

February 03, 2026

To,

**Bombay Stock Exchange Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort, Mumbai – 400 001

**Scrip Code:** 513509

**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 051

**Symbol:** KALYANIFRG

**Subject - Postal Ballot Notice - Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").**

Dear Sir / Madam,

Pursuant to the Regulation 30 of the Listing Regulations, we enclose a copy of Postal Ballot Notice dated February 03, 2026 ("Notice"), seeking the approval of the shareholders of the Company for the following Special Resolution, by way of remote electronic voting only ("e-voting"):

1. Appointment of Mr. Viswanathan Swaminathan (DIN: 00638389) as an Independent Director on the Board of Kalyani Forge Limited.

Notice of Postal Ballot dated Tuesday, February 03, 2025 ("Notice"), has been sent by the Company on Tuesday, February 03, 2025 only through electronic mode, to those shareholders whose e-mail addresses are registered with the Company/NSDL and Central Depository Services (India) Limited (collectively referred to as "Depositories") and whose names are recorded in the Register of Members/Register of Beneficial Owners maintained by the Depositories as on Friday, January 30, 2026 ("Cut-Off date").

The Company has engaged the services of MUFG Intime India Private Limited ("RTA") to provide e-voting facility.

The remote e-voting period commences from 09.00 a.m. (IST) on Wednesday, February 04, 2026 and ends at 05.00 p.m. (IST) on Thursday, March 05, 2026. The e-voting module will be disabled by RTA thereafter. Electronic Voting Event Number (EVEN) of the Company is 260039. Only members whose names are recorded in the Register of Members / Register of Beneficial Owners maintained by the Depositories as on the Cut-off date will be entitled to cast their votes.

**CIN:** L28910MH1979PLC020959

**REGD OFFICE:** Shangrila Gardens, 1st Floor, 'C' Wing, Opp. Bund Garden, Pune: 411001

Tel. +91 2137 252335/755 Fax +91 2137 252344

Website: [www.kalyaniforge.com](http://www.kalyaniforge.com)

Email: [companysecretary@kforge.com](mailto:companysecretary@kforge.com)

This Postal Ballot Notice will also be available on the Company's website at [www.kalyaniforge.co.in](http://www.kalyaniforge.co.in) and on the website of the RTA at <https://instavote.linkintime.co.in>.

This is for your information and records.

Thanking you,

Yours faithfully,  
**For Kalyani Forge Limited**

**Ms. Aishwarya Parwal**  
**Company Secretary & Compliance Officer**  
**Encl.: As above**

**CIN: L28910MH1979PLC020959**

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Website: [www.kalyaniforge.com](http://www.kalyaniforge.com)

Email: [companysecretary@kforge.com](mailto:companysecretary@kforge.com)



KALYANI

KALYANI FORGE LIMITED

(CIN: L28910MH1979PLC020959)

Regd. Office: Shangrila Gardens, "C" Wing, 1<sup>st</sup> Floor,  
Opposite Bund Garden, Pune 411 001

E-mail: [companysecretary@kforge.com](mailto:companysecretary@kforge.com), Website: [www.kalyaniforge.com](http://www.kalyaniforge.com)

## POSTAL BALLOT NOTICE

Dear Shareholders,

Notice is hereby given pursuant to the provisions of Sections 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (**the "Act"**), read together with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (**the "Management Rules"**), (including any statutory modification or re-enactment thereof for the time being in force) and any other applicable provisions of the Act and the rules made thereunder, read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and the subsequent Circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 and other relevant and applicable circulars issued by the Ministry of Corporate Affairs (collectively **"MCA Circulars"**) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("**Listing Regulations**") 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/0155 dated November 11, 2024 and SEBI Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 (collectively **"SEBI Circulars"**) and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("**SS-2**"), that the special resolution set-out below is proposed to be passed by way of Postal Ballot by voting through electronic means only ("**e-voting**") Process.

In compliance with MCA Circulars and SEBI Circulars, this Notice is being sent only through electronic mode to those Members whose e-mail address is registered with the Company / Depository Participant(s) as on Friday, January 30, 2026 ("**Cut-off date**"). If the email address of any Member is not registered or updated with the Company / Depository Participant(s), they may follow the process provided in the Notes hereunder to receive the Notice, login ID and password for remote e-Voting.

In compliance with Regulation 44 of the Listing Regulations, Sections 108 and 110 of the Act read with the rules framed thereunder along with MCA Circulars and SEBI Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot form. Accordingly, the Postal Ballot Notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company / Depository Participant ("**DP**").

Members desiring to exercise their votes are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice.

A statement pursuant to Section 102 of the Act ("**Explanatory Statement**") read with Listing Regulations and other applicable laws setting out material facts and relating to the following special resolutions and the rationale / justification thereof, is annexed hereto for your consideration.

The e-voting period commences on **Wednesday, February 04, 2026 (9:00 a.m. IST)** and ends on **Thursday, March 05, 2026 (5:00 p.m. IST)**.

Pursuant to Rule 22(5) of the Management Rules, CS Ishan Padhye (Membership No. F12177) (CP No. 18838), Partners of M/s. PGBP & Associates, Company Secretaries, Pune have been appointed as the ("**Scrutinizer**"), to scrutinize the e-voting process in a fair and transparent manner.

The Scrutinizer will submit his/her report to the Chairperson of the Company after completion of scrutiny of the e-voting. The results shall be declared within a period of 2 working days from the conclusion of the e-voting and communicated to BSE Limited ("**BSE**"), National Stock Exchange of India Limited ("**NSE**") and National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") (together the "**Depositories**"), and MUFG Intime India Private Limited ("Registrar and Share Transfer Agent" or "**RTA**"). The results will also be displayed at the Company's registered office and on its website at [www.kalyaniforge.com](http://www.kalyaniforge.com).

*The resolution, if passed by the requisite majority, shall be deemed to have been passed on Thursday, March 5, 2026 i.e. the last date specified for e-voting.*

## SPECIAL BUSINESS

- Item no. 1 – Appointment of Mr. Viswanathan Swaminathan (DIN: 00638389) as an Independent Director of the Company.

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to sections 149,152, Schedule IV and the other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being force) and pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, recommendation and approval of the Nomination and Remuneration Committee and that of the Board of Directors, Mr. Viswanathan Swaminathan (DIN: 00638389), who was appointed as an Additional Director in the capacity of an Independent Director with effect from November 12, 2025, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations, be and is hereby appointed as an Independent Director of the Company for a period of 5 (five) years with effect from November 12, 2025 till November 12, 2030, and that he shall not be liable to retire by rotation.

**"RESOLVED FURTHER THAT**, any of the director(s) of the Company be and hereby severally authorized to comply with the provisions of the Companies Act, 2013 in relation to the appointment and file necessary form with the Registrar of Companies and to intimate the appointment to stock exchanges and to other authorities."

**Registered Office:**

Shangrila Gardens, 1st Floor, 'C' Wing,  
Opp. Bund Garden, Pune: 411001  
Tel. +91 2137 252335/755 Fax +91 2137 252344  
Website: [www.kalyaniforge.com](http://www.kalyaniforge.com)  
Email: [companysecretary@kforge.com](mailto:companysecretary@kforge.com)

**By order of the Board of Directors**

For Kalyani Forge Limited

Sd/-

**Ms. Aishwarya Parwal**  
Company Secretary

**Date:** February 03, 2026

**Place:** Pune

**NOTES:**

1. The Explanatory Statement pursuant to Section 102 read along with Section 110 of the Act and pursuant to the Listing Regulations, 2015 and other applicable laws, setting out material facts relating to the special business proposed to be transacted, is enclosed hereto for your kind consideration and forms part of the Notice.
2. The Postal Ballot Notice is being sent to the shareholders of the Company whose names appear on the Register of Members/List of Beneficial Owners as received from the Depositories as on January 30, 2026. The Postal Ballot Notice is being sent to shareholders in electronic form to the email addresses registered with their depository participants (in case of electronic shareholding) or the email addresses registered with the Company's Registrar and Share Transfer Agent (in case of physical shareholding). Shareholders may note that this notice is also available on the website of the Company ([www.kalyaniforge.com](http://www.kalyaniforge.com)) as well as on MUFG Intime India Private Limited website <https://instavote.linkintime.co.in/>. Shareholders whose names appear on the Register of Members/List of Beneficial Owners as on January 30, 2026, will be considered for the purpose of voting/remote e-voting.
3. Resolutions passed by the shareholders through Postal Ballot are deemed to have been passed as if they have been passed at a General Meeting of the shareholders.
4. Voting rights shall be reckoned on the paid-up value of equity shares registered in the name of the shareholders as on January 30, 2026 ("Cut-Off Date"). Only those shareholders whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date will be entitled to cast their votes. A person who is not a shareholder on the Cut-Off Date should treat this notice for information purpose only.
5. In compliance with the provisions of Section 108 and 110 of the Act read with the rules made thereunder, as amended and Regulation 44 of the Listing Regulations, the Company is pleased to provide remote e-voting facility to its Shareholders, holding equity shares in physical or dematerialized form, as on the Cut-Off Date, being January 30, 2026, to exercise their right to vote by electronic means on the businesses specified in the accompanying Notice through the electronic voting service facility arranged by MUFG Intime India Private Limited. The instructions for remote e-voting are annexed to this Postal Ballot Notice.

6. A shareholder cannot exercise his vote by proxy on Postal Ballot.
7. The Scrutinizer will submit his report to the Chairperson or any other person authorized by him after the completion of scrutiny, and the result of the voting by Postal Ballot will be announced by the Chairperson of the Company or any other person authorized by him **on or before 17:00 hours IST on Tuesday, March 7, 2026** at the Registered Office of the Company. The result of the voting will also be displayed on the website of the Company ([www.kalyaniforge.com](http://www.kalyaniforge.com)), besides being communicated to the Stock Exchanges.
8. The resolution(s), if passed by the requisite majority shall be deemed to have been passed on March 5, 2026, i.e. the last date specified for receipt of remote e-voting.
9. All the material documents referred to in the explanatory statement will be available for inspection at the Registered Office of the Company between 10:00 a.m. and 4:00 p.m. IST on all working days from the date of dispatch of the Postal Ballot Notice until the last date for receipt of votes by remote e-voting.
10. A person whose name is recorded in the register of members or in register of beneficial owners maintained by the Depositories as on January 30, 2026, only shall be entitled to avail the facility of remote e-voting.
11. Contact details of the person responsible to address the queries/grievances connected with the voting by electronic means are as under:-
  - i) CS Ishan Padhye, Scrutinizer, Email: [pgbpandassociates@gmail.com](mailto:pgbpandassociates@gmail.com)

#### ❖ REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS

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In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access remote e-Voting facility.

#### Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

#### METHOD 1 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on “Beneficial Owner” icon under “IDeAS Login Section”.
- b) Click on “Beneficial Owner” icon under “IDeAS Login Section”.
- c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on “Access to e-Voting” under e-Voting services.
- d) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.



### Shareholders not registered for IDeAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”.
- Enter the last 4 digits of your bank account / generate ‘OTP’
- Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.



### **METHOD 2 - NSDL e-voting website**

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the “Login” tab available under ‘Shareholder/Member’ section.
- Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

### **METHOD 3 - NSDL OTP based login**

- Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- Enter the OTP received on your registered email ID/ mobile number and click on login.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

### **Individual Shareholders registered with CDSL Easi/ Easiest facility**

#### **METHOD 1 - CDSL Easi/ Easiest facility:**

##### Shareholders registered for Easi/ Easiest facility:

- Visit URL: <https://web.cDSLindia.com/myeasitoken/Home/Login> or [www.cDSLindia.com](http://www.cDSLindia.com) & click on New System Myeasi Tab.
- Enter existing username, Password & click on “Login”.
- Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

- a) To register, visit URL: <https://web.cDSLindia.com/myeasitoken/Home/EasiRegistration/> <https://web.cDSLindia.com/myeasitoken/Home/EasiestRegistration>.
- b) Proceed with updating the required fields for registration.
- c) Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).

**METHOD 2 - CDSL e-voting page**

- a) Visit URL: <https://www.cDSLindia.com>
- b) Go to e-voting tab.
- c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Individual Shareholders holding securities in demat mode with Depository Participant**

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.**

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

**STEP 1: LOGIN / SIGNUP to InstaVote**

Shareholders registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Login” under ‘SHARE HOLDER’ tab.



b) Enter details as under:

1. User ID: Enter User ID
2. Password: Enter existing Password
3. Enter Image Verification (CAPTCHA) Code
4. Click "Submit".

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

#### Shareholders not registered for INSTAVOTE facility:

a) Visit URL: <https://instavote.linkintime.co.in> & click on "**Sign Up**" under 'SHARE HOLDER' tab & register with details as under:

- A. User ID: Enter User ID
- B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
- C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
- D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
  - o Shareholders holding shares in **NSDL form**, shall provide 'point 4' above
  - o Shareholders holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
- E. Set the password of your choice.

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

(The password should contain minimum 8 characters, at least one special Character (!#\$&\*), at least one numeral, at least one alphabet and at least one capital letter).

- F. Enter Image Verification (CAPTCHA) Code.
- G. Click "Submit" (You have now registered on InstaVote).

Post successful registration, click on "**Login**" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

#### STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on “Vote as per Proxy Advisor’s Recommendation” option and view proxy advisor recommendations for each resolution before casting vote. “Vote as per Proxy Advisor’s Recommendation” option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

### **Guidelines for Institutional shareholders (“Custodian / Corporate Body/ Mutual Fund”)**

#### **STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration**

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on “Sign Up” under “Custodian / Corporate Body/ Mutual Fund”
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person’s email ID. (You have now registered on InstaVote)

#### **STEP 2 – Investor Mapping**

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on “Investor Mapping” tab under the Menu Section
- C. Map the Investor with the following details:
  - 1) ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
  - 2) ‘Investor’s Name - Enter Investor’s Name as updated with DP.
  - 3) ‘Investor PAN’ - Enter your 10-digit PAN.
  - 4) ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report Section”.

#### **STEP 3 – Steps to cast vote for Resolutions through InstaVote**

The corporate shareholder can vote by two methods, during the remote e-voting period.

#### **METHOD 1 - VOTES ENTRY**



- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Votes Entry" tab under the Menu section.
- c) Enter the "Event No." for which you want to cast vote.  
Event No. can be viewed on the home page of InstaVote under "On-going Events".
- d) Enter "16-digit Demat Account No.".
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

## **METHOD 2 - VOTES UPLOAD**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see "Notification for e-voting".
- c) Select "View" icon for "Company's Name / Event number".
- d) E-voting page will appear.
- e) Download sample vote file from "Download Sample Vote File" tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
- g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.  
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

### **Helpdesk:**

#### **Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com) or contact on: - Tel: 022 – 4918 6000.

#### **Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**Forgot Password:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on “Login” under ‘SHARE HOLDER’ tab.
- Click “forgot password?”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click “forgot password?”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

*In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$&\*), at least one numeral, at least one alphabet and at least one capital letter.*

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

**General Instructions - Shareholders**

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

**EXPLANATORY STATEMENT PURSUANT TO SECTIONS 102, 110 OF THE COMPANIES ACT, 2013 AND SEBI LISTING REGULATIONS SETTING OUT MATERIAL FACTS IN RESPECT OF SPECIAL BUSINESS PROPOSED IN THIS NOTICE (“EXPLANATORY STATEMENT”)**

➤ **Item no. 1**

Pursuant to Section 161 of the Companies Act, 2013, and other applicable provisions, the Board, at its meeting held on November 12, 2025 appointed Mr. Viswanathan Swaminathan (DIN: 00638389) (“Viswanathan”) as an Additional Director in the capacity of Independent Director of the Company for a term of five (5) years with effect from November 12, 2025 to November 12, 2030 subject to the approval of the shareholders through a special resolution

The Company has received all statutory disclosures / declarations, including:

- i) Consent in writing to act as director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014,
- ii) Intimation in Form DIR 8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act,
- iii) Declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and under LODR Regulations,
- iv) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018 that he has not been debarred from holding office of a Director by virtue of any order passed by the SEBI or any other such authority,
- v) Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge duties as an Independent Director of the Company;
- vi) Confirmation that he is in compliance with Rules 6(1) and 6(2) of the Appointment Rules, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs,

As per Regulations 17(1C) and 25(2A) of the Listing Regulations, the Company is required to take approval of shareholders for appointment of a person on the Board of Directors at the next general meeting or within a period of three months from the date of appointment, whichever is earlier, through a **Special resolution**.

In the opinion of the Board, Viswanathan fulfils the conditions for independence specified in the Act, the Rules made thereunder and the Listing Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company and he is independent of the Management. The Board noted that Viswanathan background and experience are aligned to the role and capabilities identified by the Nomination and Remuneration Committee and that he is eligible for appointment as an Independent Director. The Board was satisfied that the appointment is justified due to the following reasons:

- He holds degree of Bachelor of Science (B.Sc.) and is a Chartered Accountant with over 25 years of rich and diversified domestic and international experience across manufacturing,

services, and retail sectors, supported by strong analytical, commercial, leadership, and communication skills.

- He has worked with multinational companies as well as leading Indian corporates at various stages of their growth cycles, including start-ups, mid-stage growth, and leadership growth.
- His experience spans multicultural and multinational environments, where he has consistently contributed to business transformation and sustainable growth.

The resolution seeks the approval of members for the appointment of Mr. Viswanathan as an Independent Director of the Company from November 12, 2025 to November 12, 2030 pursuant to Sections 149, 152, Schedule IV and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof and he shall not be liable to retire by rotation.

Disclosures, as required under Regulation 36 of the Listing Regulations and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, are annexed to this Notice as **Annexure A**. The terms and conditions of appointment of the Independent Directors are uploaded on the website of the Company [www.kalyaniforge.com](http://www.kalyaniforge.com) and are available for inspection.

Mr. Viswanathan is not related to any other Director or Key Managerial Personnel of the Company or relatives of Directors or Key Managerial Personnel.

None of the Directors / Key Managerial Personnel of the Company and their relatives are in any way concerned or interested, financially or otherwise in the resolution relating to his appointment.

The Board of Directors recommends the resolution set out at Item no. 1 of this Notice for your approval as Special Resolution.

**Annexure-A**

Information pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)

**Brief Profile – Qualification, Experience, and Expertise:**

Mr. Viswanathan holds degree of Bachelor of Science (B.Sc.) and is a Chartered Accountant with over twenty-five years of diversified domestic and international experience across manufacturing, services, and retail sectors, supported by strong analytical, commercial, leadership, and communication skills. Throughout his career, he has consistently delivered substantial value to organizations and has played a key role in business transformation by driving growth while maintaining robust control objectives and providing insights from both internal and industry perspectives.

He has worked with multinational companies as well as leading Indian corporates across various stages of their growth cycles—including start-ups, mid-stage growth, and leadership growth—in multicultural and multinational environments.

**Date of Birth and Age:** October 5, 1959 – 67 years.

**Date of Initial Appointment:** November 12, 2025.

**Relationship between Directors, Manager and other Key Managerial Personnel Inter-se:**  
Not related to any Director, Manager or Key Managerial Personnel.

**Listed entities in which Mr. Viswanathan holds Directorships and Committee Membership:**

None

**Listed entities from which Mr. Viswanathan has resigned as Director in past 3 years:**

None

**Number of meetings of the board attended during financial year 2025-26 (up to the date of Postal Ballot notice):**

None

**Terms and conditions of appointment and details of remuneration to be paid:**

Mr. Viswanathan will serve for a consecutive period of 5 (five) years commencing from November 12, 2025 to November 12, 2030 as an Independent Director, not liable to retire by rotation.

Ms. Viswanathan shall be entitled to sitting fees and commission not exceeding the limits as provided under the Act and Listing Regulations, as may be recommended by the NRC and decided by the Board from time to time, as well as reimbursement of expenses for attending Board and committee meetings, as the case may be.

**Remuneration last drawn:**



N.A.

**Number of shares held in the company as on the date of this postal ballot notice:**

**NIL**

**Registered Office:**

Shangrila Gardens, 1st Floor, 'C' Wing,  
Opp. Bund Garden, Pune: 411001  
**Tel.** +91 2137 252335/755 **Fax** +91 2137 252344  
**Website:** [www.kalyaniforge.com](http://www.kalyaniforge.com)  
**Email:** [companysecretary@kforge.com](mailto:companysecretary@kforge.com)

**By order of the Board of Directors**

**For Kalyani Forge Limited**

**Sd/-**

**Ms. Aishwarya Parwal**  
**Company Secretary**

**Date:** February 03, 2026

**Place:** Pune

### Key details regarding the Postal Ballot

Sr.No	Particulars	Details
1.	Cut-off Date for E-voting	Friday, January 30, 2026
2.	E-Voting start date and time	Wednesday, February 04, 2026 at 9.00 am
3.	E-Voting end date and time	Thursday, March 05, 2026 at 5.00 pm
4.	Details of E-Voting service provider	Team InstaVote MUFG Intime India Private Limited Formerly Link Intime India Private Limited Email - <a href="mailto:enotices@in.mpms.mufg.com">enotices@in.mpms.mufg.com</a> or Contact on: - Tel: 022 – 4918 6000.
5.	Quick E-voting link	i) Individual Shareholders holding Securities in Demat mode with NSDL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> ii) Individual Shareholders holding Securities in Demat mode with CDSL: <a href="https://web.cDSLindia.com/myeasitoken/home/login">https://web.cDSLindia.com/myeasitoken/home/login</a> iii) Individual Shareholders holding Securities in physical form/ Non-Individual Shareholders holding Securities in Demat mode: <a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a>
6.	Details of Registrar and Share Transfer Agent	MUFG Intime India Private Limited C-101, First Floor, 247 Park, LBS Marg, Vikhroli (W), Mumbai 400083, Maharashtra, India <a href="https://web.in.mpms.mufg.com/investor-services.html">https://web.in.mpms.mufg.com/investor-services.html</a>