

BHARAT FORGE

May 29, 2023

To,

BSE Limited

1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001

BSE SCRIP CODE – 500493

National Stock Exchange of India Limited

'Exchange Plaza',
Bandra-Kurla Complex, Bandra (East)
Mumbai- 400 051

Symbol: **BHARATFORG**

Series: **EQ**

Dear Sir,

Sub.: Disclosure of voting results of postal ballot

This is in furtherance to our intimation dated April 27, 2023 about the postal ballot process undertaken by the Company pursuant to the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013, seeking approval of the Members of the Company on the following two special resolutions by way of remote e-voting only (e-voting):

- a. Re-appointment of Mr. B. N. Kalyani as the Managing Director of the Company
- b. Re-appointment of Mr. G K. Agarwal as the Deputy Managing Director of the Company

The remote e-voting period commenced at 9:00 a.m. (IST) on Friday, April 28, 2023 and concluded at 5:00 p.m. (IST) on Saturday, May 27, 2023. The Company appointed Mr. Sridhar Mudaliar (Membership No. FCS 6156), failing him, Mrs. Sheetal Joshi (Membership No. FCS 10480), Partners of M/s. SVD & Associates, Company Secretaries, Pune as the Scrutinizer to scrutinize the e-voting process in fair and transparent manner.

We are pleased to inform you that the aforesaid two special resolutions have been passed by the Members by requisite majority.

Pursuant to Regulation 44 of the Listing Regulations we are submitting herewith the details of the voting results and Scrutinizer's Report in this behalf for your record.

The voting results and the Scrutinizer's Report are also being made available on the website of the Company at <https://www.bharatforge.com/investors/postal-ballot> and on the website of NSDL at www.evoting.nsdl.com.

Kindly take the same on record.

Thanking you.

Yours faithfully,

For Bharat Forge Limited

Tejaswini Chaudhari

Company Secretary and Compliance Officer

Encl.: As above



KALYANI

BHARAT FORGE LIMITED								
Format for Voting Results								
Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015								
Date of the AGM/EGM/Postal Ballot						May 27, 2023		
Total number of shareholders on record date						168326		
No. of shareholders present in the meeting either in person or through proxy:								
Promoters and Promoter Group:						NA		
Public						NA		
No. of Shareholders attended the meeting through Video Conferencing								
Promoters and Promoter Group:						NA		
Public						NA		
Bharat Forge Ltd								
Resolution Required : (Special)			1 - Re-appointment of Mr. B. N. Kalyani as the Managing Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	210690874	207568610	98.5181	207568610	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		207568610	98.5181	207568610	0	100.0000	0.0000
Public Institutions	E-Voting	205400736	176978646	86.1626	82276677	94701969	46.4896	53.5104
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		176978646	86.1626	82276677	94701969	46.4896	53.5104
Public Non Institutions	E-Voting	49497022	1189869	2.4039	1187134	2735	99.7701	0.2299
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1189869	2.4039	1187134	2735	99.7701	0.2299
Total		465588632	385737125	82.8493	291032421	94704704	75.4484	24.5516



Bharat Forge Ltd

Resolution Required : (Special)		2 - Re-appointment of Mr. G K. Agarwal as the Deputy Managing Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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]	$[6]=\{[4]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	210690874	207568610	98.5181	207568610	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		207568610	98.5181	207568610	0	100.0000	0.0000
Public Institutions	E-Voting	205400736	176978646	86.1626	99230190	77748456	56.0690	43.9310
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		176978646	86.1626	99230190	77748456	56.0690	43.9310
Public Non Institutions	E-Voting	49497022	1189209	2.4026	1185736	3473	99.7080	0.2920
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1189209	2.4026	1185736	3473	99.7080	0.2920
Total		465588632	385736465	82.8492	307984536	77751929	79.8433	20.1567



To,
The Chairman,
Bharat Forge Limited,
Pune.

Sub.: Report on the voting process of the postal ballot through electronic mode [herein after referred to as the 'postal ballot(s)'] pursuant to notice of postal ballot dated April 14, 2023.

Dear Sir,

I, CS Sridhar Mudaliar, Partner of SVD & Associates, thank you for appointing us as Scrutinizers for conducting the voting process of the postal ballot on the resolutions as mentioned in the captioned postal ballot notice of Bharat Forge Limited ('the Company').

The Company, for the postal ballot event, had provided e-voting facility to all its Members, to enable them to cast their votes electronically by engaging the services of National Securities Depository Limited ("NSDL") ('e-voting agency'). The electronic votes received from the website of the e-voting agency up to Saturday, May 27, 2023, 5.00 P.M. were scrutinized and a report on the votes so received is annexed herewith as 'Annexure - I'.

For SVD & Associates
Company Secretaries



Sridhar Mudaliar
Partner
FCS No: 6156
CP No: 2664

Date: May 29, 2023
Place: Pune

Peer Review No: P2013MH075200
UDIN: F006156E000403377

Encl: Postal Ballot Report – Annexure-I

Annexure - I

Postal Ballot Report pursuant to notice of postal ballot dated April 14, 2023 of Bharat Forge Limited

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020 and 39/2020 dated December 31, 2020, 02/2021 dated January 13, 2021, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 03/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs]

We hereby submit as follows-

1. In compliance with the provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/conducting postal ballot process through e-voting in view of COVID-19 pandemic vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 02/2021 dated January 13, 2021, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 03/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 (hereinafter referred to as the 'MCA Circulars'), relating to postal ballot voting by electronic means by the shareholders of Bharat Forge Limited (hereinafter referred to as 'the Company') on the resolutions proposed in the captioned notice of the postal ballot is the responsibility of the management. Our responsibility as a Scrutinizer is to render Scrutinizer's Report of the total votes cast in favour or against if any, on the resolutions.
2. On April 27, 2023, the Company had completed the dispatch of Postal Ballot Notice to its Members whose name(s) appeared in the Register of Members/List of Beneficial Owners received from National Securities Depository Limited/Central Depository Services (India) Limited as on the cut-off date i.e. April 21, 2023 and whose e-mail addresses were available with the Company or with the Depositories/ Depository Participant or the Registrar and Share Transfer Agent of the Company ("RTA"). Pursuant to the MCA Circulars, the Company had sent the notices only through e-mails. The Company had not sent the Postal Ballot Notice to those members whose e-mail address were not available with the Company or Depositories/ Depository Participant or RTA, pursuant to the exemptions granted by MCA and SEBI. However, the Company had, vide a newspaper advertisement published on April 28, 2023, also given an additional option to Members to vote on the resolutions covered in the captioned notice, including the process to the Members to register their e-mail address with the Company or with RTA.



3. In accordance with the captioned notice of the postal ballot which was sent to the shareholders by email on Thursday, April 27, 2023 and the Advertisement published on Friday, April 28, 2023 pursuant to Rule 22 (3) of the Companies (Management and Administration) Rules, 2014, the voting commenced on Friday, April 28, 2023 (9.00 A.M.) and ended on Saturday, May 27, 2023 (5.00 P.M.) for ballot through electronic mode being the electronic voting (e-voting) facility that was provided by NSDL.
4. The votes were unblocked around 5.20 P.M. on Saturday, May 27, 2023 and the e-voting summary statement was downloaded from e-voting website of NSDL (www.evoting.nsd.com)
5. Report on the results of the voting is based on the data downloaded from the e-voting website of NSDL in respect of the resolutions contained in the captioned notice of the postal ballot. The Chairman or the person authorized by him in writing shall declare the result of the voting forthwith.
6. The report on the voting is as under:

Special Resolution at item No. 1 – Re-appointment of Mr. B. N. Kalyani (DIN: 00089380) as the Managing Director of the Company.

Particulars		E-Voting	
		Number of Shareholders	Number of votes cast
I.	Total votes cast	1,619	38,98,83,607
II.	Number of votes rejected /not voted/partially not voted	^#* 12	41,46,482
III.	Total No. of valid votes cast	1,607	38,57,37,125
	Number of valid votes in favour	1,142	29,10,32,421
	Number of valid votes against	*465	9,47,04,704
	Votes in favour of the resolution as a percentage of valid votes exercised		75.45%

^ 6 shareholders holding 24, 95,469 shares have been considered Invalid.

1 shareholder has not voted for 50 shares.

* 5 shareholders have partially voted against and partially not voted.



Special Resolution at item No. 2 – Re-appointment of Mr. G K. Agarwal (DIN: 00037678) as the Deputy Managing Director of the Company.

Particulars		E-Voting	
		Number of Shareholders	Number of votes cast
I.	Total votes cast	1627	39,40,98,503
II.	Number of votes rejected /not voted/partially not voted	27	83,62,038
III.	Total No. of valid votes cast	1,600	38,57,36,465
	Number of valid votes in favour	1,205	30,79,84,536
	Number of valid votes against	395	7,77,51,929
	Votes in favour of the resolution as a percentage of valid votes exercised		79.84%

^ 6 shareholders holding 24, 95,469 shares have been considered Invalid.

12 shareholders have not voted for 710 shares.

* 1 shareholder has partially voted in favour and partially not voted.

@ 4 shareholders have partially voted against and partially not voted.

§ 4 shareholders have partially voted in favour, partially voted against and partially not voted.

7. Register of Postal Ballot and all other relevant records of voting process given/ provided/ maintained in electronic mode, will remain in our custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman/ person authorized by him for safe keeping.

**For SVD & Associates
Company Secretaries**

Sridhar Mudaliar



**Sridhar Mudaliar
Partner
FCS No: 6156
CP No: 2664**

Received & accepted

For Bharat Forge Ltd

Tejaswini Chaudhari
**Tejaswini Chaudhari
Company Secretary**

**Date: May 29, 2023
Place: Pune**

**Peer Review No: P2013MH075200
UDIN: F006156E000403377**