

भारत इलेक्ट्रॉनिक्स लिमिटेड

(भारत सरकार का उद्यम, रक्षा मंत्रालय)

पंजीकृत कार्यालय :

आउटर रिंग रोड, नागवारा, बेंगलूर - 560 045, भारत

Bharat Electronics Limited

(Govt. of India Enterprise, Ministry of Defence)

Registered Office : Outer Ring Road,

Nagavara, Bangalore - 560 045, INDIA.

CIN : L32309KA1954GOI000787

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ई-मेल/E-mail : secretary@bel.co.in

वेब/Web : www.bel-india.com

प्रतिष्ठा में / To,

नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड
National Stock Exchange of India Ltd.
एक्सचेंज प्लाज़ा, प्लॉट नं/सी .1, जी ब्लॉक
Exchange Plaza, Plot No. C/1, G Block,
बान्द्राकुर्ला कॉम्प्लेक्स, बान्द्रा (पूर्व)
Bandra-Kurla Complex, Bandra (E)
मुंबई/Mumbai - 400 051

सं.No. 17565/6/SE/NSEC/SEC

दिनांक / Date: 29.09.2021

महोदय / महोदया,
Dear Sir/Madam,

विषय - 67वीं वार्षिक सामान्य बैठक की कार्यवाही ।

Sub: Proceedings of 67th Annual General Meeting.

हमारे पत्र दिनांक 03 सितंबर, 2021 के क्रम में, आपको सूचित किया जाता है कि कंपनी की 67 वीं एजीएम 28 सितंबर, 2021 को सुबह 10.00 बजे वीडियो कॉन्फ्रेंसिंग ("वी.सी.") द्वारा आयोजित की गई ।

In continuation to our letter dated 3rd September, 2021, we wish to inform you that the 67th AGM of the Company was held on 28th September, 2021 at 10:00 a.m. through Video Conferencing (VC).

सेबी (सूचीकरण की बाध्यताएं और प्रकटीकरण की अपेक्षाएं) विनियम, 2015 के विनियम 30, के अनुसूची III के भाग- ए के पैरा-ए के उप-पैरा 13 के तहत 67 वीं एजीएम की अपेक्षित कार्यवाही का सार अनुलग्नक-1 में दिया गया है ।

Summary of the proceedings of 67th AGM as required under the Regulation 30, Sub-para 13 of Para-A of Part-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as **Annexure-1**.

सूचनार्थ व अभिलेख हेतु।

This is for your information and record.

सधन्यवाद,
Thanking you,

भवदीय/Yours faithfully,
कृते भारत इलेक्ट्रॉनिक्स लिमिटेड
For Bharat Electronics Ltd.




एस. श्रीनिवास/S. Sreenivas
कंपनी सचिव/Company Secretary

संलग्नक- यथा उपरोक्त ।

Encls: As above

Summary of the Proceedings of the 67th Annual General Meeting

The 67th Annual General Meeting (the AGM) of Members of Bharat Electronics Limited was held on Tuesday, the 28th September, 2021 from 10:00 a.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Board of Directors & KMPs Present:

1. Mrs. Anandi Ramalingam - CMD- Additional Charge
Director (Marketing)
Additional Charge - Director (OU)
2. Mr. Vinay Kumar Katyal - Director (Bangalore Complex)
Additional Charge - Director (HR)
3. Mr. Dinesh Kumar Batra - Director (Finance) & CFO
4. Mr. Rajasekhar M V - Director (R&D)
5. Mr. Sunil Kumar Kohli - Independent Director
6. Mr. S Sreenivas - Company Secretary

All the Directors of the Company attended the meeting except Mr. Anurag Bajpai and Ms. J Manjula, Government Nominee Directors who had expressed their inability to attend the meeting due to pre-occupation.

Details of Invitees Present:

1. Mr. Gaurav Sharma - Deputy Secretary (ES), Ministry of Defence.
2. Mr. Natarajan V - Partner, M/s Suri & Co., Statutory Auditors
3. Mr. Thirupal Gorige - Designated Partner, M/s Thirupal Gorige & Associates LLP, Secretarial Auditor & Scrutinizer for e-voting.
4. Mrs. Rupa Acharya - Designated Partner, Murthy & Co. LLP, Cost Auditors

Mrs. Anandi Ramalingam chaired the meeting and welcomed the Members & other attendees for the AGM.

The Chairperson informed that in view of the continuing Covid-19 pandemic, this Annual General Meeting is being held through VC/OAVM in accordance with the applicable provisions of the Companies Act, 2013, and circulars & guidelines issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI). The registered office of the Company situated at Bengaluru was deemed venue for the AGM.



The Chairperson asked the Company Secretary to confirm the quorum of the meeting. The requisite quorum being present, the Chairperson called the meeting to order.

The Chairperson introduced the Board of Directors, Key Managerial Personnel and invitees present at the meeting. The Company Secretary briefed on general instructions to the Members regarding participation in the AGM through VC/OAVM.

The Chairperson thereafter addressed the Members on the performance of the Company during 2020-21. She mentioned that in compliance with the MCA Circulars and SEBI Circular, Notice of the AGM and the Annual Report for the financial year 2020-21 were circulated to all the Members whose e-mail addresses are registered with the Company/Depositories. These documents have also been made available on the website of the Company, NSE and BSE.

With the permission of the Members present at the AGM, the Notice of the meeting, Board's Report, the Financial Statements and the Auditors' Report were taken as read".

The Chairperson informed that the Auditor's Report on the Annual Accounts of the Company for the financial year ended 31st March, 2021 did not contain any qualification, observation or comments on financial transactions or other matters, which would have adverse effect on the functioning of the Company. The Secretarial Auditor in his Report observed that the Company is yet to appoint the adequate number of Independent Directors including one Woman Independent Director as per the requirements of the SEBI (LODR) Regulations, 2015. Further, the Company is yet to reconstitute the composition of Audit Committee and Nomination Remuneration Committee owing the vacancies for Independent Directors, which resulted in non-compliance of Regulation 18(1)(b) and Regulation 19(1)(c) respectively.

The Chairperson informed that appointment of Directors is done by Govt. of India and filling up of vacancies of the said Independent Directors is also pending with the appointing authority namely, Government of India. She further informed that Nil comments of the Comptroller & Auditor General of India have been printed in the Annual Report.

The Chairperson informed that as per the notice of 67th AGM dated 1st September, 2021, three (3) proposals under Ordinary Business and two (2) proposals under Special Business- Ordinary Resolution are proposed for approval of the Members as per details hereunder and advised the Company Secretary to read out the resolutions being proposed at the meeting and the same was acted upon.



The following items of business, as per the Notice of 67th AGM dated 1st September, 2021 were transacted at the meeting:

Sl. No.	Particulars	Type of Resolution
Ordinary Business:		
1	To consider and adopt: (a) the Audited Financial Statement(s) of the Company for the financial year ended 31 March 2021 and the Reports of the Board of Directors and Auditors thereon. (b) the Audited Consolidated Financial Statement(s) of the Company for the financial year ended on 31 March 2021 and the reports of Auditors thereon.	Ordinary Resolution
2	To confirm the payment of Interim dividend of Rs.2.80/- (280%) per equity share and to declare Final Dividend of Rs.1.20/- (120%) per equity share of Rs.1 each for the financial year 2020-21.	Ordinary Resolution
3	To appoint a Director in place of Mr. Vinay Kumar Katyal (DIN: 08281078), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
Special Business:		
4	Appointment of Mr Anurag Bajpai (DIN: 08948155) as Director.	Ordinary Resolution
5	Ratification of remuneration of the Cost Auditor.	Ordinary Resolution

The Chairperson then requested the Members who had registered themselves as speaker to ask questions and seek clarification. The Chairperson and Directors replied to the queries raised by the Members and noted the constructive suggestions of the Members.

The Chairperson informed that Mr. Thirupal Gorige, Practicing Company Secretary was appointed as the Scrutinizer by the Board for remote e-voting process as well as e-voting at the AGM. Further, the Chairperson requested those Members, who have not exercised the remote e-voting facility, may use the facility of e-voting at the AGM for casting their vote on the resolutions as stated in the notice of the AGM.

The Members were informed that the consolidated results of voting and the Scrutinizer's Report will be disseminated to the Stock Exchanges and will also be hosted on the website of the Company.



Since there was no further clarification sought, the Chairperson concluded the meeting with vote of thanks at 11:30 a.m. after being open for 30 minutes for e-voting to be completed.

Note: The above should not be construed to be the minutes of the proceedings of the 67th Annual General Meeting of the Company.

For Bharat Electronics Limited



S. Sreenivas
Company Secretary

