

BGL/SEC/NSE/3/JULY 2025-2026

BGL/SEC/BSE/2/JULY 2025-2026

30 July, 2025

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 53rd 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 hereby enclose the gist of the proceedings of 53rd Annual General Meeting of the Company held on 30th July, 2025.

You are requested to take the same on your records.

Thanking you,

Yours faithfully,
For **Bharat Gears Limited**


Prashant Khattry
Corporate Head (Legal) and 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.

Gist of Proceedings of 53rd Annual General Meeting of Bharat Gears Limited

DATE, TIME AND VENUE OF THE MEETING

The 53rd Annual General Meeting of the Company was held on Wednesday, 30 July, 2025 through Video Conference (VC)/Other Audio Visual Means (OAVM), commenced at 04:00 P.M. and concluded at 04:35 P.M.

PROCEEDINGS AT THE MEETING

- (a) Mr. Prashant Khattry, Corporate Head (Legal) and Company Secretary welcomed the shareholders at the 53rd Annual General Meeting of the Company.
- (b) General instructions to attend the meeting through Video Conference (VC)/Other Audio Visual Means (OAVM) were explained to the members by Mr. Prashant Khattry, Corporate Head (Legal) and Company Secretary of the Company.
- (c) It was informed to the members that as the meeting is being held through video conference, the facility for appointment of proxies by the members was not applicable and hence the proxy register for inspection is not available. Further, the Register of members, the Register of Directors and Key Managerial Personnel and the Register of Contracts or Arrangements has been made available electronically for inspection by the members during the meeting.
- (d) The Chairman welcomed the Members and informed the Members that pursuant to various circulars issued by the Ministry of Corporate Affairs (MCA), the 53rd Annual General Meeting is being conducted by electronic means through VC/OAVM platform "InstaMeet" provided by Registrar and Transfer Agent, MUGF Intime India Private Limited (Formerly Known as Link Intime India Private Limited). The Notice and Annual Report for the Financial Year 2024-25 was sent only by electronic mode to the members whose e-mail addresses are registered with the Company/Depositories and a letter providing the web-link, including the exact path, where complete details of the Annual Report are available was sent to all those shareholders who have not registered their e-mail addresses.
- (e) The Chairman introduced the Directors and Officers attending the meeting through electronic means to the Members and informed that the Chairman of the Audit Committee, Stakeholders' Relationship Committee & Nomination and Remuneration Committee are present at the meeting to answer member's queries.
- (f) The Chairman informed the Members that the requisite quorum is present and called the Meeting to order.
- (g) The Chairman gave an overview of the financial and operational performance of the Company for the Financial Year ended 31st March, 2025 and its future outlook through a formal address to the members.
- (h) It was informed that the Board of Directors have engaged the services of MUGF Intime India Private Limited (Formerly Known as Link Intime India Private Limited) for holding of the meeting & voting process and have appointed Ms. Rashmi Aswal, M.Com, ACS as the scrutinizer for the purpose of scrutinizing the remote e-voting process and electronic voting at the meeting.





Geared for life

BHARAT GEARS LIMITED

Regd. Office & Works :

20 K.M. Mathura Road, P.O. Box 328

P.O. Amar Nagar, Faridabad - 121003 (Haryana) INDIA

Tel. : +91 (129) 4288888, E-mail : info@bglindia.com

Corporate Identity Number : L29130HR1971PLC034365

- (i) Thereafter, the following items of business as set out in the Notice convening the 53rd Annual General Meeting were taken up by the Chairman 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, 2025 together with Reports of the Directors and Auditors thereon;
 - (ii) To consider the appointment of Mr. Satya Prakash Mangal, Additional Director of the Company, as a Non-Executive Independent Director on the Board of the Company;
 - (iii) To consider the appointment of Mr. Bharat Dev Singh Kanwar, Additional Director of the Company, as a Non-Executive Independent Director on the Board of the Company;
 - (iv) To consider the appointment of Mr. Nagar Venkatraman Srinivasan, Non-Executive Director of the Company, as a Non-Executive Independent Director on the Board of the Company;
 - (v) To consider the appointment of M/s TVA & Co. LLP, Company Secretaries, New Delhi (Limited Liability Partnership Identification Number (LLPIN) AAE-9329) as the Secretarial Auditor of the Company;
 - (vi) To consider the ratification of the remuneration payable to M/s M.K. Kulshrestha & Associates, Cost Auditors of the Company for the Financial Year 2025-26.
- (j) The members casted their votes on the resolutions proposed and Ms. Rashmi Aswal, M.Com, ACS was available for assistance to the shareholders attending the meeting for casting votes by electronic means.
- (k) Some of the members attending the meeting expressed their views/questions relating to the business and operations of the Company. After hearing from the speaker members, the Chairman responded to their queries to their satisfaction.
- (l) 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 concerned upon receipt of the report from the scrutinizer and Mr. Prashant Khattry, Corporate Head (Legal) and Company Secretary of the Company is authorized to declare the results of the voting.
- (m) The Chairman thereafter informed that e-voting will remain open for next 15 minutes after the conclusion of AGM.
- (n) Meeting ended with vote of thanks to the Chair.

In compliance with the circular Ref. No. LIST/COMP/14/2018-19 issued by BSE Limited (BSE) and NSE/CML/2018/02 issued by National Stock Exchange of India Limited (NSE) respectively both dated 20th June, 2018, we hereby affirm that the Directors being Appointed are not debarred from holding the office of director by virtue of any order of SEBI or any other such authority.



Mumbai Office : 14th Floor Hoechst House, Nariman Point, Mumbai - 400 021 INDIA
Tel.: +91(22) 2283 2370, Fax :+91-(22) 2282 1465, Email: info@bharatgears.com
Mumbra Works : Kausa Shil, Mumbra, Distt. Thane-400 612, (Maharashtra) INDIA
Tel. : +91(22) 2535 2034, 2535 7500, Fax: +91(22) 2535 1651
www.bharatgears.com



Geared for life

BHARAT GEARS LIMITED

Regd. Office & Works :

20 K.M. Mathura Road, P.O. Box 328

P.O. Amar Nagar, Faridabad - 121003 (Haryana) INDIA

Tel. : +91 (129) 4288888, E-mail : info@bglindia.com

Corporate Identity Number : L29130HR1971PLC034365

The requisite details in accordance with Regulation 30 of the Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November, 2024 are as follows:

Name of the Director	Mr. Satya Prakash Mangal	Mr. Bharat Dev Singh Kanwar	Mr. Nagar Venkatraman Srinivasan
DIN	01052952	00428180	00879414
Reason for change	<p>Appointment</p> <p>The Board of Directors of the Company in its meeting held on May 22, 2025 appointed Mr. Satya Prakash Mangal as an Additional Director of the Company. Now therefore, appointed as a Non-Executive Independent Director of the Company for a period of 5 (Five) years from this Annual General Meeting i.e. July 30, 2025.</p>	<p>Appointment</p> <p>The Board of Directors of the Company in its meeting held on May 22, 2025 appointed Mr. Bharat Dev Singh Kanwar as an Additional Director of the Company. Now therefore, appointed as a Non-Executive Independent Director of the Company for a period of 5 (Five) years from this Annual General Meeting i.e. July 30, 2025.</p>	<p>Appointment</p> <p>The Board of Directors of the Company in its meeting held on May 22, 2025 approved the appointment of Mr. Nagar Venkatraman Srinivasan as a Non-Executive Director of the Company for a period of 5 (Five) Years, subject to the approval of the Shareholders. Now therefore, appointed as a Non-Executive Independent Director of the Company, for a period of 5 (Five) years from this Annual General Meeting i.e. July 30, 2025.</p>
Date and term of Appointment	Appointment of Mr. Satya Prakash Mangal as a Non-Executive Independent Director of the Company for a period of 5 (Five) years from this Annual General Meeting i.e. July 30, 2025.	Appointment of Mr. Bharat Dev Singh Kanwar as a Non-Executive Independent Director of the Company for a period of 5 (Five) years from this Annual General Meeting i.e. July 30, 2025.	Appointment of Mr. Nagar Venkatraman Srinivasan as a Non-Executive Independent Director of the Company for a period of 5 (Five) years from this Annual General Meeting i.e. July 30, 2025.
Brief Profile	Mr. Satya Prakash Mangal, aged 65 years is a Practicing Chartered	Mr. Bharat Dev Singh Kanwar, aged 68 years is a Bachelor in Chemical	Mr. Nagar Venkatraman Srinivasan, aged 81 years is a Non-



Mumbai Office : 14th Floor Hoechst House, Nariman Point, Mumbai - 400 021 INDIA
Tel.: +91(22) 2283 2370, Fax :+91-(22) 2282 1465, Email: info@bharatgears.com
Mumbra Works : Kausa Shil, Mumbra, Distt. Thane-400 612, (Maharashtra) INDIA
Tel. : +91(22) 2535 2034, 2535 7500, Fax: +91(22) 2535 1651
www.bharatgears.com



Geared for life

BHARAT GEARS LIMITED

Regd. Office & Works :

20 K.M. Mathura Road, P.O. Box 328

P.O. Amar Nagar, Faridabad - 121003 (Haryana) INDIA

Tel. : +91 (129) 4288888, E-mail : info@bglindia.com

Corporate Identity Number : L29130HR1971PLC034365

	<p>Accountant and founding partner of M/s Satya Prakash Mangal & Company, Chartered Accountants, New Delhi.</p> <p>His forte is determining the optimal route for financial engineering and financial restructuring and revival of projects. He is also a life member of Administrative Staff College of India Association, Hyderabad. He has also served as Director of Punjab & Sind Bank (A Government of India Undertaking) and UCO Bank (A Government of India Undertaking). He is working on project "AAS - आस (HOPE)" (Advance Alert System) for Banking Industry which provide preventive measures for arresting NPA. Additionally, he has wide knowledge of Assurance and Compliances, SEBI Compliance, Risk management. He has completed course of Corporate Governance from Indian Institute of Corporate Affairs. He has completed</p>	<p>Engineering from the Panjab University in Chandigarh, India and a Master in Business Administration from the Open University Business School in the UK.</p> <p>He has vast experience in managing manufacturing Companies & Technology centre. Well-connected in the India automotive industry. He has started his professional career in 1978 with Organo Rubbers in Northern India till 1981.</p> <p>He held different roles from the Year 1981-2010 for Anand Automotive, which includes; tenure at Purolator India as General Manager (largest manufacturer and exporter of filters in India), General Manager Project at Arvin Exhaust UK, VP at Arvin Exhaust India, President & COO at Spicer India. He held the Managing Director and Country Head position for Dana India, a fully owned Company of Dana Corporation USA from the Year 2010-2013. His professional tenure</p>	<p>Executive Director of the Company since 03 November, 2017. He is a graduate in Mechanical Engineering. He has done MS in Industrial Engineering from University of Illinois and he is an MBA from Graduate School of Business from the University of Pittsburgh in USA. He has rich experience of 56 years. Having started his career with Larsen & Toubro Limited, Mr. Srinivasan joined Bharat Gears Limited in the year 1976. Over the years, he served at various senior level positions in materials, manufacturing and general management. He retired from the Company, after a long stint of 33 years, as Corporate Business Head having overall responsibility of all the operations of the Company. He continued to be associated with the Company as Technical and Management Advisor upto 28 February, 2022.</p>
--	--	---	--



Mumbai Office : 14th Floor Hoechst House, Nariman Point, Mumbai - 400 021 INDIA

Tel.: +91(22) 2283 2370, Fax :+91-(22) 2282 1465, Email: info@bharatgears.com

Mumbra Works : Kausa Shil, Mumbra, Distt. Thane-400 612, (Maharashtra) INDIA

Tel. : +91(22) 2535 2034, 2535 7500, Fax: +91(22) 2535 1651

www.bharatgears.com



Geared for life

BHARAT GEARS LIMITED

Regd. Office & Works :
20 K.M. Mathura Road, P.O. Box 328
P.O. Amar Nagar, Faridabad - 121003 (Haryana) INDIA
Tel. : +91 (129) 4288888, E-mail : info@bglindia.com
Corporate Identity Number : L29130HR1971PLC034365

	<p>course of Management audit, which includes Management Audit of Finance, Human Resources, Marketing, Information systems & Technology and Risk Management system. He has credentials to guide on best practice of corporate governance and CSR (Corporate Social Responsibility).</p>	<p>spanning around 43 years was successful in strategizing, turning around 6 big Companies to profitability through various operational excellence techniques and initiatives viz. Lean concepts, excellence in planning, organising & execution through employee involvement. Various initiatives accomplished leading to Companies turning good to great include Operational excellence through TPS, TQM in office & shop floor, business Sop preparation/ implementation as per changing Indian GAAP & business requirements, achieve excellence in Corporate Governance through compliance monitoring system, internal controls & audits, effective HR management techniques, training and implementation of lean concepts.</p>	
Relationships between Directors inter-se	None	None	None



Mumbai Office : 14th Floor Hoechst House, Nariman Point, Mumbai - 400 021 INDIA
Tel.: +91(22) 2283 2370, Fax :+91-(22) 2282 1465, Email: info@bharatgears.com
Mumbra Works : Kausa Shil, Mumbra, Distt. Thane-400 612, (Maharashtra) INDIA
Tel. : +91(22) 2535 2034, 2535 7500, Fax: +91(22) 2535 1651
www.bharatgears.com