



RAMKRISHNA FORGINGS LIMITED

Date: 29 January, 2025

To
The Listing Department
BSE Limited
PJ Towers
Dalal Street
Mumbai - 400 001

To
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: DISCLOSURE UNDER REGULATION 30 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 - POSTAL BALLOT NOTICE

Dear Sir/Madam,

In continuation to the Outcome of Meeting of the Board of Directors of the Company dated 17 January, 2025, we hereby enclose a copy of the Postal Ballot Notice dated 17 January, 2025 ("Postal Ballot Notice"). The Postal Ballot Notice have been sent today i.e 29 January, 2025 in electronic mode to all the shareholders whose names appear in the register of members/ beneficial owners received from the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited as on the Cut-off date i.e 24 January, 2025, seeking their approval to the resolution as set out in the Postal Ballot Notice.

The Company has engaged the services of KFin Technologies Limited (KFintech) for the purpose of providing remote e-voting facility to all its members. The details of e-voting are given below:

<i>E-voting starts on</i>	Thursday, 30 January, 2025 at 9:00 A.M (I.S.T)
<i>E-voting ends on</i>	Friday, 28 February, 2025 at 5:00 P.M (I.S.T)

The postal ballot notice is also available on the website of the Company at www.ramkrishnaforgings.com.

Request to kindly take the same into record.

Thanking You,

Yours truly,

For Ramkrishna Forgings Limited



Rajesh Mundhra
Company Secretary - ACS12991

Encl.: Stated as above

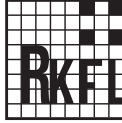


REGISTERED & CORPORATE OFFICE

23 CIRCUS AVENUE, KOLKATA 700017, WEST BENGAL, INDIA

PHONE : (+91 33)4082 0900 / 7122 0900, FAX : (+91 33)4082 0998 / 7122 0998, EMAIL : info@ramkrishnaforgings.com, WEB : www.ramkrishnaforgings.com

CIN NO. :L74210WB1981PLC034281



RAMKRISHNA FORGINGS LIMITED

CIN No: L74210WB1981PLC034281
23, CIRCUS AVENUE, KOLKATA-700017
Email- secretarial@ramkrishnaforgings.com
Phone: 033-4082 0900, Fax-033-4082 0998
Website: www.ramkrishnaforgings.com

POSTAL BALLOT NOTICE

[Notice pursuant to Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

E-voting starts on	Thursday, 30 January, 2025 at 09:00 A.M (I.S.T.)
E-voting ends on	Friday, 28 February, 2025 at 05:00 P.M (I.S.T.)

Dear Member(s),

Notice is hereby given pursuant to and in compliance with the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard on General Meetings (SS 2) issued by the Institute of Company Secretaries of India (ICSI) and pursuant to other applicable laws and regulations read with General Circular No. 09/2024 dated September 19, 2024, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 3/2022 dated May 5, 2022, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 14/2020 dated April 8, 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars") (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), it is sought to pass the proposed resolution as set out hereinafter through postal ballot by remote e-voting process ("e-voting").

A Statement pursuant to Section 102 and other applicable provisions of the Act setting out the material facts and the reasons thereof (the Statement) is annexed hereto for your consideration. This Notice along with the Statement is also available on the website of the Company at www.ramkrishnaforgings.com.

In compliance with the MCA Circulars, the Notice is being sent in electronic mode only to those members who have registered their e-mail addresses with the Company or Depository Participant(s)/ Depository/ KFin Technologies Limited (formerly known as KFin Technologies Private Limited) (KFinTech), the Company's Registrar & Share Transfer Agent (RTA). Further, members would have the option to vote only through remote e-voting and voting through physical ballot papers would not be provided. Accordingly, the Company is pleased to offer remote e-voting facility to all its members to cast their votes electronically. Members are requested to read the instructions in the Notes under the section "Voting Instructions" in this Postal Ballot Notice to cast their votes electronically.

Members are requested to cast their votes through the e-voting process not later than 5.00 P.M. (I.S.T) on Friday, 28 February, 2025 to be eligible to be considered, failing which it will be strictly considered that no vote has been received from the member.

In accordance with the MCA Circulars, the Company has made arrangements for the members to register their e-mail addresses. Therefore, those members who have not yet registered their e-mail addresses are requested to register the same by following the procedure as set out in the notes to this Postal Ballot Notice.

The Board of Directors of the Company has appointed MKB & Associates, Company Secretaries in Practice, Kolkata (FRN: P2010WB042700) as the Scrutinizer for conducting the postal ballot e-voting process in a fair and transparent manner.

The Scrutinizer will submit his/her report to the Chairman or to any person authorised by him after completion of the scrutiny of remote e-voting and the results of the postal ballot shall be declared on or before Monday, 3 March, 2025 at the Registered Office of the Company at "23, Circus Avenue, Kolkata – 700017" and the same along with the Scrutinizer's Report shall be communicated to the Stock Exchange(s) where the equity shares of the Company are listed and to KFin Technologies Limited (e-voting agency) and shall also be placed on the Company's website at www.ramkrishnaforgings.com and also be displayed on the Notice Board of the Company at its Registered Office.

Special Business

Item No. 1:

To appoint Mrs. Sucharita Basu De (DIN: 06921540) as a Director in the capacity of Woman Independent Director and consider, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mrs. Sucharita Basu De (DIN: 06921540), who was appointed as an Additional Director in the capacity of Woman Independent Director of the Company pursuant to Section 161 of the Act and the Articles of Association of the Company and who has submitted a declaration that she meets the criteria of Independence as provided under the Act and the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing her candidature for the office of Director of the Company, be and is hereby appointed as a Non-Executive, Woman Independent Director of the Company for a term of 5 (Five) consecutive years commencing from 17 January, 2025 till 16 January, 2030 and whose office shall not be liable to determination by retirement of Directors by rotation.”

“RESOLVED FURTHER THAT the Board or any Committee thereof or the Company Secretary of the Company be and is hereby severally authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**Place: Kolkata
Date: January 17, 2025**

**By order of the Board
For Ramkrishna Forgings Limited**

**Registered Office:
23 Circus Avenue
Kolkata – 700 017**

**Rajesh Mundhra
Company Secretary & Compliance Officer
ACS 12991**

IMPORTANT NOTES:

1. The Explanatory Statement pursuant to Sections 102(1) and 110 of the Act, in respect of item no. 1 which sets out details relating to Special Business at the meeting, forms part of this Postal Ballot Notice.
2. In compliance with the MCA Circulars, the Company is sending this Notice only in electronic mode to those Members, whose names appear in the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on the close of business hours of **Friday, 24 January, 2025 ('Cut-Off Date')** and whose e-mail addresses are registered with the Company/ RTA/ Depositories/ Depository Participants (in case of electronic shareholding) or who will register their e-mail addresses in accordance with the process outlined in this Notice.

The Postal Ballot Notice shall also be uploaded on the website of the Company at www.ramkrishnaforgings.com and on the website of BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com. All the members of the Company as on the Cut-off date shall be entitled to vote in accordance with the process as specified in this Notice.





3. In accordance with the MCA Circulars, the Company has made necessary arrangements for the members to register their e-mail addresses. Members who have not registered their e-mail addresses are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) Members holding shares in physical mode, who have not registered / updated their e-mail address with the Company, are requested to register / update their e-mail address by submitting Form ISR-1 (available on the website of the Company at www.ramkrishnaforgings.com) duly filled and signed along with requisite supporting documents to KFinTech at Selenium Tower B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad- 500 032.
4. Members whose names appear on the Register of Members/ List of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Friday, 24 January, 2025 will be considered for the purpose of remote e-voting and Postal Ballot.
5. In accordance with the MCA Circulars, Members can vote only through the remote e-voting process. Physical copies of the Postal Ballot Notice and pre-paid business reply envelopes are not being sent to shareholders for this Postal Ballot.

6. Resolution passed by the members through postal ballot shall be deemed to have been passed as if they have been passed at a General Meeting of the members.
7. **The instructions for Members for e-voting are as under:**
- i. In compliance with the provisions of Sections 108, 110 and other applicable provisions, if any, of the Act, read with the relevant rules made thereunder, the MCA Circulars and SEBI Listing Regulations, the Company has extended e-voting facility, for its members to enable them to cast their votes electronically. The Company has engaged the services of KFinTech as the Agency to provide remote e-voting facility.

The instructions for remote e-Voting are given herein below:
 - ii. Pursuant to SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9 December, 2020 on “e- Voting facility provided by Listed Companies”, e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/ websites of Depositories/ DPs in order to increase the efficiency of the voting process.
 - iii. Individual demat account holders would be able to cast their votes without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also providing ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile numbers and e-mail IDs with their DPs to access e-Voting facility.
 - iv. **The remote e-voting period commences at 9.00 A.M. (I.S.T) on Thursday, 30 January, 2025 and ends at 5.00 P.M. (I.S.T) on Friday, 28 February, 2025.**
 - v. The voting rights of a Member/ Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the **Cut-Off Date i.e. Friday, 24 January, 2025. A person who is in receipt of this Notice but is not a member on the said date should treat this Notice for information purposes only.**

Details on Method 1 are mentioned below:

l) Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>If you are already registered for NSDL IdeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IdeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under Value Added Services and you will be able to see e-Voting page. Click on company name: ‘Ramkrishna Forgings Limited’ or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>If the user is not registered for IdeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IdeAS” Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp.</p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>1) Shareholders/Members can also download NSDL Mobile App ‘NSDL Speede’ facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>  App Store  Google Play</div> <div style="display: flex; justify-content: center; gap: 20px;">   </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<p>1) Users who have opted for CDSL Easi / Easiest, they can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users of Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on New System Myeasi / Login to My Easi option under Quick Login and then enter your existing User ID and Password for accessing Easi / Easiest.</p> <p>2) You will see Company Name: "Ramkrishna Forgings Limited" on the next screen. Click on the e-Voting link available against Ramkrishna Forgings Limited or select e-Voting service provider "KFinTech" and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication.</p>
	<p>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com. To register click on the following link: https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration or https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>1) You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility.</p> <p>2) Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</p> <p>3) Click on options available against company name or e-Voting service provider – Kfintech and you will be redirected to e-Voting website of Kfintech for casting your vote during the remote e-Voting period without any further authentication.</p>

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available on the websites of Depositories / Depository Participants.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022-4886 7000 / 1800 102 0990
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 210 9911.

Details on Method 2 are mentioned below:

- II) Login method for remote e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.
- (A) In case a Member receives an email from Kfintech [for Members whose email IDs are registered with the Company/Depository Participants(s)]:
- Launch internet browser by typing the URL: <https://evoting.kfintech.com>.
 - Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with Kfintech for e-voting, you can use your existing User ID and password for casting the vote.
 - After entering these details appropriately, Click on "LOGIN".
 - You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

- e. You need to login again with the new credentials.
 - f. On successful login, the system will prompt you to select the "EVENT" i.e., Ramkrishna Forgings Limited.
 - g. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut Off Date under "FOR/ AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/ AGAINST" taken together should not exceed your total shareholding as mentioned hereinabove.
 - h. You may also choose the option "ABSTAIN". If the shareholder does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
 - i. Shareholders holding multiple folios/demat accounts shall choose the voting process separately for each folios/demat accounts.
 - j. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
 - k. You may then cast your vote by selecting an appropriate option and click on "Submit".
 - l. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution.
 - m. In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for Members at <https://evoting.kfintech.com/public/Faq.aspx> or call Kfintech on 1-800-309-4001 (toll free).
- (B) Members whose email IDs are not registered with the Company/Depository Participant(s), and consequently the Postal Ballot Notice and e-voting instructions cannot be serviced, will have to follow the following process:
- a. Members who have not registered their email address and in consequence the Postal Ballot Notice and e-voting instructions cannot be serviced, may send an email request addressed to einward.ris@kfintech.com to provide them the Notice and the e-voting instructions along with the User ID and Password.
 - b. In case of any queries, Members may write to einward.ris@kfintech.com and secretarial@ramkrishnaforgings.com.
- vi. Necessary information of the Independent Director seeking re-appointment through this Postal Ballot Notice as required under Regulation 36(3) of the SEBI Listing Regulations and the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) forms part of this notice.
 - vii. The document referred to in this Postal Ballot Notice will be available for inspection electronically without any fee by the members from the date of circulation of this Postal Ballot Notice until the last date of e-voting. Members seeking to inspect such documents can send an email to secretarial@ramkrishnaforgings.com mentioning his / her / its folio number / DP ID and Client ID.
 - viii. The Board of Directors has appointed MKB & Associates, Company Secretaries in Practice, Kolkata (FRN: P2010WB042700), as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
 - ix. The Scrutinizer shall after conclusion of remote e-voting period, make consolidated Scrutinizer's Report of the votes cast in favour or against, if any, and submit to the Chairman or to any person authorized by him, who shall countersign the same and declare the results of the e-Voting therewith.
 - x. The results of the postal ballot shall be sent to the Stock Exchange(s) where the equity shares of the Company are listed and the same will be posted on the website of the Company at www.ramkrishnaforgings.com and E-voting agency at <https://evoting.kfintech.com>.
 - xi. The Resolution, if passed by majority, will be deemed to have been passed on the last date of e-voting, i.e. Friday, 28 February, 2025. Members, who wish to be present at the venue at the time of declaration of the Result, may do so.
 - xii. Members may address their queries regarding e-voting to KFin Technologies Limited (E-voting Agency), at their office at Selenium Building, Tower - B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Hyderabad, Rangareddy, Telangana, India or mail to einward.ris@kfintech.com or call at toll free no. 1800-309-4001.

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1

Brief Profile of Mrs. Sucharita Basu De as below:

Mrs. Sucharita Basu De, aged 49 years, has over 23 years of experience in Corporate – Commercial, Infrastructure, Real Estate, Banking & Finance and Trust Laws. She advises a wide range of Indian and multinational clients in various sectors. She is the Founding & Managing Partner of AQUILAW, a full-service law firm, having offices in Kolkata, New Delhi and Mumbai. Prior to founding AQUILAW, she was engaged as an Associate Partner with Khaitan & Co.

She also expertise in Government Advisory and Policy. She is the Chairperson - Sub Committee on Ease of Doing Business, CII Eastern Region Council and was the past Chairperson of CII, West Bengal State Council for 2023-24. She is an Independent Director in the Boards of Himadri Credit & Finance Limited and Tarsons Products Limited. She has completed her LL.B. from the University of Calcutta.

In accordance with the provisions of Section 149 read with Schedule IV of the Companies Act, 2013 ("the Act"), appointment of an Independent Director requires approval of Shareholders. Further, as per Regulation 25(2A) of the SEBI Listing Regulations, the appointment of an Independent Director shall be subject to the approval of shareholders by way of a special resolution.

Additionally, as per Regulation 17(1C) of the SEBI Listing Regulations, the Company shall ensure that the approval of the shareholders for the appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of 3 (three) months from the date of appointment, whichever is earlier.

Based on the recommendation of the Nomination and Remuneration Committee of the Company and subject to the approval of shareholders of the Company, the Board of Directors of the Company, appointed Mrs. Sucharita Basu De (DIN: 06921540) as an Additional Director in the capacity of Woman Independent Director for a term of 5 (Five) consecutive years with effect from 17 January, 2025 till 16 January, 2030 and whose office shall not be liable to determination by retirement of Directors by rotation.

The Company has received a notice in writing under Section 160 of the Act from a shareholder proposing the candidature of Mrs. Sucharita Basu De for the office of Independent Director of the Company.

Details of Mrs. Sucharita Basu De are provided in the "Annexure" to the Postal Ballot Notice pursuant to the provisions of (i) SEBI Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India (ICSI).

The Company has received among other documents the under mentioned documents from Mrs. Sucharita Basu De (i) consent to act as Director in writing in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014 (ii) disclosure in Form DIR-8 pursuant to Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that she is not disqualified under sub section (1) and (2) of Section 164 of the Act (iii) declaration to the effect that she meets the criteria of independence as prescribed both under subsection (6) of Section 149 of the Act, Rules made thereunder and under the SEBI Listing Regulations; and (iv) declaration to the effect that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to her registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs (v) declaration to the effect that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director of the Company. Mrs. Sucharita Basu De has confirmed that the directorships held by her are within the limits as prescribed under the Act and Regulation 25 of the SEBI Listing Regulations. Mrs. Sucharita Basu De has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to Circulars dated 20 June, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Copy of the draft letter of appointment of Mrs. Sucharita Basu De setting out the terms and conditions of her appointment is available for inspection by the members as per the procedure mentioned in the notes to this notice.

In terms of Section 152 of the Companies Act read with the Rules framed thereunder, the Board of Directors is of the opinion that Mrs. Sucharita Basu De fulfills the conditions of independence as specified in the Act, the Rules made thereunder and the SEBI Listing Regulations and that she is independent of the Company's management. She also possesses appropriate skills, experience and knowledge required for discharge of her duties as an Independent Director. The Directors are of the view that the vast knowledge and varied experience of Mrs. Sucharita Basu De will be of immense benefit to the Company and hence her appointment as an Independent Director is justified in terms of Secretarial Standard on General Meeting (SS-2).

Mrs. Sucharita Basu De shall be paid remuneration by way of sitting fees for attending each meeting of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board from time to time and reimbursement of expenses for participating in the Board and/or other meetings. She is also entitled to receive commission as per the Act to be decided by the Nomination and Remuneration Committee and the Board.

Save and except, Mrs. Sucharita Basu De none of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of this Postal Ballot Notice.

Accordingly, the Board recommends the **Special Resolution** set out at Item No. 1 of the Postal Ballot Notice for approval by the Shareholders.

Place: Kolkata
Date: January 17, 2025

Registered Office:
23 Circus Avenue
Kolkata – 700 017

By order of the Board
For Ramkrishna Forgings Limited

Rajesh Mundhra
Company Secretary & Compliance Officer
ACS 12991

ANNEXURE-I

Details as per requirements of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India (ICSI).

Name	Mrs. Sucharita Basu De
DIN	06921540
Date of Birth/Age	28 October, 1975/49 years
Brief Resume/Experience/Expertise in Specific Functional Area	<p>She advises a wide range of Indian and multinational clients in various sectors in Corporate and Commercial Matters. She is the Founding & Managing Partner of AQUILAW, a full-service law firm, having offices in Kolkata, New Delhi and Mumbai. She also has wide experience in Mergers & Acquisition, handling large Indian corporate and multinationals.</p> <p>She has worked for diverse sectors/industries of the like Beverages, Textile, Retail, Cement, Steel, Engineering, Telecom, Packaging Chemicals, Pharma, Media, BPO, amongst others.</p>
Qualification	LLB from University of Calcutta
Original Date of Joining the Board /Date of first appointment on the Board	17 January, 2025
Skills and capabilities required for the role and the manner in which the proposed Independent Director meets such requirements	Mrs. Sucharita Basu De possesses skills in tax and regulatory aspects of mergers and acquisition, handling large Indian corporate and multinationals. In view of these, the appointment of Ms. Sucharita Basu De as an Independent Director is in the interest of the Company.
Terms and conditions of appointment or re-appointment	Being appointed as Woman Independent Director of the Company for a period of 5 (five) consecutive years.
Remuneration last Drawn	Not Applicable
Details of remuneration sought to be paid.	Entitled to receive sitting fees for attending the Board and Committee meetings thereof. She is also entitled to receive commission as per the Act to be decided by the Nomination and Remuneration Committee and the Board.
Directorship in other companies	<p>Listed- Himadri Credit & Finance Limited (CSE) Tarsons Products Limited (NSE, BSE)</p> <p>Unlisted- Nil</p>
Listed entities from which resigned in the past three years	Himadri Speciality Chemical Limited
Chairman/ Member of the Committee of Directors in the Company	Nil
Chairperson / Member of the Committee of Board of Directors of other Public Companies of which he/she is a Director [only Audit Committee and Stakeholders Relationship Committee is Considered]	<p>Himadri Credit & Finance Limited Audit Committee – Member</p> <p>Tarsons Products Limited Audit Committee – Member</p>
Shareholding in the Company as on date	Nil
Inter-se Relationship between Directors/ KMP	Not related
No. of Board Meetings attended	Not Applicable

Place: Kolkata
Date: January 17, 2025

Registered Office:
23 Circus Avenue
Kolkata – 700 017

**By order of the Board
For Ramkrishna Forgings Limited**

**Rajesh Mundhra
Company Secretary & Compliance Officer
ACS 12991**