



# SNL BEARINGS LIMITED

March 18, 2024

BSE Limited  
Corporate Relationship Department  
1<sup>st</sup> Floor, P. J Towers, Dalal Street,  
Mumbai 400 001

**Code No. 505827**

Dear Sir/ Madam,

**Sub: Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") — Details of voting results of the Postal Ballot and Scrutinizer's Report**

Dear Sir/Madam,

With reference to our letter dated February 15, 2024, we are pleased to inform you that the following resolution as set out in the Postal Ballot Notice dated February 8, 2024, has been approved by the shareholders:

- i. Special Resolution for continuation of Mr. Satish Rangani (DIN: 00209069), upon attaining the age of 75 (seventy-five) years as a Non-Executive, Non-Independent Director of the Company - Passed with the requisite majority.
- ii. Ordinary Resolution for approval of Material Related Party Transactions with NRB Bearings Limited for a period from April 1, 2024 to March 31, 2025- Passed with the requisite majority.

Pursuant to Regulation 44(3) of the Listing Regulations, section 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, we enclose herewith the following:

1. Disclosure of the voting results of the business transacted by way of Postal Ballot including e-voting, as required under Regulation 44(3) of the SEBI Listing Regulations.
2. Combined report of the Scrutinizer, Mr. Upendra C Shukla, dated March 18, 2024 on Postal Ballot and e-voting, pursuant to Section 108 of the Companies Act, 2013.

We request you to kindly take the same on record and acknowledge receipt.

Thanking you,

**For SNL BEARINGS LIMITED**

**Pooja Jeswani**  
**Company Secretary**

REGISTERED



Dhannur, 15, Sir P. M. Road,  
Fort, Mumbai - 400 001

022-22663698

022-2266 0412/ 9850



[www.snlbearings.in](http://www.snlbearings.in)

L99999MH1979PLC134191

WORKS



Ratu, Ranchi - 835 222

0651-2521876

0651-2521920

**Details of Voting Results**

**[Reg. 44 of the SEBI(Listing Obligations & Disclosure Requirements) Regulations, 2015]**

Resolution Required :Special		Special Business: 1 - Special Resolution: Continuation of Mr. Satish Rangani (DIN: 00209069), upon attaining the age of 75 (seventy-five) years, as a Non-Executive Non-Independent Director of the Company.						
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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	2686773	2686773	100.0000	2686773	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2686773</b>	<b>100.0000</b>	<b>2686773</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	50	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	924717	26721	2.8896	26358	363	98.6415	1.3585
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		50	0.0054	50	0	100.0000	0.0000
	<b>Total</b>		<b>26771</b>	<b>2.8950</b>	<b>26408</b>	<b>363</b>	<b>98.6441</b>	<b>1.3559</b>
<b>Total</b>		<b>3611540</b>	<b>2713544</b>	<b>75.1354</b>	<b>2713181</b>	<b>363</b>	<b>99.9866</b>	<b>0.0134</b>



**Details of Voting Results**

**[Reg. 44 of the SEBI(Listing Obligations & Disclosure Requirements) Regulations, 2015]**

Resolution Required :Ordinary  
 Special Business:  
 2 - Ordinary Resolution: Approval of Material Related Party Transactions with NRB Bearings Limited for a period from April 1, 2024 to March 31, 2025.

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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	2686773	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	50	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	924717	26721	2.8896	26721	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		50	0.0054	50	0	100.0000	0.0000
	<b>Total</b>		<b>26771</b>	<b>2.8950</b>	<b>26771</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>3611540</b>	<b>26771</b>	<b>0.7412</b>	<b>26771</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



18<sup>th</sup> March, 2024

The Chairman,  
SNL Bearings Ltd.  
Dhannur, 15,  
Sir P. M. Road, Fort  
Mumbai 400 001.

Dear Sir,

**Sub: Report on passing of Resolution by Postal Ballot**

I am appointed as a Scrutinizer by SNL Bearings Limited (hereinafter referred to as “the Company”) for conducting the process of postal ballot in a fair and transparent manner for passing resolution as per **Annexure-1** to this report as contemplated under Section 110 of the Companies Act, 2013 (hereinafter referred to as the ‘Act’) read with the Companies (Management & Administration) Rules, 2014 (hereinafter referred to as the ‘Rules’).

The Management is responsible for ensuring compliance under the provisions of Section 110 and other applicable provisions of the Companies Act, 2013 as amended (the ‘Act’) read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014 as amended, General Circulars Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020, 22/2020 dated 15<sup>th</sup> June, 2020, 33/2020 dated 28/09/2020, 39/2020 dated 31<sup>st</sup> December,2020, 10/2021 dated 23<sup>rd</sup> June, 2021, 20/2021 dated 8<sup>th</sup> December,2021, 3/2022 dated 5<sup>th</sup> May, 2022, 11/2022 dated 28<sup>th</sup> December,2022 and 09/2023 dated 25<sup>th</sup> September, 2023 issued by the Ministry of Corporate Affairs, Government of India, read with circular dated 12<sup>th</sup> May, 2020, 9<sup>th</sup> December, 2020, 15<sup>th</sup> January, 2021, 13<sup>th</sup> May, 2022, 05<sup>th</sup> January, 2023 and 07<sup>th</sup> October, 2023 issued by the Securities and Exchange Board of India (SEBI) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations.

My responsibility as the Scrutinizer is restricted to scrutinize the physical as well as e-voting process in a fair and transparent manner and to prepare a Scrutinizer’s Report on votes cast in favour and against the resolutions stated in the postal ballot notice.

The Company dispatched Ballot papers along with notice dated 8<sup>th</sup> February, 2024 pursuant to Section 110 of the Act along with draft of Resolution and explanatory statement as required under Section 102 of the Act to those members of the Company, whose names appeared in the Register of Members / records of Depositories CDSL/NSDL as on 9<sup>th</sup> February, 2024.

The Company has appointed CDSL to conduct e-voting by the shareholders through their online e-voting system. Postal Ballot papers were also emailed to those Shareholders holding valid Email-Ids. The mails were Password Protected as per STQC norms. Other than this, in respect of Shareholders, who have not provided their Email-Ids and also Shareholders holding shares in physical form were provided with physical ballot forms. The procedure for e-voting was fully covered in the communication to Shareholders.

Accordingly, I had undertaken the assignment of scrutinizing the entire records and now, I hereby report as under:

: 2 :

1)	(a) Number of ballot paper posted on 15/02/2024 (physical)	:	1055
	(b) Number of ballot papers e-mailed on 15/02/2024	:	4152
	(c) Number of ballot papers returned undelivered by Post	:	150
	(d) Number of e-mails bounced/undelivered as per Link Intime email	:	155
2)	Date of commencement of voting cycle	:	17/02/2024 (9:00 a.m.)
3)	Last date fixed for voting through e-voting	:	17/03/2024 (5:00 p.m.)
4)	Last date fixed for receiving ballot papers, duly completed	:	17/03/2024 (5:00 p.m.)
5)	(a) Number of response received (Physical)	:	1
	(b) Number of response received (e-voting) (Including 2 responses from Promoters/ Promoter Group)	:	36
	<b>Total</b>	:	<b>37</b>
6)	(a) Number of valid ballot papers received (Physical)	:	1
7)	(a) Number of invalid ballot papers received (physical)	:	0
	(b) Number of invalid e-voting	:	0
8)	<b>Resolution 1 (Special Resolution):</b>		
	(a) Number of votes cast “For the Resolution (physical)”	:	50 (1 Ballot)
	(b) Number of votes cast “For the Resolution (e-voting)”	:	27,13,131 (34 cases)
	<b>Total Number of votes cast for the Resolution</b>	:	<b>27,13,181 (99.99%)</b>
	(a) Number of votes cast “Against the Resolution (physical)”	:	Nil
	(b) Number of votes cast “Against the Resolution (e-voting)”	:	363 (2 Cases)
	<b>Total Number of votes cast against the Resolution</b>	:	<b>363 (0.01%)</b>
	<b>Number of votes abstained for voting (e-voting)</b>	:	<b>Nil</b>
9)	<b>Resolution 2 (Ordinary Resolution):</b>		
	(a) Number of votes cast “For the Resolution (physical)”	:	50 (1 Ballot)
	(b) Number of votes cast “For the Resolution (e-voting)”	:	26,721(34 cases)
	<b>Total Number of votes cast for the Resolution</b>	:	<b>26,771 (100%)</b>
	(a) Number of votes cast “Against the Resolution (physical)”	:	Nil
	(b) Number of votes cast “Against the Resolution (e-voting)”	:	Nil
	<b>Total Number of votes cast against the Resolution</b>	:	<b>Nil</b>
	<b>Number of votes abstained for voting (e-voting)</b>	:	<b>Nil</b>





1. **Continuation of Mr. Satish Rangani (DIN: 00209069), upon attaining the age of 75 years (seventy-five) years, as a Non- Executive, Non- Independent Director of the Company.**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**

**"RESOLVED THAT** approval be and is hereby accorded pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for continuation and ratification of the term of Mr. Satish Rangani (DIN: 00209069), upon attaining the age of 75 (seventy-five) years, as a Non-Executive, Non-Independent Director of the Company, liable to retire by rotation as per the provisions of Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby severally authorized to do all acts, deeds and things as may be or expedient to give effect to the resolution."

2. **Approval of Material Related Party Transactions with NRB Bearings Limited for a period from April 1, 2024 to March 31, 2025:**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**

**"RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 ("the Act") read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions of the Act, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force), and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 {"Listing Regulations") and subject to such other approvals, consents, permissions and sanctions of any authority as may be necessary, approval of the Company be and is hereby accorded to the Board of Directors of the Company ("the Board" which expression shall include any Committee thereof including the Audit Committee; for the time being exercising the powers conferred on the Board by this resolution) to enter in to transaction(s), contract(s), arrangement(s), which are material in nature (as per the definition of material related party transactions in the Listing Regulations) including for purchase/ sale of raw materials, components, consumables, bushes, finished goods, machines, machinery parts, toolings, fixed assets, services, etc. with an identified related party, NRB Bearings Limited, (the holding company) for an amount not exceeding Rs. 35,00,00,000/- (Rupees Thirty-Five Crores only) in one or more tranches for the period from April 1, 2024 to March 31, 2025, provided that transaction(s), contract(s), arrangement(s) so carried out shall all times be on arm's length basis and in the ordinary course of business.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to decide upon the terms and conditions for each tranche of the transaction, contract and arrangement.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution."

## Details of Voting

SNL BEARINGS LIMITED							
POSTAL BALLOT							
SUMMARY REPORT OF VOTES CAST ON RESOLUTION NO. 1							
Sr. No.	Particulars	Total Forms/Cases	% of Total	Shares Held	% of Holding	Shares Voted	% of Voted
1	Assent (Physical)	1	0.00	50	0.00	50	0.00
	Assent (E-voting)	34	99.99	2713131	99.99	2713131	99.99
<b>1</b>	<b>SUB-TOTAL</b>	<b>35</b>	<b>99.99</b>	<b>2713181</b>	<b>99.99</b>	<b>2713181</b>	<b>99.99</b>
2	Dissent (Physical)	0	0	0	0	0	0
	Dissent (E-voting)	2	0.01	363	0.01	363	0.01
<b>2</b>	<b>SUB-TOTAL</b>	<b>2</b>	<b>0.01</b>	<b>363</b>	<b>0.01</b>	<b>363</b>	<b>0.01</b>
	<b>TOTAL</b>	<b>37</b>	<b>100.00</b>	<b>2713544</b>	<b>100.00</b>	<b>2713544</b>	<b>100.00</b>
<b>3</b>	Invalid	Nil	N.A.	Nil	N.A.	Nil	N.A.
<b>4</b>	Not Voted	Nil	N.A.	Nil	N.A.	Nil	N.A.

SNL BEARINGS LIMITED							
POSTAL BALLOT							
SUMMARY REPORT OF VOTES CAST ON RESOLUTION NO. 2							
Sr. No.	Particulars	Total Forms/Cases	% of Total	Shares Held	% of Holding	Shares Voted	% of Voted
1	Assent (Physical)	1	0.00	50	0.00	50	0.00
	Assent (E-voting)	34	100	26721	100	26721	100
<b>1</b>	<b>SUB-TOTAL</b>	<b>35</b>	<b>100.00</b>	<b>26771</b>	<b>100</b>	<b>26771</b>	<b>100.00</b>
2	Dissent (Physical)	0	0	0	0	0	0
	Dissent (E-voting)	0	0	0	0	0	0
<b>2</b>	<b>SUB-TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	<b>TOTAL</b>	<b>35</b>	<b>100.00</b>	<b>26771</b>	<b>100.00</b>	<b>26771</b>	<b>100.00</b>
<b>3</b>	Invalid	Nil	N.A.	Nil	N.A.	Nil	N.A.
<b>4</b>	Not Voted	Nil	N.A.	Nil	N.A.	Nil	N.A.



**The SNL Bearings Ltd - Postal Ballot**

**BASIS OF ACCEPTANCE**

1. Where a Postal Ballot form is complete in all respects and its particulars tally with the Register of Members as on 9<sup>th</sup> February, 2024, which was the basis for dispatch of notice and postal ballot form.
2. Where the assent or dissent has been given clearly by any other mark like 'Yes' 'Y' or 'No' 'N' etc., the postal ballot form has been considered.
3. Where a joint shareholder has signed the postal ballot form instead of the first named shareholder, the vote cast by the joint named shareholders is considered.
4. Where a shareholder has voted for less number of shares than his actual shareholding, the numbers of shares (votes) indicated/cast were only considered.

**BASIS OF REJECTION**

1. Where a ballot form is not signed.
2. Specimen signature of the shareholder differs materially with that of the signature in the ballot form.
3. Where a shareholder has not put any tick mark on either assent or dissent.
4. Where a shareholder has put tick mark on both columns showing "assent" and "dissent".
5. In case where a postal ballot form has been signed by the authorized signatory/power of attorney holder and certified true copy of Board Resolution/power of attorney/letter of authority is not received/not on record.
6. Where a postal ballot form received in a torn or mutilated form where it is difficult to state whether it is showing "Assent" or "Dissent".
7. Where the thumb impression has been put in postal ballot form, which is not duly attested by the prescribed authority.
8. Where the shareholder has casted vote through e-voting as also through the ballot paper, vote casted through ballot paper was rejected.

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