



**भारत इलेक्ट्रॉनिक्स**  
**BHARAT ELECTRONICS**

**भारत इलेक्ट्रॉनिक्स लिमिटेड**

(भारत सरकार का उद्यम, रक्षा मंत्रालय)

पंजीकृत कार्यालय :

आउटर रिंग रोड, नागवारा, बेंगलूर - 560 045, भारत

**Bharat Electronics Limited**

(Govt. of India Enterprise, Ministry of Defence)

Registered Office : Outer Ring Road,

Nagavara, Bangalore - 560 045, INDIA.

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To

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National Stock Exchange of India Ltd.,  
Exchange Plaza, Plot No. C/1,G Block,  
Bandra-Kurla Complex, Bandra (E)  
Mumbai – 400 051

Fax No.: 022 66418125

No. 17565/6/SE/NSEC/SEC  
23<sup>rd</sup> September 2016

Dear Sir/Madam,

**Sub: Proceedings at the 62<sup>nd</sup> Annual General Meeting.**

Pursuant to Regulation 30(2) of the SEBI (LODR) Regulations, 2015, please find enclosed a copy of the Proceedings at the 62<sup>nd</sup> Annual General Meeting of Shareholders of the Company held on 22<sup>nd</sup> September, 2016.

This is for your information and record.

Thanking you,

Yours faithfully,

**for Bharat Electronics Ltd.**

**S. Sreenivas**  
**Company Secretary**

Encls: As stated above.

## **Summary of the Proceedings of the 62<sup>nd</sup> Annual General Meeting.**

The 62<sup>nd</sup> Annual General Meeting of members of Bharat Electronics Limited was held on Thursday, the 22<sup>nd</sup> September, 2016 from 2:00 p.m. to 3:15 p.m. at The Siddhartha Hall, Hotel Lalit Ashok, Kumara Krupa High Grounds, Bengaluru – 560001. Shri S K Sharma, Chairman and Managing Director, chaired the meeting and asked the Company Secretary to confirm the quorum of the meeting. The requisite quorum being present chairman called the meeting to order and introduced the individuals present on the dais.

### **Present**

- |                            |                                   |
|----------------------------|-----------------------------------|
| 1. Shri Sunil Kumar Sharma | Chairman and Managing Director    |
| 2. Shri M L Shanmukh       | Director (Human Resources)        |
| 3. Dr Ajit T Kalghatgi     | Director (Research & Development) |
| 4. Shri Girish Kumar       | Director (Bangalore Complex)      |
| 5. Shri Nataraj Krishnappa | Director (Other Units)            |
| 6. Smt Anandi Ramalingam   | Director (Marketing)              |
| 7. Smt. Kusum Singh        | Government Nominee Director       |
| 8. Dr. Bhaskar Ramamurthi  | Independent Director              |
| 9. Dr. R K Shevgaonkar     | Independent Director              |
| 10. Smt Usha Mathur        | Independent Director              |
| 11. Mr. S Sreenivas        | Company Secretary                 |

### **Invitees**

- |                         |                   |
|-------------------------|-------------------|
| 1. Shri Alexander Koshy | GM (Finance)      |
| 2. Shri Rajendiran      | Statutory Auditor |
| 3. Shri Thirupal Gorige | Scrutinizer       |

### **Members Present**

In person: 235

By Proxy : 1

Thereafter, Chairman commenced the proceedings.

The Chairman informed the members that the Statutory Registers and company's Memorandum and Articles of Association were available for inspection during the meeting. Annual report was taken as read by members.

The Statutory auditor read out the report and confirmed that there were no qualifications. The Chairman addressed the shareholders on the performance of the company and its future plans & activities. He mentioned that there was no observation from Statutory Auditors & also informed about the Nil report received



from C&AG on the Accounts of the company. He further informed that the appointment of Independent directors were under consideration by the Government of India in relation to the observation of Secretarial Auditor in his report.

Chairman informed that as per the AGM notice, 4 proposals under ordinary business and 8 proposals under special business are proposed for approval of members as per details hereunder and advised the Company Secretary to read out the resolutions being proposed at the meeting and the same was acted upon.

### **Ordinary Business**

1. Adoption of audited financial statements and audited consolidated financial statements for the year ended 31 March 2016.
2. Confirmation of Interim dividend of ₹ 2.50 and declaration of final dividend.
3. Re-appointment of retiring Director, Mr M L Shanmukh.
4. To authorize the Board of Directors to fix the remuneration of the Statutory Auditors of the Company.

### **Special business**

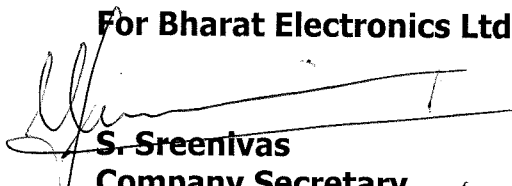
1. Appointment of Mrs Kusum Singh as Director.
2. Appointment of Dr Bhaskar Ramamurthi as Director.
3. Appointment of Dr R K Shevgaonkar as Director.
4. Appointment of Mrs Usha Mathur as Director.
5. Appointment of Mr Sharad Sanghi as Director.
6. Appointment of Mr Girish Kumar as Director.
7. Appointment of Mr Nataraj Krishnappa as Director.
8. Ratification of remuneration of the Cost Auditor.

The Chairman informed that Mr. Thirupal Gorige, Practicing Company Secretary was appointed as the scrutinizer by the Board for remote e-voting process and the shareholders who have not exercised the e-voting facility, may use the facility of ballot paper for casting their vote on the resolutions as stated in the AGM notice.

The chairman then invited members for discussion. The Chairman replied to the queries raised by the shareholders and noted the constructive suggestions of the shareholders.

Since there was no further clarification sought, the Chairman concluded the meeting with vote of thanks at 3:15 p.m.

**For Bharat Electronics Ltd.**

  
**S. Sreenivas**  
**Company Secretary**

