Shree Ganesh Forgings Ltd.

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Date: 03/10/2015

To,
The Manager,
The National Stock Exchange of India,
Exchange Plaza,
Bandra Kurla Complex,
Mumbai – 400051

Ref : Scrip Symbol : SGFL

Dear Sirs,

Sub: Disclosure of Voting Results of the 42nd Annual General Meeting of the Company held on Monday, 28th September, 2015 as per requirements of Clause 35A of the Listing Agreement.

The 42nd Annual General Meeting (AGM) of the Company was held on Monday, 28th September, 2015 at 03:30 p.m at Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce, MCC Path, Fort, Mumbai-4000018.

As per Clause 35A of the Listing Agreement, the details regarding the voting results of the business transacted at the AGM is as under:

Details of Voting Results:

Date of Annual General meeting	28th September, 2015			
Total number of shareholders as on record date (21st September, 2015 - cut-off date for e-voting)	4806			
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	0	23	0

Given below is the agenda wise combined result of e-voting, ballots received through post and electronic voting conducted at the meeting:

Resolution No. 1: (Ordinary Resolution)

Adoption of the Audited Balance Sheet as at 31st March, 2015, the Statement of Profit & Loss for the financial year ended 31st March, 2015, together with the Report of Directors' and Auditors' thereon.

Promoter /Public	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	7165340	3497868	48.82%	3497868	0	100%	0
Public Institutional Holders	0	0	0	0	0	0	0
Public-Others	5335134	380	0.01%	380	0	100%	0
Total	**12500474**	**3498428**	**27.98%**	**3498428**	**0**	**100%**	**0**

Resolution No. 2: (Ordinary Resolution)

Re-appointment of Mr. Deepak BalkrishanSekhri, (DIN 00054671) as a Director retiring by rotation and being eligible offers himself for re-appointment.

Promoter /Public	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	7165340	3497868	48.82%	3497868	0	100%	0
Public Institutional Holders	0	0	0	0	0	0	0

Public-Others	5335134	380	0.01%	380	0	100%	0
Total	**12500474**	**3498428**	**27.98%**	**3498428**	**0**	**100%**	**0**

Resolution No. 3: (Ordinary Resolution)

Ratification 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.

Promoter /Public	**No of Shares held# (1)**	**No of Votes Polled s (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	7165340	3497868	48.82%	3497868	0	100%	0
Public Institutional Holders	0	0	0	0	0	0	0
Public-Others	5335134	380	0.01%	380	0	100%	0
Total	**12500474**	**3498428**	**27.98%**	**3498428**	**0**	**100%**	**0**

Resolution No. 4: (Special Resolution)

Adoption of New set of Articles of Association as per Companies Act, 2013

Promoter /Public	**No of Shares held# (1)**	**No of Votes Polled s (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	7165340	3497868	48.82%	3497868	0	100%	0

Group							
Public Institutional Holders	0	0	0	0	0	0	0
Public-Others	5335134	380	0.01%	380	0	100%	0
Total	**12500474**	**3498428**	**27.98%**	**3498428**	**0**	**100%**	**0**

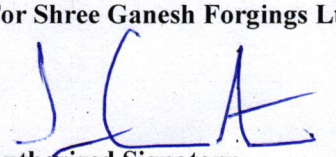
Resolution No. 5: (Special Resolution)
Appointment of Mr. Gain Prakash Singh (DIN 00055331) as an Independent Director of the Company from 28th September, 2015.

Promoter /Public	**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	7165340	3497868	48.82%	3497868	0	100%	0
Public Institutional Holders	0	0	0	0	0	0	0
Public-Others	5335134	380	0.01%	380	0	100%	0
Total	**12500474**	**3498428**	**27.98%**	**3498428**	**0**	**100%**	**0**

All the aforesaid resolutions are passed with requisite majority. Scrutinizer's Report is also attached.

This is for your information and records, please

Yours Faithfully,
For Shree Ganesh Forgings Ltd.



Authorized Signatory

Encl :- 1) Disclosure of E-Voting
2) Scrutinizer Report

Anish Gupta & Associates

Company Secretaries

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

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

Report of the Scrutinizer –consolidated result of remote e-voting and physical poll on the resolutions passed at the 42nd Annual General Meeting ofShree Ganesh Forgings Limited ("the Company") held on Monday, 28th September, 2015

I, Anish Gupta,Practicing Company Secretaries, Mumbai, (FCS 5733, CP No. 4092) have been appointed as the Scrutinizer in terms of the provisions of the Companies Act, 2013 and the Rules made thereunder:

(i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules").

(ii) Poll through ballot papers under the provisions of Section 109 of the Act read with Rule 21, on the resolutions contained in the Notice of the AGM of the Equity Shareholders of the Company held on 28th September, 2015 at Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce, MCC Path, Fort, Mumbai-4000018 on the resolutions as set out in the Notice of the AGM dated 28th September, 2015.

As a Scrutinizer the consolidated report of the e-voting and ballots received through poll carried out by the shareholders at the AGM through ballot paper are as follows:-

The Consolidated Result of the e-voting and physical poll is as under

Resolution No.	Particulars	Votes in Favour	Votes Against	Not Voted
	Ordinary Business	%	%	%
1.	Ordinary Resolution for: Adoption of the Audited Balance Sheet as at 31st March, 2015, the Statement of Profit & Loss for the financial year ended 31st March, 2015, together with the Report of Directors' and Auditors' thereon.	100%	0	0
2.	Ordinary Resolution for: Re-appointment of Mr. Deepak Balkrishan Sekhri, (DIN 00054671) as a Director retiring by rotation and being eligible offers himself for re-appointment.	100%	0	0

Anish Gupta ★ FCS 5733 CP 4092 ★ Company Secretaries

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3.	Ordinary Resolution for:Ratification of 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.	100%	0	0
4.	Special Resolution for: Adoption of New set of Articles of Association as per Companies Act, 2013.	100%	0	0
5.	Special Resolution for: Appointment of Mr. Gain Prakash Singh (DIN 00055331) as an Independent Director of the Company from 28th September, 2015.	100%	0	0

Details of Voting of Annual General Meeting (As per Clause 35A of Listing Agreement)

Date of Annual General Meeting	28th September, 2015			
Total number of shareholders as on record date (21st September, 2015 - cut-off date for e-voting)	4806			
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	-	23	
No. of shareholders attended the meeting through Video Conferencing	Promoter & Promoter Group		Public	
	N.A.		N.A.	

The mode of voting for all the resolutions was:

1. E-voting conducted between Friday, 25th September, 2015 at 9.00 a.m. (IST) and ends on Sunday, 27th September, 2015 at 5.00 p.m. (IST). However no votes were casted through e-voting option.
2. Physical poll conducted at the Meeting.

Given below is the resolution wise consolidated result of e-voting and ballots received through physical poll at the meeting.

Resolution No. 1: (Ordinary Resolution)
Adoption of the Audited Balance Sheet as at 31st March, 2015, the Statement of Profit & Loss for the financial year ended 31st March, 2015, together with the Report of Directors' and Auditors' thereon.

Promoter /Public	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	7165340	3497868	48.82%	3497868	0	100%	0
Public Institutional Holders	0	0	0	0	0	0	0
Public-Others	5335134	380	0.01%	380	0	100%	0
Total	12500474	3498248	27.98%	3498248	0	100%	0

Anish Gupta FCS 6773 CP 6852 Company Secretaries

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Resolution No. 2:(Ordinary Resolution)

Re-appointment of Mr. Deepak Balkrishan Sekhri, (DIN 00054671) as a Director retiring by rotation and being eligible offers himself for re-appointment.

Promoter /Public	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	7165340	3497868	48.82%	3497868	0	100%	0
Public Institutional Holders	0	0	0	0	0	0	0
Public-Others	5335134	380	0.01%	380	0	100%	0
Total	12500474	3498248	27.98%	3498248	0	100%	0

Resolution No. 3:(Ordinary Resolution)

Ratification of 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.

Promoter /Public	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	7165340	3497868	48.82%	3497868	0	100%	0
Public Institutional Holders	0	0	0	0	0	0	0
Public-Others	5335134	380	0.01%	380	0	100%	0
Total	12500474	3498248	27.98%	3498248	0	100%	0

Resolution No. 4:(Special Resolution)

Adoption of New set of Articles of Association as per Companies Act, 2013

Promoter /Public	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	7165340	3497868	48.82%	3497868	0	100%	0

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Group							
Public Institutional Holders	0	0	0	0	0	0	0
Public- Others	5335134	380	0.01%	380	0	100%	0
Total	12500474	3498248	27.98%	3498248	0	100%	0

Resolution No. 5 (Special Resolution)
Appointment of Mr. Gain Prakash Singh (DIN 00055331) as an Independent Director of the Company from 28th September, 2015.

Promoter /Public	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	7165340	3497868	48.82%	3497868	0	100%	0
Public Institutional Holders	0	0	0	0	0	0	0
Public- Others	5335134	380	0.01%	380	0	100%	0
Total	12500474	3498248	27.98%	3498248	0	100%	0

You may consider accordingly declare the result of the resolutions proposed at the 42nd Annual General Meeting held on 28th September, 2015.

I hereby confirm that I am maintaining the Register both electronically and manually, in respect of the votes cast through e-Voting by the shareholders ofthe Company. I shall be arranging to hand over these records to the Chairman of the CompanyMr. Deepak Sekhri, in due course as prescribed in the said Rules.

Thanking you,

Yours Faithfully,
For, Anish Gupta & Associates,
Company Secretaries

Anish Gupta
(Scrutinizer)
Proprietor

Date: 3rd October, 2015
Place: Mumbai

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