

# BHARAT FORGE

SECT/BFL/CG-QIII/

January 14, 2017

The General Manager,  
Corporate Relationship Dept.,  
BSE Limited,  
1st Floor, New Trading Ring,  
Rotunda Building, P. J. Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.

(BSE SCRIP CODE – 500493)

The Manager,  
Listing Department,  
National Stock Exchange of India Ltd.,  
'Exchange Plaza', C-1, Block-G,  
Bandra-Kurla Complex,  
Bandra (East),  
Mumbai - 400 051.

Symbol	BHARATFORG
Series	EQ

**Re: Compliance Report on Corporate Governance for the quarter ended December 31, 2016.**

Dear Sir,

As required under regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Compliance Report on Corporate Governance in the prescribed proforma, for the quarter ended December 31, 2016.

Thanking You,

Yours faithfully,  
For Bharat Forge Limited

Tejaswini Chaudhari  
Deputy Company Secretary

Encl.: As above.



**KALYANI**  
GROUP COMPANY

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### General information about company

Scrip code	500493
Name of the entity	<b>BHARAT FORGE LIMITED</b>
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Quarterly
Date of Report	31-12-2016
Risk management committee	Applicable

Enter the quarter  
ended date only

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## Annexure I

Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Add Notes

Is there any change in information of board of directors compare to previous quarter

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
1	Mr	B.N. Kalyani	ABIPK5782A	00089380	Executive Director	Chairperson	MD	30-03-2013			5	3	1	
2	Mr	S.M. Thakore	AAAPT1967B	00031788	Non-Executive - Independent Director	Not Applicable	Shareholder Director	04-09-2014		60	6	4	1	
3	Mr	P.G. Pawar	AAUPP9272H	00018985	Non-Executive - Independent Director	Not Applicable	Shareholder Director	04-09-2014		60	4	2	3	
4	Mr	P.C. Bhalerao	ABGPB4062J	00037754	Non-Executive - Non Independent Director	Not Applicable	Shareholder Director	01-04-1998			1	1	1	
5	Mrs	Lalita D. Gupte	AAEPG5696C	00043559	Non-Executive - Independent Director	Not Applicable	Shareholder Director	04-09-2014		60	4	5	1	
6	Mr	P.H. Ravikumar	AAJPR6809H	00280010	Non-Executive - Independent Director	Not Applicable	Shareholder Director	04-09-2014		60	5	3	1	
7	Mr	Naresh Narad	ACBPN1531A	02737423	Non-Executive - Independent Director	Not Applicable	Shareholder Director	04-09-2014		60	1	0	0	
8	Mr	T. Mukherjee	AETPM7030H	00004777	Non-Executive - Independent Director	Not Applicable	Shareholder Director	04-09-2014		60	4	3	0	
9	Mr	Vimal Bhandari	ABJPB8612R	00001318	Non-Executive - Independent Director	Not Applicable	Shareholder Director	04-09-2014		60	5	2	0	
10	Mr	G.K. Agarwal	AANPA3555B	00037678	Executive Director	Not Applicable	CEO	01-04-2013			1	0	0	
11	Mr	Amit B. Kalyani	ABAPK7869A	00089430	Executive Director	Not Applicable	CEO	11-05-2014			6	3	0	
12	Mr	B.P. Kalyani	ABAPK7763R	00267202	Executive Director	Not Applicable	CEO	23-05-2016			1	0	0	
13	Mr	S.E. Tandale	AALPT0897M	00266833	Executive Director	Not Applicable	CEO	23-05-2016			1	0	0	
14	Mr	K.M. Saletore	ALAPS5378L	01705850	Executive Director	Not Applicable	CEO	02-02-2015			1	0	0	

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**Annexure 1**

**II. Composition of Committees**

Disclosure of notes on composition of committees explanatory

Add Notes

Is there any change in information of committees compare to previous quarter

No

Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
Add		Delete		<b>Enter only one committee member name in one row</b>	

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**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory **Add Notes**

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)
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1	03-09-2016	
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2	08-11-2016	65
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Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Add Notes

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
<p>Add Delete</p>							
1	Audit Committee	08-11-2016	Yes	All 4 members were present	05-08-2016	94	
2	Risk Management Committee	18-11-2016	Yes	Out of 4, 3 members were present			

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Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			<a href="#">Add Notes</a>
Disclosure of notes of material transaction with related party			<a href="#">Add Notes</a>

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## Annexure 1

## VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 100 listed entities)</b>	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	<a href="#">Add Notes</a>

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Sr	Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				<a href="#">Add Notes</a>

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### Signatory Details

Name of signatory	Tejaswini Chaudhari
Designation of person	<b>Compliance Officer</b>
Place	Pune
Date	13-01-2017

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