

### RAMKRISHNA FORGINGS LIMITED

REGD. & CORPORATE OFFICE:

"RAMKRISHNA CHAMBERS" 72 SHAKESPEARE SARANI, KOLKATA 700017 WESTBENGAL, INDIA

PHONE : (+91 33) 3984 0900 / 0999 FAX : (+91 33) 3984 0998

EMAIL : info@ramkrishnaforgings.com WEBSITE: www.ramkrishnaforgings.com CIN NO. : L74210WB1981PLC034281

Ref no: RKFL/2015-16/1600 Dated: 15<sup>th</sup> September,2015

BSE Limited
Corporate Service Department
P.J.Towers
Dalal Street
Mumbai -400001

National Stock Exchange of India Limited Exchange Plaza , Bandra Kurla Complex Bandra (E) Mumbai - 400051

Dear Sirs,

#### Re:- Clause 35A of the listing Agreement - voting results of 33rd Annual General Meeting

In accordance with Clause 35A of the listing Agreement given below are the details of the voting results in respect of the  $33^{rd}$  Annual General Meeting ('AGM') of the shareholder of Ramkrishna Forgings Limited held on  $12^{th}$  day of September ,( Saturday) at 10.45 AM at Indian Council for Cultural Relations , 9A , Ho- Chi- Minh Sarani ,Kolkata -700071 .

#### **Details of Voting Results:-**

Date of AGM	September 12,2015	
Total number of shareholders on record date ( i.e. September 5,2015–Cut -off date for Voting Purpose	9138	

#### No. of Shareholders present in the meeting either in person or through proxy:

Shareholders	Present in person	Present through proxy	Total
Promoters and promoter Group	3	4	7
Public	335	11	346
Total	338	15	353



WORKS



PLOT NO. M-6, PHASE VI, GAMARIA, JAMSHEDPUR -832108, JHARKHAND (INDIA); FAX: (+91 657) 2202814
PH: (+91 657) 3984900, 3204242, 3204249
EMAIL: forgings-division@ramkrishnaforgings.com

ADITYAPUR; JAMSHEDPUR -832109, JHARKHAND (INDIA) FAX: (+91 657)3984998

PH: (+91 657) 3984900/999, EMAIL: cnc-division@ramkrishnaforgings.com

EMAIL: forgings-division@ramkrishnaforgings.com

ANT- III & IV: PLOT NO, M-15, 16 & NS-26, PHASE VII, INDUSTRIAL AREA





PLANT- II: 7/40, DUFFER STREET, LILUAH, HOWRAH – 711204 WEST BENGAL (INDIA) PH: (+91 33) 2654 8062/063

PLANT- V: VILL: BALIGUMA, P.O.: KOLABERA, THANA: SARAIKELA, DIST.: SARAIKELA KHARSWAN; JAMSHEDPUR -833220, JHARKHAND (INDIA) PH: (+91657) 3984900 EMAIL: pressplant5@ramkrishnaforgings.com



#### RAMKRISHNA FORGINGS LIMITED

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PHONE: (+91 33) 3984 0900 / 0999 : (+91 33) 3984 0998

EMAIL : info@ramkrishnaforgings.com WEBSITE: www.ramkrishnaforgings.com CIN NO.: L74210WB1981PLC034281

No of Shareholders attended the meeting through Video Conferencing :-

Shareholders	Present in person	Present through proxy	Total
Promoters and promoter Group	-	-	-
Public		-	-
Total	-		

The Voting pattern of the all the 14 resolutions is enclosed.

The Report of the Scrutiniser, Mr. Saheb Ali , Practicing Company Secretary , is enclosed.

For, Ramkrishna Forgings Limited.

Company Secretary.



PH: (+91 657) 3984900/999, EMAIL: cnc-division@ramkrishnaforgings.com







# ORDINARY BUSINESS:

ITEM NO.1:

Ramkrishna Forgings Ltd.

# ORDINARY BUSINESS:

### ITEM NO.2:

Declaration of divi	Declaration of dividend for the year 2014-15	Details of Agend			Resolution Required Ordinary		Mode of Voting The resolutionn	ng nn was passe
eclaration of divi	idend for the year 2014-15	5			Ordinary			The resolutionn was passed through e- voting and poll with requisite majority
Promoter/Public	No.of Share held.	Mode of voting	No. of votes Polled	% of votes polled	No. of votes- in favour No. of votes- Against	No.of votes-	Against	
				on outstanding Shares	res			over votes polled
	1		2	3 (2/1*100)	4		Oi	5 6-(4/2*100
Promoters and	13090165	13090165 e-voting	11545915	88.20	11545915		0	0 100
Promoter Group		Poll	1258500	9.61	1258500		0	00 100
		Sub-total	12804415	97.82				
Public Institutional	6334476	6334476 e-voting	1346958	21.26	1346958		0	0 100
		Poll	686500	10.84	686500		0	001 0
		Sub-total	2033458	32.10				
Public -Others	8045299	8045299 e-voting	92473	1.15	92473		0	0 100
		Poll	1396	0.02	1396		0	0 100
		Sub-total	93869	1.17				
Total			14931742		14931742		0	0 100.00

Ramkrishna Forgings Ltd.

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# ORDINARY BUSINESS:

### ITEM NO.3:

Mode of voting No. of votes Polled % of votes polled No. of	olled % of votes polled No. of votes- in favour No. of votes- Against
% of votes polled No. of on outstanding Shares 3 (2/1*100)	outstanding Shares (2/1*100)  4  Solution No. of votes- in favour No. of votes- Against outstanding Shares 5
5 = 6	4 5 11545915 0
% of votes in favour over votes polled 6-(4/2*100 100.00	

Ramkrishna Forgings Ltd.

ORDINARY BUSINESS:

ITEM NO.4:

		2			Resolution Required		Mode of Voting	
		Details of Agend			vesointion vedones		0	
4. Appoint a Director	<ol> <li>Appoint a Director in place of Mr. Satish Mehta who retires</li> </ol>	who retires			Ordinary		The resolutionn was passed through e-voting	ed through e- voting
rotation and being e	rotation and being eligible offers himself for reappointment	ointment 					and poll with requisite majority	Atuole
Promoter/Public	No.of Share held.	Mode of voting	No. of votes Polled	% of votes polled on outstanding Shares	No. of votes- in favour	No.of votes- Against	% of votes in favour over votes polled	% of votes Against on Votes polled
			2	3 (2/1*100)	4	.ch	6-(4/2*100	7- (5/2*100)
December and	130901	13090165 e-voting	11545915	88.20	11545915	0	100.00	0.00
Promoter Group		Poll	1258500	9.61	1258500	0	100.00	0.00
		Sub-total	12804415	97.82				
Dublic Institutional	63344	6334476 e-voting	1346958	21.26	1341958	5000	99.63	0.37
	,	Poll	686500	10.84	686500	0	100.00	0.00
		Sub-total	2033458	32.10				
Duklic Others	80452	8045299 a-voting	92477	1.15	92013	464	99.50	0.50
mone Onser		Poll	1396	0.02	1396	0	100.00	0.00
		Sub-total	93873	1.17				
Total			14931746		14926282	5464	99,96	0.04

Ramkrishna Forgings Ltd.

ORDINARY BUSINESS:

ITEM NO.5:

		A C A mand			Resolution Required		Mode of Voting	
5. Ratification of the as Statutory Auditors	5. Ratification of the appointment of M/s. Singhi & Co., Chartered Accountants, as Statutory Auditors from the conclusion of this AGM until the conclusion of the next AGM of the Company	Co., Chartered Account	ntants, as Statutory Au	iditors from the conclusion of the Company	thi Ordinary		The resolutionn was passed through e-voting and poll with requisite majority	ssed through e- voting najority
		N. J. S. Mills	No of votes Polle	d % of votes polled	No. of votes- in favour	No.of votes- Against	% of votes in favour	% of votes Against
Promoter/Public	No.of Share held.	Mode of voting	No. of votes Pone	No. 01 votes Folled on outstanding Shares		1	over votes polled	on Votes polled
				2 (2/1*100)	4	S)	6-(4/2*100	7- (5/2*100)
	1		2	3 (2/1 100)		0	100.00	0.00
2	130901	13090165 e-voting	11545915	88.20	11545915		1000	
Promoters and		Poll	1258500	9.61	1258500	0	00.001	
Promoter Group		Cub total	12804415	97.82				
		Control access	1200000	20.67	1309098	0	100.001	0.00
Public Institutional	65544	6554476 e-voting	000001	1000	707500	0	100 00	0.00
T HOLL THOUSAND		Poll	686500	10.84	686500	c		
		Sub-total	1995598	31.50				
		000	97/77	1 15	92013	464	99.50	
Public -Others	8045	8045299 e-voting	11476		2051	0	100.00	0.00
T WOULD WINDS		Poll	1396	0.02	1396	c		
		Sub-total	93873	1.17			20.00	0.003
			78810811		14893422	464	27.771	

Ramkrishna Forgings Ltd.

ITEM NO.6:

Resolution Required Ordinary  No of votes in favour	Resolution Required Ordinary  Ordinary  No. of votes in favour
on Required  No.of votes- in favour  No.of votes- 11545915	Resolution Required   Ordinary
n Required  on Required  11545915  1258500	n Required  No.of votes- Against  11545915  1258500  0
No. of votes- Against  5 0 0 5000	
	Mode of Voting The resolution was passe and poll with requisite may % of votes in favour over votes polled 6-(4/2*100 100.00 100.00 99.63

Ramkrishna Forgings Ltd.

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COMPANY SECRETARY

SPECIAL BUSINESS:

ITEM NO.7:

		Details of Agend			Resolution Required		Mode of Voting	and should be working
7 Appointment of l	Ms. Aditi Bagri as an Indepen	Appointment of Ms. Aditi Bagri as an Independent Director for a term of 5 years. w.e.f. 1st November, 2014.	w.e.f 1st November,2014.		Ordinary		ine resolutionn was passed through e-voting and poll with requisite majority	sed through e- voting
Data Bahii	No of Share held	Mode of voting	No. of votes Polled	% of votes polled	No. of votes- in favour	No.of votes- Against	% of votes in favour	% of votes Against
Promoter/Public	No.of Share held.	Mode of voting	No. of votes Polled	% of votes polled on outstanding Shares	No. of votes- in favour	No.01 votes- Agamst	over votes polled	on Votes polled
			2	3 (2/1*100)	4	rys.	6-(4/2*100	7- (5/2*100)
December and		13090165 e-voting	11545915	88.203	11545915	0	100.00	9
Promoter Group		Poll	1258500	9.614	1258500	0	100.00	0
discuss or other		Sub-total	12804415	97.817				
Public Institutional		6334476 e-voting	1346958	21.264	1341958	5000	99.53	3
T HOUSE WHOM THE		Poll	686500	10.838	686500	0	100.00	
		Sub-total	2033458	32.101			00.5	
D. Lilia Orkare		8045799 e-voting	92477	1.149	92013	464	99.50	
t dolly soulces		Poll	1396	0.017	1396	0	100.00	0
		Sub-total	93873	1.167			00.00	
Total			14931746		14926282	5464	99.90	

Ramkrishna Forgings Ltd.

SPECIAL BUSINESS:

ITEM NO.8:

Total				Public -Others			r apire insurandinal	Diship institutional		Fromoter Group		Promoters and		Promoter/Public	31, 2015 and Mar	8.Ratification of the
				80452			53344				100001	130901	1	No.of Share held.	ch 31, 2016 of Rs. 3,25,000 for the Conveyance and Out of p	emuneration to be paid to M/s.U
	Sub -total		Poll	8045299 e-voting	Sub-total	FOI	b3344/6 e-voting		Sub -total	Poll	Bulloa-a corococt	1		Mode of voting	e year 2014-2015 and Rs. 3,50 ocket expenses not exceeding	Sharma & Associates Cost Ac
14931746	93873		1396	92477	2033458	005989	1346958	111111111111111111111111111111111111111	12804415	1258500	11545915		2	No. of votes Polled	0.16 of Rs. 3,25,000 for the year 2014-2015 and Rs. 3,50,000 for the year 2015-2016 plus service.  Conveyance and Out of pocket expenses not exceeding 20% of the remuneration respectively.	Countants as the Cost Audito
	1.167	4401	0.017	1.149	32.101	10.838	21.264	27,027	97 817	9,614	88.203	- 1-1	3 (2/1*100)	% of votes polled on outstanding Shares	31, 2015 and March 31, 2016 of Rs. 3,25,000 for the year 2014-2015 and Rs. 3,50,000 for the year 2015-2016 plus service tax and Travelling, Local Conveyance and Out of pocket expenses not exceeding 20% of the remuneration respectively	8. Ratification of the remuneration to be paid to M/s. U Sharma & Associates Cost Accountants as the Cost Auditors for the figure in the cost of the remuneration of the remuneration to be paid to M/s. U Sharma & Associates Cost Accountants as the Cost Auditors for the figure in the cost of the
14931282		0,000	1306	92013		686500	1346958			1258500	11545915	4	,	No. of votes- in favour	Ordinary	
464		G	,	464		0	0			0	0	U	1	No.of votes- Against		
99 997		100.00		99.50		100.00	100.00			100.00	100.00	6-(4/2*100	The state of the s	% of votes in favour	The resolutionn was passed through e- voting and poll with requisite majority	Mode of Voting
0.003		0.00		0.50		0.00	0.00				0.00	7- (5/2*100)	on votes house	% of votes Against	sed through e- voting rajority	

Ramkrishna Forgings Ltd.

ITEM NO.9:

Polled % of votes polled On outstanding Shares On outstanding Shares On 0.514 11545915 On 0.514 1258500 On 0	No. of votes Polled   No. of votes in favour   No. of votes Polled   No. of votes in favour   No. of votes in
Polled % of votes polled on outstanding Shares 3 (2/1*100) 4 915 88.203 11545915 97.817 1258500 10.838 686500 10.838 686500 92013 0.017 1396 1.167	Polled         % of votes polled         No. of votes in favour         No. of votes Against           915         88.203         11545915         0           90         9.614         1258500         0           915         97.817         10.333         156900           115         97.817         10.333         156900           10         10.838         686500         0           10         10.838         686500         0           11.149         92013         464           0.017         1396         0           1.167         14607697         1572.
	Resolution Required   Special   Special   Special   No.of votes- Against   No.of votes- Against   S
	No.of votes- Against  5  0  0  156900  0  0  0  157364
No.of votes- Against  5 0 0 156900 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	
	Mode of Voting The resolutionn was pass and poll with requisite m  % of votes in favour  over votes polled  6-(4/2*100  100.00  100.00  99.50  100.00

Ramkrishna Forgings Ltd.

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ITEM NO.10:

Total			rubiic -Orners			IBUOHC IIISUMUONI	Duklia Institutional	4	Promoter Group	The second and	Promoter and		Fromoter/Public	9	10.Resolution u/s 180(1)
			804529			653441	122	4		атокост	1		No.of Share held.		10. Resolution u/s 180(1)( c ) of Companies Act, 2013 to increase the limit to Rs. 2500 crore from Rs. 1300 Cr.
	Sub-total	Poll	8045299 e-voting	18101- Onc	POI	63344/6 e-voting		Sub-total	Poll	Tananta e-Aprile			Mode of voting		crease the limit to Rs 2500
14931746	93873	1396	92477	2033458	686500	1346958	CTLLOGET	17804415	1258500	11545915	2		No. of votes Polled		Fore from Rs 1300 Cr
	1.167	0.017	1.149	32.101	10.838	21.264	1.8.1	07017	9.614	88.203	3 (2/1*100)	Comment of the contract of	% of votes polled		
14774382		1396	92013		686500	1190058			1258500	11545915	4		No. of votes- in favour	pheno	Resolution Required
157364		0	464		-0	156900			0	0	ch		No.of votes- Against		
56.86		100.00	99.50		100.00	88.35			100.00	100.00	6-(4/2*100	over votes polled	ů,	The resolutionn was passed throand poll with requisite majority	Mode of Voting  The resolutionn was passed through e-voting- and poll with requisite majority
1 05		0.00	0.50		0.00	11.65			0.00	0.00	7-(5/2*100)	on Votes polled	% of votes Against	sed through e-voting ajority	

Ramkrishna Forgings Ltd.

ITEM NO.11:

Total			Public -Others			Public Institutional		Promoter Group	Promoters and			Promoter/Public	11 Amendment of A	
			804529			633447			1309016	1		No.of Share held.	Amendment of Attitutes of Association of the Company	
	Sub-total	Poll	8045299 e-voting	Sub-total	Poll	6334476 e-voting	Sub-total	Poll	13090165 e-voting			Mode of voting	ny	Details of Agend
14931746	93873	1396	92477	2033458	686500	1346958	12804415	1258500	11545915	2		No. of votes Polled		
	1.167	0.017	1.149	32.101	10.838	21.264	97.817	9.614	88.203	3 (2/1*100)	on outstanding Shares	% of votes polled		
14931282		1396	92013		686500	1346958		1258500	11545915	4		No. of votes- in favour	gpecial	Resolution Required
464		0	464		0	0		0	0	ON.		No.of votes- Against		
100.00		00.001	99.50		100.00	100.00		00.001	100.00	6-(4/2*100	over votes polled	% of votes in favour	and poll with requisite majority	The recolutions was passed through a-voting
0.00		0.00			0.00	0.00		0.00	0.00	7- (5/2*100)	on Votes polled	% of votes Against	majority	seed through a- voting

Ramkrishna Forgings Ltd.

COMPANY SECRETARY

TEM NO.12:					The state of the s		Mode of Voting	
					Resolution Required		The resolutionn was passed through e- voting	ed through e-voting
12 Approval of Ramkr	Details of Agend  Details of Agend  Details of Agend  Approval of Ramkrishna Forgings Limited Employee Stock Option Plan 2015, Formation of ESOP trust, Grant of employee stock options to the	Stock Option Plan 2015, For	mation of ESOP trust, Grant	of employee stock options to the	Special		and poll with requisite majority	ajority
employees of the company	employees of the company thereunder and issue of equity similar to the company thereunder and issue of equity similar to the company thereunder and issue of equity similar to the company thereunder and issue of equity similar to the company thereunder and issue of equity similar to the company thereunder and issue of equity similar to the company thereunder and issue of equity similar to the company thereunder and issue of equity similar to the company there is no expectation to the company	THE STATE OF THE S	**				% of votes in favour	% of votes Against
		Mode of voting	No. of votes Polled	% of votes polled	No. of votes- in favour	M0.01 v0to- v5ams.		on Votes polled
Promoter/Public	No.of Share held.	STORE OF LANGE		on outstanding Shares			6 (4/2*100	7-(5/2*100)
				200	4	On.	0-14/100	The same of
	•		2	3 (2/1*100)	1		100.00	0.00
	-			88 703	11545915	0	100	
	1309016	13090165 e-voting	11545915	Control		>	100.00	0.00
Promoters and			1758500	9.614	1258500	c		
		Poli	44400000					
Promoter Group		C.L total	12804415	97.817			25.00	11.65
		Guo	100	21264	1190058	156900	00.0	
7	633447	6334476 e-voting	1346938	and the state of the	00000	o	.100.00	0.00
Public institutional			686500	10.838	686500			
		FOI	SAKESUC	32.101				
(2)		Sub-total	2033430		51013	464	99.50	00
	200	200	92477	1.149	52012		1000	0.00
Public -Others	80452	8045299 e-voung		0.017	1396	0	00.001	
		Poll	1396	0.017				
		Sub-total	93873	1.167		127724	98,95	Ŭ.
			14931746		14//4382	10000		

Ramkrishna Forgings Ltd.

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SPECIAL BUSINESS:

TTEM NO.13:

Total			Public -Others			Public Institutional		Promoter Group	Promoters and		Promoter/Public	13 Approval to ESO	
			804529			633447			1309016	1	No.of Share held.	Approval to ESOP Trust for secondary acquisition of shares for implementing the ESOP scheme	
	Sub-total	Poll	8045299 e-voting	Sub-total	Poll	6334476 e-voting	Sub-total	Poll	13090165 e-voting		Mode of voting	shares for implementing the Es	Details of Agend
14931746	93873	1396	92477	2033458	686500	1346958	12804415	1258500	11545915	2	No. of votes Polled	SOP scheme	
	1.167	0.017	1.149	32.101	10.838	21.264	97.817	9.614	88.203	3 (2/1*100)	% of votes polled on outstanding Shares		
14774382		1396	92013		686500	1190058		1258500	11545915	4	No. of votes- in favour	Special	Resolution Required
157364		0	464		0	156900		0	0	un	No.of votes- Against		
98.95		100.00	99.50		100.00	88.35		100.00	100.00	6-(4/2*100	% of votes in favour over votes polled	and poll with requisite majority	Mode of Voting
1.05		0.00	0.50		0.00	11.65		0.00	0.00	7- (5/2*100)	% of votes Against on Votes polled	ajority	

Ramkrishna Forgings Ltd.

## ITEM NO.14:

Public Institutional  Public -Others				3				Promoter Group	Promoters and	just	Promoter/Public No.of Share held.	14 Approval to provide money by the company for purchase and/or subscription of its own shares by the trust/trustees for implementation of the ESOP scheme(s) of the Company.		
Sub-total  8045299 e-voting  Poll  Sub-total	Sub-total 8045299 e-voting Poll	Sub-total 8045299 e-voting	Sub-total		Poll	6334476 e-voting	Sub-total	Poll	13090165 e-voting		Mode of voting	or purchase and/or subscription of its ov	Details of Agend	
93873		1396	92477	2033458	686500	1346958	12804415	1258500	11545915	2	No. of votes Polled	m shares by the trust/truste		
	1.167	0.017	1.149	32.101	10,838	21.264	97,817	9.614	88.203	3 (2/1*100)	% of votes polled on outstanding Shares	es for implementation of the		
		1396	92013		686500	1190058		1258500	11545915	4	No. of votes- in favour No. of votes- Agains % of votes in favour over votes polled	Special	Resolution Required	
157264		0	464		0	156900		0	0	U)	No.of votes- Agains			
50.80		100.00	99.50		100.00	88.35		100.00	100.00	6-(4/2*100	% of votes in favour over votes polled	and poll with requisite majority	Mode of Voting	
1.05		0.00	0.50		0.00	5 11.65		0.00	0.00	7- (5/2*100)	% of votes Against on Votes polled	ajority		

Ramkrishna Forgings Ltd.



Saheb Alí Company Secretary

#### SCRUTINIZER'S REPORT

[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 Companies (Management & Administration) Amendment Rules, 2015]

14th September, 2015

To

The Chairman of the 33<sup>rd</sup> (Thirty Third) Annual General Meeting (AGM) of Members of Ramkrishna Forgings Limited (CIN:L74210WB1981PLC034281), held on Saturday, 12<sup>th</sup> day of September, 2015 at Indian Council for Cultural Relations, 9A, Ho Chi Minh Sarani, Kolkata-700071 at 10:45 A.M.

Dear Sir,

I, Saheb Ali, Practicing Company Secretary, appointed by the Board of Directors of Ramkrishna Forgings Limited (the Company) for the purpose of scrutinizing the process of voting through Remote E-voting and by use of ballot at the Annual General Meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rules, 2014 [as amended by Companies (Management & Administration) Amendment Rules, 2015] in respect of the below mentioned Resolutions proposed at the 33rd Annual General Meeting of the Company held on Saturday, 12th September, 2015 at Indian Council for Cultural Relations, 9A, Ho Chi Minh Sarani, Kolkata-700071, West Bengal at 10:45 AM do hereby submit my report as follows:

Ramkrishna Forgings Ltd.

Company Secretary

- (a) The Notice dated 7th August, 2015 convening the 33rd Annual General Meeting of the Company setting out all material facts in respect of Resolutions mentioned therein, was sent on 18th August, 2015 to the shareholders of the company.
- (b) The company provided remote e-voting facility offered by M/s Karvy Computershare (P) Ltd (Karvy) to its Shareholders. At the Annual General Meeting, the Company provided voting facility by way of poll to the shareholders who did not cast their vote through remote e-voting facility.
- (c) The members holding shares either in physical or dematerialized form, as on the "Cut off" date i.e. 5th September, 2015 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 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced on Wednesday, 9th September, 2015 at 9:00 AM and ended on Friday, 11th September, 2015 at 5:00 PM.
- (e) The member and/or their proxy at the meeting exercised their voting rights at the poll conducted at the Annual General Meeting as stated above.
- (f) After conclusion of voting at the 33<sup>rd</sup> Annual General Meeting, the votes cast at the meeting were counted first, and thereafter, the votes cast through remote e-voting were unblocked in presence of Ms. Komal Joshi and Ms. Bidisha Achari who acted as witnesses in accordance with Rule 20 of the Companies (Management & Administration) Rules, 2014.

Ramkrishna Forgings Ltd.

- (g) Thereafter, the details containing inter alia, list of the members, who voted "For" or "Against" on each of the resolution that were put to vote, were derived from the ballot forms received at the poll conducted at the meeting as well as the report generated from the e-voting website of Karvy, <a href="http://www.evoting.karvy.com">http://www.evoting.karvy.com</a> in respect of remote e-voting.
- (h) 26 members have cast their votes through remote e-voting and all such votes are valid. 119 members and/or their proxy have cast their votes through poll at the AGM venue, out of which 14 ballots are invalid.

I now submit my consolidated report as under on the result of the remote e-voting and poll conducted at the meeting.

Item no. 1 - Ordinary Resolution - To receive, consider and adopt Audited Financial Statements (including Consolidated Audited Financial Statements) of the Company for the financial year ended 31st March, 2015, together with Reports of the Board of Directors and Auditors thereon.

	Remote e-	voting	Voting thr	ough Poll	Consolida	ted Voting R	A STATE OF THE PARTY OF THE PAR
	No. of Members who voted	No. of votes cast	No. of Members who voted	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	24	12984886	105	1946396	129	14931282	99.99%
Voted against the resolution	2	464	Nil	Nil	2	464	Negligible
Invalid votes	Nil	Nil	14	305336	14	305336	•



Ramkrishna Forgings Ltd.

Company Secretary

Saheb Ali

Item no. 2 - Ordinary Resolution - To declare dividend on Equity shares for the financial year ended 31st March, 2015.

	Remote e-	voting	Voting thr	ough Poll	Consolida	ted Voting R	esults
	No. of Members who voted	No. of votes cast	No. of Members who voted	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	26	12985346	105	1946396	131	14931742	100.00%
Voted against the resolution	Nil	Nil	Nil	Nil	Nil	Nil	Negligible
Invalid votes	Nil	Nil	14	305336	14	305336	-

Item no. 3 - Ordinary Resolution - To appoint a director in place of Mr. Naresh Jalan (DIN: 00375462), who retires by rotation and being eligible, offers himself for reappointment.

	Remote e-	voting	Voting thr	ough Poll	Consolida	ted Voting R	esults
	No. of Members who voted	No. of votes cast	No. of Members who voted	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	24	12984886	105	1946396	129	14931282	99.99%
Voted against the resolution	2	464	Nil	Nil	2	464	Negligible
Invalid votes	Nil	Nil	14	305336	14	305336	•

Ramkrishna Forgings Ltd. Rin M-





#### Saheb Alí Company Secretary

Item no. 4 - Ordinary Resolution - To appoint a director in place of Mr. Satish Mehta (DIN: 00871822), who retires by rotation and being eligible, offers himself for reappointment.

	Remote e-	voting	Voting thr	ough Poll	Consolida	ted Voting R	esults
	No. of Members who voted	No. of votes cast	No. of Members who voted	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	23	12979886	105	1946396	128	14926282	99.96%
Voted against the resolution	3	5464	Nil	Nil	3	5464	0.04%
Invalid votes	Nil	Nil	14	305336	14	305336	

Item no. 5 - Ordinary Resolution - To re-appoint M/s. Singhi & Co. Chartered Accountants (Firm Reg. No. 302049E) as the Statutory Auditors until the conclusion of the next Annual General Meeting of the Company.

	Remote e-	voting	Voting thr	ough Poll	Consolida	ted Voting R	esults
	No. of Members who voted	No. of votes cast	No. of Members who voted	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	23	12947026	105	1946396	128	14893422	99.99%
Voted against the resolution	2	464	Nil	Nil	2	464	Negligible
Invalid votes	Nil	Nil	14	305336	14	305336	

Ramkrishna Forgings Ltd.



Item no. 6 - Ordinary Resolution - To appoint Mr. Amitabha Guha (DIN: 02836707) as Independent Director for a term of 5 (Five) consecutive years with effect from 14th August, 2014 and whose office shall not be liable to determination by retirement of directors by rotation.

	Remote e-	voting	Voting thr	ough Poll	Consolida	ted Voting R	esults
	No. of Members who voted	No. of votes cast	No. of Members who voted	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	23	12979886	105	1946396	128	14926282	99.96%
Voted against the resolution	3	5464	Nil	Nil	3	5464	0.04%
Invalid votes	Nil	Nil	14	305336	14	305336	-

Item no. 7- Ordinary Resolution - To appoint Ms. Aditi Bagri (DIN: 06943139) as Independent Director for a term of 5 (Five) consecutive years with effect from 1st November, 2014 and whose office shall not be liable to determination by retirement of directors by rotation.

	Remote e-	voting	Voting the	ough Poll	Consolida	ted Voting R	esults
	No. of Members who voted	No. of votes cast	No. of Members who voted	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	23	12979886	105	1946396	128	14926282	99.96%
Voted against the resolution	3	5464	Nil	Nil	3	5464	0.04%
Invalid votes	Nil	Nil	14	305336	14	305336	-

Ramkrishna Forgings Ltd.



Item no. 8- Ordinary Resolution - To ratify the remuneration to be paid to M/s. U Sharma & Associates, Cost Accountants, as the Cost Auditors for the Financial Years ending March 31, 2015 and March 31, 2016 of Rs. 3, 25,000 for the year 2014-2015 and Rs. 3, 50,000 for the year 2015-2016 plus service tax and travelling, local conveyance and out of pocket expenses not exceeding 20% of the remuneration respectively.

	Remote e-voting		Voting through Poll		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Members who voted	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	24	12984886	105	1946396	129	14931282	99.99%
Voted against the resolution	2	464	NiI	Nil	2	464	Negligible
Invalid votes	Nil	Nil	14	305336	14	305336	-

Item no. 9- Special Resolution - Resolution u/s 180 (1) (a) of the Companies Act, 2013 to increase the limit for creation of mortgages, charges and hypothecations upto Rs. 2500 on the assets of the Company.

	Remote e-voting		Voting the	Voting through Poll		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Members who voted	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	22	12663301	105	1946396	127	14609697	98.93%	
Voted against the resolution	3	157364	Nil	Nil	3	157364	1.07%	
Invalid votes	1	164685	14	305336	14	305336	-	

Ramkrishna Forgings Ltd.



Item no. 10- Special Resolution - Resolution u/s 180 (1) (c) of the Companies Act, 2013 to increase the borrowing limit upto Rs. 2500.

	Remote e-voting		Voting the	ough Poll	Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No, of Members who voted	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	23	12827986	105	1946396	128	14774382	98.95%
Voted against the resolution	3	157364	Nil	Nil	3	157364	1.05%
Invalid votes	Nil	Nil	14	305336	14	305336	-

Item no. 11- Special Resolution - To amend the existing Articles of Association of the Company.

	Remote e-voting		Voting through Poll		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Members who voted	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	24	12984886	105	1946396	129	14931282	99.99%
Voted against the resolution	2	464	Nil	Nil	2	464	Negligible
Invalid votes	Nil	Nil	14	305336	14	305336	(3)

Ramkrishna Forgings Ltd.



Item no. 12- Special Resolution - To approve formulation and implementation of 7,00,000 Employee Stock Options namely, Ramkrishna Forgings Limited - Employee Stock Option Plan 2015, formation of ESOP Trust, etc.

	Remote e-voting		Voting through Poll		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Members who voted	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	23	12827986	105	1946396	128	14774382	98.95%
Voted against the resolution	3	157364	Nil	Nil	3	157364	1.05%
Invalid votes	Nil	Nil	14	305336	14	305336	+

Item no. 13- Special Resolution - To approve secondary acquisition of shares for implementation of the Plan or any other employee stock option plan (s) or share benefit plan(s) as may be introduced by the Company from time to time ("Employee Benefit Plan")

	Remote e-voting		Voting through Poll		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Members who voted	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	23	12827986	105	1946396	128	14774382	98.95%
Voted against the resolution	3	157364	Nil	Nil	3	157364	1.05%
Invalid votes	Nil	Nil	14	305336	14	305336	100

Ramkrishna Forgings Ltd.



Company Secretary

Company Secretary Membership No.: 33361

COP No.: 12653

Item no. 14- Special Resolution - To Loan to the Ramakrishna Forgings Limited Employee Welfare Trust to be set up by the Company ("Trust"), provide security or guarantee in connection with a loan granted or to be granted to the Trust set up by the Company.

	Remote e-voting		Voting through Poll		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes
Voted in favour of the resolution	23	12827986	105	1946396	128	14774382	98.95%
Voted against the resolution	3	157364	Nil	Nil	3	157364	1.05%
Invalid votes	Nil	Nil	14	305336	14	305336	-

Thanking You, Yours Faithfully

Date: 14th September, 2015

Place: Kolkata

Ramkrishna Forgings Ltd.