

#### **BGR ENERGY SYSTEMS LIMITED**

443 ANNA SALAI, TEYNAMPET, CHENNAI 600018 INDIA

TEL: 91 44 24301000 FAX: 91 44 24360576 E-mail: compliance@bgrenergy.com Web site: www.bgrcorp.com

BeSec/2021 September 18, 2021

Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra (E), Mumbai - 400 051

**NSE Symbol: BGRENERGY** 

Department of Corporate Services **BSE** Limited P. J. Towers, Dalal Street Mumbai - 400 001

**BSE Scrip Code: 532930** 

Dear Sirs,

SUB: SUBMISSION OF VOTING RESULTS OF THE 35TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON SEPTEMBER 17, 2021.

The 35th Annual General Meeting of the Company was held on Friday, September 17, 2021 at 12:00 noon pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we herewith enclose the details of voting results along with the consolidated scrutinizer report dated September 17, 2021 issued by Mr R Sridharan, Practising Company Secretary.

Kindly take the above information on your records.

Thanking You,

Yours truly, For BGR Energy Systems Limited

For R Ramesh Kumar **Director& Secretary** 

Enclosure: As above

		BGR Er	nergy System	s Limited- Declarati	on of voting r	esults					
Resolution No.1			To consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon; and (b)the Audited Consolidated Financial Statements of the Company for the financial year ended March31, 2021 and the report of Auditors thereon.								
Resolution required			Ordinary Resolution								
Whether promoter/ promothe agenda/resolution?	ter group are i	nterested in	NO								
Category	Mode of Voting	No. of shares held	No. of votes	% 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	E-Voting Poll		54121170 0	100.0000	54121170 0	0	100.0000				
Group	Postal Ballot	54121170	0 <b>54121170</b>		0 <b>54121170</b>	0 <b>0</b>	0.0000				
	E-Voting		0		0	0	0.0000				
	Poll		0		0	0	0.0000	0.0000			
Public Institutions	Postal Ballot	190468	0	0.0000	0	0	0.0000				
	Total		0	0.0000	0	0	0.0000				
	E-Voting		406574	2.2777	402690	3884	99.0447	0.9553			
	Poll	47040577	0	0.0000	0	0	0.0000	0.0000			
Public Non Institutions	Postal Ballot	17849922	0	0.0000	0	0	0.0000				
	Total		406574	2.2777	402690	3884	99.0447	0.9553			
Total		72161560		75.5634	54523860	3884	99.9929	0.0071			
Result The Ordinary Resolution was passed with requisite majority											

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		BGR E	nergy System	s Limited- Declarat	ion of voting	results							
Resolution no.2				To appoint a Director in place of Mrs. Swarnamugi R Karthik(DIN:03494012), who retires by rotation and being eligible, has offered herself for re-appointment									
Resolution Required			Ordinary Reso	Ordinary Resolution									
Whether promoter/ promothe agenda/resolution?	eter group are i	nterested in	YES	'ES									
Category	Mode of Voting			% of Votes Polled			% of Votes in						
		No. of	No. of votes	on outstanding		No. of Votes	favour on votes	% of Votes against					
		shares held	polled	shares	– in favour	-Against	polled	on votes polled					
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100					
	E-Voting		54121170	100.0000	54121170	0	100.0000						
Promoter and Promoter	Poll		0	0.0000	0	0	0.0000	0.0000					
Group	Postal Ballot	54121170	0	0.0000	0	0	0.0000	0.0000					
	Total		54121170	100.0000	54121170	0	100.0000	0.0000					
	E-Voting		0	0.0000	0	0	0.0000	0.0000					
	Poll		0	0.0000	0	0	0.0000	0.0000					
Public Institutions		190468											
	Postal Ballot		0	0.0000	О	0	0.0000	0.0000					
	Total		0	0.0000	0	0	0.0000	0.0000					
	E-Voting		401982	2.2520	395260	6722	98.3278	1.6722					
	Poll		0	0.0000	0	0	0.0000	0.0000					
Public Non Institutions		17849922											
	Postal Ballot		0	0.0000	0	0	0.0000						
	Total		401982	2.2520	395260	6722	98.3278	1.6722					
Total		72161560	54523152	75.5571	54516430	6722	99.9877	0.0123					
Result	The Ordinary	ne Ordinary Resolution was passed with requsite majority											

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		BGR E	nergy System	s Limited- Declarat	ion of voting	results							
Resolution No.3			Appointment	of Mrs. Janaki C Amb	at(DIN:089919	54) as a Non-e	recutive Independent	Director					
Resolution required			Ordinary Reso	Ordinary Resolution									
Whether promoter/ promo	ter group are i	nterested in											
the agenda/resolution?			NO O										
Category	Mode of Voting	(2)		% of Votes Polled			% of Votes in						
		No. of	No. of votes	on outstanding	No. of Votes	No. of Votes	favour on votes	% of Votes against					
		shares held	polled	shares	– in favour	–Against	polled	on votes polled					
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100					
	E-Voting		54121170	100.0000	54121170	0	100.0000	0.0000					
Duamatan and Duamatan	Poll		0	0.0000	0	0	0.0000	0.0000					
Promoter and Promoter		54121170											
Group	Postal Ballot		О	0.0000	0	0	0.0000	0.0000					
	Total		54121170	100.0000	54121170	0	100.0000	0.0000					
	E-Voting		0	0.0000	0	0	0.0000	0.0000					
	Poll		0	0.0000	0	0	0.0000	0.0000					
Public Institutions		190468											
	Postal Ballot		О	0.0000	0	0	0.0000	0.0000					
	Total	į	0	0.0000	0	0	0.0000	0.0000					
	E-Voting		401982	2.2520	396463	5519	98.6271	1.3729					
	Poll		0	0.0000	0	0	0.0000	0.0000					
Public Non Institutions		17849922											
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000					
	Total		401982	2.2520	396463	5519	98.6271	1.3729					
Total		72161560	54523152	75.5571	54517633	5519	99.9899	0.0101					
Result	The Ordinary	Resolution w	as passed wit	n requiste majority									



BGR Energy Systems Limited- Declaration of voting results											
Resolution No.4			Ratification o	f Remuneration to Co	st Auditor for t	he financial ye	ar 2021-22				
Resolution Required			Ordinary Reso	lution							
Whether promoter/ promo agenda/resolution?	ter group are intere		NO								
Category	Mode of Voting			% of Votes Polled			% of Votes in				
		No. of	No. of votes	on outstanding	No. of Votes	No. of Votes	favour on votes	% of Votes against			
		shares held	polled	shares	– in favour	–Against	polled	on votes polled			
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100			
	E-Voting		54121170	100.0000	54121170	0	100.0000	0.0000			
Promoter and Promoter	Poll	54121170	0	0.0000	0	0	0.0000				
Group	Postal Ballot	34121170	0	0.0000	0	0	0.0000	0.0000			
	Total		54121170	100.0000	54121170	0	100.0000	0.0000			
	E-Voting		0	0.0000	0	0	0.0000	0.0000			
Public Institutions	Poll	190468	0	0.0000	0	0	0.0000	0.0000			
Public institutions	Postal Ballot	190408	o	0.0000	0	0	0.0000	0.0000			
	Total		0	0.0000	0	0	0.0000	0.0000			
	E-Voting		401982	2.2520	396695	5287	98.6848	1.3152			
Dublic Nam Institutions	Poll	17040033	0	0.0000	0	0	0.0000	0.0000			
Public Non Institutions	Postal Ballot	17849922	0	0.0000	0	0	0.0000	0.0000			
	Total		401982	2.2520	396695	5287	98.6848	1.3152			
Total		72161560	54523152	75.5571	54517865	5287	99.9903	0.0097			
Result	The Ordinary Resolution was passed with requiste majority										





New No. 44, Old No. 25, Flat No.3, Thiruvarangam Apartments, 1st Floor, Unnamalai Ammal Street, T-Nagar, Chennai -600 017.

Phone: 044 - 42166988 email: sridharan.r@aryes.in web: www.aryes.in

# **Consolidated Scrutinizer's Report**

17<sup>th</sup> September, 2021

The Chairperson
BGR Energy Systems Limited,
A-5, Pannamgadu Industrial Estate,
Ramapuram Post, Sullurpet (T),
Nellore District,
Andhra Pradesh - 524 401

Ref: 35<sup>th</sup> Annual General Meeting (AGM) of the Members of the BGR Energy Systems Limited held on 17<sup>th</sup> September, 2021 at 12:00 NOON I.S.T by way of Video Conferencing ("VC").

Dear Sir,

We, R.Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by BGR ENERGY SYSTEMS LIMITED pursuant to the provisions of Sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April, 08, 2020, Circular no. 17/2020 dated April 13, 2020 and Circular No. 02/2021 dated January 13, 2021 to scrutinize the voting relating to the resolutions as set out in the notice of the AGM through remote e-voting process held between Tuesday, 14<sup>th</sup> September, 2021 (9.00 AM) (IST) to Thursday, 16<sup>th</sup> September, 2021 (5.00 PM) (IST) and through electronic voting system (e-voting) during the 35<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, held on Friday, 17<sup>th</sup> September, 2021 at 12 Noon I.S.T by way of Video Conferencing ("VC").

Theiruvarangam
Abartments',
Fla No 3, 19t Floor,
New No. 41, Old No. 25,
Unna nalai Amma Giret,
T. Nagar, Chennai
CP. No. 3239

35TH AGM - CONSOLIDATED SCRUTINIZER'S REPORT -BGR ENERGY SYSTEMS

We now submit our Consolidated Report as under:

- 1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders is the responsibility of the management.
- 2. The Company has availed remote e-voting system and electronic voting system at the AGM provided by National Securities Depository Limited (NSDL) for enabling the members to cast their vote under the provisions of the said Sections and the Rules made thereunder.
- 3. After conclusion of the proceedings of the meeting, the shareholders present through VC voted through the e-voting facility provided by NSDL. As per the information given by the Company, the names of the shareholders who had voted by remote e-voting had been blocked and only those members who were present at the AGM through VC and who had not voted by remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- 4. We have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL evoting system.
- 5. Based on the data downloaded from the Official website of NSDL for the remote e- voting system and on the basis of the report furnished to us by them on the electronic voting system, we now submit our consolidated report (Remote e-voting and Electronic Voting System) as under:

Item No.1 - Adoption of Audited Standalone and Consolidated Financial Statements of the Company for FY 2020-2021, Reports of the Board of Directors and Auditors thereon.

#### **ORDINARY RESOLUTION**

# (i) Votes in favour of the resolution:

Number Members voted	of in	Number of votes cast (Shares) –	Number of Members voted through	Number of votes cast (Shares)	Total Number of votes cast	% of total number of valid votes
Remote E-Voting		Remote E-Voting	E-voting	through E- voting	through Remote E-Voting and E- voting	cast
213		54523860	0	0	<b>5</b> 4523860	99.9929

# (ii) Votes against the resolution:

	of	Number of	***************************************		Total	% of total
Members		votes cast	Members voted	votes cast	Number of	number of
voted	in	(Shares) -	through E-	(Shares)	votes cast	valid votes
Remote		Remote	voting	through E-	through	cast
E- Voting		E-Voting	7. /	voting	Remote	
					E-Voting	
					and E-	-
					voting	
18		3884	0	0	3884	0.0071

# (iii) Invalid Votes:

NIL		NIL		NIL		N	IL		NIL	
Remote E- Voting		Remote E- Voting						voting	ting and	E-
voted	in	(Shares)	-	through E-	voting	through	E-voting		h Rem	
members		votes			voted		(Shares)	votes		cast
Number	of	Number	of	Number	of	Number	of votes	Total	Number	of

# **RESULT**:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.

35TH AGM - CONSOLIDATED SCRUTINIZER'S REPORT -BGR ENERGY SYSTEMS LIMITED

Item No. 2 - Re-appointment of Mrs. Swarnamugi R Karthik (DIN: 03494012), Director retiring by rotation.

# **ORDINARY RESOLUTION**

# (i) Votes in **favour** of the resolution:

Number Members voted Remote E-Voting	of in	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E- voting	Total Number of votes cast through Remote E-Voting and E- voting	% of total number of valid votes cast
197		54516430	0	0	<b>5</b> 4516430	99.9877

# (ii) Votes against the resolution:

	of	000000000000000000000000000000000000000	00000000		Total	% of total
Members		votes cast			Number of	number of
	in	(Shares) -	through E-	(Shares)	votes cast	valid votes
Remote		Remote	voting	through E-	through	cast
E- Voting		E-Voting		voting	Remote	
			• /		E-Voting	
					and E-	
					voting	
31		6722	0	0	6722	0.0123

# (iii) Invalid Votes:

NIL		NIL		NIL		N	IL		NIL	
E- Voting		E- Voting						voting		
Remote		Remote						E- Vo	ting and	E-
voted	in	(Shares)	-	through E-	voting	through	E-voting	throug	gh Rem	ote
members		votes	cast	Members	voted	cast	(Shares)	votes	C	cast
Number	of	Number	of	Number	of	Number	of votes	Total	Number	of

# **RESULT**:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.

35TH AGM - CONSOLIDATED SCRUTINIZER'S REPORT -BGR ENERGY SYSTEMS IMPTED

Item No. 3 – Appointment of Mrs. Janaki C Ambat (DIN: 08991954) as a Non-Executive Independent Director of the Company.

#### **ORDINARY RESOLUTION**

# (i) Votes in **favour** of the resolution:

Members voted	of in	Number o votes cas (Shares) -	Memb	ers	of ugh	Number votes (Shares)	of cast		% of total number of valid votes
Remote E-Voting		Remote E-Voting	E-voti	ng		through voting	E-	through Remote E-Voting and E- voting	cast
199		54517633		0		0		<b>5</b> 4517633	99.9899

# (ii) Votes **against** the resolution:

Members	of in	000000000000000000000000000000000000000	Members voted through E-	votes cast (Shares)	Total Number of votes cast	% of total number of valid votes cast
E- Voting		E-Voting	voting	through E- voting	through Remote	Casi
					E-Voting and E- voting	
29		551 <b>9</b>	0	0	<b>5</b> 519	0.0101

# (iii) Invalid Votes:

NIL NIL			NIL		N	IL		NIL		
E- Voting		E- Voting						voting	_	
Remote		Remote				7	_	E- Vo	ting and	E-
voted	in	(Shares)	_	through E-	voting	through	E-voting	through	h Rem	ote
members		votes	cast	Members	voted	cast	(Shares)	votes	С	cast
Number	of	Number	of	Number	of	Number	of votes	Total	Number	of

#### **RESULT**:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority 2N & AS.

35TH AGM - CONSOLIDATED SCRUTINIZER'S REPORT -BGR ENERGY SYSTEMS LIMI

'Thiruvarangam Apartments', Flat No. 3, 1st Floor,

> CP. No: 3239 FCS No: 4775

PAND TO

Item No. 4 - Ratification of remuneration of M/s. A. N. Raman & Associates (Firm Registration no.102111), Cost Auditor of the Company.

# **ORDINARY RESOLUTION**

#### (i) Votes in **favour** of the resolution:

Members voted	of in	Number votes (Shares)	of cast –	Number Members voted thr	of ough	Number votes (Shares)	of cast	Total Number of votes cast	% of total number of valid votes
Remote E-Voting		Remote E-Voting		E-voting		through voting	E-	through Remote E-Voting and E- voting	cast
203		545178	365	0		0		<b>5</b> 4517865	99.9903

# (ii) Votes **against** the **resolution**:

Number Members	of	700000000000000000000000000000000000000	Number of Members voted	000000000000000000000000000000000000000	Total Number of	% of total number of
voted Remote	in	(Shares) - Remote	through E-	(Shares)	votes cast through	valid votes cast
E- Voting		E-Voting		voting	Remote E-Voting	
					and E- voting	
25		5287	0	0	5287	0.0097

# (iii) Invalid Votes:

		NIL		NIL		N	IL		NIL	
E- Voting		E- Voting						voting		
Remote		Remote						E- Vo	ting and	E-
voted	in	(Shares)	-	through E-	voting	through	E-voting	throug		
members		votes	cast	Members	voted	cast	(Shares)	votes	(	cast
Number	of	Number	of	Number	of	Number	of votes	Total	Number	of

#### **RESULT**:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed with requisite majority  $\mathbb{R}^{AN}$   $\mathbb{A}^{A}$ 

35TH AGM - CONSOLIDATED SCRUTINIZER'S REPORT -BGR ENERGY SYSTEMS LIMIT

Flat No. 1 1st Flo ew No. 14 Old No. Manual Dommar Change

> CP. No: 3239 FCS No: 4775

# R.Sridharan & Associates Company Secretaries

- 6. A Compact Disc (CD) containing a list of equity shareholders who voted **"FOR"** and **"AGAINST"** for each resolution is enclosed.
- 7. The electronic data relating to remote e-voting and electronic voting system, all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,

Yours faithfully,

For R. Sridharan& Associates Company Secretaries

CS R. Sridharan CP No. 3239 FCS No. 4775

UDIN: F004775C000963194