

**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

September 30, 2023

National Stock Exchange of India Limited
Listing Department
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai- 400051

BSE Limited
Department of Corporate Services
P J Towers, Dalal Street,
Fort, Mumbai- 400001

NSE Symbol: BGREENERGY**BSE Scrip: 532930**

Dear Sir / Madam,

Sub.: Voting Results - 37th Annual General Meeting (AGM) of the Company

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we write to forward herewith the Voting Results (remote e-voting and e-voting during AGM) on the items of business transacted at the 37th AGM of the Company which was held through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).

The Summary of Voting Results are given below:

Date of AGM	29/09/2023
Total Number of Shareholders on Cut-off Date	78733
No. of Shareholders Participated (through VC/OAVM)	
a) Promoters and Promoters Group	4
b) Public	50
No. of Resolutions passed in the Meeting	4

The Agenda wise details of the Voting Results and Report of the Scrutinizer are annexed herewith.

REGISTERED OFFICE:

A-5 PANNAMGADU INDUSTRIAL ESTATE, RAMAPURAM POST, SULLURPET TALUK, NELLORE DISTRICT, ANDHRA PRADESH 524401 INDIA. TEL: 91 44 27948249

Corporate Identity Number: L40106AP1985PLC005318

The aforesaid documents are hosted on the website of the Company www.bgrcorp.com and also on the website of National Securities Depository Limited www.evoting.nsdl.com.

Thanking You,

**Yours truly,
For BGR Energy Systems Limited**

**KRISHNA
KUMAR**

Digitally signed by KRISHNA KUMAR
DN: c=IN, o=PERSONAL,
serialNumber=91040aac08964abcb6f43564a
75946d5,
2.5.4.20=53ab4e1626cc243c3c3af39e7d
576e33150d87c2f8b8d02d9911564464,
postalCode=600091, st=Tamil Nadu,
serialNumber=93952d0c17c58c752026c3
e87d7a5eb56a9c6443340f4159488b66
c55f92, cn=KRISHNA KUMAR
Date: 2023.09.30 19:03:17 +05'30'

**S.Krishna Kumar
President & Company Secretary**

Encl.: As above

BGR Energy Systems Limited

Resolution Required : (Ordinary)			1 - ADOPTION OF AUDITED STANDALONE FINANCIAL STATEMENTS					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	54122174	54116850	99.9902	54116850	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		54116850	99.9902	54116850	0	100.0000	0.0000
Public Institutions	E-Voting	186118	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	17853268	64384	0.3606	54147	10237	84.1001	15.8999
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		64384	0.3606	54147	10237	84.1001	15.8999
Total		72161560	54181234	75.0832	54170997	10237	99.9811	0.0189
RESULT	The Ordinary Resolution is passed with requisite majority							



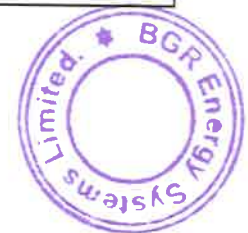
BGR Energy Systems Limited

Resolution Required : (Ordinary)		2 - ADOPTION OF AUDITED CONSOLIDATED FINANCIAL STATEMENTS						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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	54122174	54116850	99.9902	54116850	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		54116850	99.9902	54116850	0	100.0000	0.0000
Public Institutions	E-Voting	186118	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	17853268	64384	0.3606	54144	10240	84.0954	15.9046
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		64384	0.3606	54144	10240	84.0954	15.9046
Total		72161560	54181234	75.0832	54170994	10240	99.9811	0.0189
RESULT	The Ordinary Resolution is passed with requisite majority							



BGR Energy Systems Limited

Resolution Required : (Ordinary)			3 - APPOINTMENT OF MR. ARJUN GOVIND RAGHUPATHY (DIN:02700864) AS DIRECTOR, LIABLE TO RETIRE BY ROTATION					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
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	54122174	54116850	99.9902	54116850	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		54116850	99.9902	54116850	0	100.0000	0.0000
Public Institutions	E-Voting	186118	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	17853268	64384	0.3606	53839	10545	83.6217	16.3783
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		64384	0.3606	53839	10545	83.6217	16.3783
Total		72161560	54181234	75.0832	54170689	10545	99.9805	0.0195
RESULT	The Ordinary Resolution is passed with requisite majority							



BGR Energy Systems Limited

Resolution Required : (Ordinary)		4 - RATIFICATION OF COST AUDITOR'S REMUNERATION FOR FY 2023-24						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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
Promoter and Promoter Group	E-Voting	54122174	54116850	99.9902	54116850	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		54116850	99.9902	54116850	0	100.0000	0.0000
Public Institutions	E-Voting	186118	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	17853268	64384	0.3606	54010	10374	83.8873	16.1127
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		64384	0.3606	54010	10374	83.8873	16.1127
Total		72161560	54181234	75.0832	54170860	10374	99.9809	0.0191
RESULT	The Ordinary Resolution is passed with requisite majority							



Consolidated Scrutinizer's Report

29th September, 2023

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

Ref: 37th Annual General Meeting (AGM) of the Members of the BGR Energy Systems Limited held on 29th September, 2023 at 12:30 P.M. I.S.T by way of Video Conferencing ("VC") / Other Audio – Visual Means ("OAVM").

Dear Sir,

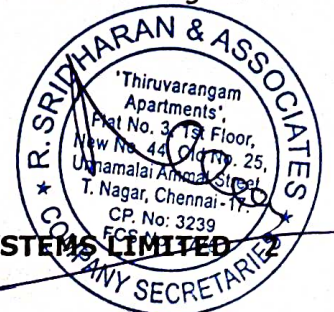
We, R.Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by BGR ENERGY SYSTEMS LIMITED, pursuant to the provisions of Sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in compliance 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, Circular No. 02/2021 dated January 13, 2021, Circular No. 02/2022 dated May 5, 2022 and Circular No. 10/2022 dated December 28, 2022 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, 26th September, 2023 (9.00 AM) (IST) to Thursday, 28th September, 2023 (5.00 PM) (IST) and through electronic voting (e-voting) during the 37th Annual General Meeting (AGM) of the members of the Company, held on Friday, 29th September, 2023 at 12.30 p.m I.S.T by way of Video Conferencing ("VC") Other Audio – Visual Means ("OAVM").





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 and electronic voting (e-voting) 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. The shareholders of the Company as on the "cut off" date i.e. Friday, 22nd September, 2023 were entitled to vote as set out in the notice of the Annual General Meeting.
4. After conclusion of the proceedings of the meeting, the shareholders present through VC voted through the e-voting facility provided by NSDL. The shareholders present at the AGM and who had not casted their votes through remote e-voting facility were provided the facility of electronic voting (e-voting) at the AGM.
5. We have scrutinized and reviewed the remote e-voting, electronic voting (e-voting) after conclusion of the AGM. We have unblocked the votes cast by the members through remote e-voting and electronic voting (e-voting) in the presence of two witnesses Mr. K Satheesh and Ms. F Shazia Shabnam, who are not in the employment of the Company. The votes tendered therein in respect of the remote e-voting and electronic voting (e-voting) at the AGM are based on the data downloaded from the official website of National Securities Depository Limited (NSDL).
6. Based on the data downloaded from the Official website of NSDL for the remote e- voting and on the basis of the report furnished to us by them on the electronic voting (e-voting), we now submit our consolidated report (Remote e-voting and electronic voting (e-voting)) as under:





Item No.1 - Adoption of Audited Standalone Financial Statements of the Company for FY 2022 - 2023, Reports of the Board of Directors and Auditors thereon.

ORDINARY RESOLUTION

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

Number of Members voted in Remote E-Voting	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
157	54170997	0	0	54170997	99.9811

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

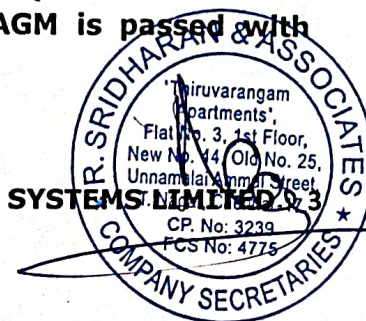
Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
11	10237	0	0	10237	0.0189

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	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
NIL	NIL	NIL	NIL	NIL

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.





Item No.2 - Adoption of Audited Consolidated Financial Statements of the Company for FY 2022 - 2023, Reports of the Board of Directors and Auditors thereon.

ORDINARY RESOLUTION

(i) Votes in favour of the resolution:

Number of Members voted in Remote E-Voting	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
157	54170994	0	0	54170994	99.9811

(ii) Votes against the resolution:

Number of Members voted in Remote E- Voting	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
11	10240	0	0	10240	0.0189

(iii) Invalid Votes:

Number of members voted in Remote E- Voting	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 RemoteE- Voting and E-voting
NIL	NIL	NIL	NIL	NIL

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.

37TH AGM – CONSOLIDATED SCRUTINIZER’S REPORT – BGR ENERGY SYSTEMS LIMITED





Item No. 3 - Appointment of Mr. Arjun Govind Raghupathy (DIN: 02700864) as Director, liable to retire by rotation.

ORDINARY RESOLUTION

(i) Votes in favour of the resolution:

Number of Members voted in Remote E-Voting	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
148	54170689	0	0	54170689	99.9805

(ii) Votes against the resolution:

Number of Members voted in Remote E-Voting	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
20	10545	0	0	10545	0.0195

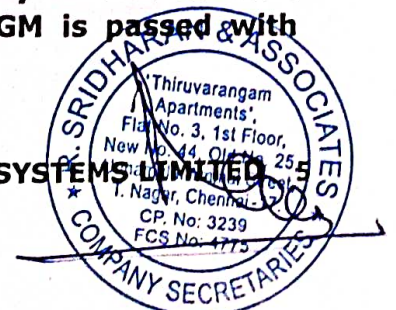
(iii) Invalid Votes:

Number of members voted in Remote E-Voting	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
NIL	NIL	NIL	NIL	NIL

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.

37TH AGM – CONSOLIDATED SCRUTINIZER'S REPORT – BGR ENERGY SYSTEMS LIMITED





Item No. 4 – Ratification of Cost Auditor’s Remuneration For FY 2023-24.

ORDINARY RESOLUTION

(i) Votes in favour of the resolution:

Number of Members voted in Remote E-Voting	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
154	54170860	0	0	54170860	99.9809

(ii) Votes against the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through voting E-	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
14	10374	0	0	10374	0.0191

(iii) Invalid Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E- Voting	Number of Members voted through voting E-	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E- Voting and E-voting
NIL	NIL	NIL	NIL	NIL

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.





7. A list of Equity Shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote e-voting and electronic voting (e-voting) at the AGM) has been handed over to the Company Secretary.

8. The electronic data relating to remote e-voting and electronic voting (e-voting), 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
PR No.657/2020
UDIN: F004775E001129965

