



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

BGL/SEC/NSE/3/JUNE 2021-2022

June 11, 2021

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

SYMBOL: BHARATGEAR

BGL/SEC/BSE/2/JUNE 2021-2022

The Manager (Listing)
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building
PJ Towers, Dalal Street
Fort, Mumbai - 400001

STOCK CODE: 505688

Sub: Intimation under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 ("the Regulations") this is to inform that the Board of Directors of the Company at their meeting held on Friday, June 11, 2021 has considered and approved:

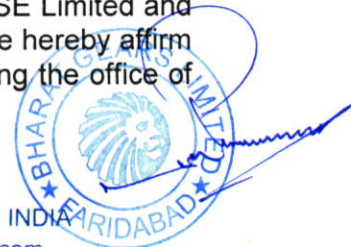
- I. Re-appointment of Mr. Wolfgang Rudolf Schilha (DIN: 00374415) as a Non-Executive Independent Director of the Company for a second term of 5 (Five) consecutive years upto the conclusion of the 54th Annual General Meeting (AGM) of the Company in the Calendar year 2026, subject to approval of the members at the ensuing Annual General Meeting.
- II. Re-appointment of Mr. Sameer Kanwar (DIN: 00033622) as Joint Managing Director of the Company for a further period of 3 (Three) years w.e.f. 01st June, 2021 along with the proposed remuneration, subject to approval of the members at the ensuing Annual General Meeting.
- III. Re-appointment of Mr. Nagar Venkatraman Srinivasan (DIN: 00879414) as a Non-Executive Director of the Company liable to retire by rotation in terms of the provisions of Section 152 of the Companies Act, 2013, subject to approval of the members at the ensuing Annual General Meeting.
- IV. Appointment of KPMG Assurance and Consulting Services LLP as the Internal Auditors of the Company for the Financial Year 2021-22.
- V. Appointment of M/s TVA & Co. LLP, Company Secretaries, New Delhi as Secretarial Auditor of the Company for the Financial Year 2021-22.
- VI. Appointment of M/s M.K. Kulshrestha & Associates, Cost Accountants, Ghaziabad as Cost Auditors of the Company for the Financial Year 2021-22.

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



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The details as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09th September, 2015 are as follows:

Annexure-1

Additional information required as per SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09th September, 2015:

Name of the Director	Mr. Wolfgang Rudolf Schilha	Mr. Sameer Kanwar	Mr. Nagar Venkatraman Srinivasan
DIN	00374415	00033622	00879414
Reason for change	The present tenure of Mr. Wolfgang Rudolf Schilha as a Non-Executive Independent Director of the Company shall expire at the ensuing Annual General Meeting (AGM) of the Company. Hence, required to be re-appointed as Non-Executive Independent Director of the Company.	The present tenure of Mr. Sameer Kanwar as Joint Managing Director of the Company has expired on 31 st May, 2021. Hence, required to be re-appointed as Joint Managing Director of the Company.	The present tenure of Mr. Nagar Venkatraman Srinivasan as a Non-Executive Director of the Company shall expire at the ensuing Annual General Meeting (AGM) of the Company. Hence, required to be re-appointed as Non-Executive Director of the Company.
Date and term of Appointment	For a second term of 5 (Five) consecutive years upto the conclusion of the 54 th Annual General Meeting (AGM) of the Company in the Calendar year 2026, with the approval of the members at the ensuing Annual General Meeting.	For a further period of 3 (Three) Years w.e.f 01 st June, 2021, with the approval of the members at the ensuing Annual General Meeting.	Re-appointment of Mr. Nagar Venkatraman Srinivasan as a Non-Executive Director of the Company liable to retire by rotation at the ensuing Annual General Meeting, with the approval of the members at the ensuing Annual General Meeting upto the conclusion of 50 th Annual General Meeting of the Company in the Calendar year 2022.
Brief Profile	Mr. Wolfgang Rudolf Schilha, aged 70 years is a Non-Executive Independent Director of the Company since 26 February, 1986 as a representative of ZF Friedrichshafen AG, Germany, the foreign collaborators of the Company. However, after withdrawal of his nomination from the Board, Mr. Wolfgang Rudolf Schilha had been appointed as a regular director of the Company on 16 May, 2007 in his personal capacity. He	Mr. Sameer Kanwar, aged 43 years is presently designated as Joint Managing Director of the Company. He holds a Bachelor's Degree in Business Economics from York University, Canada. After completing his Graduation, he received two years training in the areas of Planning, Finance and Control at ZF Friedrichshafen AG, Germany, the world's largest maker of drivelines and chassis for Automobiles.	Mr. Nagar Venkatraman Srinivasan, aged 77 years is a Non-Executive Director of the Company since 03 rd 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 52 years. Having started his career with Larsen & Toubro Limited, Mr. Srinivasan



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	<p>retired from ZF Germany as the "Executive Vice President, International Strategic Projects" of the Commercial Vehicle division of ZF, after having managed Truck and Bus Transmission Sales, ZF Corporate Worldwide Service Network and up to June 2013, the strategic business unit Bus Driveline Technology at ZF. He was also the Chairman of ZF Drivotech (Suzhou) Ltd. in Suzhou, PR China, ZF Beiben Drivotech Company Ltd. Chongqing PRC and Chairman of the Supervisory Board of ZF Hungaria Kft. in Eger, Hungary. He has international exposure on various facets of Auto Industry as a whole including Gear Technology. He is having expertise in the area of sales, marketing and service.</p>	<p>He has deep exposure in Marketing, Purchase, Production and HR Management. He has in-depth knowledge of the core business of the Company i.e. Automotive Gears.</p> <p>He has been affiliated with the Company as a member of the Board of Directors since 01 February, 2002 and from then the Company has gained from his visionary approach. He has a vast experience of about 21 years and wholesome exposure on all aspects of business of the Company and is engaged in supervision & conduct of business of industrial units of the Company located at Faridabad and Lonand, along with a team of senior management personnel, who assist him in carrying out his activities, subject to the overall supervision and control of the Board.</p>	<p>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 continues to be associated with the Company as Technical and Management Advisor.</p>
<p>Relationships between Directors inter-se</p>	<p>None</p>	<p>Son of Mr. Surinder Paul Kanwar, Chairman and Managing Director of the Company.</p>	<p>None</p>

You are requested to kindly take the same on records.

Thanking you,

Yours faithfully,
For **BHARAT GEARS LIMITED**


Prashant Khattry
Head (Legal) and Company Secretary



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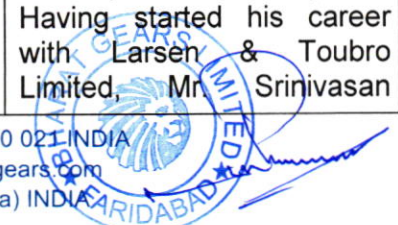
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