Shree Ganesh Forgings Ltd.

FACTORY C-3/C, TRANS THANE 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)
E-mail : shreeganeshforgings@vsnl.com

Date :- 14th September, 2016

The Deputy General Manager
Corp orate 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, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra East, Mumbai-400051
Scrip Code:-SGFL

Dear Sir,

Sub:- Outcome of 43rd Annual General Meeting of the Company.

The Company's 43rd Annual General meeting was held on Monday, 12th September, 2016 at 3.30 P.M. at Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce, MCC Path, Fort, Mumbai-400001.

In terms of the provisions of the Companies Act, 2013 and Rules made thereunder and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company had provided e-voting facility and voting by poll at the AGM. Mr. Anish Gupta, Company Secretary of M/s. Anish Gupta and Associates, Company Secretaries was appointed as the Scrutinizer to scrutinize the e-voting and votes by poll at AGM. The Scrutinizer's Report dated 14th Spetember, 2016 is attached as **Annexure 1**. All resolutions as set out in the Notice of AGM have been duly approved by the shareholders with requisite majority.

In terms of the provisions of regulation 44 of Listing regulations, the details of the results of voting held through remote e-voting and Voting by Poll at the AGM is Attached as **Annexure 2**

Thanking You,

Yours Faithfully,

For Shree Ganesh Forgings Limited

Deepak Sekhri
Managing Director
DIN:-00054671

Anish Gupta & Associates

Company Secretaries

413 Autumn Gruve, OppLokhandwalaSchool, LokhandwalaTownship, Kandivali E, Mumbai–400 101
Telefax: 022 29659720 *email: anish@csanishgupta.com*

Combined Scrutinizer's Report

To,
The Chairman
Shree Ganesh Forgings Limited
412, EMCA House,
S.B.S Road, Fort,
Mumbai-400001
Dear Sir,

Sub: Passing of Resolution(s) through remote e-voting and voting through 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) Regulation, 2015.

The Board of Directors of Shree Ganesh Forgings Limited (hereinafter referred to as the **"Company"**) at its meeting held on 13th August, 2016 has appointed me as the Scrutinizer for the Remote E-voting process as well as for the Poll voting to be conducted at the venue of the 43rdAnnual 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

Report on Scrutiny:

- The Company had appointed Bigshare Services Private Limited ("RTA") as the Agency for providing the remote e-voting platform to the Members of the Company in connection with the AGM of the Company. Bigshare Services Private Limited had also provided a system for recording the votes of the Members at the venue by Poll on all the items of the business.

- Bigshare Services Private Limitedare also the Registrar and Share Transfer Agents ('**RTA**') 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 **Monday, 5th September, 2016.**

- The Remote E-Voting facility was open from **Friday, 09th September, 2016 9:00 A.M. to Sunday, 11thSeptember 2016 5:00 P.M.**

- The Company completed the dispatch of the notices to the members by 20th August, 2016.

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- 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 Free Press Journal newspaper having country-wide circulation dated 23rd August, 2016 and in Marathi language in Navshakti newspaper dated 23rd August, 2016.

- At the end of the voting period on Sunday, 11th September 2016 5:00 P.M, the voting portal of Bigshare Services private Limited 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. It is to inform that there were no votes casted through the remote e-voting option.

- At the venue of the AGM the facility to vote through Poll was provided to facilitate those Members present at the AGM who could not participate through Remote E-voting to record their votes through Ballot paper.

- On Tuesday, 13thSeptember, 2016, 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. VarshaChavanand Ms. ShraddhaKalkar who acted as the witnesses.

- There were novotings done through remote e-voting. The Poll at the AGM was reconciled with the records maintained by the RTA and the authorizations / proxies lodged with the Company.

- Thereafter, I as a Scrutinizer duly compiled the details of the Remote E-Voting carried out by the Members together with the Poll done at the venue of the AGM, the details of which are as follows:

Details	Remote E-voting	Voting by Poll at AGM	Total voting
Number of members who cast their votes	0	36	36
Total number of Shares held by them	0	3499554	3499554
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 are calculated based on the Valid Votes cast through Remote E-Voting and Poll at the venue of the meeting.

Anish Gupta ACS-5733 CP-4092 Company Secretaries

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I) Item No. 1 of the Notice (As an Ordinary Resolution):
Adoption of the audited financial statements of the Company for the year ended March 31, 2016 together with the Reports of Directors and Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Partly voted
	No. of shares	%age	No. of shares	%age	No. of shares
Remote E-voting	-	-	-	-	-
Poll at AGM	3499554	28%	-	-	-
TOTAL	3499554	28%	-	-	-

Item 1 of Notice stands passed with the requisite majority

II) Item No. 2 of the Notice (As an Ordinary Resolution):
To appoint a Director in place of Mrs. Anita Deepak Sekhri (DIN: 00054725) who retires by rotation and being eligible, seeks re – appointment.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Partly voted
	No. of shares	%age	No. of shares	%age	No. of shares
Remote E-voting	-	-	-	-	-
Poll at AGM	3499554	28%	-	-	-
TOTAL	3499554	28%	-	-	-

Item 2 of Notice stands passed with the requisite majority

III) Item No. 3 of the Notice (As an Ordinary Resolution):
Appointment of M/s Batliboi&Purohit, Chartered Accountants (FR. 101048W) as a statutory auditor of the Company till the conclusion of next Annual General Meeting.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Partly voted
	No. of shares	%age	No. of shares	%age	No. of shares
Remote E-voting	-	-	-	-	-
Poll at AGM	3499554	28%	-	-	-
TOTAL	3499554	28%	-	-	-

Item 3 of Notice stands passed with the requisite majority



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IV) Item No. 4 of the Notice (As an Ordinary Resolution):
Resolution with respect to the related party transactions under section 188

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Partly voted
	No. of shares	%age	No. of shares	%age	No. of shares
Remote E-voting	-	-	-	-	-
Poll at AGM	1686	0.01%	-	-	-
TOTAL	1686	0.01%	-	-	-

Item 4 of Notice 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 received from the RTA and Poll voting data received from Bigshare Services Private Limited, 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 43rd AGM and the same shall be handed over thereafter to the Chairman and CFO of the Company for safe keeping.

Thanking you,

Yours faithfully,

For, Anish Gupta& Associates,
Company Secretaries

Anish Gupta FCS-5733 CP-4092 Company Secretaries

Anish Gupta
(Scrutinizer)
Proprietor
M No.:-5733/COP:-4092

Date: 14th September, 2016
Place: Mumbai

Witnesses:

1. Ms. VarshaChavan : Varsha
2. Ms. ShraddhaKalkar : Kalkar

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Date of Annual General Meeting	12th September, 2016			
Total number of shareholders as on record date (05th September, 2016 - cut-off date for e-voting)	4799			
No. of shareholders present in the meeting either in person or through proxy	Promoter & Promoter Group		Public	
	In Person	Through Proxy	In Person	Through Proxy
	2	-	34	-
No. of shareholders attended the meeting through Video Conferencing	Promoter & Promoter Group		Public	
	N.A.		N.A.	

Resolution No. 1: (Ordinary Resolution)
Adoption of the Audited Balance Sheet as at 31st March, 2016, the Statement of Profit & Loss for the financial year ended 31st March, 2016, together with the Report of Directors' and Auditors' thereon.
Whether Promoter/promoter group are interested in the resolution:- No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting-NA	-	-	-	-	-	-	-
	Poll	7165340	3497868	48.82%	3497868	-	100%	-
	Postal Ballot-NA	-	-	-	-	-	-	-
	Total	7165340	3497868	48.82%	3497868	-	100%	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	5335134	1686	0.03%	1686	-	100%	
	Postal Ballot	-	-	-	-	-	-	-
	Total	5335134	1686	0.03%	1686	-	100%	
Total		12500474	3499554	28%	3499554		100%	

Resolution No. 2:(Ordinary Resolution)
Re-appointment of Mrs. Anita Deepak Sekhri, (DIN 00054725) as a Director retiring by rotation and being eligible offers himself for re-appointment.
Whether Promoter/promoter group are interested in the resolution:- No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]* 100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting-NA	-	-	-	-	-	-	-
	Poll	7165340	3497868	48.82%	3497868	-	100%	-
	Postal Ballot-NA	-	-	-	-	-	-	-
	Total	7165340	3497868	48.82%	3497868	-	100%	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	5335134	1686	0.03%	1686	-	100%	
	Postal Ballot	-	-	-	-	-	-	-
	Total	5335134	1686	0.03%	1686	-	100%	
Total		12500474	3499554	28%	3499554		100%	

Resolution No. 3:(Ordinary Resolution)
Appointment of M/s Batliboi&Purohit., Chartered Accountants (FR. 101048W) as a statutory auditor of the Company till the conclusion of next Annual General Meeting.
Whether Promoter/promoter group are interested in the resolution:- No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]* 100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting-NA	-	-	-	-	-	-	-
	Poll	7165340	3497868	48.82%	3497868	-	100%	-
	Postal Ballot-NA	-	-	-	-	-	-	-
	Total	7165340	3497868	48.82%	3497868	-	100%	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-

	Total	-	-	-	-	-	-	-
Public Non-Institutions	**E-Voting**	-	-	-	-	-	-	-
	Poll	5335134	1686	0.03%	**1686**	-	100%	
	Postal Ballot	-	-	-	-	-	-	-
	Total	5335134	1686	0.03%	**1686**	-	100%	
Total		12500474	3499554	28%	3499554		100%	

Resolution No. 4:(Ordinary Resolution)
Resolution with respect to the related party transactions under section 188
Whether Promoter/promoter group are interested in the resolution:- Yes

Category	**Mode of voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100**	**No of Votes - in Favour (4)**	**No of Votes Against (5)**	**% of Votes in favour on Votes polled (6)=[(4)/(2)]*100**	**% of Votes Against on Votes polled (7)=[(5)/(2)]*100**
Promoter and Promoter Group	**E-Voting-NA**	-	-	-	-	-	-	-
	Poll	7165340	-	-	-	-	-	-
	Postal Ballot-NA	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Institutions	**E-Voting**	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	**E-Voting**	-	-	-	-	-	-	-
	Poll	5335134	1686	0.03%	**1686**	-	100%	
	Postal Ballot	-	-	-	-	-	-	-
	Total	5335134	1686	0.03%	**1686**	-	100%	
Total		12500474	1686	0.01%	1686		100%	

FOR SHREE GANESH FORGINGS LIMITED

DEEPAK BALKRISHAN SEKHRI
CHAIRMAN
DIN NO. 00054671
Date:-14th September, 2016
Place:-Mumbai