

MENON BEARINGS LIMITED



MENON BEARINGS

31st January, 2019

To,
The Manager - DCS
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Scrip Code: 523828

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

Dear Sir,

Subject: Outcome of Board Meeting held today i.e. Thursday, 31st January, 2019.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that the Board of Directors of the Company at its meeting held today i.e. 31st January, 2019, *inter-alia*, considered the following matters:

1. Approved the Un-Audited Financial Results of the Company for the quarter and nine months ended 31st December, 2018 prepared in accordance with Indian Accounting Standards (IND AS) prescribed under Companies (Indian Accounting Standard) Rules, 2015.

In terms of provisions of Regulation 33 of the Listing Regulations, we enclose herewith following as "Annexure I":

- a) A copy of the Un-Audited Financial Results for the quarter and nine months ended 31st December, 2018; and
 - b) Limited Review Report on said results received from Statutory Auditors of the Company.
2. Appointed Mr. Arun Aradhye (DIN: 03052587), CFO of the Company, as an Additional Whole Time Director (designated as WTD & CFO) of the Company for a period of 5 years w.e.f. 31st January, 2019, subject to approval of the shareholders of the Company.

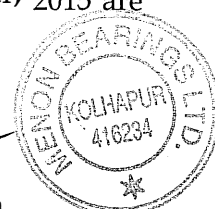
It is hereby affirmed that Mr. Arun Aradhye is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

The details of Mr. Aradhye as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. CIR/ CFD/ CMD/4/2015 dated 9th September, 2015 are provided in "Annexure II attached herewith".

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



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Visit us at : http : // www.menonbearings.in
CIN : L29130PN1991PLC062352



3. Accepted the resignation of Mr. Anup Padmai from the post of Company Secretary & Compliance officer of the Company w.e.f. closing hours of 31st January, 2019, who resigned from the services of the Company due to his personal reasons.
4. Appointed Mr. Suraj Patil (Membership No. A54404) as Company Secretary & Compliance Officer of the Company w.e.f. 1st February, 2019 upon resignation of Mr. Anup Padmai from the post of Company Secretary & Compliance officer of the Company w.e.f. 31st January, 2019.

Mr. Suraj Patil is a qualified Company Secretary and is an Associate Member of Institute of Company Secretaries of India (ICSI) having experience of more than 2 years. Before joining the Company he was as a Practicing Company Secretary.

5. Accepted the resignation of M/s. Manish Ghia & Associates, Company Secretaries, Mumbai resigning as Secretarial Auditor of the Company w.e.f. 31st January, 2019.
6. Appointed M/s. M Baldeva Associates, Company Secretaries, Thane as Secretarial Auditors of the Company for conducting Secretarial Audit for the financial year 2018-19 as required under Section 204(1) of the Companies Act, 2013.
7. Decided to seek shareholders approval through postal ballot process for the following items:
 - a) Confirming the appointment of Mr. Gajendra Vasa, as an Independent Director of the Company (DIN:00461425) in terms of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended vide SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018;
 - b) Appointment of Dr. Santosh Prabhu, as an Independent Director (DIN:00506595) of the Company; and
 - c) Appointment of Mr. Arun Aradhya (DIN: 03052587) as a Whole Time Director (designated as WTD & CFO of the Company).



The meeting of the Board of Directors commenced at 11:00 a.m. and concluded at 1.00 p.m.

Kindly take the above on your record.

Thanking you,

Yours faithfully,

For Menon Bearings Limited



R D Dixit

Chairman & Managing Director

DIN: 00626827

Encl.: A/a



Annexure -II

Appointment of Mr. Arun Aradhya (DIN:-03052587) as an Additional Whole Time Director on the Board of Menon Bearings Limited

Sr. No.	Particulars	Information of such event
1	Reason for change	Appointment
2	Date of appointment	The Board of Directors at its meeting held today i.e. 31 st January, 2019 has appointed Mr. Arun Aradhya (DIN: 03052587) as an Additional Whole Time Director of the Company w.e.f. 31 st January, 2019.
3	Term of appointment	5 (Five) consecutive years w.e.f. 31 st January, 2019 upto 30 th January, 2024, subject to approval of shareholders of the Company.
4	Brief Profile	As per Annexure II-A
5	Disclosure of relationships between directors	Mr. Arun Aradhya is not related to any other director of the Company.

For Menon Bearings Limited



[Signature]
R D Dixit

Chairman & Managing Director

DIN: 00626827

Encl.: A/a



Brief Profile of Mr. Arun Ardhye

Presently, Mr. Arun Aradhya is working with the Company as Vice President Finance & Corporate (CFO) and is responsible for finance, corporate administration, corporate image and relationships. Various functional heads work under his supervision and guidance.. He holds Masters Degree in Commerce and Bachelors degree in Laws. He has an extensive background and vast experience of around 40 years in various fields like Banking, Finance, Insurance, Transport, Tourism, Tele- Communication, Manufacturing, Industry etc. He is associated with the Company since last 8 years.

Mr. Arun Aradhya had been:-

- Ex-President of Shri Mahalaxmi Co-Operative Bank Ltd, Kolhapur
- Ex-President of Lion's Club of Kolhapur
- Ex- Director of Maharashtra State Co-op. Bank's Association
- Ex-Head Finance & Accounts of Ghatge Patil Transports Ltd, Kolhapur
- Controller of Revenues of Garware Wall Ropes Ltd., Pune
- Ex-Director of S.T Co-op. Bank Ltd, Mumbai
- Ex-Head Finance & Accounts of MSRTC at their various divisions
- Ex- Managing Director at Pathfinders Tours & Travels Pvt. Ltd & Ex- Director at Mega Path Finder's, Singapore.

For Menon Bearings Limited

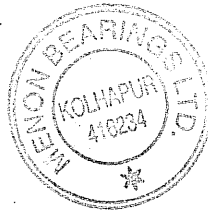


R D Dixit

Chairman & Managing Director

DIN: 00626827

Encl.: A/a



24th October, 2018

To,
The Manager - DCS
BSE Limited
PhirozeJeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Scrip Code: 523828

To,
The Manager - Listing Department
National Stock Exchange of India Limited ✓
Exchange Plaza, BandraKurla Complex
Bandra (East),
Mumbai- 400051
Symbol: MENONBE

Dear Sir,

Subject: Outcome of Board Meeting held today i.e. Wednesday, 24th October, 2018.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that the Board of Directors of the Company at their meeting held today i.e. 24th October, 2018, *inter-alia*, considered the following matters:

1. Approved the Un-Audited Financial Results of the Company for the quarter and six months ended 30th September, 2018 prepared in accordance with Indian Accounting Standards (IND AS) as per Companies (Indian Accounting Standard) Rules, 2015.

In terms of provisions of Regulation 33 of the Listing Regulations, we enclose herewith following as "Annexure I":

- a) A copy of the Un-Audited Financial Results for the quarter and six months ended 30th September, 2018 along-with Statement of Assets and Liabilities of the Company as on that date;
 - b) Limited Review Report on said results received from Statutory Auditors of the Company.
2. Declared interim dividend for the financial year 2018-19 of Rs. 1.50/- per Equity Share (i.e.150% of paid up share capital of the Company) of face value Re.1/- each.

Pursuant to the provisions of Regulation 42 of Listing Regulations, the Board of Directors confirmed Thursday, 1st November, 2018 as record date for determining the eligible shareholders who will be entitled to the said Interim Dividend.

The said Interim Dividend will be credited/dispatched to the shareholders from Tuesday, 6th November, 2018 to Tuesday, 13th November, 2018.

3. Appointed Dr. Santosh Prabhu (DIN: 00506595) as an Additional (Independent) Director of the Company for a period 5 years w.e.f. 24th October, 2018 subject to approval of shareholders at the ensuing Annual General Meeting of the Company. Further, we hereby affirm that the said Director viz. Dr. Santosh Prabhu is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

The details required under Regulation 30 of the Listing Regulations read with SEBI Circular No. CIR/ CFD/ CMD/4/2015 dated 9th September, 2015 are enclosed in "Annexure II".

4. The Board has granted in-principle approval to Hive off the Aluminium Division "INTO A WHOLLY OWNED SUBSIDIARY COMPANY" of Menon Bearings Limited, which shall be incorporated for this purpose.

The meeting of the Board of Directors commenced at 11:00 a.m. and concluded at 12:40 p.m.

Kindly take the above in your record.

Thanking you

Yours faithfully

For Menon Bearings Limited



Anup Padmai
Company Secretary & Compliance Officer
Membership No: A33422



Encl.: A/a

Annexure -II

Appointment of Dr. Santosh Prabhu (DIN:-00506595) as an Additional Independent Director on the Board of Menon Bearings Limited

Sr. No.	Particulars	Information of such event
1	Reason for change	Appointment
2	Date of appointment	The Board of Directors at its meeting held today i.e. 24 th October, 2018 has appointed Dr. Santosh Prabhu (DIN: 00506595) as an Additional (Independent) Director of the Company w.e.f. 24 th October, 2018.
3	Term of appointment	5 (Five) consecutive years w.e.f. 24 th October, 2018 upto 23 rd October, 2023, subject to approval of shareholders of the Company.
4	Brief Profile	As per Annexure II-A
5	Disclosure of relationships between directors	Dr. Santosh Prabhu is not related to any Director of the Company.

For Menon Bearings Limited



Anup Padmai
Company Secretary & Compliance Officer
Membership No.: A33422



Annexure II-A

Brief Profile of Dr. Santosh Prabhu

Dr. Santosh Prabhu a renowned Neurological and Spinal surgeon, is the Director, Neurological surgery at Western India Institute of Neurosciences (WIINS), Kolhapur. He received gold medals in Pharmacology and Surgery and did his M.S. in General Surgery standing first in Nagpur University (1985). He superspecialized in Neurosurgery from Seth GS Medical college and KEM hospital, Mumbai, obtaining M.Ch. in 1987. He was a Teaching Faculty & Assistant Professor in Neurosurgery at KEM hospital till 1991. He is a member of many international bodies like World Federation of Neurosurgeon etc.

He has received FIE Foundation National Life Time Achievement Award 2007 and Avishkar Life Time Achievement Award 2008. Recipient of Icons of South Maharashtra by Daily Lokmat 2014. Above awards are given in recognition of his immense contribution to Neurosurgery in Western Maharashtra.

For **Menon Bearings Limited**



Anup Padmai
Company Secretary & Compliance Officer
Membership No.: A33422.



15th April, 2018

To
The Manager – DSC
BSE Limited
PheerozeJeejebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001
Scrip Code: 523828

To,
The Manager – Listing Department
National Stock Exchange of India Ltd ✓
Exchange Plaza, Bandra Kurla Complex
Bandra (East),
Mumbai- 400 051
Symbol: MENONBE

Sub.: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

We wish to inform you that pursuant to Regulation 30 read with Part A Para A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Board of Directors of the Company through circular resolution has appointed Mrs. Kailash A. Nevagi (DIN: 03011076) as an Additional (Independent) Director of the Company for a period 5 years w.e.f. 16th April, 2018 subject to approval of shareholders at the ensuing Annual General Meeting of the Company.

The details required under Regulation 30 of the Listing Regulations read with SEBI Circular No. CIR/ CFD/ CMD/4/2015 dated 9th September, 2015 are enclosed in Annexure.

Kindly take the above on your record.

Thanking you,

Yours faithfully,

For Menon Bearings Limited


Anup Padmai

Company Secretary & Compliance Officer

Membership No.: A33422



Annexure

Appointment of Mrs. Kailash A. Nevagi (DIN:-03011076) as an Additional Independent Director on the Board of Menon Bearings Limited

Sr. No.	Particulars	Information of such event
1	Date of appointment	The Board of Directors by circular resolution has appointed Mrs. Kailash A. Nevagi (DIN: 03011076) as an Additional (Independent) Director of the Company w.e.f. 16 th April, 2018.
2	Term of appointment	5 (Five) consecutive years w.e.f. 16 th April, 2018 upto 15 th April, 2023, subject to approval of shareholders of the Company.
3	Brief Profile	As per Annexure I
4	Disclosure of relationships between directors	Mrs. Kailash A. Nevagi is not related to any Director of the Company

For Menon Bearings Limited



Anup Padmai
Company Secretary & Compliance Officer
Membership No.: A33422



Annexure I

Brief Profile of Mrs. Kailash A. Nevagi

Mrs. Kailash A. Nevagi, is an active, ambitious and multi- faceted personality leading a team of lawyers as a Partner & Director at Abhay Nevagi and Associates. Her zeal for work and social commitment prove to be a source of inspiration for all, as she continues to offer legal support and advice to hundreds of souls who suffer in this complex world of relationship in the clutches of law.

Mrs. Nevagi did her post- graduation in commerce followed by MBA and graduation in law. She has more than 27 years of reach experience in every domain of law, ranging from family matters to cybercrime.

Mrs. Nevagi offers online help and counseling to needy, unprivileged women through an organizational platform named "ABHILASHA". She is also a member of "NARI Foundation" and a member of "UMEDPariwar", an organization that takes care of children with special needs and "SaaD" a trust which support differently abled individuals.

For Menon Bearings Limited



Anupadmai

Company Secretary & Compliance Officer

Membership No.: A33422



31st December, 2017

To
The Manager - DSC
BSE Limited
PheerozeJeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

To,
The Manager - Listing Department
National Stock Exchange of India Ltd ✓
Exchange Plaza, Bandra Kurla Complex
Bandra (East),
Mumbai- 400 051

Scrip Code: 523828

Symbol: MENONBE

Sub.: Intimation of Appointment of Director under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

We wish to inform you that pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Board of Directors of the Company through circular resolution has appointed Mr. Gajendra Vasa (DIN: 00461425) as an Additional (Independent) Director of the Company for a period 5 years w.e.f. 30th December, 2017 subject to approval of shareholders at the ensuing Annual General Meeting of the Company.

The details required under Regulation 30 of the Listing Regulations read with SEBI Circular No. CIR/ CFD/ CMD/4/2015 dated 9th September, 2015 are enclosed in Annexure.

Kindly take the above on your record.

Thanking you,

Yours faithfully,
For **Menon Bearings Limited**



Anup Padmai
Company Secretary & Compliance Officer



Annexure

Appointment of Mr. Gajendra Vasa (DIN:- 00461425) as an Additional Independent Director on the Board of Menon Bearings Limited

Sr. No.	Particulars	Information of such event
1	Date of appointment	The Board of Directors by circular resolution has appointed Mr. Gajendra Vasa (DIN: 00461425) as an Additional (Independent) Director of the Company w.e.f. 30 th December, 2017.
2	Term of appointment	5 (Five) consecutive years w.e.f. 30 th December, 2017 upto 29 th December, 2022, subject to approval of shareholders of the Company.
3	Brief Profile	As per Annexure I
4	Disclosure of relationships between directors	Mr. Gajendra Vasa is not related to any Director of the Company

For Menon Bearings Limited


Anup Padmai
 Company Secretary & Compliance Officer



Annexure I

Brief Profile of Mr. Gajendra Vasa

Mr. Gajendra Vasa aged 78, is a Managing Director of Rocket Engg. Corporation Pvt. Ltd. and Nova Auto Pvt.Ltd., Kolhapur and has more than 52 years of experience in Trading & Engineering Industries. Under his leadership & guidance these Companies had developed new designs of Comet Portable series of diesel engines in the year 1989-90. These engines have been very well received by the customers. In view of the successful performance of the engines, entire diesel engine industry has adopted these design with cosmetic changes.

He has also served as:-

Chairman for 2 years of Confederation of Indian Industries, Mumbai Southern Region (C.I.I.) (Past)

Chairman for 4 years of Kolhapur Engineering Association, Kolhapur (Past)

Chairman for 4 years of Indian Diesel Engine Mfrs Association Mumbai (Past)

President of Rotary Club of Kolhapur (For the year 2011-12)

Present Director of Kolhapur Engg. Association

For Menon Bearings Limited



Anup Padmai
Company Secretary & Compliance Officer

