



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, Fax : +91 (129) 4288822-23
E-mail : info@bglindia.com

BGL/SEC/BSE/2/AUGUST 2013-2014**STOCK CODE: 505688**

August 01, 2013

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

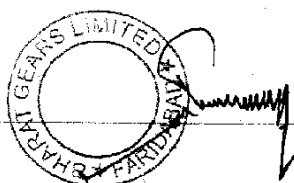
Sub: Compliance of Clause 35A of the Listing Agreement

Dear Sir/Madam,

Pursuant to Clause 35A read with Clause 31 (d) of the Listing Agreement, following are the proceedings of Annual General Meeting of the members of the Company, duly convened on 31st July, 2013.

Date of AGM: 31st July, 2013**Total No. of Shareholders on 27th July, 2013(record date): 10403****No. of Shareholders present in the meeting either in person or through proxy****In person – 1448 (Including 4 Corporate Members)****Through proxy: 55****Promoters and Promoter Group: 6****Public: 1497 (1442+55)****PROCEEDINGS:**

S.NO	AGENDA ITEM	ORDINARY/ SPECIAL RESOLUTION	MODE OF VOTING	PASSED UNANIMOUSLY/ BY MAJORITY
ORDINARY BUSINESS				
1	To receive, consider and adopt the audited accounts of the Company for the year ended March 31, 2012 together with Reports of the Directors and Auditors thereon.	Ordinary Resolution	Show of Hands	Passed Unanimously
2	To declare dividend on Equity Shares	Ordinary Resolution	Show of Hands	Passed Unanimously



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3	To appoint a Director in place of Mr. Rakesh Chopra, who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution	Show of Hands	Passed Unanimously
4	To appoint a Director in place of Mr. W.R. Schilha, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	Show of Hands	Passed Unanimously
5	To appoint M/s Deloitte Haskins & Sells- Ahmedabad (ICAI Registration No. 117365W), Chartered Accountants, Statutory Auditors for the financial year 2013-14, and fix their remuneration.	Ordinary Resolution	Show of Hands	Passed Unanimously
SPECIAL BUSINESS				
6	To consider re-appointment of Mr. Sameer Kanwar as Joint Managing Director of the Company for further period of 5(five) years.	Special Resolution	Show of Hands	Passed Unanimously

In case of Poll/Postal ballot/E-voting

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
			N.A				
Promoter and Promoter Group							
Public - Institutional holders							
Public-Others							
Total							

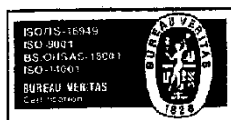
You are requested to take the same on your records.

For Bharat Gears Limited

Prashant Khattri
Head(Legal) & Company Secretary



P.S: The minutes of Annual General Meeting shall be sent to you in due course of time.



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