



# Kalyani Forge Limited

KOREGAON BHIMA, -412 216, TEHSIL SIRUR DIST. PUNE.  
☎ : (02137) 252335, 252755, 252757 FAX : (02137) 252344 / 252756.  
www.kalyaniforge.co.in



September 28, 2024

To,

<b>BOMBAY STOCK EXCHANGE LIMITED,</b> Phiroze Jeejeebhoy Tower, Dalal Street, Fort, Mumbai-400001  <b>Scrip Code : 513509</b>	<b>NATIONAL STOCK EXCHANGE OF INDIA LIMITED,</b> Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai-400051  <b>Symbol: KALYANIFRG</b>
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**Subject: Disclosure of Event or Information Pursuant to Regulation 44 (3)**

Dear Sir/Madam,

Pursuant to **Regulation 44 (3)** of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, kindly find enclosed voting result and scrutinizer's report of **45<sup>th</sup> Annual General Meeting of Kalyani Forge Limited** held on September 27, 2024 which was held through Video Conference (VC)/ Other Audio Visual Means (OAVM).

Kindly acknowledge and take the same on record

Thanking you,

Yours Faithfully,  
For **Kalyani Forge Limited**

**Rachana Agarwal**  
**Company Secretary &**  
**Compliance Officer**

CIN: L28910MH1979PLC020959

REGD OFFICE: Shangrila Gardens, 1st Floor, 'C' Wing, Opp. Bund Garden, Pune: 411001

### General information about company

Scrip code	513509
NSE Symbol	KALYANIFRG
MSEI Symbol	NOTLISTED
ISIN	INE314G01014
Name of the company	KALYANI FORGE LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-09-2024
Start time of the meeting	11:00 AM
End time of the meeting	11:35 AM



### Scrutinizer Details

Name of the Scrutinizer	Nitin Prabhune
Firms Name	Nitin Prabhune
Qualification	CS
Membership Number	6707
Date of Board Meeting in which appointed	30-05-2024
Date of Issuance of Report to the company	27-09-2024



Voting results	
Record date	20-09-2024
Total number of shareholders on record date	6747
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	18
b) Public	16
<b>No. of resolution passed in the meeting</b>	<b>5</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>



Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024 together with reports of the Board of Directors and Auditors thereon				
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	2135805	2041305	95.5754	2041305	0	100.0000	0.0000
	Poll		94500	4.4246	94500	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>2135805</b>	<b>2135805</b>	<b>100.0000</b>	<b>2135805</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	1502195	7413	0.4935	7413	0	100.0000	0.0000
	Poll		306	0.0204	306	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>1502195</b>	<b>7719</b>	<b>0.5138</b>	<b>7719</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>3638000</b>	<b>2143524</b>	<b>58.9204</b>	<b>2143524</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare final dividend on equity shares for the Financial Year ended March 31, 2024				
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	2135805	2041305	95.5754	2041305	0	100.0000	0.0000
	Poll		94500	4.4246	94500	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>2135805</b>	<b>2135805</b>	<b>100.0000</b>	<b>2135805</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	1502195	7413	0.4935	7413	0	100.0000	0.0000
	Poll		306	0.0204	306	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>1502195</b>	<b>7719</b>	<b>0.5138</b>	<b>7719</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>3638000</b>	<b>2143524</b>	<b>58.9204</b>	<b>2143524</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director, in place of Mr. Gaurishankar N. Kalyani (DIN: 00519610) who retires by rotation and being eligible, offers herself for reappointment.				
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	2135805	2041305	95.5754	2041305	0	100.0000	0.0000
	Poll		94500	4.4246	94500	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2135805	2135805	100.0000	2135805	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1502195	7413	0.4935	7413	0	100.0000	0.0000
	Poll		306	0.0204	306	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	1502195	7719	0.5138	7719	0	100.0000	0.0000
Total		3638000	2143524	58.9204	2143524	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify remuneration payable to the Cost Auditor appointed by the Board of Directors of the Company for the financial year 2024-25				
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	2135805	2041305	95.5754	2041305	0	100.0000	0.0000
	Poll		94500	4.4246	94500	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>2135805</b>	<b>2135805</b>	<b>100.0000</b>	<b>2135805</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	1502195	7413	0.4935	7413	0	100.0000	0.0000
	Poll		306	0.0204	306	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>1502195</b>	<b>7719</b>	<b>0.5138</b>	<b>7719</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>3638000</b>	<b>2143524</b>	<b>58.9204</b>	<b>2143524</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the continuation of current term of Mr. Mr. Abhijit Sen (DIN: 00002593) as an Independent Director of the Company				
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	2135805	2041305	95.5754	2041305	0	100.0000	0.0000
	Poll		94500	4.4246	94500	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2135805	2135805	100.0000	2135805	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1502195	7413	0.4935	7413	0	100.0000	0.0000
	Poll		306	0.0204	306	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1502195	7719	0.5138	7719	0	100.0000
Total		3638000	2143524	58.9204	2143524	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



**NITIN PRABHUNE**

B.Com. LL. B. F. C. S.

**PRACTICING COMPANY SECRETARY**

307, Decision Tower, Near City Pride Theatre, Pune-Satara Road, Pune 411037

Phone: 9822094285

email: nitinprabhunecs@gmail.com

**Scrutinizer's Report**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014]**

To,  
The Chairperson,

Name of the Company	KALYANI FORGE LIMITED
Meeting	45 <sup>th</sup> Annual General Meeting
Day, Date & Time	Friday, 27 <sup>th</sup> September, 2024 11.00 A.M. I.S.T.
Mode	Video Conferencing ("VC")/Other Audio - Visual Means ("OAVM")
Deemed Venue	Shangrila Gardens, "C" Wing, 1st floor, Opposite Bund Garden, Pune 411 001

Respected Madam,

I, Nitin Prabhune, Practising Company Secretary, has been appointed as scrutinizer by the Board of Directors of Kalyani Forge Limited ("the Company") CIN: L28910MH1979PLC020959 at its meeting held on Thursday, 30<sup>th</sup> May, 2024 for the purpose of scrutinizing the remote e-voting and e-voting conducted at the 45<sup>th</sup> Annual General Meeting ("AGM") pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended, read with General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, General Circular No. 17 /2020 dated 13<sup>th</sup> April, 2020, General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 and along with subsequent circulars issued in this regard, the latest being Circular No. 09/2023 dated 25<sup>th</sup> September, 2023 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars'), read with circulars issued by the SEBI having reference No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05<sup>th</sup> January, 2023 and the latest being Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07<sup>th</sup> October, 2023 (collectively referred to as "MCA and SEBI Circulars" respectively) have permitted the holding of the Annual General Meeting through Video Conferencing ("VC") or Other Audio -Visual Means ("OAVM"), without the physical presence of the members at a common venue.



The Circulars inter-alia provide for relaxation in the manner in which the AGM to be held including the manner of sending the Notices and Annual Reports to the members and the manner of voting at the meeting. Further, pursuant to these Circulars physical attendance of members has been dispensed with and accordingly the facility for appointment of proxies by the members is also dispensed with. Members who attended the meeting through VC or OAVM were counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.

I submit herewith my report with respect to the resolutions proposed at the 45<sup>th</sup> AGM of the members of the Company:

**1. Responsibility of the Management and the Scrutinizer:**

The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder read along with the MCA and SEBI Circulars as mentioned above and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and e-voting during the meeting by the members on the resolutions proposed in the Notice of the 45<sup>th</sup>AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to scrutinize the votes cast by remote e-voting and the e-voting conducted at the meeting held through VC/OAVM in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairperson, on the resolutions, based on the reports generated from the electronic voting system provided by Link Intime India Private Limited. The Chairperson or the person authorised by her in writing shall declare results of the voting forthwith.

**2. Notice of AGM, advertisement and remote e-voting period:**

In accordance with the notice of the 45<sup>th</sup> AGM sent to the members by way of email on 05<sup>th</sup> September, 2024, and uploaded on the website of the Company: <https://www.kalyaniforge.co.in/> and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies(Management and Administration) Rules, 2014 as amended from time to time and the Circulars mentioned above on 06<sup>th</sup> September, 2024, the remote e-voting period remained open from Tuesday, 24<sup>th</sup> September, 2024 (9.00 A.M.IST) to Thursday, 26<sup>th</sup> September, 2024 (5.00 P.M.IST).

**3. Cut-off Date:**

The members holding shares as on the "cut off" date i.e. Friday, 20<sup>th</sup> September, 2024 were entitled to vote on the proposed resolutions (item nos. 1 to 5 as set out in the Notice of the 45<sup>th</sup>AGM of the Company.)

**4. Process of remote e-voting:**

The remote e-voting system was blocked forthwith at the end of the remote e-voting period. The votes cast through remote e-voting system were unblocked on Friday, 27<sup>th</sup>



September, 2024 at around 11.49 A.M. after conclusion of the AGM in the presence of two witnesses who are not in the employment of the Company.

Thereafter, the details containing inter-alia, list of members who voted "for" and "against", were downloaded from the e-voting website of Link Intime India Private Limited. (<https://instavote.linkintime.co.in/>) and the same will be handed over to the authorized representative of the Chairperson.

**5. Process of voting at the AGM:**

After declaration of commencement of e-voting during the conduct of the AGM, the members who had not voted through the remote e-voting process were instructed to cast their vote on the e-voting platform provided by Link Intime India Private Limited. (<https://instavote.linkintime.co.in/>) Thereafter, the details containing inter-alia, list of members who voted "for" and "against" were downloaded from the e-voting platform provided by Link Intime India Private Limited. (<https://instavote.linkintime.co.in/>) and the same are being handed over to the authorized representative of the Chairperson. The votes cast through remote e-voting and e-voting conducted during the meeting were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.

**6. Counting Process and results:**

6.1 The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

- i. **Ordinary Resolution No. 1-** To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024 together with reports of the Board of Directors and Auditors thereon;

**(i) Voted in favour of or against the resolution:**

Particulars	Remote e-voting	E voting held at AGM through VC/ OAVM	Total	% of total number of valid votes cast
Voted in Favour				
Number of members voted	29	2	31	-
Number of votes cast by them	2048718	94806	2143524	100
(ii) Voted against				
Number of members	-	-	-	-



voted				
Number of votes cast by them	-	-	-	-
(iii) Total				
Total number of members voted	29	2	31	-
Total number of votes cast by them	2048718	94806	2143524	100

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	E voting held at AGM through VC/ OAVM	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	-	-	-
Total Number of shares involved	-	-	-

- ii. **Ordinary Resolution No. 2-** To declare final dividend on equity shares for the Financial Year ended March 31, 2024.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	E voting held at AGM through VC/ OAVM	Total	% of total number of valid votes cast
Voted in Favour				
Number of members voted	29	2	31	-
Number of votes cast by them	2048718	94806	2143524	100
(ii) Voted against				
Number of members voted	-	-	-	-
Number of votes cast by	-	-	-	-



them				
(iii) Total				
Total number of members voted	29	2	31	-
Total number of votes cast by them	2048718	94806	2143524	100

**(ii) Not voted/Invalid votes:**

Particulars	Remote e-voting	E voting held at AGM through VC/ OAVM	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	-	-	-
Total Number of shares involved	-	-	-

- iii. **Ordinary Resolution No. 3-** To appoint a Director, in place of Mr. Gaurishankar N. Kalyani (DIN: 00519610) who retires by rotation and being eligible, offers himself for re-appointment.

**(i) Voted in favour of or against the resolution:**

Particulars	Remote e-voting	E voting held at AGM through VC/ OAVM	Total	% of total number of valid votes cast
<b>Voted in Favour</b>				
Number of members voted	29	2	31	-
Number of votes cast by them	2048718	94806	2143524	100
<b>(ii) Voted against</b>				
Number of members voted	-	-	-	-
Number of votes cast by them	-	-	-	-



(iii) Total				
Total number of members voted	29	2	31	-
Total number of votes cast by them	2048718	94806	2143524	100

**(ii) Not voted/Invalid votes:**

Particulars	Remote e-voting	E voting held at AGM through VC/ OAVM	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	-	-	-
Total Number of shares involved	-	-	-

- iv. **Ordinary Resolution No. 4-** To ratify remuneration payable to the Cost Auditor appointed by the Board of the Directors for the Financial year 2024-25.

**(i) Voted in favour of or against the resolution:**

Particulars	Remote e-voting	E voting held at AGM through VC/ OAVM	Total	% of total number of valid votes cast
<b>Voted in Favour</b>				
Number of members voted	29	2	31	-
Number of votes cast by them	2048718	94806	2143524	100
<b>(ii) Voted against</b>				
Number of members voted	-	-	-	-
Number of votes cast by them	-	-	-	-
<b>(iii) Total</b>				
Total number of members	29	2	31	-



voted				
Total number of votes cast by them	2048718	94806	2143524	100

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	E voting held at AGM through VC/ OAVM	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	-	-	-
Total Number of shares involved	-	-	-

- v. **Special Resolution No. 5-** To approve the continuation of current term of Mr. Abhijit Sen (DIN: 00002593) as an Independent Director of the Company.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	E voting held at AGM through VC/ OAVM	Total	% of total number of valid votes cast
<b>Voted in Favour</b>				
Number of members voted	29	2	31	-
Number of votes cast by them	2048718	94806	2143524	100
<b>(ii) Voted against</b>				
Number of members voted	-	-	-	-
Number of votes cast by them	-	-	-	-
<b>(iii) Total</b>				
Total number of members voted	29	2	31	-
Total number of votes cast by them	2048718	94806	2143524	100





(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	E voting held at AGM through VC/ OAVM	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	-	-	-
Total Number of shares involved	-	-	-

6.2 Accordingly, Resolution Nos. 1 to 5 have been passed with requisite majority as per the aforesaid Notice of the AGM of the Company.

**7. Electronic data and relevant Records:**

All electronic data and relevant records relating to voting shall remain in my safe custody until the Chairperson considers, approves, signs the minutes of the aforesaid Annual General Meeting and the same will be handed over to the authorized representative of the Chairperson for safe keeping thereafter.

Thanking You.

Yours faithfully,

CS Nitin B Prabhune

FCS. 6707

CP No. 3800

Place: Pune

Date: 27.09.2024

UDIN: F006707F001351261

Peer Review No: 2197/2022

