



Geared for life

BHARAT GEARS LIMITED

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E-mail : info@bglindia.com
Corporate Identity Number : L29130HR1971PLC034365

BGL/SEC/NSE/3/AUGUST 2018-2019

BGL/SEC/BSE/2/AUGUST 2018-2019

August 03, 2018

The Manager (Listing)
National Stock Exchange of India Ltd
"Exchange Plaza", 5th Floor,
Plot No. C-1, G - Block,
Bandra Kurla Complex,
Bandra (E),
Mumbai - 400051

The Manager (Listing)
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building
PJ Towers, Dalal Street
Fort, Mumbai - 400001

SYMBOL: BHARATGEAR

STOCKCODE: 505688

Sub: Proceedings of the 46th Annual General Meeting ("AGM") and reporting under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Regulations")

Dear Sir/Madam,

We enclose the gist of the proceedings of the 46th Annual General Meeting of the Company held on 03rd August, 2018.

You are requested to take the same on your records.

Thanking you,

Yours faithfully,
For Bharat Gears Limited

Prashant Khattry
Head (Legal) & Company Secretary



Encl: As above

P.S.: The voting results of the resolutions passed and the minutes of the Annual General Meeting shall be sent to you in due course of time.



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Gist of Proceedings of the 46th Annual General Meeting of Bharat Gears Limited

DATE, TIME AND VENUE OF THE MEETING

The 46th Annual General Meeting of the Company was held on Friday, 03rd August, 2018 at Gulmohar Hall, Vibe By The LaLit Traveller, 12/7, Mathura Road, Just After Toll Plaza, Faridabad-121003, Haryana commenced at 11:30 A.M. and concluded at 11:55 A.M.

PROCEEDINGS AT THE MEETING

- (a) Mr. Surinder Paul Kanwar, Chairman welcomed the shareholders at the 46th Annual General Meeting of the Company.
- (b) The Chairman informed the Members that the requisite quorum was present and called the Meeting to order.
- (c) The Chairman gave an overview of the financial and operational performance of the Company for the financial year ended 31st March, 2018 and its future outlook.
- (d) He further informed that the Board of Directors have engaged the services of Link Intime India Private Limited and have appointed Mr. Ajay Garg, MBA, FCS & LLB as the Scrutinizer and Mr. Nitin Rawat, B.COM, FCS as the Alternate Scrutinizer for the purpose of scrutinizing the voting through poll at the meeting and remote e-voting process.
- (e) Mr. Nitin Rawat, Alternate Scrutinizer assisted the shareholders present at the meeting for casting the votes by poll process.
- (f) Thereafter, the following items of business as set out in the Notice convening the 46th Annual General Meeting were commended for consideration and approval of the members:
 - (i) To receive, consider and adopt the financial statements of the Company for the year ended 31 March, 2018 with Report of the Directors and Auditors thereon.
 - (ii) To consider appointment of Mr. N.V. Srinivasan, Additional Director of the Company, as a Non-Executive Director on the Board of the Company.
 - (iii) To consider and approve the payment of remuneration to Mr. Surinder Paul Kanwar, Chairman and Managing Director of the Company for a further period of 2(Two) years w.e.f. 01 October, 2018 of his present tenure.
 - (iv) To consider the re-appointment of Mr. Sameer Kanwar as Joint Managing Director of the Company.
 - (v) To consider the Re – classification of Share Capital and alteration in the Capital Clause of the Memorandum of Association (MOA) of the Company.
 - (vi) To consider the alteration in the Objects Clause of Memorandum of Association (MOA) of the Company.

The members casted their votes on the resolutions proposed.

- (g) On the invitation of the Chairman, some Members addressed the Meeting and provided their views on the Company's performance and future prospects.
- (h) The queries of the shareholders were replied to their satisfaction.
- (i) The Chairman informed the Members that the voting results of resolutions passed at the Annual General Meeting shall be displayed on the website of the Company and simultaneously be communicated to the Stock Exchanges upon receipt of the report by the scrutinizer and Mr. Prashant Khattri, Head (Legal) & Company Secretary of the Company is authorized to declare the results of the voting.
- (j) Meeting ended with vote of thanks to the Chair.

