2678221	100	2678221	0	100	0
Public- Institution al holders	50	0	0	0	0	100	0
Public- others	933269	35827	3.84	35827	0	100	0
Total	3611540	2714048	75.15	2714048	0	100	0



Agenda No.4

Details of the Agenda:

Resolution required

Mode of voting

Appointment of Auditors

Ratify the appointment of 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.

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	2678221	2678221	100	2678221	0	100	0
Public- Institution al holders	50	0	0	0	0	100	0
Public- others	933269	35827	3.84	35827	0	100	0
Total	3611540	2714048	75.15	2714048	0	100	0



Agenda No.5	Special Business Appointment of independent director
Details of the Agenda	Appointment of Mr. J D Diwan as independent director for a term of five years
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	2678221	2678221	100	2678221	0	100	0
Public- Institution al holders	50	0	0	0	0	100	0
Public- others	933269	35827	3.84	35827	0	100	0
Total	3611540	2714048	75.15	2714048	0	100	0

For SNL BEARINGS LTD

Bankim Purohit
BANKIM PUROHIT
COMPANY SECRETARY



Ms. H. S. Zaveri,
Chairman,
SNL Bearings Ltd.
15, Dhannur, Sir P. M. Road,
Fort,
Mumbai-400001.

Dear Madam,

Sub: Combined Report on e-voting and voting by Poll conducted at the 35th Annual General Meeting of SNL 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 the Listing Agreement, 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 the 35th 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 35th Annual General Meeting of the Company, voting was announced by the Chairman and was conducted by means of poll.
- 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 Poll at the 35th Annual General Meeting (AGM). The said appointment was for ascertaining the requisite majority on e-voting as also on Poll carried out for the resolutions proposed to be passed at the 35th AGM of the Shareholders of the Company, held on Tuesday, the 28th July, 2015.
- 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 Poll, is also to make a Combined Report on the votes cast 'in favour' or 'against' the resolutions placed before the 35th AGM of the Company.



..2/-

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6) Based on the reports generated from the e-voting system provided by the CDSI, and also votes cast on poll, I submit the consolidated results of the e-voting and the Poll as under:

Resolution No. 1: Ordinary Resolution: To consider and adopt the Audited financial statements of the Company for the financial year ended March 31, 2015 and reports of the Board of Directors of the Company and the Auditors thereon.

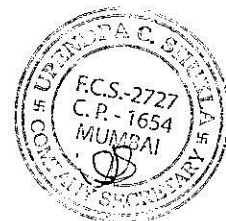
	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ votes
E-voting	3	25534	100%	0	0	0	-	-
Poll	11	2688514	100%	0	0	0	-	-
Combined	14	2714048	100%	0	0	0	-	-

Resolution No. 2: Ordinary Resolution: To declare payment of dividend in arrears on Preference Share Capital for the period from 1st April, 2007 to 31st March, 2011.

	In favour of the Resolution			Against the Resolution			Not Voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ votes
E-voting	3	25534	100%	0	0	0	-	-
Poll	11	2688514	100%	0	0	0	-	-
Combined	14	2714048	100%	0	0	0	-	-

Resolution No. 3: Ordinary Resolution: To appoint a Director in place of Ms. H. S. 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/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ votes
E-voting	3	25534	100%	0	0	0	-	-
Poll	11	2688514	100%	0	0	0	-	-
Combined	14	2714048	100%	0	0	0	-	-



Resolution No. 4: Ordinary Resolution: To appoint M/s. Deloitte Haskins & Sells, Chartered Accountants, (Registration no. 117365W) as an Auditors of the Company till the conclusion of the Annual General Meeting to be held for the financial year ending 31st March, 2017.

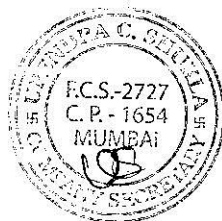
	In favour of the Resolution			Against the Resolution			Not Voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ votes
E-voting	3	25534	100%	0	0	0	-	-
Poll	11	2688514	100%	0	0	0	-	-
Combined	14	2714048	100%	0	0	0	-	-

Resolution No. 5: Ordinary Resolution: To appoint Mr. Jayavardhan Dhar Diwan as an Independent Director for a term of five years upto the conclusion of the 40th AGM of the Company.

	In favour of the Resolution			Against the Resolution			Not Voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ votes
E-voting	3	25534	100%	0	0	0	-	-
Poll	11	2688514	100%	0	0	0	-	-
Combined	14	2714048	100%	0	0	0	-	-

- 7) Out of 12, 1 ballot paper was rejected as Shareholder who voted through ballot paper was not a shareholder as on cut-off date as reconciled with the records of Registrar and Transfer Agent.
- 8) A Compact Disc (CD) containing a list of Equity Shareholders, who voted 'For', 'Against' through e-voting and those whose votes were declared invalid for each resolution and data of polling is kept ready for handing over to the Company Secretary.
- 9) Poll 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: 30/07/2015

Place: Mumbai