



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, E-mail : info@bglindia.com

Corporate Identity Number : L29130HR1971PLC034365

October 20, 2021

The DCS, CRR,

BSE Limited

Corporate Relationship Department

1st Floor, New Trading Ring,

Rotunda Building, P. J. Towers,

Dalal Street, Mumbai- 400 001

Scrip Code: 505688

National Stock Exchange of India Ltd

Exchange Plaza, C-1, Block G,

Bandra Kurla Complex,

Bandra (East), Mumbai - 400 051

Symbol: BHARATGEAR

Series: EQ

Dear Sir/Madam,

**Sub : Outcome of the Meeting of the Board of Directors of Bharat Gears Limited ("the Company") held on Wednesday, October 20, 2021, inter alia, for fixing of record date, ratio, price and other details with respect to proposed rights issue of equity shares ("Issue")**

We wish to inform you that the Board of Directors of the Company, in its Meeting held on Wednesday, October 20, 2021, inter alia, considered and approved the following details pertaining to the proposed rights issue of equity shares of face value of ₹ 10/- (Rupees Ten) each:

Type of corporate action	Rights Issue of Equity Shares
Rights Entitlements Ratio	1 (One) equity share for every 10 (Ten) Equity shares (1:10) held by the shareholders as on the Record Date ("Eligible Shareholders"), with a right to renounce
Issue price per Rights Equity Share	Issue price of ₹ 105/- (Rupees One Hundred Five) (including a premium of ₹ 95/- (Rupees Ninety Five)) per Rights Equity Share for every Rights Equity Share of face value of ₹ 10/- (Rupees Ten) each
Size of the Issue	9,30,610 (Nine Lakhs Thirty Thousand Six Hundred Ten) fully paid up equity shares of ₹ 10/- (Rupees Ten) each at a price of ₹ 105/- (Rupees One Hundred Five) (including a premium of ₹ 95/- (Rupees Ninety Five)) per Rights Equity Share aggregating to ₹ 9,77,14,050/- (Rupees Nine Crores Seventy Seven Lakhs Fourteen Thousand Fifty Only)
Terms of payment	Full amount of ₹ 105/- (Rupees One Hundred Five) per Rights Equity Share is payable on submission of the application by the Eligible Shareholder. The payment towards each Rights Equity Share will be applied as under:



Mumbai Office : 14th Floor Hoechst House, Nariman Point, Mumbai - 400 021 INDIA

Tel. : +91(22) 2283 2370, Fax : +91(22) 2282 1465, Email: info@bharatgears.com

Mumbra Works : Kausa Shil, Mumbra, Distt. Thane-400 612, (Maharashtra) INDIA

Tel. : +91(22) 2535 2034, 2535 7500, Fax: +91(22) 2535 1651

www.bharatgears.com





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		₹93,06,100/- (Rupees Ninety Three Lakhs Six Thousand One Hundred Only) towards share capital; and
		₹8,84,07,950/- (Rupees Eight Crores Eighty Four Lakhs Seven Thousand Nine Hundred Fifty Only) towards securities premium
Record Date		October 29, 2021 shall be the record date for the purpose of ascertaining the eligible equity shareholders for the proposed Rights Issue
Fractional entitlements		As per SEBI Rights Issue Circulars, the fractional entitlements are to be ignored. However, the eligible equity shareholders whose fractional entitlements are being ignored, will be given preferential consideration for the allotment of one additional Rights Equity Share if they apply for additional Rights Equity Shares over and above their Rights Entitlements, if any, subject to availability of

fractional entitlements. A separate prospectus has been obtained by the Company in accordance with the provisions of Regulation 72 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended and read with relevant circulars in this regard issued by SEBI from time to time.

The meeting of Board of Directors of the Company commenced at 7:30 P.M. and concluded at 7:55 P.M.

In this regard we are enclosing the following documents:

1. In-principle listing approval letter no DCS-RIGHT-TP-11P-1535 dated September 30, 2021 from BSE Limited and letter no. NSL-1181-28314 dated September 16, 2021 from National Stock Exchange of India Limited respectively.

You are requested to take the above details on record and bring it to the notice of concerned.

Thanking you,

Yours faithfully,

For Bharat Gears Limited

nam Khattar  
d (Legal) and Company Secretary

Disc. Ref. No. BGL/REG/2021/05



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IATF-16949  
ISO-9001  
BS OHSAS-18001  
ISO-14001  
BUREAU VERITAS  
Certification





In addition to above, the company should note that as per Schedule XIX – Para (2) of ICDR Regulations and as specified in SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94 dated August 19, 2019, "the issuer or the issuing company, as the case may be, shall, make an application for listing, **within twenty days** from the date of allotment, to one or more recognized stock exchange(s) along with the documents specified by stock exchange(s) from time to time. Any Non-compliance with the above requirement will attract, the fine as mentioned in SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94 dated August 19, 2019.

You are also requested to ensure the following: -

- **Ten Printed copies of Letter of Offer and Composite Application Form should be sent to us at the same time it is dispatched to the shareholders.** The Company should confirm that the posting of letter of offer & composite application form has been completed, whereupon dealings in Letters of Renunciation of the new securities will be permitted on the Exchange.
- The Company shall ensure that it has entered into agreements with all the depositories for dematerialization of securities. They shall also ensure that all of the securities issued by the company are in dematerialized form through any of the depositories.
- The Company should deposit with the Exchange an amount equivalent to the amount subscribed through the subscription, before the receipt of the issue proceeds. Payment of the amount should be made in the form of Demand Draft or Bank Cheque payable to the order of the Exchange.





**National Stock Exchange Of India Limited**

Ref.No: NSE/LIST/28314

September 16, 2021

The Company Secretary,  
Bharat Gears Limited  
20 KM Mathura Road,  
P.O. Amar Nagar,  
Faridabad-121003.

**Kind Attn.: Mr. Prashant Khattry**

Dear Sir,

**Sub: Proposed Rights issue of up to [●] Equity shares of ₹ Rs. 10 each.**

We are in receipt of application regarding in-principle approval for proposed issue of up to [●] equity shares of face value of ₹ Rs. 10/- each of the Company for cash at a price of [●] per rights equity share (including a premium of ₹[●] per rights equity share), aggregating up to ₹10 Crores on a rights basis to the eligible equity shareholders of the company in the ratio of [●] rights Equity for every [●] equity shares held by the eligible equity shareholders of the company on the record date, that is, on [●]. In this regard, the Exchange is pleased to grant in-principle approval for issue, subject to the Company fulfilling the following conditions:

1. Filing the listing application at the earliest from the date of allotment.
2. Receipt of statutory and other approvals and compliance of guidelines/regulations issued by the statutory authorities including SEBI, RBI, MCA, etc.
3. Compliance with all the guidelines, regulations, directions of the Exchange or any statutory authorities, documentary requirements from time to time.
4. Compliance of all conditions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as on date of listing.
5. Compliance of the Companies Act, 1956 / Companies Act, 2013 and other applicable laws.

The Exchange reserves its right to withdraw its in-principle approval at a later stage if the information submitted to the Exchange is found to be incomplete/incorrect/misleading/false or in contravention of any Rules, Bye-laws and Regulations of the Exchange and Securities Laws.

You have been permitted to use the name of the National Stock Exchange of India Limited in the Letter of Offer in respect of the proposed rights issue provided the Company prints the Disclaimer Clause as given below in the offer document after the SEBI disclaimer clause.

“As required, a copy of this letter of offer has been submitted to National Stock Exchange of India Limited (hereinafter referred to as NSE). NSE has given vide its letter Ref. No. NSE/LIST/28314 dated September 16, 2021 permission to the Issuer to use the Exchange's name in this letter of offer as one of the stock exchanges on which this Issuer's securities are proposed to be listed. The Exchange has scrutinized this letter of offer for its limited internal purpose or deciding on the matter of granting the aforesaid permission to this Issuer.

It is to be distinctly understood that the aforesaid permission given by NSE should not in any way be deemed or construed that the letter of offer has been cleared or approved by NSE; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this letter of offer; nor does it warrant that this Issuer's securities will be listed or will continue to be listed on the Exchange; nor does it take any responsibility for the financial or other soundness of this Issuer, its promoters, its management or any scheme or project of this Issuer.



**Every person who desires to apply for or otherwise acquire any securities of this Issuer may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the Exchange whatsoever by reason of any loss which may be suffered by such person consequent upon its connection with such subscription /acquisition whether by reason of anything stated or omitted to be stated herein or any other reason whatsoever."**

You may insert the following lines in the advertisements instead of the entire disclaimer clause: "It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the letter of offer has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the letter of offer. The investors are advised to refer to the letter of offer for the full text of the "Disclaimer Clause of NSE".

It is hereby stated that the Exchange itself issues approvals for listing and trading of securities and does not issue any recommendations. The Company's management and shareholders are responsible for the accuracy and completeness of the information contained in the prospectus and the letter of offer. The investors are advised to refer to the letter of offer for the full text of the "Disclaimer Clause of NSE".

Yours faithfully,

For National Stock Exchange of India Limited,

Ajay Patel  
Manager

#### Lead Managers to the Issue

Keynote Financial Services Limited  
The Kings, 9th Floor, Sarangdhar Park, Mid-  
City, Sakinaka, Mumbai - 400 028

#### Registrar to the Issue

Link Intime India Private Limited  
Plot 22, Sector 14, Gurgaon  
National Capital Region, Haryana - 122 002

#### Depositories

National Securities Depository Limited  
Plot 69, 6th Floor, World Trade Centre, Connaught  
Place, New Delhi - 110 004  
Ajay Patel, Managing Director

Central Depository Services Limited  
Aditya Birla Finance, 8th Floor, 20, Market  
Square, New Delhi - 110 004  
Ajay Patel, Managing Director
