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, Fax: +91(129) 4288822-23
E-mail : info@bglindia.com

BGL/SEC/NSE/3/JULY 2012-2013 **SYMBOL: BHARATGEAR**

July 27, 2012

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

Sub: Compliance of Clause 35A of the Listing Agreement

Dear Sir/Madam,

Pursuant to Clause 35A read with Clause 31 (d) of the Listing Agreement, following are the proceedings of Annual General Meeting of the members of the Company, duly convened on 26th July, 2012.

Date of AGM: 26th July, 2012
Total No. of Shareholders on 20th July, 2012(record date): 10,113

No. of Shareholders present in the meeting either in person or through proxy:

In person – 883 (Including 4 Corporate Members)

Through proxy: 200

Promoters and Promoter Group: 6

Public: 1077 (877+200)

PROCEEDINGS:

S.NO	AGENDA ITEM	ORDINARY/ SPECIAL RESOLUTION	MODE OF VOTING	PASSED UNANIMOUSLY/ BY MAJORITY
ORDINARY BUSINESS				
1	To receive, consider and adopt the audited accounts of the Company for the year ended March 31, 2012 together with Reports of the Directors and Auditors thereon.	Ordinary Resolution	Show of Hands	Passed Unanimously
2	To take note of interim dividend paid on Preference Shares for the year 2011-2012	Ordinary Resolution	Show of Hands	Passed Unanimously
3	To declare dividend on Equity Shares	Ordinary Resolution	Show of Hands	Passed Unanimously

Mumbai Office : Hoechst House, Nariman Point, Mumbai - 400 021 INDIA
Tel. : +91(022) 22832370, Fax : +91(022) 22821465, E-mail : info@bharatgears.com
Mumbra Works : Kausa Shil, Mumbra, Distt. Thane-400 612, (Maharashtra) INDIA
Tel. : +91(022) 25352034, 25357500, Fax : +91(022) 25351651
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4	To appoint a Director in place of Mr. N.J. Kamath, who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution	Show of Hands	Passed Unanimously
5	To appoint a Director in place of Mr. V.K. Pargal, who retires by rotation and being eligible, offers himself for re-appointment	Ordinary Resolution	Show of Hands	Passed Unanimously
6	To appoint M/s Deloitte Haskins & Sells- Ahmedabad (ICAI Registration No. 117365W), Chartered Accountants, Statutory Auditors for the financial year 2012-13, and fix their remuneration	Ordinary Resolution	Show of Hands	Passed Unanimously

In case of Poll/Postal ballot/E-voting

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
			N.A				
Promoter and Promoter Group							
Public – Institutional holders							
Public-Others							
Total							

You are requested to take the same on your records.

For **Bharat Gears Limited**

Authorised Signatory

P.S: The minutes of Annual General Meeting shall be sent to you in due course of time.

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