

BHARAT FORGE

May 14, 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 Limited
'Exchange Plaza',
Bandra-Kurla Complex, Bandra (East)
Mumbai- 400 051
Symbol: **BHARATFORG**
Series: **EQ**

Dear Sir/Madam,

Sub.: Disclosure of voting results of postal ballot

This is in furtherance to our intimation dated April 10, 2024 about the postal ballot process undertaken by the Company pursuant to the applicable provisions of the 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 resolutions by way of remote e-voting only (e-voting):

- a. **Ordinary Resolution** - Re-appointment of Mr. Amit Kalyani (DIN: 00089430) as a Whole-time Director designated as "Vice-Chairman and Joint Managing Director" of the Company
- b. **Special Resolution** - Re-appointment of Mr. Dipak Mane (DIN: 01215889) as the Independent Director of the Company

The e-voting period commenced at 9:00 a.m. (IST) on Thursday, April 11, 2024 and concluded at 5:00 p.m. (IST) on Friday, May 10, 2024. 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 a fair and transparent manner.

We are pleased to inform you that the aforesaid 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-new> and on the website of Registrar and Share Transfer Agent of the Company, Link Intime India Private Limited at <https://instavote.linkintime.co.in/>.

Kindly take the same on record.

Thanking you.

Yours faithfully,
For Bharat Forge Limited

Tejaswini Chaudhari
Company Secretary and Compliance Officer
Encl.: As above



Bharat Forge Ltd	
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 10, 2024
Total number of shareholders on record date	193933
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:	NA
b) Public	NA

Bharat Forge Ltd.								
Resolution Required: Ordinary			1 - Re-appointment of Mr. Amit Kalyani as Whole-time Director designated as Vice-Chairman and Joint Managing Director of the Company for further term of five (5) consecutive years commencing from May 11, 2024 till May 10, 2029 (both inclusive).					
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	208776533	174764147	83.7087	133661253	41102894	76.4809	23.5191
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		174764147	83.7087	133661253	41102894	76.4809	23.5191
Public Non Institutions	E-Voting	46121225	348581	0.7558	341614	6967	98.0013	1.9987
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		348581	0.7558	341614	6967	98.0013	1.9987
Total		465588632	382681338	82.1930	341571477	41109861	89.2574	10.7426



Bharat Forge Ltd.								
Resolution Required: Special			2 - Re-appointment of Mr. Dipak Mane (DIN 01215889), as an Independent Director of the Company for a second term of five (5) consecutive years commencing with effect from June 21, 2024 up to June 20, 2029 (both inclusive).					
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	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	208776533	174764147	83.7087	168400293	6363854	96.3586	3.6414
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		174764147	83.7087	168400293	6363854	96.3586	3.6414
Public Non Institutions	E-Voting	46121225	348103	0.7548	335980	12123	96.5174	3.4826
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		348103	0.7548	335980	12123	96.5174	3.4826
Total		465588632	382680860	82.1929	376304883	6375977	98.3339	1.6661



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 03, 2024.

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 CIN: L25209PN1961PLC012046 ('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 Friday, May 10, 2024, 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
Peer Review No:669/2020
UDIN: F006156F000361929

Date: May 14, 2024
Place: Pune

Encl: Postal Ballot Report – Annexure-I

Annexure - I

Postal Ballot Report pursuant to notice of postal ballot dated April 03, 2024 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 ("the Listing Regulations"), General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, and General Circular No.03 / 2022 dated May 05, 2022 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA/MCA Circulars"), and other applicable provisions, if any, of the Listing Regulations, for the time being in force and as amended from time-to-time read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 ("SEBI Circulars"), the Secretarial Standards - 2 issued by the Institute of Company Secretaries of India ("SS-2") and other applicable provisions, if any, for obtaining approval of the members, by way of Ordinary and Special Resolutions, through Postal Ballot by way of electronic means ("remote e-voting or e-voting"), for the business as set out in the Notice]

We hereby submit as follows-

1. The compliance with the provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations, and the guidelines prescribed by the MCA for holding general meetings/conducting postal ballot process through e-voting vide MCA Circulars, and other applicable provisions, if any, of the Listing Regulations, for the time being in force and as amended from time-to-time read with SEBI Circulars, SS-2 and other applicable provisions, if any, for obtaining approval of the members, by way of Ordinary and Special Resolutions, through Postal Ballot by way of remote e-voting or e-voting for the business as set out in the captioned Notice, of **Bharat Forge Limited** (hereinafter referred to as 'the Company') 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 10, 2024, 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 04, 2024 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 11, 2024, 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 Wednesday, April 10, 2024 and the Advertisement published on Thursday, April 11, 2024 pursuant to Rule 22 (3) of the Companies (Management and Administration) Rules, 2014, the voting commenced on Thursday, April 11, 2024 (9.00 A.M.) and ended on Friday, May 10, 2024 (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 at around 5.34 P.M. on Friday, May 10, 2024 and the e-voting summary statement was downloaded from e-voting of NSDL- <https://www.evoting.nsdl.com>.
5. Report on the results of the voting is based on the data downloaded from the website of the e-voting agency 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:

Ordinary Resolution at item No. 1 – Re-appointment of Mr. Amit Kalyani (DIN: 00089430) as Whole-time Director designated as Vice Chairman and Joint Managing Director of the Company

Particulars		E-Voting	
		Number of Shareholders	Number of votes cast
I.	Total votes cast	1653	39,36,28,782
II.	Number of votes rejected /not voted	16	^1,09,47,444
III.	Total No. of valid votes cast	1637	*@38,26,81,338
	Number of valid votes in favour	1289	@34,15,71,477
	Number of valid votes against	352	*4,11,09,861
	Votes in favour of the resolution as a percentage of valid votes exercised		89.26%

@4 shareholders by remote e-voting holding 20,98,123 shares have voted in favour for 1,60,573 shares.

*4 shareholders by remote e-voting holding 20,98,123 shares have voted against for 19,37,550 shares.

^16 shareholders voted by remote e-voting holding 90,36,630 shares have been considered invalid and 5 shareholders have not voted to the extent of 19,10,814 shares .

Special Resolution at item No. 2 - Re-appointment of Mr. Dipak Mane (DIN:01215889), as an Independent Director of the Company

Particulars	E-Voting	
	Number of Shareholders	Number of votes cast
Total votes cast	1653	39,36,28,782
Number of votes rejected /not voted	20	^\$1,09,47,922
Total No. of valid votes cast	1633	*@\$38,26,80,860
Number of valid votes in favour	1493	@\$37,63,04,883
Number of valid votes against	146	*\$63,75,977
Votes in favour of the resolution as a percentage of valid votes exercised		98.33%

@6 shareholders by remote e-voting holding 41,06,572 shares have voted in favour for 19,86,539 shares.

* 6 shareholders by remote e-voting holding 41,06,572 shares have voted against for 8,92,509 shares.

\$1 shareholder has partially voted in favour, partially voted against, and partially not voted.

#4 shareholders have not voted for 478 shares.

^16 shareholders voted by remote e-voting holding 90,36,630 shares have been considered invalid and 5 shareholders have not voted to the extent of 19,10,814 shares.

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

Partner

FCS No: 6156

CP No: 2664

Peer Review No:669/2020

UDIN: F006156F000361929

Date: May 14, 2024

Place: Pune