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/AUGUST 2026-2027 **BGL/SEC/BSE/3/AUGUST 2026-2027**

August 13, 2026

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

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

STOCKCODE: 505688

Sub: Proceedings of 54th 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 54th Annual General Meeting of the Company held on August 13, 2026.

You are requested to take the same on your records.

Thanking you,

Yours faithfully
For **Bharat Gears Limited**

BHARAT GEARS LIMITED ★ FARIDABAD ★

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.

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Gist of Proceedings of 54th Annual General Meeting of Bharat Gears Limited

DATE, TIME AND VENUE OF THE MEETING

The 54th Annual General Meeting of the Company was held on Thursday, August 13, 2026 through Video Conference (VC)/Other Audio Visual Means (OAVM), commenced at 04:00 P.M. and concluded at 04:55 P.M.

PROCEEDINGS AT THE MEETING

(a) Mr. Prashant Khattry, Corporate Head (Legal) and Company Secretary welcomed the shareholders at the 54th 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 54th Annual General Meeting is being conducted by electronic means through VC/OAVM platform "InstaMeet" provided by Registrar and Transfer Agent, MUFG Intime India Private Limited (Formerly Known as Link Intime India Private Limited). The Notice and Annual Report for the Financial Year 2025-26 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, 2026 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 MUFG 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

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the scrutinizer for the purpose of scrutinizing the remote e-voting process and electronic voting at the meeting.

(i) Thereafter, the following items of business as set out in the Notice convening the 54th 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, 2026 together with Reports of the Directors and Auditors thereon;

(ii) To declare dividend of Re. 1.00 per equity share of face value of Rs. 10 each for the financial year 2025-26;

(iii) To consider the appointment of Mr. Naresh Kumar Verma as Executive Director-Operations of the Company;

(iv) To consider the ratification of the remuneration payable to M/s M.K. Kulshrestha & Associates, Cost Auditors of the Company for the Financial Year 2026-27.

(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 Director being appointed is not debarred from holding the office of director by virtue of any order of SEBI or any other such authority.

The requisite details in accordance with Regulation 30 of the Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are as follows:

Name of the Director	**Mr. Naresh Kumar Verma**
DIN	**07087356**
Reason for change	**Appointment** The Board of Directors of the Company in its meeting held on May 30, 2026 appointed Mr. Naresh Kumar Verma as Executive

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	Director-Operations of the Company. Now therefore, the members of the Company have approved the appointment of Mr. Naresh Kumar Verma as Executive Director-Operations of the Company for a period of five (5) years with effect from June 01, 2026.
Date and term of Appointment	Appointment of Mr. Naresh Kumar Verma as Executive Director-Operations of the Company for a period of 5 (Five) years with effect from June 01, 2026.
Brief Profile	Mr. Naresh Kumar Verma, aged 66 years is a master in Commerce and holds a Post Graduate Diploma in Personnel Management & Industrial Relations. He has in-depth knowledge of the core business of the Company i.e. Automotive Gears. He has exposure in all business verticals and is engaged in supervision and conduct of business of the Company. He has been instrumental in establishing and sustaining the harmonious Industrial relations. He took an enormous responsibility on his shoulders for providing training & Development, Human Resource Management, Human Resource Development, Business Management, Business Development and Industrial Management in the Company amongst the employees and workers that has been fruitful in creating the harmonious work environment, better interpersonal relationships and efficiency in operations at all levels. He is having a rich experience of 44 years. He has served in various renowned Companies like VXL India Limited, Bhartia Curtler Hammer, Daikin Shriram Air Conditioning etc. and currently holds Directorship in Raunaq International Limited and Vibrant Reality Infra Private Limited, Companies within the group.
Relationships between Directors inter-se	None

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