



**BGR ENERGY SYSTEMS LIMITED**  
443 ANNA SALAI, TEYNAMPET, CHENNAI 60018 INDIA  
TEL: 91 44 24301000, 24374000, FAX: 91 44 24360576  
E-mail: [compliance@bgrenergy.com](mailto:compliance@bgrenergy.com) Web site: [www.bgrcorp.com](http://www.bgrcorp.com)

May 12, 2025

To,

**National Stock Exchange of India Limited**

Listing Department  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai - 400 051

**BSE Limited**

Department of Corporate services  
PJ Towers, Dalal Street,  
Fort, Mumbai - 400 001

**NSE Symbol: BGREENERGY**

**BSE Scrip: 532930**

Respected Sir/Madam,

**Subject: Submission of Voting results of Postal Ballot along with the Scrutinizer's Report**

With reference to the above subject, we herewith enclosed Scrutinizer's Report regarding results of Voting of Members of the Company, conducted by way of Postal Ballot through remote e-Voting only as per the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please note that the below mentioned resolution has been approved by the members with a requisite majority and shall be deemed to have been passed on May 11, 2025 being the last date of e-voting.

<b>Sl. No</b>	<b>Particulars</b>
1.	Appointment of Ms. Narmadha Dinakaran (DIN: 01777888) as an Independent Director of the Company for a Term of 5 Years.
2.	Approval for Re-Appointment of Mr. Krishnamoorthi Meyyanathan, (DIN: 07845698) as a Non-Executive Independent Director of The Company for a Term of 5 Years. (Second Term).
3.	Approval for Re-Appointment of Mr. Surilisubbu Vasudevan, (DIN:10388399) as a Non-Executive Independent Director of The Company for a Term of 5 Years (Second Term).

**REGISTERED OFFICE:**

A-5 PANNAMGADU INDUSTRIAL ESTATE, RAMAPURAM POST, SULURPET TALUK, NELLORE DISTRICT, ANDHRA PRADESH 524401 INDIA.  
TEL: 91 44 27948249, 27948549

Corporate Identity Number: L40106AP1985PLC005318



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**BGR ENERGY SYSTEMS LIMITED**  
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You may further note that voting results in XBRL mode are being filed online on Stock Exchange's website at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com).

The above information is being available on the website of the Company at <https://www.bgrcorp.com/>

Thanking you,  
Yours truly,  
**For BGR ENERGY SYSTEMS LIMITED**

**S. Sundar**  
**Company Secretary & Compliance Officer**

<b>General information about company</b>	
Scrip code	532930
NSE Symbol	BGREENERGY
MSEI Symbol	NOTLISTED
ISIN	INE661I01014
Name of the company	BGR Energy Systems Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	11-05-2025
Start time of the meeting	
End time of the meeting	

**Scrutinizer Details**

Name of the Scrutinizer	Prabhakar Chandrasekar
Firms Name	BP & Associates
Qualification	CS
Membership Number	F11722
Date of Board Meeting in which appointed	29-03-2025
Date of Issuance of Report to the company	12-05-2025

### Voting results

Record date	04-04-2025
Total number of shareholders on record date	76988
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Narmadha Dinakaran (DIN: 01777888) as an Independent Director of the Company for a Term of 5 Years.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36806824	36802400	99.988	36802400	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		36806824	36802400	99.988	36802400	0	100
Public-Institutions	E-Voting	117755	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		117755	0	0	0	0	0
Public- Non Institutions	E-Voting	35236981	112687	0.3198	110438	2249	98.0042	1.9958
	Poll							
	Postal Ballot (if applicable)							
	Total		35236981	112687	0.3198	110438	2249	98.0042
Total		72161560	36915087	51.1562	36912838	2249	99.9939	0.0061
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

**Details of Invalid Votes**

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Approval for Re-Appointment of Mr. Krishnamoorthi Meyyanathan, (Din:07845698) as a Non-Executive Independent Director of The Company for a Term of 5 Years. (Second Term).					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36806824	36802400	99.988	36802400	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		36806824	36802400	99.988	36802400	0	100
Public- Institutions	E-Voting	117755	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		117755	0	0	0	0	0
Public- Non Institutions	E-Voting	35236981	112637	0.3197	108588	4049	96.4053	3.5947
	Poll							
	Postal Ballot (if applicable)							
	Total		35236981	112637	0.3197	108588	4049	96.4053
Total		72161560	36915037	51.1561	36910988	4049	99.989	0.011
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for Re-Appointment of Mr. Surilisubbu Vasudevan, (Din:10388399) as a Non-Executive Independent Director of The Company for a Term of 5 Years (Second Term).				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36806824	36802400	99.988	36802400	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		36806824	36802400	99.988	36802400	0	100
Public- Institutions	E-Voting	117755	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		117755	0	0	0	0	0
Public- Non Institutions	E-Voting	35236981	112648	0.3197	108599	4049	96.4056	3.5944
	Poll							
	Postal Ballot (if applicable)							
	Total		35236981	112648	0.3197	108599	4049	96.4056
Total		72161560	36915048	51.1561	36910999	4049	99.989	0.011
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





**BP & ASSOCIATES**  
Company Secretaries

**SCRUTINIZER'S REPORT – BGR ENERGY SYSTEMS LIMITED**

**[Pursuant to sections 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman,  
BGR Energy Systems Limited.  
Plot No A5, Pannamgadu Industrial Estate,  
Ramapuram Post, Sullurpet (T), Nellore Dist,  
Andhra Pradesh, India, 524401

Respected Sir,

We, BP & Associates, Company Secretaries, Chennai , have been appointed as the Scrutinizer by the Board of Directors of BGR ENERGY SYSTEMS LIMITED ("**the Company**") at its meeting held on **29<sup>th</sup> March, 2025** for conducting the Postal Ballot e-voting process for seeking members' assent/dissent on the resolution as specified in the Postal Notice dated 29<sup>th</sup> March , 2025 , pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 respectively of the Companies (Management and Administration) Rules, 2014 (Amendment Rules,2015) and including any statutory modifications or re-enactments thereof for the time being in force as amended from time to time, read with the General Circular No. 09/2024 dated 19<sup>th</sup> September, 2024 (in continuation to the circulars issued earlier in this regard) issued by the Ministry of Corporate Affairs ("MCA Circulars") and the Securities and Exchange Board of India's Circular No SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05<sup>th</sup> January, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07<sup>th</sup> October, 2023 and No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03<sup>rd</sup> October, 2024 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2") and pursuant to other applicable laws and regulations.

We hereby state that, we are familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

1. The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act 2013 and the rules made thereunder and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the Postal ballot.





2. On Friday, 11<sup>th</sup> April, 2025 the Company has completed the dispatch of Postal Ballot notice(s), to its members whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited/Central Depository Services (India) Limited as on the cut-off date i.e., Friday, 04<sup>th</sup> April, 2025 and whose e-mail IDs was available with the Company and Depositories. The hard copy of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope were not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars.
3. The e-Voting period remained open from 09:00 AM (IST) on Saturday, 12<sup>th</sup> April 2025 to 05:00 PM (IST) on Sunday, 11<sup>th</sup> May 2025. During this period, the shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Friday, 04<sup>th</sup> April, 2025 have casted their vote electronically were entitled to vote on the proposed 3 (Three) Special resolutions as mentioned in the Postal Ballot Notice of "BGR Energy Systems Limited" dated 29<sup>th</sup> March, 2025.
4. All votes casted through remote e-voting facility up to 5.00 PM IST on Sunday, 11<sup>th</sup> March 2025 at 5:00 PM, the last date and time fixed by the Company fore-voting were considered for our scrutiny.
5. I unblocked the votes at the website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) after the conclusion of the meeting, in the presence of two witnesses, Mr. Gopinath Manohar and Mr. Prithiv Shah. These witnesses are not in the employment of the Company. They have signed below, in confirmation of votes being unblocked in their presence.

  
**Name: Mr. Gopinath Manohar**



**Name: Mr. Prithiv Shah**

6. Our responsibility as scrutinizer for the e-voting facility for Postal Ballot is restricted to make scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL") the authorized agency engaged by the Company to provide facilities for remote e-voting by the Shareholders of the Company.

Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were download from the E-Voting website of National Securities Depository Limited.





7. The result of the E- voting is as under:

Item No – 1:

**Special Resolution** – Appointment of Ms. Narmadha Dinakaran (Din: 01777888) as an Independent Director of the Company for A Term of 5 Years

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	Nos.
Postal Ballot- Remote e- voting	3,69,12,838	99.99%	2,249	0.01%	25	3,69,15,087	100.00%
<b>Total</b>	<b>3,69,12,838</b>	<b>99.99%</b>	<b>2,249</b>	<b>0.01%</b>	<b>25</b>	<b>3,69,15,087</b>	<b>100.00%</b>

Based on the aforesaid results, we report that this **Special Resolution** has been passed with requisite majority.

Item No – 2:

**Special Resolution** – Approval for Re-Appointment of Mr. Krishnamoorthi Meyyanathan, (Din:07845698) as a Non-Executive Independent Director of The Company for a term of 5 Years (Second Term)

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	Nos.
Postal Ballot- Remote e- voting	3,69,10,988	99.99%	4,049	0.01%	75	3,69,15,037	100.00%
<b>Total</b>	<b>3,69,10,988</b>	<b>99.99%</b>	<b>4,049</b>	<b>0.01%</b>	<b>75</b>	<b>3,69,15,037</b>	<b>100.00%</b>

Based on the aforesaid results, we report that this **Special Resolution** has been passed with requisite majority.





**Item No – 3:**

**Special Resolution** – Approval for Re-Appointment of Mr. Surilisubbu Vasudevan, (Din:10388399) as a Non-Executive Independent Director of The Company for A Term of 5 Years (Second Term).

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Postal Ballot- Remote e-voting	3,69,10,999	99.99%	4,049	0.01	64	3,69,15,048	100.00%
<b>Total</b>	<b>3,69,10,999</b>	<b>99.99%</b>	<b>4,049</b>	<b>0.01</b>	<b>64</b>	<b>3,69,15,048</b>	<b>100.00%</b>

Based on the aforesaid results, we report that this **Special Resolution** has been passed with requisite majority.

8. We hereby confirm that we are maintaining the Registers received from the Service Provider electronically in respect of the votes cast through e-voting related to the Postal Ballot by the shareholders of the Company. We shall be arranging to handover these records to you or other person as authorised by you.

**Thanking you,**

**Yours Faithfully,**

**BP & ASSOCIATES  
COMPANY SECRETARIES  
PEER REVIEW NO.: P2015TN040200**

**PRABHAKAR CHANDRASEKARAN  
PARTNER  
C P No: 11033 | M.NO: F11722  
UDIN: F011722G000320571**



**Place: Chennai  
Date: 12<sup>th</sup> May 2025**