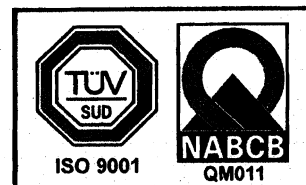


REGD. OFF. : 315/321, PROSPECT CHAMBERS,  
2ND FLOOR, DR. D. N. ROAD, FORT, MUMBAI-400 001. (INDIA)  
TEL. : (91) (22) 2285 2552 / 2204 4159  
FAX : (91) (22) 2287 5841  
E-mail : info@deccanbearings.com  
Website : www.deccanbearings.com  
CIN NO. : L29130MH1985PLC035747

02<sup>nd</sup> November, 2016

To,  
The Corporate Relations Department,  
Bombay Stock Exchange Limited,  
PJ Tower,  
Dalal Street, Fort,  
Mumbai - 400 001.

Ref: Scrip Code: 505703

Deccan Bearings Limited

Sub: Submission Notice of Postal ballot and Calendar of Events for Postal Ballot

Dear Sir/Madam,

We would like to inform the Exchange that, the Board of Directors in their meeting held on 29<sup>th</sup> October, 2016 have considered and approved notice of Postal Ballot for sale of Leasehold land & building dilapidated Construction Which is un-used since 16 Years of the Company pursuant to Section 180(1)(a) of Companies Act, 2013.


In this connection, we are submitting herewith Notice of Postal ballot and Calendar of Events for the Postal Ballot process of the Company.

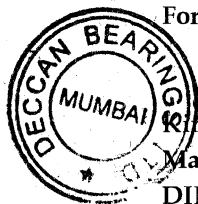
Please acknowledge the receipt of the same.

Thanking You,

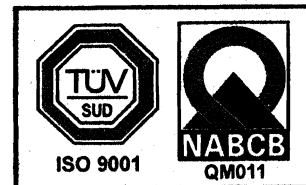
Yours Faithfully,

For, Deccan Bearings Limited

  
Anurag Vora  
Managing Director  
DIN: 00108607



REGD. OFF. : 315/321, PROSPECT CHAMBERS,  
2ND FLOOR, DR. D. N. ROAD, FORT, MUMBAI-400 001. (INDIA)  
TEL. : (91) (22) 2285 2552 / 2204 4159  
FAX : (91) (22) 2287 5841  
E-mail : info@deccanbearings.com  
Website : www.deccanbearings.com  
CIN NO. : L29130MH1985PLC035747



**POSTAL BALLOT NOTICE**

Dear Member(s),

Notice is hereby given that pursuant to Section 110 and other applicable provisions of the Companies Act, 2013, ('Act'), if any, read together with Rule 22 of the Companies (Management and Administration) Rules, 2014, including any statutory modifications or re-enactment thereof for the time being in force, that the resolution appended below is proposed to be passed as special resolution by way of postal ballot /electronic voting. The Explanatory Statement, pursuant to Section 102 of the Act, pertaining to the said Resolution, setting out the material facts concerning the items and the reasons thereof is annexed hereto along with a Postal Ballot Form (the "Form") for your consideration. The Board of Directors has appointed Mr. Suhas Ganpule of M/s. S.G & Associates, Practicing Company Secretary (Membership No. 12122 and Certificate Practice No: 5722) as the Scrutinizer for conducting the Postal Ballot process and Electronic Voting process in a fair and transparent manner

Members are advised to read carefully the instructions given in the Postal Ballot Form and return the said Form duly completed and signed, in the enclosed postage prepaid self-addressed envelope so as to reach the Scrutinizer on or before the close of working hours on 5<sup>th</sup> December, 2016 at the Company's Registered office at 315/321 Prospect Chambers, Dr D N Road, Fort, Mumbai- 400001. The Company is pleased to offer evoting facility as an alternate for its Members.

The Company has engaged the services of Central Depository Services Limited. ("CDSL") to provide Electronic voting facility to the members of the Company .Detailed instructions to use this facility is given separately.

**. By order of the Board of Directors  
Deccan Bearings Limited**

A handwritten signature in black ink, appearing to read 'Kiran Vora', is written over a faint circular stamp.

**Kiran Vora  
Managing Director  
DIN NO.:00108607**

**Place: Mumbai.  
Date: 29<sup>th</sup> October, 2016**

**Item No.1:**

**Special Business:**

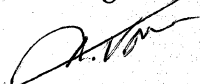
**Item No. 1: Sale Of Un-Used Land & Dilapidated Construction Under Section 180 (1) (a) Of The Companies Act, 2013:**

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a), Section 110 read with the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) the provisions of the Memorandum and Articles of Association of the Company, the provisions of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 entered into by the Company with the Stock Exchanges where the shares of the Company are listed, and such other approvals, consents and permissions being obtained from the appropriate authorities to the extent applicable and necessary, the consent of the Members be and is hereby accorded to sell / transfer / dispose of leasehold land & dilapidated Construction of the Company which is left un-used since period of 16 years and which is situated at Halol GIDC Dist. Vadodara in Gujarat with all specified precincts assets surrounding said Land on terms and condition as the Board of Directors thinks proper and beneficial to the Company.

RESOLVED FURTHER THAT Mr. Kiran Vora, Managing Director or any other Director duly authorized by the Board of Directors of the Company be and are hereby authorized to do all such acts, matters, deeds and things as may be necessary, incidental or ancillary including finalising the terms and conditions, methods and modes of payment in respect thereof, and finalising and executing necessary documents including agreements, deeds of assignment, conveyance and such other documents as may be necessary or expedient in its own discretion and in the best interest of the Company, to give effect to this Resolution.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to do all such acts, deeds and things as may required or necessary in this matter for sending the Notice to the shareholders, making submissions at Stock Exchanges, Registrar of Companies and all such authorities in this regard".

By order of the Board of Directors  
Deccan Bearings Limited

  
Kiran Vora  
Managing Director  
DIN: 00108607

Date: 29<sup>th</sup> October, 2016  
Place: Mumbai  
Registered Office:  
315/321 Prospect Chambers,  
Dr D N Road,  
Fort, Mumbai-400001

## NOTES:

1. The Explanatory Statement as required under Section 102 of the Companies Act, 2013 is annexed to this Notice. A Postal Ballot Form is also enclosed.
  2. The Postal Ballot Notice is being sent to all the Members, whose names appear in the Register of Members / list of Beneficial Owners, received Central Depository Services (India) Limited ("CDSL") as on October 28, 2016.
  3. The voting shall be reckoned in proportion to a Member's share of voting rights on the paid-up Equity Share Capital of the Company on the cut-off date, i.e. October 28, 2016.
  4. The Members are requested to carefully read the instructions printed on the attached postal Ballot Form and return the same duly completed and signed, in the enclosed postage prepaid self-addressed envelope so as to reach the Scrutinizer on or before the close of working hours on 5<sup>th</sup> December, 2016. Please note that any postal Ballot Form(s) received from the member(s) after 5<sup>th</sup> December, 2016 shall be treated as if no response has come from the member(s) in terms of Rule 6(f) of the Postal Ballot Rules. Accordingly, Members are requested to send duly completed Postal Ballot Forms well before the above said date providing sufficient time for postal transit
  5. The results of the Postal Ballot will be announced by the Managing Director of the Company at 11.00 a.m. on **Wednesday, December 7, 2016** at the Registered Office of the Company. The said results would be displayed at the Registered Office of the Company, intimated to the BSE Limited where the Company's shares are listed.
  6. The Company has appointed Mr. Suhas Ganpule of SG & Associates, Practicing Company Secretaries, Mumbai ( Membership No. 12122, Certificate of Practice No. 5722) to act as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.
  7. The date of declaration of results of the postal ballot shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority
  8. The shareholders are requested to carefully read the instructions printed on the backside of the attached Postal Ballot Form before exercising their vote.
  9. Voting period commences on and from **09.00 A.M. Sunday, November 6, 2016 and ends at 5.00 P.M. on Monday, December 05, 2016**
  - 10 All the material documents referred to in the Postal Ballot Notice and explanatory statement will be available for inspection at the Registered Office of the Company during office hours on all working days from the date of dispatch of the Notice till closing of the e-voting facility.
  11. In Compliance with the provisions of Section 180(1) (a) read with the Postal Ballot Rules, the Company is also offering the e-voting facility as an alternate method to the Members to enable them to cast their votes electronically. Please note that e-voting is optional and not mandatory. The instructions for members for voting electronically are as under
- 12. E-voting Instructions:**
- I. The voting period begins on 06<sup>th</sup> November, 2016 at 9.00 A.M and ends on 5<sup>th</sup> December, 2016 at 5.00 P.M During this period shareholder(s) of the Company, holding shares either in physical form or in

dematerialized form, as on the cut-off date (record date) of 28<sup>th</sup> October, 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 28<sup>th</sup> October, 2016

- II. The Shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- III. Click on Shareholders.
- IV. Now Enter your User ID
  - o For CDSL: 16 digits beneficiary ID,
  - o For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - o Members holding shares in Physical Form should enter Folio Number registered with the Company.
- V. Next enter the Image Verification as displayed and Click on Login.
- VI. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- VII. If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	<p>For demat Shareholders : Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department.</p> <p>For physical shareholders, please use the first two letters of your name and the 8digits of the sequence number in the PAN field</p> <ul style="list-style-type: none"> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.
OR Date of Birth (DOB)	<ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- VIII. After entering these details appropriately, click on "SUBMIT" tab.
- IX. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- X. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- XI. Click on the EVSN for the relevant <Deccan Bearings Limited> on which you choose to vote.
- XII. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- XIII. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- XIV. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- XV. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- XVI. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- XVII. If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- XVIII. Note for Non Individual shareholders and Custodians**
- Non Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A Scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details they have to create a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdalindia.com](mailto:helpdesk.evoting@cdalindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

XX. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

- 13 You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- 14 Members are requested to cast their vote on the Postal Ballot only through one mode (Postal Ballot or e-voting). In case Members cast their votes through both the modes, votes cast through Postal Ballot form will be rejected.
- 15 The Scrutinizer after completion of scrutiny of the postal ballot forms will submit his report to the Managing Director of the Company. The results of Postal Ballot will be declared by the Managing Director or such other Director as authorized by the Board of Directors of the Company on 7<sup>th</sup> December, 2016 at the registered office of the Company. In event the draft resolution is assented by the requisite majority of the shareholders by means of postal ballot, the date of declaration of result shall be deemed to be the date of passing of the said resolution. The results would also be displayed on the Notice Board of the registered Office of the Company, besides communicating to Bombay Stock Exchange Limited.
- 16 The members are requested to:
  - i. Intimate to the Registrars / Company, changes if any, in their registered address at an early date along with the pin code number;
  - ii. Quote Registered Folio / Client ID & DP ID in all their correspondence;
  - iii. Dematerialise the shares held in physical form at the earliest as trading in the Equity Shares of the Company shall be only in dematerialised form for all the investors.

**EXPLANATORY STATEMENT (PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013)**

In conformity with the provisions of Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating to Special Business mentioned in the accompanying Notice and should be taken as forming part of the Notice

- 1) The Company has a Property of Land & Building Situated at Halol GIDC Dist. Vadodara in Gujarat and the leasehold land & dilapidated Construction is un-used since period of 16 Years.
- 2) In order to drive efficiency and cost effectiveness the Company is desirous of selling the unused Land and Building located at Halol GIDC Dist. Vadodara in Gujarat as the Company feels the said land are of no more use.
- 3) The Board of Directors of the Company felt it is desirable and in the interest of the Company to sell the unused factory building at the prevailing market price which is beneficial to the interest of the Company on such terms and conditions as may be agreeable mutually between the Company and the Buyer.
- 4) The Board of Directors of the Company, at its meeting held on 29<sup>th</sup> October, 2016 approved the Company to sell / dispose of its unused dilapidated factory building situated at Halol GIDC Dist. Vadodara in Gujarat together with all specified Precincts of Land, and on an "as is where is" basis for a suitable consideration. Earlier the Company had sold two of its unused plots. The net proceeds from the sale of the un-used land & dilapidated Construction amount will be utilized for working capital of the Company and general business purpose. The sale of the said land will not have any impact on the Company's existing and routine business of the Company.

The Board of Directors of the Company has approved the proposal to transfer the said land and dilapidated factory building above, on a going concern basis.

- 5) Pursuant to the provisions of Sections 180 (1)(a) and section 110 of the Companies Act, 2013 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, the sale, transfer or disposal of an un-used land / building requires the approval of the Members by Special Resolution to be passed by way of Postal Ballot. Accordingly, the approval of the Members is being sought through Postal Ballot for passing the Special Resolution as set out in the above Notice

None of the Directors, Key Managerial Personnel of Company and their relatives are in any way, deemed to be concerned or interested financially or otherwise in the Special Resolution as set out at Item No. 1 of the Notice.

**By Order of the Board of Directors,  
Deccan Bearings Limited  
Kiran Vora  
Managing Director  
DIN: 00108607**

**Date: 29<sup>th</sup> October, 2016**

**Place: Mumbai**

Registered Office:  
315/321 Prospect Chambers,  
Dr D N Road,  
Fort, Mumbai-400001



**POSTAL BALLOT FORM**

Sr. No.	Particulars	Details
1.	Name of the first named Shareholder (In Block Letters)	
2.	Postal address	
3.	Registered Folio No./ *Client ID No. (*applicable to investors holding shares in dematerialized form)	
4.	Class of Share	
5.	I/We do hereby exercise and cast my/ our vote in respect of Special Resolution to be passed through postal ballot for the business stated in the Notice for Postal Ballot of the Company in following manner by placing the (√) mark at the appropriate box below (tick in both boxes will render the ballot invalid)	

No.	Description	No. of Shares held	I assent to the Resolution (FOR)	I dissent from the resolution (AGAINST)
1.	To dispose of lease hold land & dilapidated Construction which is left unused since 16 years under Section 180 (1) (a) situated at Halol GIDC Dist. Vadodara in Gujarat			

Place:

Date:

\_\_\_\_\_  
(Signature of the shareholder\*)

**ELECTRONIC VOTING PARTICULARS**

EVSN (Electronic Voting Sequence Number)	USER ID	PASSWORD
161029001		

COMMENCEMENT OF E VOTING	END OF E VOTING
06.11.2016 AT 09.00 A.M HOURS IST	05.12.2016 AT 05.00 P.M HOURS IST

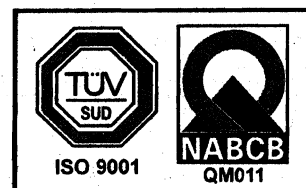
**Note:**

1. Please read the instructions printed overleaf carefully before exercising your vote.
2. Last day for the receipt of Postal Ballot Forms by Scrutinizer is 05.12.2016.

## Instructions

1. A Member desiring to exercise vote by postal ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached postage prepaid self- addressed Business Reply Envelope. Postage will be borne and paid by the Company. However, envelopes containing postal ballots, if deposited in person or sent by courier / speed post at the expense of the Member will also be accepted.
2. Alternatively, a Member may vote through electronic mode as per the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.
3. The self- addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company.
4. This form should be completed and signed by the Member. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the Company) by the first- named Member and in his / her absence, by the next- named Member. ] in the column 'I assent to the resolution' or dissent must be accorded by placing a tick]
5. Consent must be accorded by placing a tick mark [ ] in the column 'I dissent to the resolution' ] mark
6. The votes of a Member will be considered invalid on any of the following grounds: a. if the Postal Ballot Forms are unsigned, incomplete or incorrectly filled; b. if the Member's signature does not tally; c. if the Member has marked his / her / its vote both for 'Assent' and also for 'Dissent' to the 'Resolution' in such a manner that the aggregate shares voted for 'Assent' and 'Dissent' exceed the total number of shares held; d. if the Postal Ballot Form is received torn or defaced or mutilated such that it is difficult for the Scrutinizer to identify either the Member, or the number of votes, or whether the votes are for 'Assent' or 'Dissent', or it is difficult to verify the signature, or one or more of the above grounds.
7. Duly completed Postal Ballot Forms should reach the Scrutinizer on or before 6<sup>th</sup> December, 2016. If any Postal Ballot Form is received after this date, it will be considered that no reply from the concerned Member has been received.
8. A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled- in duplicate Postal Ballot Forms should reach the Scrutinizer not later than the date specified in Item (7) above.
9. In case of shares held by Companies, Trusts, Societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board Resolution / Power of Attorney / attested specimen signatures etc. In case of electronic voting, documents such as the certified true copy of Board Resolution / Power of Attorney, along with attested specimen signatures, should be mailed to the Scrutinizer at [sgevoting@gmail.com](mailto:sgevoting@gmail.com), with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com), or deposited at the registered office of the Company.
10. Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed self- addressed postage- prepaid envelopes in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelopes would be destroyed by the Scrutinizer and the Company would not be able to act on the same.
11. A Member need not use all his / her votes nor does he / she need to cast his / her votes in the same way.
12. Voting rights shall be reckoned on the paid- up value of the shares registered in the name of the Member on the relevant date 28.10.2016.
13. The Scrutinizer's decision on the validity of the postal ballot shall be final.
14. Only a Member entitled to vote is entitled to fill in the Postal Ballot Form and send it to the Scrutinizer, and any recipient of the Notice who has no voting right should treat the Notice as an intimation only.

REGD. OFF. : 315/321, PROSPECT CHAMBERS,  
2ND FLOOR, DR. D. N. ROAD, FORT, MUMBAI-400 001. (INDIA)  
TEL. : (91) (22) 2285 2552 / 2204 4159  
FAX : (91) (22) 2287 5841  
E-mail : info@deccanbearings.com  
Website : www.deccanbearings.com  
CIN NO. : L29130MH1985PLC035747



## Calendar of Events for Postal Ballot of Deccan Bearings Limited

Sr. No.	Item	Date
1	Date on which consent given by scrutinizer.	27/10/2016
2.	Date of the Board Meeting for consideration of Postal Ballot and authorizing the Director to be responsible for entire poll process.	29/10/2016
3	Date of appointment of Scrutinizer.	29/10/2016
4	Intimation to Stock Exchange about Postal Ballot and filing of Calender of Events.	02/11/2016
5	Record Date for determining the Shareholders to whom Postal Ballot Notice will be send.	28/10/2016
6.	Completion of dispatch of Postal ballot notice along with the Postal Ballot form & emails to the shareholders desirous of receiving the notice through email	05/11/2016
7	Publication of Notice in Newspaper about having dispatched the notice and ballot paper	06/11/2016
8	Date of Commencement of E-Voting and receiving Physical Ballot Forms.	06/11/2016
9	Date of end of E-Voting and receiving Physical Ballot Forms.	05/12/2016
9	Last date for receiving Postal Ballot papers by Scrutinizer	05/12/2016
10	Last date for submission of the Report to the chairman by the Scrutinizer	07/12/2016
11	Date of declaration of the Result of Postal Ballot and to inform to the stock exchange and display on the website of the company	07/12/2016
12	Publication of the results	08/12/2016
13	Signing of Minutes by the Chairman in which the results of postal ballot is recorded	07/12/2016
14	Returning of Postal Ballot forms, papers, register and other related papers to Managing Director by the scrutinizer.	07/12/2016

For, Deccan Bearings Limited



*Kiran Vora*  
Kiran Vora  
Managing Director  
DIN: 00108607