

# BHARAT FORGE

August 10, 2023

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,

**Sub: Proceedings of the 62<sup>nd</sup> Annual General Meeting of the Company held on Thursday, August 10, 2023 pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith brief proceedings of the **62<sup>nd</sup> Annual General Meeting (AGM)** of the Company held on **Thursday, August 10, 2023** through Video Conferencing ["VC"]/Other Audio Visual Means ["OAVM"].

This is for your information and records.

Thanking you,

Yours Faithfully,  
**For Bharat Forge Limited**

**Tejaswini Chaudhari**  
**Company Secretary and Compliance Officer**

**Encl: As above**



**KALYANI**

# BHARAT FORGE

## Summary of proceedings of the 62<sup>nd</sup> Annual General Meeting

The 62<sup>nd</sup> Annual General Meeting (AGM) of the Members of Bharat Forge Limited ('the Company') was held on **Thursday, August 10, 2023** commenced at 11:00 A.M. (I.S.T.) through Video Conferencing ["VC"/Other Audio Visual Means ["OAVM"]].

Ms. Tejaswini Chaudhari, Company Secretary of the Company welcomed the shareholders and briefed on certain points regarding the participation in the meeting through VC. It was informed that there was no proxy facility available for this meeting, as it was dispensed by Ministry of Corporate Affairs ("MCA") while other statutory registers were available for inspection electronically.

After that Mr. B. N. Kalyani, Chairman and Managing Director of the Company, chaired the Meeting. The Chairman informed the Members that in accordance with the directives issued by MCA and Securities and Exchange Board of India ("SEBI") and in compliance with the applicable provisions of the Companies Act, 2013 ("Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the AGM of the Company was convened through VC / OAVM. The requisite quorum being present, the Chairman called the Meeting to order. The Chairman placed on record sincere appreciation for the contributions made by Mr. Kishore Saletore, who recently stepped down from the Board of the Company. Further, all the Board members present in the meeting introduced themselves and informed the location from where they are attending the meeting.

The Chairman thereafter informed that the representatives of Statutory Auditors, Secretarial Auditors and Cost Auditors of the Company were also present through VC.

With the consent of the Members, the Notice convening the 62<sup>nd</sup> AGM was taken as read. The Chairman informed the Members that there being no qualifications, observations and comments on financial transactions or matters in the Auditor's Report as well as Secretarial Auditor's Report, the same was not required to be read.

The Chairman commenced his speech and briefed the Members on the business operations, financial performance and the achievements of the Company. In addition, he also addressed how the Company managed its growth across all segments and geographies despite challenging macro conditions. He then spoke on how the Company is harvesting benefits from diversification of Company's business, outlook on overseas operations, new developments in the Industrial Castings area and how the Company is upholding Hon'ble Prime Minister's vision for the country to be AatmaNirbhar and Sashakt Bharat. He also shed light on developments in the Defence business, a major testament of which being the first artillery export order



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# BHARAT FORGE

bagged by the Company & the shipment of the same in Q1 FY24. He briefed on the E-mobility initiatives of the Company, ESG initiatives and concluded his speech with Vision 2030.

The Chairman further informed the shareholders that pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided Members the facility to cast their vote electronically in respect of all businesses set forth in the Notice. The remote e-voting facility was kept open for the period of 3 (three) days i.e. between **Monday, August 07, 2023 (9:00 A.M.) to Wednesday, August 09, 2023 (5:00 P.M.)**. Members who were present in the AGM through VC/OAVM facility and had not cast their vote through remote e-voting were provided an opportunity to cast their votes electronically during the AGM through the platform of Link Intime India Private Limited.

The following items of business as set forth in the Notice of AGM dated May 05, 2023, which were issued on July 17, 2023, were transacted at the Meeting:

SN	Agenda Item	Resolution Type
<b>Ordinary Business</b>		
1	To consider and adopt: a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, and the report of Auditors thereon.	Ordinary Resolution
2	To declare a final dividend on Equity Shares for the Financial Year ended March 31, 2023.	Ordinary Resolution
3	To appoint a Director in the place of Mr. S. E. Tandale (DIN: 00266833), who retires by rotation, and being eligible, offers himself for re-appointment as a director liable to retire by rotation.	Ordinary Resolution
<b>Special Business</b>		
4	Ratification of remuneration of Cost Auditors	Ordinary Resolution
5	Revision in terms of remuneration of Mr. B. P. Kalyani (DIN: 00267202), Executive Director	Ordinary Resolution
6	Revision in terms of remuneration of Mr. S. E. Tandale (DIN: 00266833), Executive Director	Ordinary Resolution
7	Approve Material Related Party Transactions with	Ordinary



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	Saarloha Advanced Materials Private Limited	Resolution
8	Approve Material Related Party Transactions with Kalyani Steels Limited	Ordinary Resolution

Thereafter, Members who had registered as Speaker within prescribed timeline were requested to ask queries. Relevant response to the queries / suggestions raised by the Members was given by the Chairman.

Post the Q&A session, the Chairman informed the Members that the e-Voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. The Board of Directors has appointed Mr. Sridhar Mudaliar failing him Mr. Sheetal Joshi, Partners of M/s. SVD & Associates, Company Secretaries, Pune, as the Scrutinizer to scrutinize the e-voting and remote e-voting process in a fair and transparent manner. The Chairman authorized the Company Secretary to declare the results of the voting and place the results on the website of the Company at the earliest. The Chairman also informed that the results of voting will be declared on receipt of Scrutinizer's Report within two working days of conclusion of AGM.

To mark the closure of the meeting the Chairman thanked all the Members for their active participation and co-operation.

The AGM concluded at 12:15 PM (I.S.T.) (including the time allowed for e-voting at the AGM).

This is for your information and records.

Yours Faithfully,  
**For Bharat Forge Limited**

**Tejaswini Chaudhari**  
**Company Secretary and Compliance Officer**  
**August 10, 2023**



**KALYANI**