

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

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

31 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: Voting Results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Voting Results of the 53rd Annual General Meeting of the Company held on Wednesday, July 30, 2025, at 04:00 P.M. through Video Conference ("VC")/Other Audio Visual Means ("OAVM").

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



AGB & Associates
Company Secretaries
FRN: I2011HR887800

Regd. Office: 5A/14 2nd Floor, BP, NIT
Faridabad-121001 (HR)

Email: agbcorplegal@gmail.com
Contact: 9811179921

Report of Scrutinizer - Consolidated (On Remote E-Voting and E-Voting at AGM)
[Pursuant to section 108 of Companies Act, 2013 and Companies (Management and
Administration] Rules, 2014, as amended]

To,

The Chairman,
53rd Annual General Meeting of the
Equity Shareholders of Bharat Gears Limited
20 K.M. Mathura Road,
P.O. Amar Nagar,
Faridabad-121003

Subject: Consolidated Scrutinizer Report on Remote E-Voting carried out during 27th July, 2025 (9:00 A.M.) to 29th July, 2025 (5:00 P.M.) and E-Voting conducted at the 53rd Annual General Meeting of Bharat Gears Limited held on Wednesday, 30th July, 2025 through Video conferencing at 4: 00 P.M.

Dear Sir,

I, **Rashmi Aswal, ACS, LLB, M.Com.**, have been appointed as Scrutinizer for the purpose of providing Scrutinizer Report on remote E-voting as well as E-voting during Annual General Meeting (AGM) conducted on the day of 53rd Annual General Meeting through electronic mode.

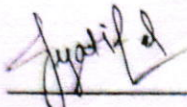
I hereby furnish the consolidated report as under:

1. The Company engaged the services of MUFG Intime India Private Limited (Formerly Known as Link Intime India Private Limited) and E-voting facility was offered and kept open by the Company to its shareholders for the period commencing from 27th July, 2025 (9:00 A.M.) to 29th July, 2025 (5:00 P.M.). The shareholders whose names appeared on the Registers of members list as on the cut-off date i.e. 23rd July, 2025 was allowed to participate and vote during the aforesaid period of remote e-voting.
2. At the 53rd Annual General Meeting of the Company held through Video conferencing on Wednesday, 30th July, 2025 at 4: 00 P.M. electronic voting was conducted on all the resolutions (6) to facilitate the members present at the virtual meeting, who did not participate in the remote e-voting to cast their votes.
3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring secured framework and robustness of the electronic voting systems.
4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting during AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or

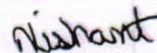


"against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by MUFG Intime India Private Limited (Formerly Known as Link Intime India Private Limited), the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility; and attendance papers/documents furnished to me electronically by the Company and /or MUFG Intime India Private Limited (Formerly Known as Link Intime India Private Limited) for my verification.

5. The votes cast were unblocked on Wednesday, 30th July, 2025 after the conclusion of the AGM and was witnessed by two witnesses Ms. Jyoti Pal, B. Com, residing at H. No-1876, B-Block SGM Nagar, NIT, Faridabad-121001 (HR), and Mr. Nishant, residing at 2519, Block-B SGM Nagar Faridabad-121001 (HR) who are not in the employment of the Company. They have signed below in confirmation of votes being unblocked in their presence.



Ms. Jyoti Pal



Mr. Nishant

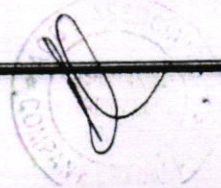
6. Thereafter, the details containing, inter-alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote were generated from the e-voting website of MUFG Intime India Private Limited (Formerly Known as Link Intime India Private Limited), i.e. <https://instavote.linkintime.co.in>. Based on the report generated by MUFG Intime India Private Limited (Formerly Known as Link Intime India Private Limited) and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.
7. After the time fixed for closing of the Remote e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by me. The E-votes cast were unblocked on Wednesday, 30th July, 2025 after the conclusion of the AGM.
8. Brief summary of Voting is as under:

Details	Information
Dates and timing of Voting (Remote E-Voting)	27 th July, 2025 (9:00 A.M.) to 29 th July, 2025 (5:00 P.M.)
Dates and timing of Voting (E-Voting at AGM)	30 th July, 2025 (4:00 P.M.)
Total Number of Shares on Record Date	1,53,55,058

Total Voted Shares:

Resolution No. 1		Resolution No. 2		Resolution No. 3		Resolution No. 4		Resolution No. 5		Resolution No. 6	
Valid Votes	Invalid Votes	Valid Votes	Invalid Votes	Valid Votes	Invalid Votes	Valid Votes	Invalid Votes	Valid Votes	Invalid Votes	Valid Votes	Invalid Votes
8726669	0	8726669	0	8726701	0	8726669	0	8726669	0	8726669	0





Resolution-1: 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.

Ordinary Resolutions: Passed

a) Valid Votes:

Voting Method	Votes in favour of the Resolutions			Votes against the Resolutions		
	Members Voted	No. of Shares	%	Members Voted	No. of Shares	%
Remote E-Voting	778	87,26,421	100	2	147	-
E-Voting at AGM	27	101	100	0	0	-
Total	805	87,26,522	100	2	147	-

b) Invalid Votes:

Voting Method	Total Number of members whose vote declared invalid	Total Number of shares held by them
Remote E-Voting	-	-
E-Voting at AGM	-	-
Total	-	-

Resolution-2: 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.

Special Resolutions: Passed

a) Valid Votes:

Voting Method	Votes in favour of the Resolutions			Votes against the Resolutions		
	Members Voted	No. of Shares	%	Members Voted	No. of Shares	%
Remote E-Voting	771	87,05,045	99.75	9	21,523	0.25
E-Voting at AGM	27	101	100	0	0	-
Total	798	87,05,146	99.75	9	21,523	0.25

b) Invalid Votes:

Voting Method	Total Number of members whose vote declared invalid	Total Number of shares held by them
Remote E-Voting	-	-
E-Voting at AGM	-	-
Total	-	-



Resolution-3: 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.

Special Resolutions: Passed

a) Valid Votes:

Voting Method	Votes in favour of the Resolutions			Votes against the Resolutions		
	Members Voted	No. of Shares	%	Members Voted	No. of Shares	%
Remote E-Voting	772	87,05,093	99.75	8	21,507	0.25
E-Voting at AGM	27	101	100	0	0	-
Total	799	87,05,194	99.75	8	21,507	0.25

b) Invalid Votes:

Voting Method	Total Number of members whose vote declared invalid	Total Number of shares held by them
Remote E-Voting	-	-
E-Voting at AGM	-	-
Total	-	-

Resolution-4: 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.

Special Resolutions: Passed

a) Valid Votes:

Voting Method	Votes in favour of the Resolutions			Votes against the Resolutions		
	Members Voted	No. of Shares	%	Members Voted	No. of Shares	%
Remote E-Voting	771	85,16,120	97.59	9	2,10,448	2.41
E-Voting at AGM	27	101	100	0	0	-
Total	798	85,16,221	97.59	9	2,10,448	2.41

b) Invalid Votes:

Voting Method	Total Number of members whose vote declared invalid	Total Number of shares held by them
Remote E-Voting	-	-
E-Voting at AGM	-	-
Total	-	-



Resolution-5: 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.

Ordinary Resolutions: Passed

a) Valid Votes:

Voting Method	Votes in favour of the Resolutions			Votes against the Resolutions		
	Members Voted	No. of Shares	%	Members Voted	No. of Shares	%
Remote E-Voting	777	87,26,405	100	3	163	-
E-Voting at AGM	27	101	100	0	0	-
Total	804	87,26,506	100	3	163	-

b) Invalid Votes:

Voting Method	Total Number of members whose vote declared invalid	Total Number of shares held by them
Remote E-Voting	-	-
E-Voting at AGM	-	-
Total	-	-

Resolution-6: 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.

Ordinary Resolutions: Passed

a) Valid Votes:

Voting Method	Votes in favour of the Resolutions			Votes against the Resolutions		
	Members Voted	No. of Shares	%	Members Voted	No. of Shares	%
Remote E-Voting	776	87,26,051	100	4	517	-
E-Voting at AGM	27	101	100	0	0	-
Total	803	87,26,152	100	4	517	-

b) Invalid Votes:

Voting Method	Total Number of members whose vote declared invalid	Total Number of shares held by them
Remote E-Voting	-	-
E-Voting at AGM	-	-
Total	-	-



9. This Consolidated report has been prepared in consonance with remote e-voting and e-voting at the AGM.
10. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary authorized by the Board for safe keeping.
11. The Chairman or any other person authorised by him in this behalf may proceed to declare the results as all resolution are passed with requisite majority, as per convenience and subject to compliance of the timelines prescribed in the Companies Act, 2013.
12. The same along with Scrutinizer report need to be uploaded on the website of the Company and also on the website of MUFG Intime India Private Limited (Formerly Known as Link Intime India Private Limited) (Registrar and Transfer Agent).
13. The register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the chairman considers, approves and signs the minutes and thereafter the same will be handed over to the company secretary for safe keeping.

The Scrutinizer hereby registers her appreciation towards management in carrying out the whole process in fair and transparent manner.

Place: Faridabad
Date: 31.07.2025

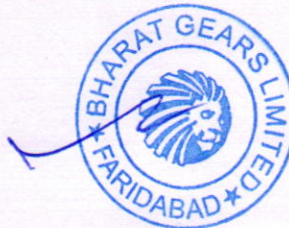


Thanking You,
Yours faithfully

(Rashmi Aswal)

Scrutinizer to the Remote E-voting &
E-voting at AGM

UDIN: A050322G000900578



General information about company	
Scrip code	505688
NSE Symbol	BHARATGEAR
MSEI Symbol	NOTLISTED
ISIN	INE561C01019
Name of the company	Bharat Gears Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-07-2025
Start time of the meeting	04:00 PM
End time of the meeting	04:35 PM



Scrutinizer Details	
Name of the Scrutinizer	Rashmi Aswal
Firms Name	AGB & ASSOCIATES
Qualification	CS
Membership Number	50322
Date of Board Meeting in which appointed	22-05-2025
Date of Issuance of Report to the company	31-07-2025



Voting results	
Record date	23-07-2025
Total number of shareholders on record date	26622
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	5
b) Public	400
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				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.				
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	8494410	8493503	99.9893	8493503	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8494410	8493503	99.9893	8493503	0	100	0
Public-Institutions	E-Voting	188950	188941	99.9952	188941	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	188950	188941	99.9952	188941	0	100	0
Public- Non Institutions	E-Voting	6671698	44124	0.6614	43977	147	99.6668	0.3332
	Poll		101	0.0015	101	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6671698	44225	0.6629	44078	147	99.6676	0.3324
Total		15355058	8726669	56.8325	8726522	147	99.9983	0.0017
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



Text Block	
Textual Information(1)	Resolution passed with requisite majority.



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				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.				
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	8494410	8493503	99.9893	8493503	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8494410	8493503	99.9893	8493503	0	100	0
Public-Institutions	E-Voting	188950	188941	99.9952	188941	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	188950	188941	99.9952	188941	0	100	0
Public- Non Institutions	E-Voting	6671698	44124	0.6614	22601	21523	51.2216	48.7784
	Poll		101	0.0015	101	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6671698	44225	0.6629	22702	21523	51.333	48.667
Total		15355058	8726669	56.8325	8705146	21523	99.7534	0.2466
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution							Textual Information(1)	



Text Block	
Textual Information(1)	Resolution passed with requisite majority.



Details of Invalid Votes	
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				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.				
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	8494410	8493503	99.9893	8493503	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8494410	8493503	99.9893	8493503	0	100	0
Public- Institutions	E-Voting	188950	188941	99.9952	188941	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	188950	188941	99.9952	188941	0	100	0
Public- Non Institutions	E-Voting	6671698	44156	0.6618	22649	21507	51.2931	48.7069
	Poll		101	0.0015	101	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6671698	44257	0.6634	22750	21507	51.4043	48.5957
Total		15355058	8726701	56.8327	8705194	21507	99.7535	0.2465
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



Text Block	
Textual Information(1)	Resolution passed with requisite majority.



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



Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				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.				
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	8494410	8493503	99.9893	8493503	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8494410	8493503	99.9893	8493503	0	100	0
Public- Institutions	E-Voting	188950	188941	99.9952	0	188941	0	100
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	188950	188941	99.9952	0	188941	0	100
Public- Non Institutions	E-Voting	6671698	44124	0.6614	22617	21507	51.2578	48.7422
	Poll		101	0.0015	101	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6671698	44225	0.6629	22718	21507	51.3691	48.6309
Total		15355058	8726669	56.8325	8516221	210448	97.5884	2.4116
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



Text Block	
Textual Information(1)	Resolution passed with requisite majority.



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



Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				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.				
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	8494410	8493503	99.9893	8493503	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8494410	8493503	99.9893	8493503	0	100	0
Public- Institutions	E-Voting	188950	188941	99.9952	188941	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	188950	188941	99.9952	188941	0	100	0
Public- Non Institutions	E-Voting	6671698	44124	0.6614	43961	163	99.6306	0.3694
	Poll		101	0.0015	101	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6671698	44225	0.6629	44062	163	99.6314	0.3686
Total		15355058	8726669	56.8325	8726506	163	99.9981	0.0019
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



Text Block	
Textual Information(1)	Resolution passed with requisite majority.



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



Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				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.				
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	8494410	8493503	99.9893	8493503	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8494410	8493503	99.9893	8493503	0	100	0
Public-Institutions	E-Voting	188950	188941	99.9952	188941	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	188950	188941	99.9952	188941	0	100	0
Public- Non Institutions	E-Voting	6671698	44124	0.6614	43607	517	98.8283	1.1717
	Poll		101	0.0015	101	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6671698	44225	0.6629	43708	517	98.831	1.169
Total		15355058	8726669	56.8325	8726152	517	99.9941	0.0059
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



Text Block	
Textual Information(1)	Resolution passed with requisite majority.



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

