



**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)

Date: 27<sup>th</sup> September 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

**Sub: General Announcement under Regulation 30 of SEBI (LODR) 2015**

In Continuation to the declaration of Voting Results given on 26<sup>th</sup> September 2025, based on the report given by the Scrutinizer we herewith enclose the following resolutions has been passed in the 39<sup>th</sup> Annual General Meeting of the Company held on Friday, 26<sup>th</sup> September 2025 at 12.05 PM Through Video Conference/ other Audio Visual Means.

SL.NO	Description of Resolution	Type of Resolution
<b>ORDINARY BUSINESS:</b>		
1.	Adoption of Audited Financial Statements along with the Reports of the Board of Directors and of the Auditors thereon	Ordinary Resolution
2.	Re-Appointment of Mr. Ganesan Jeyakrishna (Din: 03208035), a Director Liable to Retire by Rotation:	Ordinary Resolution
<b>SPECIAL BUSINESSES:</b>		
3.	Appointment of Secretarial Auditors of The Company-(Refer Annexure -A)	Ordinary Resolution
4.	Ratification of Cost Auditor's Remuneration for FY 2025-26	Ordinary Resolution
5.	Revocation of Increase in the Authorized Share Capital of the Company and Consequential Alteration to Memorandum of Association of the Company- (Refer Annexure -B)	Special Resolution
6.	Approval and Ratification of Remuneration of Managing Director of the Company	Special Resolution



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Please note that all the Six (6) resolutions have been passed with requisite majority as prescribed under applicable Laws and Regulations.

This is for your information and records.

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

**S. Sundar**  
**Company Secretary & Compliance Officer**  
**Membership No. A9926**



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## **ANNEXURE-A**

### **Disclosures under Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as per SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024.**

<b>S.NO</b>	<b>PARTICULARS</b>	<b>DETAILS</b>
<b>1</b>	Name of the Secretarial Auditor and address of the Firm	M/s. S. Satheesh Kumar & Associates, Practicing Company Secretaries (Firm Registration Number S2021TN786700) (Peer Review Certificate No.3335/2023)
<b>2</b>	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment: to Comply with the Companies Act, 2013 and the requirements under SEBI (LODR) Regulations, 2015
<b>3</b>	Date of appointment/re appointment/cessation (as applicable) & Term of appointment;	Date of appointment –25-09-2025 Five years from the conclusion of the 39th Annual General Meeting.
<b>4</b>	Brief Profile	M/s. S Satheesh Kumar & Associates have rich experience in various industries and have handled several assignments related to Secretarial Audit, Restructuring, Valuation, Takeover, Mergers & Amalgamations. They also Have good exposure to Compliance Audit and Compliance Management System, Legal due diligence, drafting and vetting of various legal agreements.



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## **ANNEXURE-B**

The shareholders of the Company had earlier approved an increase in the Authorized Share Capital of the Company from Rs.1,00,00,00,000 (Rupees One Hundred Crore only) divided into 10,00,00,000 (Ten Crore only) equity shares having face value of Rs.10/- (Rupees Ten only) each to Rs.17,00,00,00,000 (Rupees One Thousand Seven Hundred Crore only) divided into 1,70,00,00,000 (One Hundred Seventy Crore only) equity shares having face value of Rs.10/- (Rupees Ten only) each, and the consequential alteration to Clause V of the Memorandum of Association (MOA) of the Company through a resolution passed at the Annual General Meeting held on 9<sup>th</sup> August 2024.

However, the Board of Directors has decided that the increase in Authorized Share Capital is not possible at this stage due to conversion of Banking account to Non-Performing Account by the Bankers. Consequently, it is proposed to revoke the earlier shareholder approval for such increase in Authorized Share Capital and the corresponding amendment to Clause V of the Memorandum of Association of the Company. This revocation will ensure that the Company avoids unnecessary regulatory filings and statutory charges (such as stamp duty) associated with the increase.

Accordingly, the shareholders at the 39<sup>th</sup> AGM held on Friday 26<sup>th</sup> September 2025 have approved by way of a Special Resolution to revoke the earlier resolutions passed in this regard and to restore the existing Authorized Share Capital and MOA clause as originally stood prior to the said increase.