

18th August, 2016

To,
Manager (CRD)
BSE Limited
PhirozeJeejeebhoy Towers,
Dalal Street,
Mumbai - 400001
Scrip Code: 523828

To,
Manager - Listing Department
National Stock Exchange of India Ltd ✓
Exchange Plaza, Bandra Kurla Complex
Bandra (East),
Mumbai - 400051
Symbol - MENONBE

Dear Sir,

Sub. : Outcome of Postal Ballot process

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company accorded its approval to conduct postal ballot process to seek the consent of the Members of the Company for the Resolution as specified in the Postal Ballot Notice dated 14th July, 2016.

The Company has availed the e-voting services of National Securities Depository Limited ("NSDL").

Further, pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, CS Manish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer for conducting Postal Ballot and e-voting process in fair and transparent manner.

The last date for receipt of Postal Ballot form duly completed from the Members and completion of E-voting was Tuesday, 16th August, 2016. The result of the Postal Ballot has been declared today i.e. Thursday, 18th August, 2016.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, please find enclosed herewith the voting results of the said Postal Ballot. We would like to inform you that the Resolution as set out in the Postal Ballot Notice dated 14th July, 2016, has been passed by the Members of the Company unanimously. A copy of the Scrutinizer's Report is enclosed herewith.



MENON BEARINGS LIMITED



MENON BEARINGS

Kindly take the same on your record.

Yours faithfully,

For Menon Bearings Limited


Anup Padmai

Company Secretary & Compliance Officer
ACS No.A33422



Encl: As above

REGD. OFFICE & WORKS :
MIDC, GOKUL SHIRGAON, KOLHAPUR - 416 234. INDIA
Phones : + 91 231 26 72 279 / 533 / 487 Fax : + 91 231 267 22 78



E-mail : admin@menonbearings.in
Visit us at : <http://www.menonbearings.in>
CIN : L29130PN1991PLC062352

Menon Bearings Limited

Date of declaration of Result of Postal Ballot and e-voting : Not Applicable

Total Number of shareholders as on 08.07.2016 : 7981

No. of shareholders present in the meeting either in person or proxy : Not Applicable

Promoters and Promoter Group :

Public :

No. of shareholders attended the meeting through video conferencing : Not Applicable

Promoters and Promoter Group :

Public :

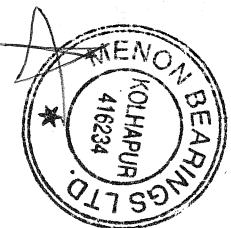
Resolution Required : (Special)

Special Resolution for issue of Bonus Shares in the proportion of 1(One) Equity Share for every 5 (Five) equity shares held by the member of Re. 1/- each through capitalization of free reserves.

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		23,76,640	6.82	23,76,640	0	100.00	0.00
	Postal Ballot		3,24,94,360	93.18	3,24,94,360	0	100.00	0.00
	Poll	3,48,71,000	0	0.00	0	0	0.00	0.00
	Total		3,48,71,000	100.00	3,48,71,000	0	100.00	0.00
Public Institutions	E-Voting	#	0	0.00	0	0	0.00	0.00
	Poll	#	0	0.00	0	0	0.00	0.00
	Postal Ballot	#	0	0.00	0	0	0.00	0.00
	Total	#	0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting		51,888	0.44	51,888	0	100.00	0.00
	Postal Ballot		3,37,587	2.85	3,37,587	0	100.00	0.00
	Poll	1,18,29,000	0	0.00	0	0	0.00	0.00
	Total		3,89,475	3.29	3,89,475	0	100.00	0.00
Total		4,67,00,000	3,52,60,475	75.50	3,52,60,475	0	100.00	0.00



18th August, 2016

To
Mr. Ram Menon,
Chairman
Menon Bearings Limited
G-1 MIDC, Gokul Shirgaon,
Kolhapur - 416234

Respected Sir,

Sub.: Scrutinizer's Report for passing of resolution through Postal Ballot Process

I have completed the assignment as the Scrutinizer for the Postal Ballot process under Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and I submit herewith my report for your necessary further action.

I shall return the ballot papers, register and records soon after your declaration of the result and signing of the minutes of the meeting held for declaration of the result of Postal Ballot process.

I request you to preserve the ballot papers, register and records as required under Rule 22 of Companies (Management and Administration) Rules, 2014.

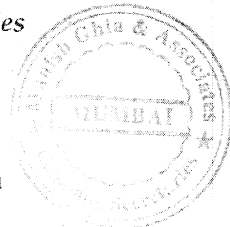
Thanking you,

For Manish Ghia & Associates
Company Secretaries

Manish L. Ghia

CS Manish L. Ghia
Partner

M. No. FCS 6252; C. P. No.3531



Encl: A/a

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of Companies (Management and Administration) Rules, 2014]

To
Mr. Ram Menon,
Chairman
Menon Bearings Limited
G-1 MIDC,
Gokul Shirgaon,
Kolhapur - 416234

Respected Sir,

Sub: Scrutinizer's Report for passing of resolution through Postal Ballot Process and E-Voting

I, CS Manish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer by the Board of Directors of the Company at its meeting held on 14th July, 2016 for conducting the voting by Postal Ballot process seeking approval of members for following matter:

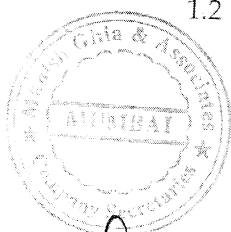
a. Issue of Bonus Shares by way of capitalisation of reserves

1. The Postal Ballot voting process has been completed and now I submit my report as under:

1.1 The Company completed the dispatch of Postal Ballot Notice dated 14th July, 2016 along with Postal Ballot Form and self-addressed business reply envelope through e-mail whose email id is registered with the Registrar & Share transfer Agent/Depositories and dispatched through speed post on 18th July, 2016 to its members, whose names appeared in the Register of Members/List of Beneficiaries as on the cut-off date (Record date) being Friday, 8th July, 2016.

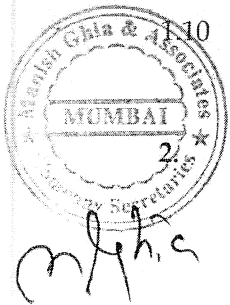
1.2 As per provisions of applicable rules of Companies (Management and Administration) Rules, 2014, the Company has published advertisement about completion of dispatch of Postal Ballot Notice and providing e- voting facility in English Newspaper "Business Standard" and Marathi Newspaper "Daily Pudhari" on Tuesday, 19th July, 2016.

1.3 Particulars of all the Postal Ballot Forms received from the members have been entered in a register separately maintained for the purpose.



Manish Ghia & Associates

- 1.4 All Postal Ballot Forms received upto the close of working hours of 16th August, 2016, being the last date and time fixed by the Company for receipt of the forms, are considered for my scrutiny.
 - 1.5 The Postal Ballot Forms were duly opened on 16th August, 2016 after 05.00 p.m. in my presence and scrutinized. The shareholding was matched / confirmed with the Register of Members of the Company / list of beneficiaries as on Friday, 8th July, 2016.
 - 1.6 The e-voting period commenced on Monday, 18th July, 2016 (10.00 a.m.) and ended on Tuesday, 16th August, 2016 (05.00 p.m.) through National Securities Depository Limited (NSDL), the agency engaged by the Company to provide remote e-voting facility for Postal Ballot Process.
 - 1.7 The data for e-voting was downloaded after the e-voting module was disabled by NSDL on Tuesday, 16th August, 2016 (05.00 p.m.).
 - 1.8 The e-voting data was scrutinized for verification of votes cast in favour and against the resolution.
 - 1.9 The Company received 7 (Seven) envelopes containing Postal Ballot form after 16th August, 2016, which are not considered for my scrutiny.
 - 1.10 488 Envelopes was returned undelivered containing Postal Ballot form for Notice dated 14th July, 2016.
- The summary of the voting through Postal Ballot Forms received and electronic means is as follows:



Manish Ghia & Associates

Resolution No.1

Particulars	Special Resolution for Issue of Bonus Shares in the proportion of 1 (one) Equity Share for every 5 (Five) Equity Shares held by the member of Re. 1/- each through capitalization of free reserves.					
	Counts		Votes		Valid votes casted	
Voting pattern	Total received	Valid	Total	Valid	In favour	Against
Ballot Form	295	252	3,28,87,628	3,28,31,947	3,28,31,947	0
E-voting	57	57	24,28,528	24,28,528	24,28,528	0
Total	352	309	3,53,16,156	3,52,60,475	3,52,60,475 (100.00%)	0 (0.00%)
Result: May be considered passed unanimously.						

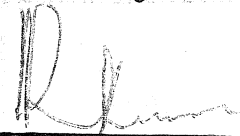
You may accordingly declare the result of the voting by Postal Ballot.

Thanking You.

Place: Mumbai

Date: 18th August, 2016

Countersigned by



Mr. Ram Menon
Chairman

Place:

Date:

For Manish Ghia & Associates
Company Secretaries



CS Manish L. Ghia
Partner

M. No. FCS 6252 C. P. No. 3531