



RAMKRISHNA FORGINGS LIMITED

Date: 9 August, 2024

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| To The Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 BSE SCRIP CODE: 532527 | To The Listing Department National Stock Exchange of India Limited “Exchange Plaza” C-1, Block G, Bandra-Kurla Complex, Bandra (E), Mumbai- 400 051 NSE SYMBOL: RKFORGE |
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Dear Sir/Madam,

Sub: Corrigendum to the Notice of 42nd Annual General Meeting of the Company for the Financial Year 2023-24

In continuation of our intimation dated 7 August, 2024 with respect to Notice of the 42nd Annual General Meeting (“AGM”) of the Company, which is scheduled to be held on Saturday, 31 day of August, 2024 at 11:45 A.M. (IST) through video conferencing / other audio-visual means (“VC/OAVM”), please find enclosed herewith a Corrigendum to the 42nd AGM Notice of the Company.

The Corrigendum forms an integral part of the 42nd AGM Notice, which had been circulated to the members of the Company on Wednesday, 7 August, 2024 and the AGM Notice will always be read in conjunction with the Corrigendum.

The Corrigendum has been sent through e-mail to all the shareholders of the Company, whose email IDs are registered with the Company/Depositories and is also being published in Business Standard (English, all edition) and Aajkal (Bengali).

Copy of the same is also being uploaded on the website of the Company at www.ramkrishnaforgings.com.

Request to kindly take the same into record.

Thanking you.

Yours faithfully,
For Ramkrishna Forgings Limited

Rajesh Mundhra
Company Secretary
& Compliance Officer
ACS: 12991



Encl.: As above



REGISTERED & CORPORATE OFFICE

23 CIRCUS AVENUE, KOLKATA 700017, WEST BENGAL, INDIA

PHONE : (+91 33)4082 0900 / 7122 0900, FAX : (+91 33)4082 0998 / 7122 0998, EMAIL : info@ramkrishnaforgings.com, WEB : www.ramkrishnaforgings.com

CIN NO. :L74210WB1981PLC034281



RAMKRISHNA FORGINGS LIMITED

CIN No: L74210WB1981PLC034281

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Email - secretarial@ramkrishnaforgings.com

website: www.ramkrishnaforgings.com

CORRIGENDUM TO THE NOTICE OF 42ND ANNUAL GENERAL MEETING

Ramkrishna Forgings Limited had issued a Notice dated 24 July, 2024 for convening the 42nd Annual General Meeting (AGM), of the members of the Company which is scheduled to be held on Saturday, 31 day of August, 2024 at 11:45 a.m. (I.S.T) through Video Conferencing /Other Audio Visual Means ("VC/OAVM"). This Corrigendum is to be read in conjunction with the 42nd AGM Notice dated 24 July, 2024 as available on the website of the Company i.e. (www.ramkrishnaforgings.com) and on the website of the Stock Exchanges where the Equity Shares of the Company are listed i.e. National Stock Exchange of India Limited (www.nseindia.com) and BSE Limited (www.bseindia.com). The Notice of the AGM had been dispatched to the shareholders of the Company on Wednesday, 7 August, 2024 in due compliance with the provisions of the Companies Act, 2013 and rules made thereunder read with circulars issued by the Ministry of Corporate Affairs and the Securities & Exchange Board of India.

This Corrigendum shall form an integral part of the 42 AGM Notice circulated to the shareholders of the Company. Accordingly, all concerned Shareholders, Stock Exchanges, Depositories, Registrar and Share Transfer Agent, agencies appointed for e-voting, other Authorities, Regulators, and all other concerned persons are requested to take note of the below changes due to printing error.

This corrigendum is being issued to give notice to note the corrections appearing hereunder with respect to Item No. 8 of the Explanatory Statement of the 42nd AGM Notice.

Item no. 8 of the explanatory statement shall be replaced and is to be read as stated under:

Item No. 8 – Revision in remuneration of Mr. Naresh Jalan (DIN: 00375462), Managing Director of the Company

Mr. Naresh Jalan (DIN: 00375462) was re-appointed as the Managing Director of the Company for a period of 5 (five) years w.e.f 5 November, 2021 till 4 November, 2026.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee ("NRC") and Audit Committee, at its meeting held on 24 July, 2024, has approved the proposal to revise the remuneration of Mr. Naresh Jalan, Managing Director, subject to the approval of the members of the

Company, set out as **Special Resolution** being item no. 8 of the accompanying Notice, for the remaining period of his tenure i.e. till 4 November, 2026.

The revised remuneration shall be guided by the provisions of the Companies Act, 2013, on such emoluments as outlined below. The revised remuneration as detailed below are effective from 1 July, 2024 until his residual tenure of office.

Emoluments:

Subject to the overall limits as prescribed under Schedule V of the Companies Act, 2013.

a) Basic Salary: Rs. 20,00,000/- per month to Rs. 30,00,000/- per month.

Any increase in remuneration within the abovementioned limit may be made after being approved by the Board of Directors on the recommendation of Nomination and Remuneration Committee.

b) Benefits:

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| i | Allowances: | Any Allowances not exceeding @ 70% (seventy percent) of the basic salary. |
| ii. | Medical Reimbursement: | Reimbursement of expenses incurred for self and family subject to 12% (twelve percent) of the basic salary in a year. In addition, hospitalization expenses incurred in India for self and family will be paid on actual basis. |
| iii. | Leave Travel Concession: | For self and family once in a year subject to 11% (eleven percent) of the basic salary in a year. |
| iv. | Club Fees: | Fees of Clubs in accordance with the rules of the Company or as may be agreed to by the Board of Directors or Committee thereof with the Whole Time Director but no Life Membership fee or Admission fee is to be paid by the Company. However, it will not include Corporate Membership of the Club(s). |
| V. | Car: | Provision of Company's Car with driver for use on Company's business. It will not be considered as benefits. He will be however billed by the Company for use of car for private purposes, if any. |
| vi. | Telephone: | Provision for use of telephone, telefax, audio/video conferencing and other communication facilities at residence shall not be included in the computation of perquisites and allowances for the purpose of calculating the said ceiling. |
| vii. | Commission: | Such percentage of commission (in addition to salary, allowances, perquisites and benefits as stated above) calculated with reference to the net profit of the Company for each financial year as may be approved by the Board of Directors or Committee thereof which together with salary and monetary value of allowances, perquisites and benefits shall not exceed the ceiling laid down Section 197 of the Companies Act, 2013. |

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| viii. | Provident Fund: | Company's contribution towards Provident Fund as per Rules of the Company, but not exceeding 12% (twelve percent) of the Basic Salary. |
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Notwithstanding the profits in any financial year, the Company shall pay the remuneration as mentioned above as the minimum remuneration.

The revised remuneration payable to Mr. Naresh Jalan for the remaining period of his tenure i.e till 4 November, 2026, requires the approval of the members of the Company in the General Meeting. The remuneration payable to Mr. Naresh Jalan for the aforementioned period satisfies the applicable provisions of the Act and conditions laid down in Schedule V to the Act. The Board of Directors recommends the **Special resolution**, set out as Item No. 8 for approval of the members of the Company. This approval shall also be deemed to be approval under Regulation 17(6)(e) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Details of Mr. Naresh Jalan is provided in "Annexure I" to the 42nd AGM Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Except Mr. Naresh Jalan, Mr. Mahabir Prasad Jalan, Mr. Chaitanya Jalan and their relatives, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in above resolution.

All other contents of the 42nd AGM Notice save and except as modified or supplemented by the Corrigendum, shall remain unchanged. This Corrigendum shall form an integral part of the 42nd AGM Notice which has already been circulated to shareholders of Company and on and from the date hereof, the Notice of the AGM shall always be read in conjunction with this Corrigendum. Newspaper Advertisement of corrigendum is also being published in Business Standard (English – All Editions) and Aajkal, (Bengali Edition).

For Ramkrishna Forgings Limited

Sd/-

Rajesh Mundhra

Company Secretary

Membership No. ACS 12991

Date: 9 August, 2024