

B H A R A T F O R G E

August 12, 2024

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 Ltd.

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

Symbol: **BHARATFORG**

Series: **EQ**

Dear Sir/Madam,

Subject: Voting Results of 63rd Annual General Meeting of the Company held on Friday, August 09, 2024, pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the voting results of the business transacted at the Annual General Meeting (AGM) of the Company held on Friday, August 9, 2024 in **Annexure I**.

We are also enclosing herewith, the Consolidated Scrutinizer's Report on remote e-voting and e-voting at the AGM in **Annexure II**.

Thanking you,

Yours faithfully,
For **Bharat Forge Limited**

Tejaswini Chaudhari
Company Secretary and Compliance Officer

Encl.: As above



Bharat Forge Ltd	
Voting Results	
Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015	
Date of the AGM/EGM/Postal Ballot	August 09, 2024
Total number of shareholders on record date	196837
No. of shareholders present in the meeting either in person or through proxy:	
a) Promoters and Promoter Group:	NA
b) Public	NA
No. of Shareholders attended the meeting through Video Conferencing:	
a) Promoters and Promoter Group:	10
b) Public	48

Bharat Forge Ltd								
Resolution Required :Ordinary			1 - To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the reports of the Board of Directors and Auditors thereon					
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]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$
Promoter and Promoter Group	E-Voting	210690874	207547610	98.5081	207547610	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		207547610	98.5081	207547610	0	100.0000	0.0000
Public Institutions	E-Voting	210301683	184877741	87.9107	183883723	994018	99.4623	0.5377
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		184877741	87.9107	183883723	994018	99.4623	0.5377
Public Non Institutions	E-Voting	44596075	151403	0.3395	150177	1226	99.1902	0.8098
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		151403	0.3395	150177	1226	99.1902	0.8098
Total		465588632	392576754	84.3184	391581510	995244	99.7465	0.2535



Bharat Forge Ltd

Resolution Required :Ordinary			2 - To confirm the payment of an interim dividend and to declare a final dividend on equity shares for the Financial Year ended March 31, 2024					
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	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	210690874	207547610	98.5081	207547610	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		207547610	98.5081	207547610	0	100.0000	0.0000
Public Institutions	E-Voting	210301683	184970024	87.9546	184970024	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		184970024	87.9546	184970024	0	100.0000	0.0000
Public Non Institutions	E-Voting	44596075	151409	0.3395	150172	1237	99.1830	0.8170
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		151409	0.3395	150172	1237	99.1830	0.8170
Total		465588632	392669043	84.3382	392667806	1237	99.9997	0.0003



Bharat Forge Ltd

Resolution Required :Ordinary			3 - To appoint a Director in the place of Mr. B. P. Kalyani (DIN: 00267202), who retires by rotation, and being eligible, offers himself for re-appointment as a director liable to retire by rotation.					
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	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	210690874	207547610	98.5081	207547610	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		207547610	98.5081	207547610	0	100.0000	0.0000
Public Institutions	E-Voting	210301683	184970024	87.9546	154947739	30022285	83.7691	16.2309
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		184970024	87.9546	154947739	30022285	83.7691	16.2309
Public Non Institutions	E-Voting	44596075	151390	0.3395	149984	1406	99.0713	0.9287
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		151390	0.3395	149984	1406	99.0713	0.9287
Total		465588632	392669024	84.3382	362645333	30023691	92.3539	7.6461



Bharat Forge Ltd

Resolution Required : Ordinary			4 - Ratification of remuneration of Cost Auditors					
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	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	210690874	207547610	98.5081	207547610	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		207547610	98.5081	207547610	0	100.0000	0.0000
Public Institutions	E-Voting	210301683	184936582	87.9387	184936582	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		184936582	87.9387	184936582	0	100.0000	0.0000
Public Non Institutions	E-Voting	44596075	151375	0.3394	150038	1337	99.1168	0.8832
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		151375	0.3394	150038	1337	99.1168	0.8832
Total		465588632	392635567	84.3310	392634230	1337	99.9997	0.0003



Bharat Forge Ltd

Resolution Required :Special

5 - Appointment of Mr. Anand Pathak (DIN: 01529308) as an Independent 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	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	210690874	207547610	98.5081	207547610	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		207547610	98.5081	207547610	0	100.0000	0.0000
Public Institutions	E-Voting	210301683	184970024	87.9546	184410867	559157	99.6977	0.3023
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		184970024	87.9546	184410867	559157	99.6977	0.3023
Public Non Institutions	E-Voting	44596075	151387	0.3395	149884	1503	99.0072	0.9928
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		151387	0.3395	149884	1503	99.0072	0.9928
Total		465588632	392669021	84.3382	392108361	560660	99.8572	0.1428



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 Chairman,

Name of the Company	Bharat Forge Limited
Meeting	63 rd Annual General Meeting of the members of the Company (AGM)
Day, Date & Time	Friday, August 09, 2024 at 11.00 a.m. (IST)
Mode	Video Conferencing "VC"/Other Audio -Visual Means "OAVM"

Dear Sir,

I, Sridhar Mudaliar, Partner of SVD & Associates, Company Secretaries, have been appointed as scrutinizer by the Board of Directors of Bharat Forge Limited ("the Company") CIN: L25209PN1961PLC012046 at its meeting held on Wednesday, May 08, 2024 for the purpose of scrutinizing the remote e-voting and e-voting conducted at the 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 April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 05, 2020, along with subsequent circulars issued in this regard, the latest being Circular No. 09/2023 dated September 25, 2023 (collectively referred to as 'MCA Circulars') read with Circulars issued by Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015, having reference No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and the latest being Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 read with Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 (collectively referred to as "MCA and SEBI Circulars" respectively) have permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing or Other Audio Visual Means ("VC/ OAVM"), without the physical presence of members at a common venue.

The MCA and SEBI 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 AGM 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 members on the resolutions proposed in the Notice of the 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 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 to the Chairman, on the resolutions based on the reports generated from the electronic voting system provided by M/s Link Intime India Private Limited. The Chairman or the person authorized by him in writing shall declare the result of the voting forthwith.

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

In accordance with the notice of the AGM sent to the members by way of email on Tuesday, July 16, 2024 and uploaded on the website of the Company at www.bharatforge.com 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 MCA and SEBI Circulars mentioned above, on Wednesday, July 17, 2024, the remote e-voting period remained open from Tuesday, August 06, 2024 (9:00 A.M. I.S.T.) to Thursday, August 08, 2024 (05:00 P.M. I.S.T.).

3. Cut-off Date:

The members holding shares as on the "cut off" date i.e. Friday, August 02, 2024, were entitled to vote on the proposed resolutions (item nos. 01 to 05 as set out in the Notice of the 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 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 M/s Link Intime India Private Limited.

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 e-voting website of M/s 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 website of M/s Link Intime India Private Limited (<https://instavote.linkintime.co.in>) and the same are being handed over to the authorized representative of the Chairman. 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 Share Transfer Agents of the Company and the authorizations lodged with the Company. The e-voting that was found defective for want of authorization have been treated as invalid and kept separately.



6. Counting Process and results:

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

1) Ordinary Resolution No. 1 – To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the reports of the Board of Directors and Auditors thereon.				
Summary of Voting:				
(i) Voted in favour of or against the resolution:				
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	*975	12	*987	
Number of votes cast by them	*391,574,735	6,775	*391,581,510	99.75
(b) Voted against				
Number of members voted	*24	0	*24	
Number of votes cast by them	*995,244	0	*995,244	0.25
(c) Total=(a)+ (b)				
Total number of members voted	999	12	1011	
Total number of votes cast by them	392,569,979	6,775	392,576,754	

(ii) Not voted/Invalid votes:				
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	
(a) Invalid votes				
Total number of members	[§] 5	0	[§] 5	
Total invalid shares	[§] 5,502,049	0	[§] 5,502,049	
(b) Not voted/Abstain				
Total number of members	[^] 21	0	[^] 21	
Total not voted/Abstain shares	[^] 2,249,494	0	[^] 2,249,494	

*1 shareholder holding 5 shares has partially voted in favour and partially voted against

[^]4 shareholders holding 165,123 shares have abstained from voting and 17 shareholders holding 2,084,371 shares have partially not voted on this resolution

[§] 5 shareholders holding 5,502,049 shares have been treated as invalid



2) Ordinary Resolution No. 2 – To confirm the payment of an interim dividend and to declare a final dividend on equity shares for the Financial Year ended March 31, 2024.

Summary of Voting:

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

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	*990	12	*1002	
Number of votes cast by them	*392,661,031	6,775	*392,667,806	100.00
(b) Voted against				
Number of members voted	*12	0	*12	
Number of votes cast by them	*1,237	0	*1,237	0.00
(c) Total=(a)+ (b)				
Total number of members voted	1002	12	1014	
Total number of votes cast by them	392,662,268	6,775	392,669,043	

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total
(a) Invalid votes			
Total number of members	§5	0	§5
Total invalid shares	§5,502,049	0	§5,502,049
(b) Not voted/Abstain			
Total number of members	^19	0	^19
Total not voted/Abstain shares	^215,7205	0	^215,7205

*2 shareholders holding 31 shares have partially voted in favour and partially voted against

^2 shareholders holding 72,830 shares have abstained from voting and 17 shareholders holding 2,084,375 shares have partially not voted on this resolution

§ 5 shareholders holding 5,502,049 shares have been treated as invalid



3) Ordinary Resolution No. 3 - To appoint a Director in the place of Mr. B. P. Kalyani (DIN: 00267202), who retires by rotation, and being eligible, offers himself for re-appointment as a director liable to retire by rotation.

Summary of Voting:

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

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	*752	12	*764	
Number of votes cast by them	*362,638,558	6,775	*362,645,333	92.35
(b) Voted against				
Number of members voted	*253	0	*253	
Number of votes cast by them	*30,023,691	0	*30,023,691	7.65
(c) Total=(a)+ (b)				
Total number of members voted	1005	12	1017	
Total number of votes cast by them	392,662,249	6,775	392,669,024	

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	
(a) Invalid votes				
Total number of members	^5	0	^5	
Total invalid shares	^5,502,049	0	^5,502,049	
(b) Not voted/Abstain				
Total number of members	^22	0	^22	
Total not voted/Abstain shares	^2,157,224	0	^2,157,224	

*8 shareholders holding 3,467,093 shares partially voted in favour and partially voted against

^ 5 shareholders holding 72,855 shares have abstained from voting and 17 shareholders holding 2,084,369 shares have partially not voted on this resolution

^ 5 shareholders holding 5,502,049 shares have been treated as invalid



4) Ordinary Resolution No. 4– Ratification of remuneration of Cost Auditors.

Summary of Voting:

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

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	*982	12	*994	
Number of votes cast by them	*392,627,455	6,775	*392,634,230	100.00
(b) Voted against				
Number of members voted	*16	0	*16	
Number of votes cast by them	*1,337	0	*1,337	0.00
(c) Total=(a)+ (b)				
Total number of members voted	998	12	1010	
Total number of votes cast by them	392,628,792	6,775	392,635,567	

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	
(a) Invalid votes				
Total number of members	§5	0	§5	
Total invalid shares	§5,502,049	0	§5,502,049	
(b) Not voted/Abstain				
Total number of members	^21	0	^21	
Total not voted/Abstain shares	^2,190,681	0	^2,190,681	

*1 shareholder holding 6 shares has partially voted in favour and partially voted against

^ 5 shareholders holding 106,315 shares have abstained from voting and 16 shareholders holding 2,084,366 shares have partially not voted on this resolution

§ 5 shareholders holding 5,502,049 shares have been treated as invalid



S) **Special Resolution No. 5** – Appointment of Mr. Anand Pathak (DIN: 01529308) as an Independent Director of the Company.

Summary of Voting:

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

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	972	12	984	
Number of votes cast by them	392,101,586	6,775	392,108,361	99.86
(b) Voted against				
Number of members voted	26	0	26	
Number of votes cast by them	560660	0	560,660	0.14
(c) Total=(a)+ (b)				
Total number of members voted	998	12	1010	
Total number of votes cast by them	392,662,246	6,775	392,669,021	

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	
(a) Invalid votes				
Total number of members	5	0	5	
Total invalid shares	5,502,049	0	5,502,049	
(b) Not voted/Abstain				
Total number of members	21	0	21	
Total not voted/Abstain shares	2,157,227	0	2,157,227	

^ 4 shareholders holding 72,851 shares have abstained from voting and 17 shareholders holding 2,084,376 shares have partially not voted on this resolution

§ 5 shareholders holding 5,502,049 shares have been treated as invalid

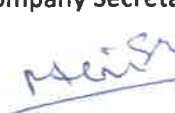



7. Electronic data and relevant Records:

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

Thanking you.

Yours faithfully,
For SVD and Associates
Company Secretaries



Sridhar G. Mudaliar
Partner
FCS. No.6156
C. P. No. 2664

Place: Pune
Date: August 12, 2024

Peer Review Number: 669/2020
UDIN: F006156F000953993

Received and
Accepted

For Bharat Forge Ltd


Tejaswini Chaudhari
Company Secretary