



# Shree Ganesh Forgings Ltd.

FACTORY C-3/C, TRANS TRANE CREEK IND. AREA, PAWNE, THANE-BELAPUR ROAD, NAVI MUMBAI - 400 705.

Phones : 91-22-2761 1331 / 2768 1157 / 2768 1158

(Please visit our website at : [www.shreeganeshforgings@vsnl.com](http://www.shreeganeshforgings@vsnl.com))

E-mail : [shreeganeshforgings@vsnl.com](mailto:shreeganeshforgings@vsnl.com)

26<sup>th</sup> September, 2019

To,  
The Deputy General Manager  
Corporate Relationship Dept.  
Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400001  
Scrip Code:-532643

The Secretary,  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra East, Mumbai-400051  
Scrip Code:-SGFL

Dear Sir,

**SUBJECT: REGULATION 30 AND 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)**

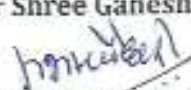
The Company's 46<sup>th</sup> Annual General Meeting ("AGM") was held on Tuesday, 24<sup>th</sup> September 2019 at 12.00 pm. at Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce, MCC Path, Fort, Mumbai-400001.

In terms of the provisions of the Companies Act, 2013 and the rules made thereunder and the provisions of the Security and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company had provided remote e-voting facility and votes by poll at the venue of the AGM. Mr. Anish Gupta, Practising Company Secretary was appointed as the Scrutinizer to scrutinize the remote e-voting process and voting by poll. The Scrutinizer's Report dated on 26<sup>th</sup> September, 2019 is attached as **Annexure - 1**. All resolutions as set out in the Notice of the AGM have been duly approved by the shareholders with requisite majority.

In terms of the provisions of Regulation 44 of the Listing Regulations, the details of the results of voting conducted through remote e-voting and voting by poll at the AGM is attached as **Annexure 2**.

This is for your information and records.

Yours truly,  
For Shree Ganesh Forgings Limited

  
Manoj B. Chaudhari  
Director  
DIN : 08175104



6A - 0734



# Anish Gupta & Associates

COMPANY SECRETARIES & INSOLVENCY PROFESSIONAL

Anish Gupta  
FCS, IP, LLB, B.Com

413 Autumn Grove, Lokhandwala, Kandivah(E), Mumbai - 400101  
India, Call: +91 022 29659720 email: [anish@anishgupta.com](mailto:anish@anishgupta.com)

## Consolidated Scrutinizer's Report

To,  
The Chairman  
**SHREE GANESH FORGINGS LIMITED**  
412, Emca House, S.B.S Road,  
Fort Mumbai Mh 400001

Dear Sir,

**Sub: Passing of Resolution(s) through remote e-voting and voting by poll at the venue of the Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

The Board of Directors of **Shree Ganesh Forgings Limited** (hereinafter referred to as the "Company") at its meeting held on 13th August 2019 has appointed me as the Scrutinizer for the Remote E-voting process as well as by the poll to be conducted at the venue of the 46<sup>th</sup> Annual General Meeting ("AGM") pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2016 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance with the provisions of the Companies Act, 2013 and the Rules made their under relating to voting through remote e-voting and voting by using poll papers by the members on the resolution proposed in the notice of 46<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management, my responsibility as a Scrutinizer is to ensure that the voting process through both remote e-voting and by use of poll papers at the meeting are conducted in a fair and transparent manner and provide consolidated scrutinizer's report of the total votes cast in favour or against if any, on the resolutions, based on the report generated from the electronic voting system provided by the CDSL and the report generated for voting by use of poll papers at the AGM.

### Report on Scrutiny:

- The Company had appointed Central Depository Services (India) Limited ("CDSL") as the Agency for providing the remote e-voting platform to the Members of the Company in connection with the AGM of the Company.



- M/s Bigshare Services Private Limited, Mumbai is the Registrar and Share Transfer Agent of the Company.
- The Cut-off date for the purposes of identifying the Members who were entitled to vote on the resolutions placed for approval of the Members was **Tuesday, September 17, 2019.**
- The Remote E-Voting facility was opened for the Members to cast their votes from Saturday, 21st September 2019 at 9.00 a.m. (IST) and ended on Monday, 23rd September 2019 at 5.00 p.m. (IST).
- The Annual Report was sent to all the Members on August 30, 2019 at their registered address through the permitted mode.
- As prescribed in clause (v) of sub rule 4 of Rule 20, of the Companies (Management and Administration) Rules, 2014, as amended, the Company also released an advertisement, which was published in English language in The Financial Express, and Regional Language in Mumbai Lakshdeep on 7th September 2019.
- At the end of the voting period on September 23, 2019 at 5.00 P.M., the voting portal of CDSL was blocked.
- As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, as amended, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again at the AGM, the Scrutinizer had access after closure of period of remote e-voting and before the start of AGM, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.
- Accordingly, CDSL provided me the names, DP ID/folio numbers and shareholding of Members who had cast their votes through remote e-voting.
- At the venue of the AGM the facility to vote by using poll papers was provided to facilitate those Members present at the AGM who could not participate through Remote E-voting to record their votes.
- On Tuesday, September 24, 2019, after counting of the votes conducted at the venue of the AGM through Poll, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Parineeta Bhowad and Ms. Jigisha Parihar who acted as the witnesses.
- After the time fixed for voting of the poll, one poll box kept for polling was locked and sealed in my presence with due identification marks placed by me.
- There were no invalid/incomplete/defective poll papers.
- The locked poll box was subsequently opened in my presence and poll papers were diligently scrutinized. The voting done through remote e-voting and Poll at the AGM were reconciled with the records maintained by the RTA and the authorizations/proxies lodged with the Company.



- Thereafter, I now submit my consolidated report as under on the result of the voting through remote e-voting and voting conducted through poll paper at the venue of 46<sup>th</sup> AGM in respect of all the resolutions included in the notice of AGM.
- The combined results of the remote e-voting together with that of the voting conducted at venue of the AGM by way of Poll Paper is as under:

| Details                             | Remote E-voting                                    | Voting by Poll at the AGM | Total voting |
|-------------------------------------|----------------------------------------------------|---------------------------|--------------|
| Number of Members who               | 7                                                  | 19                        | 26           |
| Total number of Shares held by them | 185                                                | 3029380                   | 3029565      |
| Valid Votes                         | Various as mentioned under each item of the Notice |                           |              |
| Abstained / Partly Voted/Invalid    | Various as mentioned under each item of the Notice |                           |              |

**Note:**

Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote E-Voting and Poll at the venue of the meeting.

**Item No. 1 of the Notice (As an Ordinary Resolution):**

Adoption of the Audited Financial Statements for the financial year ended March 31, 2019, the Reports of Directors' and Auditors' thereon:

| Manner of Voting | Votes in favour of the resolution |        | Votes against the resolution |        | Abstained / Partly voted/ Invalid |
|------------------|-----------------------------------|--------|------------------------------|--------|-----------------------------------|
|                  | No. of shares                     | %      | No. of shares                | %      | No. of shares                     |
| Remote E-voting  | 180                               | 0.0059 | 5                            | 0.0001 | -                                 |
| Poll at AGM      | 3029380                           | 99.994 | 0                            | 0      | -                                 |
| Total            | 3029560                           | 99.99  | 5                            | 0.0001 | -                                 |

Item 1 of Notice of AGM stands passed with the requisite majority.

**Item No. 2 of the Notice (As an Ordinary Resolution):**

Re-appointment of Mr. Sharad Dighe-Director retiring by rotation:

| Manner of Voting | Votes in favour of the resolution | Votes against the resolution | Abstained / Partly voted/ Invalid |
|------------------|-----------------------------------|------------------------------|-----------------------------------|
|------------------|-----------------------------------|------------------------------|-----------------------------------|



|                 | No. of shares | %      | No. of shares | %      | No. of shares |
|-----------------|---------------|--------|---------------|--------|---------------|
| Remote E-voting | 180           | 0.0059 | 5             | 0.0001 | -             |
| Poll at AGM     | 3029380       | 99.994 | 0             | 0      | -             |
| Total           | 3029560       | 99.99  | 5             | 0.0001 | -             |

Item 2 of Notice of AGM stands passed with the requisite majority.

#### **SPECIAL BUSINESS:**

Item No. 3 of the Notice (As a Special Resolution):

To Create security on properties of the Company in Favour of Lenders Section 180(1)(a):

| Manner of Voting | Votes in favour of the resolution |        | Votes against the resolution |        | Abstained / Partly voted / No. of shares |
|------------------|-----------------------------------|--------|------------------------------|--------|------------------------------------------|
|                  | No. of shares                     | %      | No. of shares                | %      |                                          |
| Remote E-voting  | 180                               | 0.0059 | 5                            | 0.0001 | -                                        |
| Poll at AGM      | 3029380                           | 99.994 | 0                            | 0      | -                                        |
| Total            | 3029560                           | 99.99  | 5                            | 0.0001 | -                                        |

Item 3 of Notice of AGM stands passed with the requisite majority.

All the Resolutions mentioned in the AGM Notice as per the above details stand passed under Remote E-voting and voting conducted at the AGM by way of Poll with the requisite majority.

I hereby confirm that I have maintained the Registers in respect of the votes cast through Remote E-Voting and Poll conducted at AGM by the Members of the Company. All relevant records of Poll will remain in our safe custody until the Chairman considers, approves and signs the Minutes of the 46<sup>th</sup> AGM of the Company and the same shall be handed over thereafter to the Chairman or Company Secretary of the Company for safe keeping.

Thanking you.

Yours truly,

For Anish Gupta & Associates,  
Company Secretaries

Anish Gupta  
Proprietor  
(Scrutinizer)

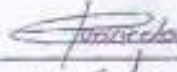
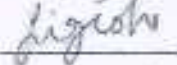
M No.: 5733/COP-4092



Date: 26<sup>th</sup> September, 2019

Place: Mumbai

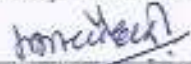
Witnesses:

1. Ms. Parineeta Bhowad: 
2. Ms. Jigisha Parihar: 

Received the Report together with other data/records mentioned therein:

Place: Mumbai

Date: 26<sup>th</sup> September, 2019

  
Counter Signed by Mr. Manoj Chaudhari  
Authorized Signatory

## ANNEXURE 2

|                                                                          |                                                                                                                                                      |                    |                     |                                         |                          |                        |                                      |                                    |
|--------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|---------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| RESOLUTION REQUIRED:<br>(ORDINARY/SPECIAL)                               | ORDINARY - Adoption of the Audited Financial Statements for the financial year ended March 31, 2019, the Reports of Directors' and Auditors' thereon |                    |                     |                                         |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? | No                                                                                                                                                   |                    |                     |                                         |                          |                        |                                      |                                    |
| CATEGORY                                                                 | MODE OF VOTING                                                                                                                                       | No. OF SHARES HELD | NO. OF VOTES POLLED | % OF VOTES POLLED ON OUTSTANDING SHARES | NO. OF VOTES - IN FAVOUR | NO. OF VOTES - AGAINST | % OF VOTES IN FAVOUR ON VOTES POLLED | % OF VOTES AGAINST ON VOTES POLLED |
|                                                                          |                                                                                                                                                      | [1]                | [2]                 | [3]=[2]/(1)*100                         | [4]                      | [5]                    | [6]=[4]/(2)*100                      | [7]                                |
| Promoter and Promoter Group                                              | E-Voting Poll                                                                                                                                        | 7165340            | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          |                                                                                                                                                      |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Postal Ballot (if applicable)                                                                                                                        |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Total                                                                                                                                                | 7165340            | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| Public - Institutions                                                    | E-Voting Poll                                                                                                                                        | 350                | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          |                                                                                                                                                      |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Postal Ballot (if applicable)                                                                                                                        |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Total                                                                                                                                                | 350                | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| Public - Non Institutions                                                | E-Voting Poll                                                                                                                                        | 5334784            | 185                 | 0.0034                                  | 180                      | 5                      | 97.297                               | 0                                  |
|                                                                          |                                                                                                                                                      |                    | 3029380             | 56.785                                  | 3029380                  |                        | 100                                  | 0                                  |
|                                                                          | Postal Ballot (if applicable)                                                                                                                        |                    | 0                   | 0                                       | 0                        |                        | 0                                    | 0                                  |
|                                                                          | Total                                                                                                                                                | 5334784            | 3029565             | 56.788                                  | 3029560                  | 5                      | 99.99                                | 0.0001                             |
|                                                                          | Total                                                                                                                                                | 12500474           | 3029565             | 56.788                                  | 3029560                  | 5                      | 99.99                                | 0.0001                             |
| RESOLUTION REQUIRED:                                                     |                                                                                                                                                      |                    |                     |                                         |                          |                        |                                      |                                    |



| [ORDINARY/SPECIAL]                                                       | <b>ORDINARY : Re-appointment of Mr. Sharad Dighe-Director retiring by rotation</b>                        |                    |                     |                                         |                          |                        |                                      |                                    |
|--------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------|---------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? | No                                                                                                        |                    |                     |                                         |                          |                        |                                      |                                    |
| CATEGORY                                                                 | MODE OF VOTING                                                                                            | No. OF SHARES HELD | NO. OF VOTES POLLED | % OF VOTES POLLED ON OUTSTANDING SHARES | NO. OF VOTES - IN FAVOUR | NO. OF VOTES - AGAINST | % OF VOTES IN FAVOUR ON VOTES POLLED | % OF VOTES AGAINST ON VOTES POLLED |
|                                                                          |                                                                                                           | [1]                | [2]                 | [3]=[2]/(1)*100                         | [4]                      | [5]                    | [6]=[4]/(2)*100                      | [7]                                |
| Promoter and Promoter Group                                              | E-Voting                                                                                                  | 7165340            | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Poll                                                                                                      |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Postal Ballot (if applicable)                                                                             |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Total                                                                                                     | 7165340            | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| Public - Institutions                                                    | E-Voting                                                                                                  | 350                | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Poll                                                                                                      |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Postal Ballot (if applicable)                                                                             |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Total                                                                                                     | 350                | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| Public - Non Institutions                                                | E-Voting                                                                                                  | 5334784            | 185                 | 0.0034                                  | 180                      | 5                      | 97.297                               | 0                                  |
|                                                                          | Poll                                                                                                      |                    | 3029380             | 56.785                                  | 3029380                  |                        | 100                                  | 0                                  |
|                                                                          | Postal Ballot (if applicable)                                                                             |                    | 0                   | 0                                       | 0                        |                        | 0                                    | 0                                  |
|                                                                          | Total                                                                                                     | 5334784            | 3029565             | 56.788                                  | 3029560                  | 5                      | 99.99                                | 0.0001                             |
|                                                                          | Total                                                                                                     | 12500474           | 3029565             | 56.788                                  | 3029560                  | 5                      | 99.99                                | 0.0001                             |
| RESOLUTION REQUIRED: (ORDINARY/SPECIAL)                                  | <b>ORDINARY : To Create security on properties of the Company in Favour of Lenders Section 180(1)(a):</b> |                    |                     |                                         |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? | No                                                                                                        |                    |                     |                                         |                          |                        |                                      |                                    |



| CATEGORY                    | MODE OF VOTING                | No. OF SHARES HELD | NO. OF VOTES POLLED | % OF VOTES POLLED ON OUTSTANDING SHARES | NO. OF VOTES - IN FAVOUR | NO. OF VOTES - AGAINST | % OF VOTES IN FAVOUR ON VOTES POLLED | % OF VOTES AGAINST ON VOTES POLLED |
|-----------------------------|-------------------------------|--------------------|---------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
|                             |                               | [1]                | [2]                 | [3]=[2]/[1]*100                         | [4]                      | [5]                    | [6]=[4]/[2]*100                      | [7]                                |
| Promoter and Promoter Group | E-Voting Poll                 | 7165340            | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                             |                               |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                             | Total                         | 7165340            | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                             |                               |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| Public - Institutions       | E-Voting Poll                 | 350                | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                             |                               |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                             | Total                         | 350                | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                             |                               |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| Public - Non Institutions   | E-Voting Poll                 | 5334784            | 1853029380          | 0.003456.785                            | 1803029380               | 5                      | 97.297100                            | 00                                 |
|                             |                               |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                             | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                             | Total                         | 5334784            | 3029565             | 56.788                                  | 3029560                  | 5                      | 99.99                                | 0.0001                             |
|                             | Total                         | 12500474           | 3029565             | 56.788                                  | 3029560                  | 5                      | 99.99                                | 0.0001                             |

Yours truly,  
For SHREE GANESH FORGINGS LIMITED

*Manoj B. Chaudhari*  
Manoj B. Chaudhari  
Director  
DIN : 08175104

