

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)	16-09-2020
Start time of the meeting	11:30 AM
End time of the meeting	12:05 PM

Scrutinizer Details

Name of the Scrutinizer	Nitin Rawat
Firms Name	AGB & ASSOCIATES
Qualification	CS
Membership Number	9050
Date of Board Meeting in which appointed	28-06-2020
Date of Issuance of Report to the company	17-09-2020

Voting results

Record date	09-09-2020
Total number of shareholders on record date	15593
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	4
b) Public	110
No. of resolution passed in the meeting	7
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, 2020 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	5148185	5147580	99.9882	5147580	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5148185	5147580	99.9882	5147580	0	100
Public- Institutions	E-Voting	3128	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3128	0	0	0	0	0
Public- Non Institutions	E-Voting	4154782	3857	0.0928	3857	0	100	0
	Poll		493	0.0119	493	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4154782	4350	0.1047	4350	0	100
Total		9306095	5151930	55.3608	5151930	0	100	0
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 re-appointment of Mr. Rakesh Chopra 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	5148185	5147580	99.9882	5147580	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5148185	5147580	99.9882	5147580	0	100
Public-Institutions	E-Voting	3128	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3128	0	0	0	0	0
Public- Non Institutions	E-Voting	4154782	3857	0.0928	3857	0	100	0
	Poll		493	0.0119	493	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4154782	4350	0.1047	4350	0	100
Total		9306095	5151930	55.3608	5151930	0	100	0
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 re-appointment of Mr. Virendra Kumar Pargal 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	5148185	5147580	99.9882	5147580	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5148185	5147580	99.9882	5147580	0	100
Public-Institutions	E-Voting	3128	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3128	0	0	0	0	0
Public- Non Institutions	E-Voting	4154782	3857	0.0928	3857	0	100	0
	Poll		493	0.0119	493	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4154782	4350	0.1047	4350	0	100
Total		9306095	5151930	55.3608	5151930	0	100	0
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?				Yes				
Description of resolution considered				To consider the re-appointment of Mr. Surinder Paul Kanwar as Chairman and Managing Director 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	5148185	5147580	99.9882	5147580	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5148185	5147580	99.9882	5147580	0	100
Public-Institutions	E-Voting	3128	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3128	0	0	0	0	0
Public- Non Institutions	E-Voting	4154782	3857	0.0928	3857	0	100	0
	Poll		493	0.0119	493	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4154782	4350	0.1047	4350	0	100
Total		9306095	5151930	55.3608	5151930	0	100	0
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)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To consider the re-appointment of Mr. Nagar Venkatraman Srinivasan, who retires by rotation and is eligible for re-appointment, as a Non-Executive 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	5148185	5147580	99.9882	5147580	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5148185	5147580	99.9882	5147580	0	100	0
Public-Institutions	E-Voting	3128	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3128	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4154782	3857	0.0928	3857	0	100	0
	Poll		493	0.0119	493	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4154782	4350	0.1047	4350	0	100	0
Total		9306095	5151930	55.3608	5151930	0	100	0
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 2019-20				
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	5148185	5147580	99.9882	5147580	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5148185	5147580	99.9882	5147580	0	100
Public-Institutions	E-Voting	3128	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3128	0	0	0	0	0
Public- Non Institutions	E-Voting	4154782	3857	0.0928	3857	0	100	0
	Poll		493	0.0119	493	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4154782	4350	0.1047	4350	0	100
Total		9306095	5151930	55.3608	5151930	0	100	0
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(7)								
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 2020-21				
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	5148185	5147580	99.9882	5147580	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5148185	5147580	99.9882	5147580	0	100
Public-Institutions	E-Voting	3128	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3128	0	0	0	0	0
Public- Non Institutions	E-Voting	4154782	3857	0.0928	3857	0	100	0
	Poll		493	0.0119	493	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4154782	4350	0.1047	4350	0	100
Total		9306095	5151930	55.3608	5151930	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

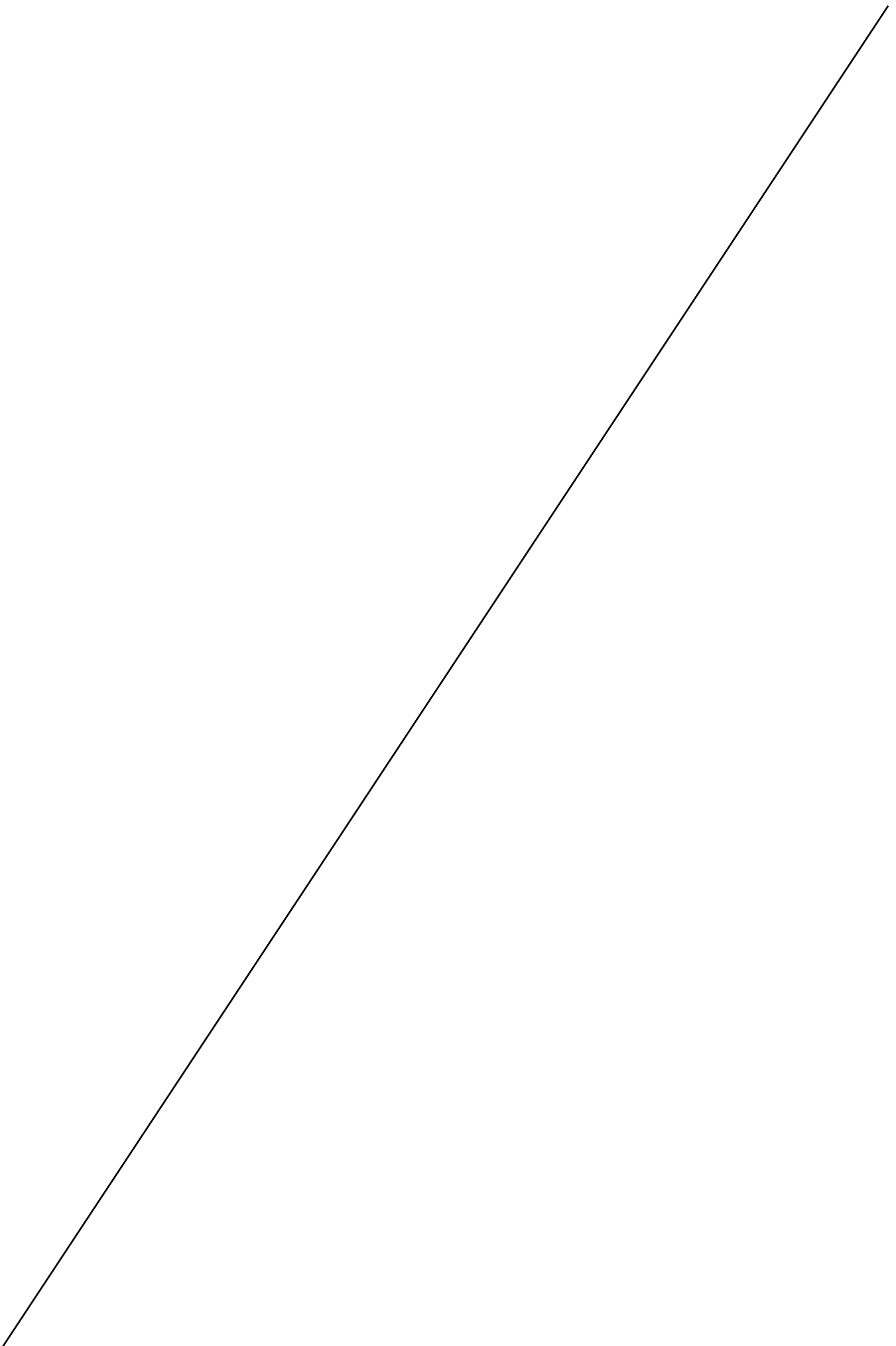
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Textual Information(1)

Resolution passed with requisite majority.

Details of Invalid Votes

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



CS NITIN RAWAT
FCS, B.Com

**5A/14, 2nd Floor, BP, Neelam Railway
Road, NIT, Faridabad-121001 (HR)**
Email: csnitinrawat@gmail.com
#91-9953753054

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,
48th 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 13th September, 2020 (9:00 A.M.) to 15th September, 2020 (5:00 P.M.) and E-Voting conducted at the 48th Annual General Meeting of Bharat Gears Limited held on Wednesday, 16th September, 2020 through Video conferencing at 11.30 A.M.

Dear Sir,

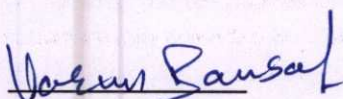
I, **Nitin Rawat, FCS, B.Com, Practicing Company Secretary** having office at 5A/14, Second floor, BP, Neelam Railway Road, NIT, Faridabad- 121001, have been appointed as Scrutinizer for the purpose of providing Scrutinizer Report on Remote E-voting as well as E-voting during Annual General Meeting (AGM) conducted on the day of 48th Annual General Meeting through electronic mode.

I hereby furnish the consolidated report as under:

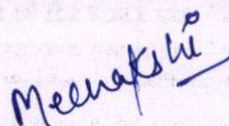
1. The Company engaged the services of Link Intime India Pvt. Ltd. and E-voting facility was offered and kept open by the company to its shareholders for the period commencing from 13th September, 2020 (9:00 A.M.) to 15th September, 2020 (5:00 P.M.). The shareholders whose names appeared on the Registers of members list as on the cut-off date i.e. 09th September, 2020 was allowed to participate and vote during the aforesaid period of remote e-voting.
2. At the 48th Annual General Meeting of the Company held through Video conferencing on Wednesday, the 16th September, 2020, at 11:30 A.M. electronic voting was conducted on all the resolutions (7) 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 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 attendant papers / documents furnished to me electronically by the Company and/ or Link Intime India Private Limited for my verification.
5. The votes cast were unblocked on Wednesday, 16 September 2020 after the conclusion of the AGM and was witnessed by two witnesses, Mr. Varun Bansal, B.Com, residing at FCA-98, Mukesh Colony, Ballabgarh, Faridabad-121001(HR) & Ms. Meenakshi Panwar, B.Com, residing at House No. 497, Sector-48, Housing Board Colony, 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.



Mr. Varun Bansal



Ms. Meenakshi Panwar

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 Link Intime India Private Limited, i.e. <https://instavote.linkintime.co.in>. Based on the report generated by 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, 16th September 2020 after the conclusion of the AGM.
8. Brief summary of Voting is as under:

Details	Information
Dates and timing of Voting (Remote E-Voting)	13 th September, 2020 (9:00 A.M.) to 15 th September, 2020 (5:00 P.M.)
Dates and timing of Voting (E-Voting at AGM)	16 th September, 2020 (11:30)
Total Number of Shares on Record Date	93,06,095
Total Voted Shares	51,51,930



Resolution-1: To receive, consider and adopt the financial statements of the Company for the year ended 31 March, 2020 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	636	51,51,437	100	-	-	-
E-Voting at AGM	22	493	100	-	-	-
Total	658	51,51,930	100	-	-	-

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 re-appointment of Mr. Rakesh Chopra 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	636	51,51,437	100	-	-	-
E-Voting at AGM	22	493	100	-	-	-
Total	658	51,51,930	100	-	-	-

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 re-appointment of Mr. Virendra Kumar Pargal 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	636	51,51,437	100	-	-	-
E-Voting at AGM	22	493	100	-	-	-
Total	658	51,51,930	100	-	-	-

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 re-appointment of Mr. Surinder Paul Kanwar as Chairman and Managing Director 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	636	51,51,437	100	-	-	-
E-Voting at AGM	22	493	100	-	-	-
Total	658	51,51,930	100	-	-	-

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 re-appointment of Mr. Nagar Venkatraman Srinivasan, who retires by rotation and is eligible for re-appointment, as a Non-Executive Director on the Board of the Company liable to retire by rotation.

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	636	51,51,437	100	-	-	-
E-Voting at AGM	22	493	100	-	-	-
Total	658	51,51,930	100	-	-	-

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 2019-20.

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	636	51,51,437	100	-	-	-
E-Voting at AGM	22	493	100	-	-	-
Total	658	51,51,930	100	-	-	-



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-7: To consider the ratification of the remuneration payable to M/s M.K. Kulshrestha & Associates, Cost Auditors of the Company for the Financial Year 2020-21.

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	636	51,51,437	100	-	-	-
E-Voting at AGM	22	493	100	-	-	-
Total	658	51,51,930	100	-	-	-

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 Scrutinizers report need to be uploaded on the website of the Company and also on the website of 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 his appreciation towards management in carrying out the whole process in fair and transparent manner.

Thanking You,
Yours faithfully



(Nitin Rawat)

Place: Faridabad
Date: 17.09.2020

Scrutinizer to the Remote E-voting & E-Voting
UDIN: F009050B000726525

Annexure- Excel Sheet:

- Register of E-Voting
- Consolidated Results Sheet.