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General information about company

Scrip code	500493
NSE Symbol	BHARATFORG
MSEI Symbol	NA
ISIN	INE465A01025
Name of the entity	BHARAT FORGE LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

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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			
Whether the listed entity has a Regular Chairperson																	Yes			
Whether Chairperson is related to MD or CEO																	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 Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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 for not providing PAN	Notes for not providing DIN
Add																	Delete			
1	Mr	B.N. Kalyani	ABIPK5782A	00089380	Executive Director	Chairperson	MD	07-01-1949	NA		30-03-1993	30-03-2018			5	0	3	0		
2	Mr	S.M. Thakore	AAAPT1967B	00031788	Non-Executive - Independent Director	Not Applicable		31-07-1947	NA		27-06-1986	04-09-2019		60	4	4	8	1		
3	Mr	P.G. Pawar	AAUPP9272H	00018985	Non-Executive - Independent Director	Not Applicable		15-10-1944	Yes	13-08-2019	24-05-2005	04-09-2019		60	3	3	4	3		
4	Mr	P.C. Bhalerao	ABGPB4062J	00037754	Non-Executive - Non Independent Director	Not Applicable		04-03-1950	NA		01-04-1998				1	0	2	1		
5	Mrs	Lalita D. Gupte	AAEPG5696C	00043559	Non-Executive - Independent Director	Not Applicable		04-10-1948	NA		05-12-2006	04-09-2019		60	5	5	7	2		
6	Mr	P.H. Ravikumar	AAJPR6809H	00280010	Non-Executive - Independent Director	Not Applicable		20-07-1951	NA		03-04-2001	04-09-2019		60	3	3	5	2		
7	Mr	Vimal Bhandari	ABJPB8612R	00001318	Non-Executive - Independent Director	Not Applicable		23-08-1958	NA		08-02-2013	04-09-2019		60	4	4	2	1		
8	Mr	Dipak Mane	AEGPB3894K	01215889	Non-Executive - Independent Director	Not Applicable		23-11-1960	NA		21-06-2019	21-06-2019		60	1	1	0	0		
9	Mr	Murali Sivaraman	BGGP55159F	01461231	Non-Executive - Independent Director	Not Applicable		21-04-1961	NA		21-06-2019	21-06-2019		60	3	3	3	1		
10	Mr	G. K. Agarwal	AANPA3555B	00037678	Executive Director	Not Applicable		17-02-1951	NA		01-04-1998	01-04-2018			1	0	0	0		
11	Mr	Amit B. Kalyani	ABAPK7869A	00089430	Executive Director	Not Applicable		26-07-1975	NA		11-05-2004	11-05-2019			7	1	1	0		
12	Mr	B. P. Kalyani	ABAPK7763R	00267202	Executive Director	Not Applicable		31-07-1962	NA		23-05-2006	23-05-2016			1	0	0	0		
13	Mr	S. E. Tandale	AALPT0897M	00266833	Executive Director	Not Applicable		24-09-1968	NA		23-05-2006	23-05-2016			1	0	0	0		
14	Mr	K. M. Saletore	ALAPS5378L	01705850	Executive Director	Not Applicable		04-09-1966	NA		02-02-2015	02-02-2020			1	0	1	0		

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Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

[Add Notes](#)

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto December 31, 2019.
3. Date of Cessation must be for the current quarter only, i.e. October 1, 2019 to December 31, 2019.

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00018985	P.G. Pawar	Non-Executive - Independent Director	Chairperson	25-10-2008		
2	00031788	S.M. Thakore	Non-Executive - Independent Director	Member	22-01-2009		
3	00280010	P.H. Ravikumar	Non-Executive - Independent Director	Member	25-10-2008		
4	00037754	P.C. Bhalerao	Non-Executive - Non Independent Director	Member	25-10-2008		
5							
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7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00018985	P.G. Pawar	Non-Executive - Independent Director	Chairperson	27-05-2014		
2	00031788	S.M. Thakore	Non-Executive - Independent Director	Member	27-05-2014		
3	00001318	Vimal Bhandari	Non-Executive - Independent Director	Member	27-05-2014		
4	00037754	P.C. Bhalerao	Non-Executive - Non Independent Director	Member	27-05-2014		
5							
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8							
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10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson			Yes		
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Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00037754	P.C. Bhalerao	Non-Executive - Non Independent Director	Chairperson	27-05-2014		
2	00089380	B.N. Kalyani	Executive Director	Member	27-05-2014		
3	00043559	Lalita D. Gupte	Non-Executive - Independent Director	Member	27-05-2014		
4							
5							
6							
7							
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9							
10							

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00089380	B.N. Kalyani	Executive Director	Chairperson	02-02-2015		
2	00018985	P.G. Pawar	Non-Executive - Independent Director	Member	02-02-2015		
3	00089430	Amit B. Kalyani	Executive Director	Member	02-02-2015		
4	00037754	P.C. Bhalerao	Non-Executive - Non Independent Director	Member	02-02-2015		
5							
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Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00018985	P.G. Pawar	Non-Executive - Independent Director	Chairperson	27-05-2014		
2	00089380	B.N. Kalyani	Executive Director	Member	27-05-2014		
3	00089430	Amit B. Kalyani	Executive Director	Member	27-05-2014		
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Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
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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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
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1	08-11-2019			Yes	13	7
2	10-02-2020	93		Yes	14	7

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* to be filled in only for the current quarter meetings

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IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

[Add Notes](#)

Sr	Name of Committee	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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	19-10-2019				Yes	3	2
2	Audit Committee	08-11-2019	19			Yes	4	3
3	Audit Committee	10-02-2020	93			Yes	4	3
4	Nomination and remuneration committee	08-11-2019				Yes	4	3
5	Nomination and remuneration committee	10-02-2020	93			Yes	4	3

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* to be filled in only for the current quarter meetings

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V. Related Party Transactions

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			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.bharatforge.com
2	Terms and conditions of appointment of independent directors	Yes		www.bharatforge.com
3	Composition of various committees of board of directors	Yes		www.bharatforge.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.bharatforge.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.bharatforge.com
6	Criteria of making payments to non-executive directors	Yes		www.bharatforge.com
7	Policy on dealing with related party transactions	Yes		www.bharatforge.com
8	Policy for determining 'material' subsidiaries	Yes		www.bharatforge.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.bharatforge.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.bharatforge.com
11	email address for grievance redressal and other relevant details	Yes		www.bharatforge.com
12	Financial results	Yes		www.bharatforge.com
13	Shareholding pattern	Yes		www.bharatforge.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		www.bharatforge.com
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.bharatforge.com
18	Credit rating or revision in credit rating obtained	Yes		www.bharatforge.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.bharatforge.com
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.bharatforge.com
21	Materiality Policy as per Regulation 30	Yes		www.bharatforge.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.bharatforge.com
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.bharatforge.com
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

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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 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	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	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Tejaswini Chaudhari
2	Designation	Company Secretary and Compliance Officer

Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	

39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				Add Notes

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Annexure II		
1	Name of signatory	Tejaswini Chaudhari
2	Designation	Company Secretary and Compliance Officer

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Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any other information to be provided		Add Notes

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Annexure II

1	Name of signatory	Tejaswini Chaudhari
2	Designation	Company Secretary and Compliance Officer

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Signatory Details

Name of signatory	Tejaswini Chaudhari
Designation of person	Company Secretary and Compliance Officer
Place	Pune
Date	13-05-2020

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