



**BGR ENERGY SYSTEMS LIMITED**

443 ANNA SALAI, TEYNAMPET, CHENNAI 600018 INDIA

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BeSec/2016  
September 15, 2016

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

The Manager,  
Department of Corporate Services  
BSE Limited  
P.J. Towers, Dalal Street  
Mumbai – 400001

**NSE Symbol: BGREENERGY**

**BSE Scrip Code: 532930**

Dear Sirs,

Sub: Proceedings of the 30<sup>th</sup> Annual General Meeting of the Company

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to forward the proceedings of the 30<sup>th</sup> Annual General Meeting of the Company held at 11.00 a.m. on Wednesday the September 14, 2016 at the Registered Office of the Company.

We request you to kindly take the same on record.

Thanking you,

Yours truly,  
for BGR Energy Systems Limited

A handwritten signature in blue ink, appearing to read "R. Ramesh Kumar", written over a horizontal line.

R. Ramesh Kumar  
President – Corporate & Secretary

Encl : a.a.

**REGISTERED OFFICE:**

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

Corporate Identity Number: L40106AP1985PLC005318

**PROCEEDINGS OF THE 30<sup>TH</sup> ANNUAL GENERAL MEETING OF BGR ENERGY SYSTEMS LIMITED HELD AT 11.00 A.M. ON SEPTEMBER 14 2016 AT ITS REGISTERED OFFICE.**

**Directors present**

Mr. S. R. Tagat	-	Director & Chairperson of Audit Committee
Mr.M.Gopalakrishna	-	Director
Mr.S.A.Bohra	-	Director
Mr.Heinrich Bohmer	-	Director
Mr.Gnana Rajasekaran	-	Director
Mrs.Swarnamugi Karthik	-	Director – Corporate Strategy
Mr.V.R.Mahadevan	-	Joint Managing Director
Mrs.Sasikala Raghupathy	-	Chairperson

**By Invitation**

: Mr. G.R. Hari &  
Mr.M.S.N.M.Santosh

Statutory Auditors  
Manohar Chowdhry & Associates,  
Chartered Accountants

Mrs.B.Chitra, Partner,  
Chitra & Co,  
Secretarial Auditors

**In attendance**

: Mr. R. Ramesh Kumar,  
President – Corporate & Secretary

Mr. P.R. Easwar Kumar,  
President & Chief Financial Officer

Mrs. Sasikala Raghupathy, being the Chairperson of the Board of Directors, took the Chair and stated that necessary quorum was present and commenced the proceedings of the meeting.



Chairperson informed that Mr. S.R. Tagat, Chairperson of the Audit Committee, Mr.S.A.Bohra, Chairperson of Nomination and Remuneration Committee and Mr. M.Gopalakrishna, Chairperson of Stakeholders Relationship Committee, were present at the meeting. The Chairperson also introduced the other directors, Auditors and the senior management employees who were seated on the dais.

The necessary statutory registers were available at the meeting for inspection from commencement and until conclusion of the meeting.

Chairperson, with the permission of the members, took the notice convening the 30<sup>th</sup> Annual general meeting, financial statements, Directors report and other reports / certificates as read.

The Chairperson informed the members that the Auditors' report on the financial statements of the Company for the year ended March 31, 2016 does not have qualifications, reservations or adverse remarks and accordingly the Auditors report is not required to be read out before the meeting as per the provisions of Companies Act, 2013.

Thereafter, the Chairperson invited members to speak on the annual report. As advised by the Chairperson, Mr. Ramesh Kumar, Company Secretary answered the queries raised by the Shareholders on the annual report and related matters.

The Chairperson explained the members on the e-voting process. She informed that in terms of the provisions of the Companies Act, 2013 and the rules made thereunder and Regulation 44 of the Securities Exchange and Board of India ( Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had provided remote e-voting facility to shareholders and



for those who had not exercised their vote through remote e-voting facility, facility to cast their vote through physical Ballot at the venue of AGM. Mr.R.Sridharan of Sridharan & Associates, Company Secretaries, Chennai has been appointed as Scrutinizer for conducting the remote e-voting and voting process through physical Ballot at the AGM.

All the following resolutions as set out in the Notice of AGM dated July 28, 2016 were transacted at the meeting.

1. Adoption of Standalone Audited Financial Statements, Reports of Auditors and Board of Directors for the year ended March 31, 2016 and Audited Consolidated Financial Statements for the year ended March 31, 2016
2. Appointment of Mr.A.Swaminathan as Director, who retires by rotation and being eligible offers himself for re-appointment.
3. Ratification of appointment of Mrs.Manohar Chowdhry & Associates, Chartered Accountants as Statutory Auditors from the conclusion of this meeting until the conclusion of next AGM to be held in the year 2017 and the remuneration as determined by the Board.
4. Ratification of remuneration payable to the Cost Auditor of the Company for the FY 2016-17.
5. Creation of charge on the assets of the Company

On completion of physical ballot voting, the Chairperson informed the shareholders that the voting through physical ballot process has been completed successfully and the results of voting on each resolution shall be determined by aggregating the votes of the physical ballot with electronic votes cast by members.



The Chairperson further informed the shareholders that the voting results along with consolidated scrutinizers report shall be placed on the website of the Company, [www.bgrcorp.com](http://www.bgrcorp.com) and website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and will be communicated to the stock exchanges within 48 hours of the conclusion of the meeting.

There being no other agenda, Chairperson thanked the members present and declared the meeting as closed. The meeting concluded at 11.30 a.m.

