

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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वेब/Web : www.bel-india.in

प्रतिष्ठा में / To,

बीएसई लि ./BSE Ltd.

फिरोज़ जीजीबीय टावर्स

Phiroze Jeejeebhoy Towers

दलाल स्ट्रीट/Dalal Street

मुंबई/Mumbai – 400 001

सं .No. 17565/4/SE/MUMC/SEC

दिनांक / Date: 28.08.2023

महोदय / महोदया,

Dear Sir/Madam,

विषय - 69वीं वार्षिक सामान्य बैठक (एजीएम) की कार्यवाही।

Sub: Proceedings of 69th Annual General Meeting (AGM).

हमारे पत्र दिनांक 04 अगस्त, 2023 के क्रम में, आपको सूचित किया जाता है कि कंपनी की 69वीं एजीएम 28 अगस्त, 2023 को सुबह 10.00 बजे वीडियो कॉन्फ्रेंसिंग ("वी.सी.")/ अन्य श्रव्य – दृश्य माध्यम ("ओएवीएम") द्वारा आयोजित की गई।

In continuation to our letter dated 04th August, 2023, we wish to inform you that the 69th AGM of the Company was held on 28th August, 2023 at 10:00 a.m. through Video Conferencing (VC) / Other Audio Visual Means ("OAVM").

सेबी (सूचीकरण की बाध्यताएं और प्रकटीकरण की अपेक्षाएं) विनियम, 2015 के विनियम 30, के अनुसूची III के भाग-ए के पैरा-ए के उप-पैरा 13 के तहत 69वीं एजीएम की अपेक्षित कार्यवाही का सार अनुलग्नक-I में दिया गया है।

Summary of the proceedings of 69th AGM as required under the Regulation 30, Sub-para 13 of Para-A of Part-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as **Annexure-I**.

सूचनार्थ व अभिलेख हेतु।

This is for your information and record.

सधन्यवाद,

Thanking you,

भवदीय/Yours faithfully,

कृते भारत इलेक्ट्रॉनिक्स लिमिटेड

For Bharat Electronics Ltd.

एस श्रीनिवास/S Sreenivas

कंपनी सचिव/Company Secretary

संलग्नक- यथा उपरोक्त।

Encls: As stated above

Annexure-I

Summary of the Proceedings of the 69th Annual General Meeting (AGM)

The 69th Annual General Meeting (the AGM) of Members of Bharat Electronics Limited was held on **Monday, the 28th August, 2023 from 10:00 a.m.** through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Board of Directors & KMPs Present:

1	Mr Bhanu Prakash Srivastava	- CMD - Additional Charge & Director (Other Units)
2	Mr Manoj Jain	- Director (R&D) & Director (BG) - Additional Charge
3	Mr Damodar Bhattad S	- Director (Finance) & CFO
4	Mr Vikraman N	- Director (HR)
5	Mr K V Suresh Kumar	- Director (Marketing)
6	Dr Parthasarathi P V	- Independent Director
7	Mr Mansukhbhai S Khachariya	- Independent Director (Chairman of Stakeholders Relationship Committee)
8	Dr Santhoshkumar N	- Independent Director (Chairman of Nomination and Remuneration Committee)
9	Mr Prafulla Kumar Choudhury	- Independent Director (Chairman of Audit Committee)
10	Dr Shivrath Yadav	- Independent Director – through VC
11	Mr Gokulan Bangakandy	- Independent Director
12	Mrs Shyama Singh	- Independent Director
13	Mr S Sreenivas	- Company Secretary

All the Directors of the Company attended the meeting except Mr T Natarajan and Dr Binoy Kumar Das, Government Nominee Directors who had expressed their inability to attend the meeting due to pre-occupation.

Details of Invitees Present:

1.	Mr M Surendra Reddy & Mr Ananth Prasad B R	-Partner, M/s Guru & Jana, Chartered Accountants, Statutory Auditors.
2.	Mr Thirupal Gorige	-Designated Partner, M/s Thirupal Gorige & Associates LLP, Secretarial Auditor & Scrutinizer for e-voting.
3.	Mrs Rupa Acharya	-Designated Partner, Murthy & Co. LLP, Cost Auditors.



Members Present:

The meeting was attended by One Hundred and thirty five (135) Members.

Proceedings:

Mr Bhanu Prakash Srivastava chaired the meeting and welcomed the Members & other attendees for the AGM.

The Chairman informed that, this Annual General Meeting is being held through VC/OAVM in accordance with the applicable provisions of the Companies Act, 2013, and circulars & guidelines issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI). The registered office of the Company situated at Bengaluru was deemed venue for the AGM.

The Chairman asked the Company Secretary to confirm the quorum of the meeting. The requisite quorum being present, the Chairman called the meeting to order.

The Chairman introduced the Board of Directors, Key Managerial Personnel, representative of President of India and invitees present at the meeting. The Company Secretary briefed on general instructions to the Members regarding participation in the AGM through VC/OAVM.

The Chairman thereafter addressed the Members on the performance of the Company during the financial year 2022-23. He mentioned that in compliance with the MCA Circulars and SEBI Circular, Notice of the AGM and the Integrated Annual Report for the financial year 2022-23 were circulated to all the Members whose e-mail addresses are registered with the Company/Depositories. These documents have also been made available on the website of the Company, NSE and BSE.

With the permission of the Members present at the AGM, the Notice of the meeting, Board's Report and the Financial Statements were taken as read.

The Chairman informed that the Auditor's Report including C&AG Comments on the Annual Accounts of the Company for the financial year ended 31st March, 2023 did not contain any qualification, observation or comments on financial transactions or other matters, which would have adverse effect on the functioning of the Company. The Secretarial Audit Report did not contain any qualification or observation.

The Statutory Auditor and Secretarial Auditor read out their Report(s).



The Chairman informed that as per the notice of 69th AGM dated 4th August, 2023, three (3) proposals under Ordinary Business and five (5) proposals under Special Business (Ordinary Resolutions) are proposed for approval of the Members as detailed hereunder in Table-A and advised the Company Secretary to read out the resolutions being proposed at the meeting and the same was acted upon.

The following items of business, as per the Notice of 69th AGM dated 4th August, 2023 were transacted at the meeting:

Table-A

Sl. No.	Particulars	Type of Resolution
Ordinary Business:		
1	To consider and adopt: (a) the Audited Financial Statement(s) of the Company for the financial year ended 31 March 2023 and the reports of the Board of Directors and the Auditors thereon; and (b) the Audited Consolidated Financial Statement(s) of the Company for the financial year ended on 31 March 2023 and the reports of Auditors thereon.	Ordinary Resolution
2	To confirm the payment of interim dividend of ₹ 1.20 (120%) per equity share and to declare final dividend of ₹ 0.60 (60%) per equity share of ₹ 1 each fully paid up for the financial year 2022-23.	Ordinary Resolution
3	To appoint a Director in place of Mr Bhanu Prakash Srivastava (DIN: 09578183), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
Special Business:		
4	Appointment of Mr Natarajan Thiruvankadam (DIN: 00396367) as Director.	Ordinary Resolution
5	Appointment of Mr Damodar Bhattad S (DIN: 09780732) as Director.	Ordinary Resolution
6	Appointment of Mr Vikraman N (DIN: 10185349) as Director.	Ordinary Resolution
7	Appointment of Mr K V Suresh Kumar (DIN: 10200827) as Director.	Ordinary Resolution
8	Ratification of Remuneration of the Cost Auditor.	Ordinary Resolution

The Chairman then requested the Members who had registered themselves as speaker to ask questions. The Chairman and Directors replied to the queries raised by the Members and noted the constructive suggestions of the Members.

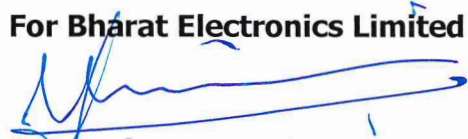
The Chairman informed that Mr. Thirupal Gorige, Practicing Company Secretary was appointed as the Scrutinizer by the Board for remote e-voting process for the AGM. Further, the Chairman requested those Members, who have not exercised the remote e-voting facility, may use the facility of e-voting during the AGM for casting their vote on the resolutions as stated in the notice of the AGM.

The Members were informed that the consolidated results of voting and the Scrutinizer's Report will be disseminated to the Stock Exchanges and will also be hosted on the website of the Company.

Since there was no further clarification sought, the Chairman concluded the meeting with vote of thanks at 11:10 a.m. and kept the meeting open for 30 minutes for e-voting to be completed.

Note: The above should not be construed to be the minutes of the proceedings of the 69th Annual General Meeting (AGM) of the Company.

For Bharat Electronics Limited


S Sreenivas
Company Secretary



Date: 28th August, 2023.

Place: Bengaluru.