



# Kalyani Forge Limited

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



KALYANI FORGE LTD  
REGISTERED TO  
ISO/TS : 16949 : 2002  
FILE NUMBER : A10090-01

September 20, 2023

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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**Sub.:** Proceedings of 44<sup>th</sup> Annual General Meeting held on 20<sup>th</sup> September, 2023

**Dear Sir / Madam,**

This is to inform you that, pursuant to Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the proceedings of the 44<sup>th</sup> Annual General Meeting of Kalyani Forge Limited held on 20<sup>th</sup> September, 2023 through Video Conference (VC) / Other Audio- Visual Means (OAVM), in terms of the General Circular issued by the Ministry of Corporate Affairs ('MCA') and in compliance with the provisions of the Companies Act, 2013 ('Act') and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

Kindly take this information in your record and acknowledge the receipt of the same.

Yours faithfully,

For **Kalyani Forge Limited**

**Aniruddha Hublikar**  
**Company Secretary &**  
**Compliance Officer**

**CIN:** L28910MH1979PLC020959

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



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## Please find below proceedings of 44<sup>th</sup> Annual General Meeting held on 20<sup>th</sup> September, 2023:

1. The 44<sup>th</sup> Annual General Meeting of the Shareholders of Kalyani Forge Limited was held on Wednesday, 20<sup>th</sup> September, 2023 at 10.00 a.m. through Video Conference (VC) / Other Audio- Visual Means (OAVM) pursuant to the directives issued by the Ministry of Corporate Affairs ('MCA') and in compliance with the provisions of the Companies Act, 2013 ('Act') and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').
2. Mrs. Rohini G. Kalyani, Executive Chairperson of the Board was elected as the Chairperson of the meeting. She took the chair and welcomed the shareholders present and announced that the requisite quorum was present and called the meeting to be in order.
3. The Chairperson requested the directors to introduce themselves and following Directors confirmed their presence through video conferencing mode:-

Name	Designation
Mr. Gaurishankar N. Kalyani	Non-Executive Director and Chairman of Stakeholders Relationship Committee
Mr. Viraj G. Kalyani	Managing Director
Mr. Abhijit Sen	Independent Director and Chairman of Audit Committee
Mr. Pradip P. Nadkarni	Independent Director and Chairman of Nomination and Remuneration Committee
Mr. Adit Rathi	Independent Director

### In Attendance:-

Name	Designation
CS Aniruddha Hublikar	Company Secretary and Compliance Officer
CA Amit Doshi	Partner, M/s Kalyaniwala & Mistry LLP, Statutory Auditor of the Company
CA Harshad Joshi	Internal Auditor of the Company
CS Nitin Prabhune	Secretarial Auditor and Scrutinizer for the 44 <sup>th</sup> Annual General Meeting

4. The Chairperson addressed the shareholders of the Company. She summarised Company's performance during the financial year. She commented about facility upgrade and capex, growth strategy updates-Vridhhi 2027 and growth outlook of the Company during the Financial Year 2022-23. She also took note of focused leadership initiatives led by Managing Director Mr. Viraj Kayani

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5. After the insightful address of the Executive Chairperson, the Company Secretary read the following business items in brief for the shareholders' approval:-

Item No.	Description	Resolution type Ordinary or Special
<b>A</b>	<b>Ordinary Business</b>	
1.	To receive, consider and adopt the Financial Statements of the Company for the financial year ended March 31, 2023 together with reports of the Board of Directors and Auditors thereon;	Ordinary Resolution
2.	To declare final dividend on equity shares for the Financial Year ended March 31, 2023.	Ordinary Resolution
3.	To appoint a Director, in place of Mrs. Rohini G. Kalyani (DIN: 00519565) who retires by rotation and being eligible, offers herself for re-appointment.	Special Resolution
<b>B</b>	<b>Special Business</b>	
1.	To appoint Mr. Viraj Kalyani, (DIN: 02268846) as the Managing Director (MD) of the Company for the period of 5(five) years and to fix his remuneration.	Special Resolution
2.	To appoint Statutory Auditors of the Company to fill casual vacancy.	Ordinary Resolution
3.	To appoint Statutory Auditors of the Company and fix their remuneration	Ordinary Resolution
4.	To ratify remuneration payable to the Cost Auditor appointed by the Board of Directors of the Company for the financial year 2023-24.	Ordinary Resolution
5.	To approve the continuation of current term of Mr. Pradip P. Nadkarni (DIN: 01670826) as an Independent Director of the Company	Special Resolution

6. The Company Secretary informed the members that, the Company had provided the members the facility to cast their votes electronically on all resolutions set forth in the

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notice. Members who were present at the meeting and had not cast their votes electronically were provided opportunity to cast their votes at the end of the meeting through e-voting. It was further informed that there would be no voting by show of hands. He further informed that, CS Nitin Prabhune, Practising Company Secretary were appointed as the scrutiniser to supervise that the remote e-voting and e-voting during the proceedings was done in fair and transparent manner.

7. The Chairperson thanked the stakeholders/members for their participation at the Annual General Meeting. The e-Voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. The voting Results of remote e-voting and e-voting in respect of business items transacted at the AGM and the scrutinizer's report will be submitted separately in accordance with the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 within 48 (forty eight) hours and shall be placed on the Company's website and the results shall also be forwarded to the Stock Exchange. Upon completion of the e-voting process, the Link Intime India Private Limited closed the meeting.

The 44<sup>th</sup> Annual General Meeting concluded at 10.45 A.M. (including the time allowed for e-voting at the AGM),

Thanking You,  
For **Kalyani Forge Limited**

**Aniruddha Hublikar**  
**Company Secretary &**  
**Compliance Officer**

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