



Kalyani Forge Limited

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



August 19, 2022

To

| | |
|--|---|
| BOMBAY STOCK EXCHANGE LIMITED, Phiroze Jeejeebhoy Tower, Dalal Street, Fort, Mumbai-400001 Scrip Code : 513509 | NATIONAL STOCK EXCHANGE OF INDIA LIMITED, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai-400051 Symbol: KALYANIFRG |
|--|---|

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 43rd Annual General Meeting of Kalyani Forge Limited held on 18th August, 2022 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


Rohan Deshpande
Company Secretary &
Compliance Officer



CIN: L28910MH1979PLC020959

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

Kalyani Forge Limited

Resolution Required : (Ordinary)

1 - To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31 st March, 2022 together with reports of the Board of Directors and Auditors thereon;

Whether promoter/ promoter group are interested in the agenda/resolution?

| Category | Mode of Voting | No. of shares held | No. of votes | % 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 |
|-----------------------------|----------------|--------------------|----------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| | | | [2] | [3]={([2]/[1])*100 | [4] | [5] | [6]={([4]/[2])*100 | [7]={([5]/[2])*100 |
| Promoter and Promoter Group | E-Voting | 2132296 | 2132296 | 100.0000 | 2132296 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 2132296 | 100.0000 | 2132296 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 1505704 | 2079 | 0.1381 | 2079 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 2079 | 0.1381 | 2079 | 0 | 100.0000 | 0.0000 |
| Total | | 3638000 | 2134375 | 58.6689 | 2134375 | 0 | 100.0000 | 0.0000 |

Rohit



Kalyani Forge Limited

| Resolution Required : (Ordinary) | | 2 - To declare a dividend on equity shares for the Financial Year ended 31st March, 2022 | | | | | | |
|---|----------------|--|---------------------|--|--------------------------|-----------------------|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares [3]={(2)/[1]}*100 | No. of Votes – in favour | No. of Votes –Against | % of Votes in favour on votes polled [6]={(4)/[2]}*100 | % of Votes against on votes polled [7]={(5)/[2]}*100 |
| | | | | | | | | |
| Promoter and Promoter Group | E-Voting | 2132296 | 2132296 | 100.0000 | 2132296 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 2132296 | 100.0000 | 2132296 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 1505704 | 2079 | 0.1381 | 2079 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 2079 | 0.1381 | 2079 | 0 | 100.0000 | 0.0000 |
| Total | | 3638000 | 2134375 | 58.6689 | 2134375 | 0 | 100.0000 | 0.0000 |

Rohay



Kalyani Forge Limited

Resolution Required : (Ordinary)

3 - To appoint of a Director, in place of Mr. Gaurishankar N. Kalyani (DIN : 00519610) who retires by rotation and being eligible, offers himself for re-appointment;

Whether promoter/ promoter group are interested in the agenda/resolution?

| Category | Mode of Voting | No. of shares held [1] | No. of votes polled [2] | % of Votes Polled on outstanding shares [3]=([2]/[1])*100 | No. of Votes - in favour [4] | No. of Votes -Against [5] | % of Votes in favour on votes polled [6]=([4]/[2])*100 | % of Votes against on votes polled [7]=([5]/[2])*100 |
|-----------------------------|----------------|---------------------------|----------------------------|--|---------------------------------|------------------------------|---|---|
| | | | | | | | | |
| Promoter and Promoter Group | E-Voting | 2132296 | 2132296 | 100.0000 | 2132296 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 2132296 | 100.0000 | 2132296 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 1505704 | 2079 | 0.1381 | 2079 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 2079 | 0.1381 | 2079 | 0 | 100.0000 | 0.0000 |
| Total | | 3638000 | 2134375 | 58.6689 | 2134375 | 0 | 100.0000 | 0.0000 |

Rokap



Kalyani Forge Limited

Resolution Required : (Ordinary)

4 - To Appoint M/s. R C K & Co. Cost Accountant Firm (FRM No. 002587) as Cost Auditor of the Company and ratification of remuneration of Cost Auditor:

Whether promoter/ promoter group are interested in the agenda/resolution?

| 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]= $\frac{[2]}{[1]}*100$ | [4] | [5] | [6]= $\frac{[4]}{[2]}*100$ |
| Promoter and Promoter Group | E-Voting | 2132296 | 2132296 | 100.0000 | 2132296 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 2132296 | 100.0000 | 2132296 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 1505704 | 2079 | 0.1381 | 2079 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 2079 | 0.1381 | 2079 | 0 | 100.0000 | 0.0000 |
| Total | | 3638000 | 2134375 | 58.6689 | 2134375 | 0 | 100.0000 | 0.0000 |

Rohit



NITIN PRABHUNE

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

PRACTISING COMPANY SECRETARY

1st Floor, Flat no.102, A. J. Residency, Taware Colony, Pune - 411009

Phone: 020-29510658

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 | 43 rd Annual General Meeting |
| Day, Date & Time | Thursday, 18 th August, 2022 2.00 P.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") at its meeting held on 27th May, 2022 for the purpose of scrutinizing the remote e-voting and e-voting conducted at the 43rd 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 8th April, 2020, General Circular No. 17 /2020 dated 13th April, 2020, General Circular No. 20/2020 dated 5th May, 2020 and General Circular No. 02/2021 dated 13th January, 2021 and General Circular No. 02/2022 and 03/2022 both dated 5th May, 2022 issued by the Ministry of Corporate Affairs, the circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 issued by the Securities and Exchange Board of India (SEBI) (hereinafter referred to as the "Circulars") that provide relaxation for the manner in which the AGM shall be held and conducted.



The Circulars inter-alia provide for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID -19 pandemic. Further, pursuant to these Circulars physical attendance of members had been dispensed with and accordingly the facility for appointment of proxies by the members was 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 43rd 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 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 shareholders on the resolutions proposed in the Notice of the 43rd 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.

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

In accordance with the notice of the 43rd AGM sent to the shareholders by way of email on 27th July, 2022, 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 27th July, 2022, the remote e-voting period remained open from Monday, 15th August, 2022 (9.00 am IST) to Wednesday, 17th August, 2022 (5.00 pm IST).

3. Cut-off Date:

The members holding shares as on the "cut off" date i.e. Thursday, 11th August, 2022 were entitled to vote on the proposed resolutions (item nos. 1 to 4 as set out in the Notice of the 43rd AGM of the Company.)

4. Remote e-voting process:

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 Thursday, 18th August, 2022 at around 2.55 P.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. 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:

Ordinary Resolution No. 1 - To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2022 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 | 40 | - | 40 | - |
| Number of votes cast by them | 2134375 | - | 2134375 | 100 |
| (ii) Voted against | | | | |
| Number of members voted | - | - | - | - |
| Number of votes cast by them | - | - | - | - |
| (iii) Total | | | | |



| | | | | |
|------------------------------------|---------|---|---------|-----|
| Total number of members voted | 40 | - | 40 | - |
| Total number of votes cast by them | 2134375 | - | 2134375 | 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 | - | - | - |

a) **Ordinary Resolution No. 2** - To declare a dividend on equity shares for the Financial Year ended 31st March, 2022.

(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 | 40 | - | 40 | - |
| Number of votes cast by them | 2134375 | - | 2134375 | 100 |
| (ii) Voted against | | | | |
| Number of members voted | - | - | - | - |
| Number of votes cast by them | - | - | - | - |
| (iii) Total | | | | |
| Total number of members voted | 40 | - | 40 | - |
| Total number of votes cast | 2134375 | - | 2134375 | 100 |



| | | | | |
|---------|--|--|--|--|
| by them | | | | |
|---------|--|--|--|--|

(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 | - | - | - |

Ordinary Resolution No. 3 - To appoint of 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 |
|------------------------------------|-----------------|---------------------------------------|---------|---------------------------------------|
| Voted in Favour | | | | |
| Number of members voted | 40 | - | 40 | - |
| Number of votes cast by them | 2134375 | - | 2134375 | 100 |
| (ii) Voted against | | | | |
| Number of members voted | - | - | - | - |
| Number of votes cast by them | - | - | - | - |
| (iii) Total | | | | |
| Total number of members voted | 40 | | 40 | - |
| Total number of votes cast by them | 2134375 | | 2134375 | 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 | - | - | - |

b) **Ordinary Resolution No. 4** - To approve the remuneration to be paid to M/s. R C K & Co. Cost Accountant Firm (Firm Reg. No 002587) for FY 2022-23.

(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 | 40 | - | 40 | - |
| Number of votes cast by them | 2134375 | - | 2134375 | 100 |
| (ii) Voted against | | | | |
| Number of members voted | - | - | - | - |
| Number of votes cast by them | - | - | - | - |
| (iii) Total | | | | |
| Total number of members voted | 40 | - | 40 | - |
| Total number of votes cast by them | 2134375 | - | 2134375 | 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 4 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: 19.08.2022

UDIN: F006707D000817638

Peer Review No: 2197/2022

