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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 LTD        |
| Date of start of financial year                                | 01-04-2020              |
| Date of end of financial year                                  | 31-03-2021              |
| Reporting Quarter  | Yearly                  |
| Date of Report   | 31-03-2021              |
| 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

| SN | Title | Name of Director | PAN        | DIN     | Category 1 of directors                  | Category 2 of directors | Category 1 of directors | Date of Birth | Whether special resolution passed? | 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) |
|----|-------|------------------|------------|---------|--|-------------------------|-------------------------|---------------|------------------------------------|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|
| 1  | Mr    | B.N. Kalyani     | ABIPK5782A | 89380   | Executive Director                       | Chairperson             | MD                      | 07/01/1949    | NA                                 |                                    | 30/03/1993                  | 30/03/2018             |                   |                                | 5  | 0   | 3   | 0  |
| 2  | Mr    | S.M. Thakore     | AAAPT1967B | 31788   | Non-Executive - Independent Director     | Not Applicable          |                         | 31/07/1947    | NA                                 |                                    | 27/06/1986                  | 04/09/2019             |                   | 60                             | 4  | 4   | 6   | 1  |
| 3  | Mr    | P.G. Pawar       | AAUPP9272H | 18985   | Non-Executive - Independent Director     | Not Applicable          |                         | 15/10/1944    | Yes                                | 13/08/2019                         | 24/05/2005                  | 04/09/2019             |                   | 60                             | 2  | 2   | 2   | 2  |
| 4  | Mr    | P.C. Bhalerao    | ABGPB4062J | 37754   | Non-Executive - Non Independent Director | Not Applicable          |                         | 04/03/1950    | NA                                 |                                    | 01/04/1998                  |                        |                   |                                | 1  | 0   | 2   | 1  |
| 5  | Mrs   | Lalita D. Gupte  | AAEPG5696C | 43559   | Non-Executive - Independent Director     | Not Applicable          |                         | 04/10/1948    | NA                                 |                                    | 05/12/2006                  | 04/09/2019             |                   | 60                             | 4  | 4   | 5   | 0  |
| 6  | Mr    | P.H. Ravikumar   | AAJPR6809H | 280010  | Non-Executive - Independent Director     | Not Applicable          |                         | 20/07/1951    | NA                                 |                                    | 03/04/2001                  | 04/09/2019             |                   | 60                             | 3  | 3   | 8   | 4  |
| 7  | Mr    | Vimal Bhandari   | ABJPB8612R | 1318    | Non-Executive - Independent Director     | Not Applicable          |                         | 23/08/1958    | NA                                 |                                    | 08/02/2013                  | 04/09/2019             |                   | 60                             | 5  | 4   | 3   | 1  |
| 8  | Mr    | Dipak Mane       | AEGPB3894K | 1215889 | Non-Executive - Independent Director     | Not Applicable          |                         | 23/11/1960    | NA                                 |                                    | 21/06/2019                  | 21/06/2019             |                   | 60                             | 1  | 1   | 0   | 0  |
| 9  | Mr    | Murali Sivaram   | BGGPS5159F | 1461231 | Non-Executive - Independent Director     | Not Applicable          |                         | 21/04/1961    | NA                                 |                                    | 21/06/2019                  | 21/06/2019             |                   | 60                             | 3  | 3   | 3   | 0  |
| 10 | Mr    | G. K. Agarwal    | AANPA3555B | 37678   | Executive Director                       | Not Applicable          |                         | 17/02/1951    | NA                                 |                                    | 01/04/1998                  | 01/04/2018             |                   |                                | 1  | 0   | 0   | 0  |
| 11 | Mr    | Amit B. Kalyani  | ABAPK7869A | 89430   | Executive Director                       | Not Applicable          |                         | 26/07/1975    | NA                                 |                                    | 11/05/2004                  | 11/05/2019             |                   |                                | 7  | 1   | 2   | 0  |
| 12 | Mr    | B. P. Kalyani    | ABAPK7763R | 267202  | Executive Director                       | Not Applicable          |                         | 31/07/1962    | NA                                 |                                    | 23/05/2006                  | 23/05/2016             |                   |                                | 1  | 0   | 0   | 0  |
| 13 | Mr    | S. E. Tandale    | AALPT0897M | 266833  | Executive Director                       | Not Applicable          |                         | 24/09/1968    | NA                                 |                                    | 23/05/2006                  | 23/05/2016             |                   |                                | 1  | 0   | 0   | 0  |
| 14 | Mr    | K. M. Saletore   | ALAPS5378L | 1705850 | Executive Director                       | Not Applicable          |                         | 04/09/1966    | NA                                 |                                    | 02/02/2015                  | 02/02/2020             |                   |                                | 1  | 0   | 1   | 0  |

**Annexure 1****II. Composition of Committees****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 |
| 1   | 00018985   | P.G. Pawar                | Non-Executive - Independent Director     | Chairperson             | 25-10-2008          |
| 2   | 00031788   | S.M. Thakore              | Non-Executive - Independent Director     | Member                  | 25-10-2008          |
| 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          |

**Nomination and Remuneration 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 |
| 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 |

| Stakeholder Relationship 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 |
| 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          |

| Risk Management 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 |
|----|------------|---------------------------|--|-------------------------|---------------------|
| 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          |

| Risk Management 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 |
| 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          |

## Annexure 1

### III. Meeting of Board of Directors

| Sr | Date(s) of meeting<br>(Enter dates of<br>Previous quarter and<br>Current quarter in<br>chronological order) | Maximum gap between any<br>two consecutive (in number of<br>days) | Notes for not<br>providing Date | Whether<br>requirement of<br>Quorum met<br>(Yes/No) | Number of<br>Directors present* | No. of<br>Independent<br>Directors<br>attending the<br>meeting* |
|----|---|---|---------------------------------|---|---------------------------------|---|
| 1  | 11-11-2020  |   | Add Notes                       | Yes   | 14                              | 7   |
| 2  | 04-12-2020  | 22  | Add Notes                       | Yes   | 14                              | 7   |
| 3  | 12-02-2021  | 69  | Add Notes                       | Yes   | 14                              | 7   |
| 4  | 19-03-2021  | 34  | Add Notes                       | Yes   | 13                              | 7   |

## Annexure 1

### IV. Meeting of Committees

#### Disclosure of notes on meeting of committees explanatory

| 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                           | 11-11-2020  |   |                         |                               | Yes  | 4                            | 3   |
| 2  | Nomination and remuneration committee     | 11-11-2020  |   |                         |                               | Yes  | 4                            | 3   |
| 3  | Audit Committee                           | 10-12-2020  |   |                         |                               | Yes  | 4                            | 3   |
| 4  | Audit Committee                           | 12-02-2021  | 63  |                         |                               | Yes  | 4                            | 3   |
| 5  | Corporate Social Responsibility Committee | 12-02-2021  |   |                         |                               | Yes  | 3                            | 1   |
| 6  | Nomination and remuneration committee     | 12-02-2021  |   |                         |                               | Yes  | 4                            | 3   |
| 7  | Audit Committee                           | 19-03-2021  |   |                         |                               | Yes  | 4                            | 3   |

| Annexure 1   |  |                                  |   |
|--|--|----------------------------------|---|
| V. Related Party Transactions                                  |  |                                  |   |
| Sr   | Subject  | Compliance status<br>(Yes/No/NA) | If status is “No” details of non-compliance may be<br>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              |  |                                  | <div>Add Notes</div>  |
| Disclosure of notes of material transaction with related party |  |                                  | <div>Add Notes</div>  |



**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**

| <b>Sr</b> | <b>Item</b>   | <b>Compliance status<br/>(Yes/No/NA)</b> | <b>If status is “No” details<br/>of non-compliance may<br/>be given here.</b> | <b>Web address</b>  |
|-----------|---|--|---|---------------------|
| 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]  |     |  |                     |

| 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<br><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.<br><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.<br><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.<br><b>d. Risk management committee (applicable to the top 500 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>   | <b>Add Notes</b>           |

| Annual Affirmation |   |                        |                               |
|--------------------|---|------------------------|-------------------------------|
| Sr                 | Particulars   | Regulation Number      | Compliance status (Yes/No/NA) |
| 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 |   |               |     |

| 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 |  | <a href="#">Add Notes</a>     |

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