

RAMKRISHNA FORGINGS LIMITED

CIN No: L74210WB1981PLC034281

23, CIRCUS AVENUE, KOLKATA-700017.

Email- neha.gupta@ramkrishnaforgings.com

Phone: (033) 4082 0900 / 7122 0900, Fax- (033) 4082 0998 / 7122 0998;

Website: www.ramkrishnaforgings.com

Date: 2nd April 2020

The Listing Department
Bombay Stock Exchange
PJ Towers
Dalal Street
Mumbai – 400 001

The Listing Department
National Stock Exchange of India Limited
“Exchange Plaza” C-1, Block G
Bandra- Kurla Complex, Bandra (E)
Mumbai- 400051

BSE SCRIP CODE: 532527

NSE SYMBOL: RKFORGE

Dear Sir / Madam,

Sub: Declaration of Results of Postal Ballot (including e-voting)

Dear Sir/Madam,

Pursuant to the provisions of Section 110 of the Companies Act, 2013, read with rule read with Rule 22 of the Companies (Management and Administration) Rules, 2014, please be informed that the voting results of the Postal Ballot that has been announced today i.e. 2nd April, 2020 and as per the Scrutinizer’s Report all the resolutions has been passed with requisite majority.

In this regard we are enclosing herewith the followings:

1. Voting results in terms of regulation 44 (3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. **(Annexure 1)**
2. Scrutinizer’s consolidated Report. **(Annexure 2)**

In wake of the COVID19 Pandemic, the Company went under complete lockdown from 2.00 P.M. on Monday, 23rd March, 2020. There were 2 Postal Ballot Forms received till that date and time. Thus, postal ballot forms, if any received thereafter till April 1, 2020 (5:00 P.M.) (i.e. the last date for voting) could not be considered and reported.

Request to kindly take the same into record.

Due to the prevailing situation, this intimation is being filed under sd/-.

Thanking You,

Yours truly,
For Ramkrishna Forgings Limited

Sd/-
Rajesh Mundhra
Company Secretary
Cont.: +91-9339567002

Company Name	RAMKRISHNA FORGINGS LIMITED
Date of the AGM/EGM	N.A
Total number of shareholders on record date	9116
No. of shareholders present in the meeting either in person	N.A
Promoters and Promoter Group:	N.A
Public:	N.A
No. of Shareholders attended the meeting through Video	N.A
Promoters and Promoter Group:	0
Public:	0

Resolution No. 1	To approve payment of remuneration to Mr. Mahabir Prasad Jalan (DIN: 00354690), Chairman, pursuant to Section 197 read with Section II of Part II of Schedule V and all other applicable provisions of the Companies Act, 2013, as minimum remuneration.							
Resolution required: (Ordinary/ Special)	SPECIAL							
Whether promoter/ promoter group are interested in the agenda/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	14630039	14621364	99.9407	14621364	0	100.0000	0.0000
	Poll	14630039	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	14630039	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	9705766	6647003	68.4851	6163676	483327	92.7286	7.2714
	Poll	9705766	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	9705766	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	8317095	3989350	47.9657	3984225	5125	99.8715	0.1285
	Poll	8317095	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	8317095	52	0.0006	52	0	100.0000	0.0000
Total		32652900	25257769	77.3523	24769317	488452	98.0661	1.9339

Sd/-

Rajesh Mundhra
Company Secretary

Annexure-1

Resolution No. 2	To approve payment of remuneration to Mr. Naresh Jalan (DIN: 00375462), Managing Director, pursuant to Section 197 read with Section II of Part II of Schedule V and all other applicable provisions of the Companies Act, 2013, as minimum remuneration.							
Resolution required: (Ordinary/ Special)	SPECIAL							
Whether promoter/ promoter group are interested in the agenda/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	14630039	14621364	99.9407	14621364	0	100.0000	0.0000
	Poll	14630039	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	14630039	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	9705766	6647003	68.4851	6163676	483327	92.7286	7.2714
	Poll	9705766	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	9705766	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	8317095	3989350	47.9657	3984225	5125	99.8715	0.1285
	Poll	8317095	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	8317095	52	0.0006	52	0	100.0000	0.0000
Total		32652900	25257769	77.3523	24769317	488452	98.0661	1.9339

Resolution No. 3	To approve payment of remuneration to Mr. Pawan Kumar Kedia (DIN: 00375557), Director (Finance), pursuant to Section 197 read with Section II of Part II of Schedule V and all other applicable provisions of the Companies Act, 2013, as minimum remuneration.							
Resolution required: (Ordinary/ Special)	SPECIAL							
Whether promoter/ promoter group are interested in the agenda/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	14630039	14621364	99.9407	14621364	0	100.0000	0.0000
	Poll	14630039	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	14630039	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	9705766	6647003	68.4851	6647003	0	100.0000	0.0000
	Poll	9705766	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	9705766	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	8317095	3968411	47.7139	3968286	125	99.9969	0.0031
	Poll	8317095	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	8317095	52	0.0006	52	0	100.0000	0.0000
Total		32652900	25236830	77.2882	25236705	125	99.9995	0.0005

Sd/-

Rajesh Mundhra
Company Secretary

Annexure-1

Resolution No. 4		To approve reappointment of Mr. Pawan Kumar Kedia (DIN: 00375557) as Wholetime Director designated as Director (Finance).						
Resolution required: (Ordinary/ Special)		ORDINARY						
Whether promoter/ promoter group are interested in the agenda/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	14630039	14621364	99.9407	14621364	0	100.0000	0.0000
	Poll	14630039	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	14630039	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	9705766	6647003	68.4851	6647003	0	100.0000	0.0000
	Poll	9705766	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	9705766	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	8317095	3968411	47.7139	3968286	125	99.9969	0.0031
	Poll	8317095	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	8317095	52	0.0006	52	0	100.0000	0.0000
Total		32652900	25236830	77.2882	25236705	125	99.9995	0.0005

Resolution No. 5		To approve appointment of Mr. Chaitanya Jalan (DIN: 07540301), as Director.						
Resolution required: (Ordinary/ Special)		ORDINARY						
Whether promoter/ promoter group are interested in the agenda/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	14630039	14621364	99.9407	14621364	0	100.0000	0.0000
	Poll	14630039	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	14630039	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	9705766	6647003	68.4851	2142340	4504663	32.2302	67.7698
	Poll	9705766	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	9705766	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	8317095	3989350	47.9657	3984225	5125	99.8715	0.1285
	Poll	8317095	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	8317095	52	0.0006	52	0	100.0000	0.0000
Total		32652900	25257769	77.3523	20747981	4509788	82.1449	17.8551

Sd/-
Rajesh Mundhra
Company Secretary

Annexure -1

Resolution No. 6	To approve appointment and payment of remuneration to Mr. Chaitanya Jalan (DIN: 07540301) as wholetime Director designated as Director (Executive), pursuant to Section 197 read with Section II of Part II of Schedule V and all other applicable provisions of the Companies Act, 2013, as minimum remuneration.							
Resolution required: (Ordinary/ Special)	SPECIAL							
Whether promoter/ promoter group are interested in the agenda/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	14630039	14621364	99.9407	14621364	0	100.0000	0.0000
	Poll	14630039	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	14630039	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	9705766	6647003	68.4851	640135	6006868	9.6304	90.3696
	Poll	9705766	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	9705766	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	8317095	3989350	47.9657	3984225	5125	99.8715	0.1285
	Poll	8317095	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	8317095	52	0.0006	52	0	100.0000	0.0000
Total		32652900	25257769	77.3523	19245776	6011993	76.1975	23.8025

Sd/-
Rajesh Mundhra
Company Secretary



SCRUTINIZER'S REPORT

[Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Rule 20 as amended by Companies (Management & Administration) Amendment Rules, 2015]

2nd April, 2020

To
The Chairman
Ramkrishna Forgings Limited
23, Circus Avenue
Kolkata-700017

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot & Voting through E-voting conducted pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 and Rule 20, *mutatis mutandis*, of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I, Asha M Banthia, Proprietor of Asha Banthia & Co., Practicing Chartered Accountants, appointed by the Board of Directors of Ramkrishna Forgings Limited (the Company) at its meeting held on 12th February 2020 for the purpose of scrutinizing the postal ballot process and voting through e-voting conducted for seeking approval of members of the Company on the items as mentioned in postal ballot notice dated 12th February, 2020 do hereby submit my report as follows:

- (a) The notice dated 12th February, 2020 alongwith the Statement under Section 102 of the Act, setting out all material facts in respect of the resolutions mentioned therein was sent to the shareholders of the Company electronically by email and physically by other permitted means to the members whose names appear on the register of members/ list of beneficial owners as received from the National



Annexure -2

Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) as on 14th February, 2020.

- (b) The Company has completed the dispatch of Notice and Postal Ballot forms along with postage prepaid business reply envelope by permitted mode on 2nd March, 2020. The Company also provided e-voting facility offered by KFin Technologies Private Limited (KFintech) to its shareholders.
- (c) The members holding shares either in physical or dematerialized form, as on the "Cut off" date i.e. 14th February, 2020 were entitled to vote on the proposed resolutions.
- (d) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period commenced on Tuesday, 3rd March, 2020 at 9:00 AM and ended on Wednesday, 1st April, 2020 at 5:00 PM.
- (e) *In wake of the COVID19 Pandemic, the Company went under complete lockdown from 2.00 P.M. on 23rd March, 2020. Therefore, postal ballot forms, if any, received during the period after 2.00 P.M. on 23rd March, 2020 till 1st April, 2020 could not be considered and reported. 2 (two) Postal Ballot forms which have been received upto 2.00 P.M. on 23rd March, 2020 have been considered for scrutiny. The postal ballot forms were duly scrutinized.*
- (f) Particulars of all the Postal Ballot Forms received from the Members have been entered in a register separately maintained for the purpose.
- (g) The e-voting facility provided by KFintech was unlocked after 5.00 P.M. on 1st April, 2020 in the presence of one witness due to reason mentioned in point (e) above.
- (h) Thereafter, the details containing, inter-alia, list of the members, who voted "For" or "Against" on the resolutions were derived from the ballot forms received from



Annexure -2

the members of the Company as well as the report generated from the e-voting website of KFintech www.evoting.karvy.com in respect of voting through e-voting.

- (i) The Company in aggregate has received 2(two) Postal Ballot forms representing 52 equity shares of the Company.
- (j) 54 Members representing 2,52,57,717 equity shares have cast their votes through e-voting for Resolutions. Out of the above, 3 members representing 20,939 equity shares abstained from e-voting on resolution no. 3 and 4.

I now submit my consolidated report as under on the result of the voting through e-voting and postal ballot.

Item No. 1 - Special Resolution for payment of remuneration to Mr. Mahabir Prasad Jalan (DIN: 00354690), Chairman, pursuant to Section 197 read with Section II of Part II of Schedule V and all other applicable provisions of the Companies Act, 2013, as minimum remuneration.

	Voting through e-voting		Voting through Ballots		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	46	24769265	2	52	48	24769317	98.0661
Voted against the resolution	8	488452	--	--	8	488452	1.9339



Annexure -2

Total	54	25257717	2	52	56	25257769	100.00
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Item No. 2 – Special Resolution for payment of remuneration to Mr. Naresh Jalan (DIN: 00375462), Managing Director, pursuant to Section 197 read with Section II of Part II of Schedule V and all other applicable provisions of the Companies Act, 2013, as minimum remuneration.

	Voting through e-voting		Voting through Ballots		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	46	24769265	2	52	48	24769317	98.0661
Voted against the resolution	8	488452	--	--	8	488452	1.9339
Total	54	25257717	2	52	56	25257769	100.00

Item No. 3 – Special Resolution for payment of remuneration to Mr. Pawan Kumar Kedia (DIN: 00375557), Director - Finance, pursuant to Section 197 read with Section II of Part II of Schedule V and all other applicable provisions of the Companies Act, 2013, as minimum remuneration.

	Voting through e-voting		Voting through Ballots		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members	No. of votes cast	% of total number of valid



Annexure -2

					who voted		votes cast
Voted in favour of the resoluti on	50	25236653	2	52	52	25236705	99.9995
Voted against the resoluti on	1	125	--	--	1	125	0.0005
Total	51	25236778	2	52	53	25236830	100.00

Item No. 4 - Ordinary Resolution to reappoint Mr. Pawan Kumar Kedia (DIN: 00375557) as Wholetime Director designated as Director (Finance).

	Voting through e- voting		Voting through Ballots		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Mem bers who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resoluti on	50	25236653	2	52	52	25236705	99.9995
Voted against the resoluti on	1	125	--	--	1	125	0.0005
Total	51	25236778	2	52	53	25236830	100.00



Annexure -2

Item No. 5 - Ordinary Resolution for appointment of Mr. Chaitanya Jalan (DIN: 07540301), as Director

	Voting through e-voting		Voting through Ballots		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	42	20747929	2	52	44	20747981	82.1449
Voted against the resolution	12	4509788	--	--	12	4509788	17.8551
Total	54	25257717	2	52	56	25257769	100.00

Item No. 6 - Special Resolution for appointment and payment of remuneration to Mr. Chaitanya Jalan (DIN: 07540301) as Wholetime Director designated as Director (Executive), pursuant to Section 197 read with Section II of Part II of Schedule V and all other applicable provisions of the Companies Act, 2013, as minimum remuneration.

	Voting through e-voting		Voting through Ballots		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast



Annexure -2

Voted in favour of the resolution	36	19245724	2	52	38	19245776	76.1975
Voted against the resolution	18	6011993	--	--	18	6011993	23.8025
Total	54	25257717	2	52	56	25257769	100.00

In view of the above scrutiny, I hereby certify that the ordinary and special resolutions as aforesaid, as set out in notice dated 12th February, 2020 has been approved and passed by the requisite majority.

The Postal Ballot Forms and other related papers/ registers and records shall be handed over to the person authorized by the Board to supervise the Postal Ballot process after the lockdown due to COVID19 pandemic gets over.

Thanking you,
Yours faithfully,

Sd/-
Asha M Banthia

Proprietor

Asha Banthia & Co.

Membership No.: 055643

FRN: 327389E

Date: 02.04.2020

Place: Kolkata

UDIN: 20055643AAAAAA4462

Countersigned by:

Sd/-

Rajesh Mundhra

Company Secretary

Ramkrishna Forgings Limited

As authorized by Mr. Mahabir Prasad Jalan (Chairman)