



Kalyani Forge Limited

KOREGAON BHIMA, -412 216, TEHSIL SIRUR DIST. PUNE.
☎ : (02137) 252335, 252755, 252757 FAX : (02137) 252344 / 252756
www.kalyaniforge.co.in



KALYANI FORGE LTD
REGISTERED TO
ISO/TS : 16949 : 2002
FILE NUMBER : A10090-01

To

BOMBAY STOCK EXCHANGE LIMITED, Phiroze Jeejeebhoy Tower, Dalal Street, Fort, Mumbai-400001	NATIONAL STOCK EXCHANGE OF INDIA LIMITED, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai-400051
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Scrip Code: 513509

SUB: Proceedings of Annual General Meeting held on 01.08.2016

Pursuant to Regulation 30 (6) of SEBI (Listing Obligation & Disclosure Requirements) Regulations 2015 we wish to intimate your esteemed exchange Proceedings of 37th Annual General Meeting of Kalyani Forge Limited commenced at 11.00 a.m. and concluded at 12.30 p.m.

Please find the enclosed Proceedings of 37th Annual General Meeting of Kalyani Forge Limited

Kindly take the information on records and oblige.

Thanking you,
Yours Faithfully,
For Kalyani Forge Limited

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Yours Faithfully,
For Kalyani Forge Limited

Rohini G Kalyani
(DIN: 00519565)
Chairperson & Managing Director
Date: 06th August, 2016



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August 06, 2016

To
The Executive Director,
Bombay Stock Exchange Limited,
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Bldg., P.J. Towers,
Dalal Street, Mumbai 400 001.

The Executive Director,
National Stock Exchange of India Ltd,
Exchange Plaza,
Bandra (East),
Mumbai 400 051.

Madam/Sir,

SUB : Proceedings of the 37th Annual General Meeting held on August 02, 2016

Please find below proceedings of the 37th Annual General Meeting held on August 02, 2016:

01. In accordance with the Notice dated May 27, 2016, the 37th Annual General Meeting of the shareholders of Kalyani Forge Limited ("the Company") was held on Tuesday August 02, 2016, at 11.00 a.m at Poona Club Ltd., 6, Bund Garden Road, Pune - 411 001. The meeting commenced sharp at 11.00 a.m.
02. Mrs. Rohini G. Kalyani, Chairperson of the Board being present then took the chair and welcomed the shareholders present. She announced that the requisite quorum was present and called the meeting to be in order. The Chairperson declared the number of proxies received and declared that the proxies received and entered in the "Register of Proxies" as valid.
03. The Company Secretary then shared the programme of the meeting and introduced the directors of the Company present on the dais.
04. The Chairperson then requested the Company Secretary to read the notice of the meeting which with the permission of the shareholders present, was taken as read.
05. The Chairperson then addressed the shareholders.
06. After the speech, the Chairperson informed that pursuant to Companies (Management & Administration) Rules, 2015 and Regulation 44 of the SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015 entered into with the Stock Exchanges, the members were provided the e-voting and postal ballot facility to vote on the resolutions. For those members, who did not vote through e-voting or Postal Ballot, voting would be carried out through Poll for which the ballot papers were issued to the members present.
07. The Chairperson then requested the Company Secretary to read the Auditors' Report which with the permission of the shareholders present, was taken as read.
08. The Chairperson then requested the shareholders to ask queries, if any, on the Financial Statements of the Company as at 31st March, 2016 together with report of the Directors' and Auditors thereon.
09. The Chairperson provided necessary clarifications to the queries raised by one of the shareholders. There were no other queries from the shareholders.
10. The Chairperson moved the following resolutions for approval by shareholders which were duly proposed and seconded by the shareholders and put to Poll:

Item No.	Description
1)	Adoption of the Financial Statements of the Company for the year ended March 31, 2016 together with reports of Directors' and Auditors' thereon (Ordinary Resolution).
2)	To declare Dividend on equity shares

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CIN : L28910MH1979PLC020959

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



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3)	To appoint a Director in place of Mr. Viraj G. Kalyani who retires by rotation and being eligible, offers himself for re-appointment.
4)	Appointment of Statutory Auditors of the Company for 5 years commencing from the F.Y. 2015-16. (Ordinary Resolution)
5)	Appointment of Mr. Abhijit Sen (DIN : 00002593) as Independent Director, not liable to retire by rotation in compliance with the provisions of Companies Act, 2013. (Ordinary Resolution)
6)	Appointment of Mr. Vishwas Chitrao (DIN : 07493694) as Independent Director, not liable to retire by rotation in compliance with the provisions of Companies Act, 2013. (Ordinary Resolution).
7)	Payment of commission under Section 197 of the Companies Act, 2013 upto 1% per annum of the net profits of the Company to non-executive directors for the period of five years commencing from 1st April 2016. (Special Resolution)
8)	Appointment of Cost Auditor as per Companies Act, 2013. (Ordinary Resolution)

11. The Chairperson then informed the members that in accordance with Regulation 44 of the SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015 and pursuant Companies (Management & Administration) Rules, 2014 Scrutinizers are required to be appointed to conduct the Poll.
12. The Chairperson appointed Shri Girish Nadkarni, Practicing Company Secretary as Scrutinizer for Poll who was already acting as a scrutinizer for e-voting. In addition to this, Ms. Sheetal Kalyani, shareholder of the Company was also appointed as another Scrutinizer.
13. The Chairperson then called upon Shri Girish Nadkarni one of the scrutinizers to explain the rules of voting through Ballot and then proceed to conduct the Poll.
14. Shri Girish Nadkarni explained the poll procedure and rules of voting through ballot to the shareholders.
15. The Chairperson then adjourned the meeting for conducting the Poll.
16. The members present exercised their voting right and deposited the ballot papers in the ballot box kept for the purpose.
17. Pending result of the voting, the Chairperson concluded the meeting and informed that the result of voting shall be declared within 2 days from the date of the AGM.
18. On behalf of the members present, Mr. Gaurishankar N Kalyani, Director of the Company gave vote of thanks to the Chair.
19. At about 3.00 PM the Scrutinizers submitted their Summary Report to the Chairperson.
19. Based on this Summary Report, the Chairperson then declared that all the resolutions for items in the notice of 37th Annual General Meeting are passed with requisite majority.
20. The Chairperson then declared that the meeting was concluded.

Thanking you.
Yours Faithfully,
For Kalyani Forge Limited

Rohini G. Kalyani
Chairperson & Managing Director
DIN: 00519565



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Date 06.08.2016

To,
The Manager,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G-Block,
Bandra Kurla Complex, Bandra (E),
Mumbai-400051

Sub: Reply to your email letter received on companysecretary@kforge.com e-mail dated 05th August, 2016 (ref: NSE/LIST/80545) regarding Non- Compliance with Regulation 44 and 30 of SEBI(Listing Obligation and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

This is with reference to your email letter received on companysecretary@kforge.com e-mail dated 05th August, 2016 (ref: NSE/LIST/80545 regarding Non- Compliance with Regulation 44 and 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

As regards to Regulations 44 (3) regarding submission of Voting Results have been uploaded on NEAPS on 3rd August 2016. As regards to Regulations 30 (6) regarding Proceeding of Annual General Meeting was inadvertently was not filed with the NSE.

The same report is filed today. We regret the inconvenience caused to you and request not to impose any fine for delay in submission of report

Kindly take this on record.

Thanking you,
Yours Faithfully,

Ravikumar Dugar
Company Secretary
ACS 39275

CIN : L28910MH1979PLC020959

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