

ISO 9001, ISO/TS 16949, ISO 14001, OHSAS 18001 CERTIFIED ORGANISATION

Survey No. 22/1, Plot No 1,2,3 Shapar Village Road, SHAPAR (Veraval) 360 024.

Ta. Kotadasangani, Dist. Rajkot.(Gujarat) India. Tel : +91-2827-252273, 252414

CIN : U29130GJ1991PLC016005

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December 26, 2020

To,
DEPARTMENT OF CORPORATE SERVICES

Bombay Stock Exchange (SME Platform)

25th Floor, P.J. Towers,

Dalal Street, Fort,

Mumbai - 400 001.

Dear Sir/Madam,

SUB: Scrutinizer's Report Voting Results of the 29th Annual General Meeting
REF.: SCRIP CODE: 539398 SCRIP ID: VISHALBL

We are attaching herewith Scrutinizer's Report and voting results of remote e-voting and e-voting conducted at the AGM through Video Conference, pursuant to the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Based on the Report of the Scrutinizer, all ordinary and Special resolutions set out in the Notice of the 29th AGM have been duly approved by the Members with requisite majority.

We request to kindly take the same on record.

Thanking You.

Yours Faithfully,
For VISHAL BEARINGS LIMITED



DILIPKUMAR CHANGELA
MANAGING DIRECTOR
DIN: 00247302

Encl: Report of the Scrutinizer



FORM MGT-13

A CONSOLIDATED SCRUTINIZER REPORT

[Pursuant to rule Section 108 of the Companies Act, 2013 and Rule 20(xi) of The Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
VISHAL BEARINGS LIMITED
SURVEY NO 22/1, PLOT NO 1,
SHAPAR MAIN ROAD,
SHAPAR (VERAVAL),
RAJKOT - 360 002,
GUJARAT, INDIA

Sub: Consolidated Scrutinizer's Report on Voting by Remote E-Voting and E-Voting facility to the participated in the Annual General Meeting ("AGM") through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") in respect of the resolutions (businesses) contained in the Notice dated November 25, 2020.

I, Keyur Ghelani, Practicing Company Secretary, Proprietor of M/s K. P. Ghelani & Associates, appointed as scrutinizer for the purpose of the voting through Remote E-Voting and Voting facility present at the AGM through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") on the below mentioned resolution(s) at Annual General Meeting of the Shareholders of the Company held on Saturday, December 26, 2020 at 04.00 P.M.

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of the Act and Rules made there under.

Our responsibly as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolution.

We hereby submit our report as under:

1. As confirmed by the company, the Notice of 29th Annual General Meeting along with Annual Report 2019-20, was sent to the Members whose name(s) appeared in the Register of Members/ List of beneficial owners, whose e-mail IDs was registered with the Company's RTA / Depositories, through electronic means only and has not dispatched physical notices to any member in compliance with the provisions of the Act and MCA Circulars issued by Ministry of Corporate Affairs.
2. The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the members of the Company.
3. The Members of the Company holding shares as on December 19, 2020 (cut-off date) were entitled to vote on the resolutions (Item No. 1 to 5) as set out in the notice convening 29th Annual General Meeting of the Company through Remote E-voting and E-Voting at Annual General Meeting.





4. The e-voting period commenced on Wednesday, December 23, 2020 at 09.00 A.M. and ended on Friday, December 25, 2020 at 05.00 P.M.
5. The votes were unblocked on December 26, 2020 at around 06.30 P.M. in the presence of two witnesses, Mr. Pratik Makwana and Mr. Bhargav Ganatra, who are not in the employment of the Company.
6. The details containing, inter-alia, list of equity shareholders, who voted "For" and "Against" were downloaded from the E-voting website of/ <https://www.evoting.nsdl.com>.
7. The summary of the e-voting for each of the resolution is given below:

RESOLUTION NO. 1

Nature of Resolution	Ordinary Resolution
Subject Matter	To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon

(i) Voting in Favour of Resolution:

Type of Voting	No. of Members voted	No. of Valid votes cast by them	% of Total No. of valid votes cast
Remote E-Voting	56	7888187	100%
E-Voting by Shareholders through VC/OAVM	0	0	0
Total	56	7888187	100%

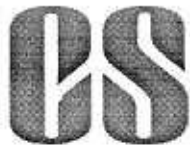
(ii) Voted Against the Resolution:

Type of Voting	No. of Members voted	No. of Valid votes cast by them	% of Total No. of valid votes cast
Remote E-Voting	0	0	0
E-Voting by Shareholders through VC/OAVM	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Type of Voting	No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
Remote E-Voting	0	0	0
E-Voting by Shareholders through VC/OAVM	0	0	0
Total	0	0	0





RESOLUTION NO. 2

Nature of Resolution	Ordinary Resolution
Subject Matter	To appoint Mr. Hiralal Changela, who retires by rotation as a Director

(iv) Voting in Favour of Resolution:

Type of Voting	No. of Members voted	No. of Valid votes cast by them	% of Total No. of valid votes cast
Remote E-Voting	56	7888187	100%
E-Voting by Shareholders through VC/OAVM	0	0	0
Total	56	7888187	100%

(v) Voted Against the Resolution:

Type of Voting	No. of Members voted	No. of Valid votes cast by them	% of Total No. of valid votes cast
Remote E-Voting	0	0	0
E-Voting by Shareholders through VC/OAVM	0	0	0
Total	0	0	0

(vi) Invalid Votes:

Type of Voting	No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
Remote E-Voting	0	0	0
E-Voting by Shareholders through VC/OAVM	0	0	0
Total	0	0	0

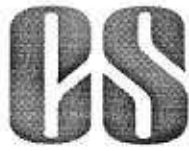
RESOLUTION NO. 3

Nature of Resolution	Ordinary Resolution
Subject Matter	To re-appointment of M/s. SVK & Associates, Chartered Accountants (Firm Registration No.: 118564W) as a Statutory Auditors of the company

(vii) Voting in Favour of Resolution:

Type of Voting	No. of Members voted	No. of Valid votes cast by them	% of Total No. of valid votes cast
Remote E-Voting	56	7888187	100%
E-Voting by Shareholders through VC/OAVM	0	0	0
Total	56	7888187	100%





(viii) Voted **Against** the Resolution:

Type of Voting	No. of Members voted	No. of Valid votes cast by them	% of Total No. of valid votes cast
Remote E-Voting	0	0	0
E-Voting by Shareholders through VC/OAVM	0	0	0
Total	0	0	0

(ix) **Invalid** Votes:

Type of Voting	No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
Remote E-Voting	0	0	0
E-Voting by Shareholders through VC/OAVM	0	0	0
Total	0	0	0

RESOLUTION NO. 4

Nature of Resolution	Ordinary Resolution
Subject Matter	To appointment of Mr. Kishan Rajeshkumar Sureja as an Independent Director for a term of five consecutive years commencing from December 01, 2020

(x) Voting in **Favour** of Resolution:

Type of Voting	No. of Members voted	No. of Valid votes cast by them	% of Total No. of valid votes cast
Remote E-Voting	56	7888187	100%
E-Voting by Shareholders through VC/OAVM	0	0	0
Total	56	7888187	100%

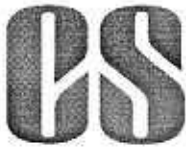
(xi) Voted **Against** the Resolution:

Type of Voting	No. of Members voted	No. of Valid votes cast by them	% of Total No. of valid votes cast
Remote E-Voting	0	0	0
E-Voting by Shareholders through VC/OAVM	0	0	0
Total	0	0	0

(xii) **Invalid** Votes:

Type of Voting	No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
Remote E-Voting	0	0	0
E-Voting by Shareholders through VC/OAVM	0	0	0
Total	0	0	0





RESOLUTION NO. 5

Nature of Resolution	Special Resolution
Subject Matter	To Appointment of Mr. Niteshkumar Jamnadas Patel as an Independent Director for his second term of five consecutive years w.e.f. May 28, 2020

(xiii) Voting in Favour of Resolution:

Type of Voting	No. of Members voted	No. of Valid votes cast by them	% of Total No. of valid votes cast
Remote E-Voting	56	7888187	100%
E-Voting by Shareholders through VC/OAVM	0	0	0
Total	56	7888187	100%

(xiv) Voted Against the Resolution:

Type of Voting	No. of Members voted	No. of Valid votes cast by them	% of Total No. of valid votes cast
Remote E-Voting	0	0	0
E-Voting by Shareholders through VC/OAVM	0	0	0
Total	0	0	0

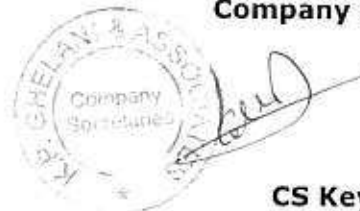
(xv) Invalid Votes:

Type of Voting	No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
Remote E-Voting	0	0	0
E-Voting by Shareholders through VC/OAVM	0	0	0
Total	0	0	0

Date: December 26, 2020

Place: Rajkot

For K. P. Ghelani & Associates
Company Secretaries



CS Keyur Ghelani
Proprietor

Mem. No. 33400

C.P. No. 12468

UDIN: A033400B001674952