

BHARAT FORGE

August 4, 2015

The General Manager,
Corporate Relationship Dept.,
Bombay Stock Exchange Ltd.,
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai 400 001.

(BSE SCRIP CODE – 500493)

FAX: 022-22722037 / 22722039 / 22722041
22722061 / 22723121 / 22723719

The Secretary,
National Stock Exchange of India Ltd.,
'Exchange Plaza',
Bandra-Kurla Complex,
Bandra (East),
Mumbai 400 051.

Symbol	BHARATFORG
	EQ

FAX : 022 – 26598237 / 38

Dear Sirs,

Subject: Outcome of 54th Annual General Meeting of the Company held on August 3, 2015

Ref: Submission of Voting Results pursuant to clause 35A of the Listing Agreement

Pursuant to clause 35A of the Listing Agreement, we wish to inform you that the members of the Company at 54th Annual General Meeting (AGM) held on August 3, 2015 transacted the business as stated in the Notice dated May 20, 2015.

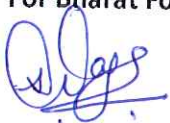
In this connection, we hereby enclose the consolidated results of remote e-voting, voting through ballots received by post/courier/hand delivery and voting by poll at the AGM in the format prescribed under clause 35A together with Scrutinizer's Report.

Kindly acknowledge and take the same on record.

Please take the above on record.

Thanking you,

Yours Faithfully,
For Bharat Forge Limited



Anand Daga
Vice President (Legal) &
Company Secretary



KALYANI
GROUP COMPANY

Name : **BHARAT FORGE LIMITED**

Sr. No.	Particulars	Details
1	Date of Annual General meeting	August 3, 2015
2	Book Closure dates	July 22, 2015 to August 3, 2015 (both days inclusive)
3	Record Date for voting (Cut- off date)	July 27, 2015
4	Total Number of Shareholders on Cut-off date	87,129
5	Number of Shareholders present in the Meeting either in person or through proxy :	
	Promoter and Promoter Group :	7
	Public :	99
6	Number of Shareholders attended the meeting through Video Conferencing : NIL No video conferencing facility was made available	



SUMMARY OF VOTING RESULTS (RESOLUTION WISE):

ITEM NO. 1: To consider and adopt:
a. Audited financial statement for the year ended March 31, 2015 and the reports of the Board of Directors and Auditors thereon; and
b. Audited consolidated financial statement for the year ended March 31, 2015.

(Ordinary Resolution)

Promoter/Public	No. of Shares held (1)	No. of Votes cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)] *100	No. of votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of votes against on votes cast (7) = [(5)/(2)]*100
Promoters & Promoter Group	108399280	108399280	100.00	108399280	0	100.00	-
Public – Institutional Holders	47279691	47279691	100.00	47104419	175272	99.63	0.37
Public – Others	217891	217891	100.00	217891	0	100.00	-
Total	155896862	155896862	100.00	15571590	175272	99.89	0.11

ITEM NO. 2: Confirm the payment of an interim dividend and declare a final dividend on Equity Shares.

(Ordinary Resolution)

Promoter/Public	No. of Shares held (1)	No. of Votes cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)] *100	No. of votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of votes against on votes cast (7) = [(5)/(2)]*100
Promoters & Promoter Group	108399280	108399280	100.00	108399280	0	100.00	-
Public – Institutional Holders	47385284	47385284	100.00	47385284	0	100.00	-
Public – Others	218163	218163	100.00	218152	11	99.99	0.01
Total	156002727	156002727	100.00	156002716	11	100.00	0.00



ITEM NO. 3: Re-appointment of Mr. S. E. Tandale (DIN: 00256833) as a director, who retires by rotation and being eligible, offers himself for re-appointment.

(Ordinary Resolution)

Promoter/Public	No. of Shares held (1)	No. of Votes cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)] *100	No. of votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of votes against on votes cast (7) = [(5)/(2)]*100
Promoters & Promoter Group	108399280	108399280	100.00	108399280	0	100.00	-
Public – Institutional Holders	47280991	47280991	100.00	29600428	17680563	62.61	37.39
Public – Others	218057	218057	100.00	217837	220	99.90	0.10
Total	155898328	155898328	100.00	138217545	17680783	88.66	11.34

ITEM NO. 4: Re-appointment of Mr. G. K. Agarwal (DIN: 00037678) as a director, who retires by rotation and being eligible, offers himself for re-appointment.

(Ordinary Resolution)

Promoter/Public	No. of Shares held (1)	No. of Votes cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)] *100	No. of votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of votes against on votes cast (7) = [(5)/(2)]*100
Promoters & Promoter Group	108399280	108399280	100.00	108399280	0	100.00	-
Public – Institutional Holders	47385284	47385284	100.00	46491730	893554	98.11	1.89
Public – Others	218078	218078	100.00	217850	228	99.90	0.10
Total	156002642	156002642	100.00	155108860	893782	99.43	0.57



ITEM NO. 5: Appointment of M/s. S R B C & Co LLP as Statutory Auditors of the Company.

(Ordinary Resolution)

Promoter/Public	No. of Shares held (1)	No. of Votes cast (2)	% of votes cast on outstanding shares (3) = $[(2)/(1)] * 100$	No. of votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = $[(4)/(2)] * 100$	% of votes against on votes cast (7) = $[(5)/(2)] * 100$
Promoters & Promoter Group	108399280	108399280	100.00	108399280	0	100.00	-
Public – Institutional Holders	47385284	47385284	100.00	47385284	0	100.00	-
Public – Others	217941	217941	100.00	217635	306	99.86	0.14
Total	156002505	156002505	100.00	156002199	306	100.00	0.00

ITEM NO. 6: Appointment of Mr. K. M. Saletore (DIN: 01705850) as a Director.

(Ordinary Resolution)

Promoter/Public	No. of Shares held (1)	No. of Votes cast (2)	% of votes cast on outstanding shares (3) = $[(2)/(1)] * 100$	No. of votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = $[(4)/(2)] * 100$	% of votes against on votes cast (7) = $[(5)/(2)] * 100$
Promoters & Promoter Group	108399280	108399280	100.00	108399280	0	100.00	-
Public – Institutional Holders	47385284	47385284	100.00	46491730	893554	98.11	1.89
Public – Others	218022	218022	100.00	217752	270	99.88	0.12
Total	156002586	156002586	100.00	155108762	893824	99.43	0.57



ITEM NO. 7: Appointment of Mr. K. M. Saletore (DIN: 01705850) as Executive Director and Chief Financial Officer of the Company.

(Ordinary Resolution)

Promoter/Public	No. of Shares held (1)	No. of Votes cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)] *100	No. of votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of votes against on votes cast (7) = [(5)/(2)]*100
Promoters & Promoter Group	108399280	108399280	100.00	108399280	0	100.00	-
Public – Institutional Holders	47120312	47120312	100.00	30922411	16197901	65.62	34.38
Public – Others	217572	217572	100.00	217147	425	99.80	0.20
Total	155737164	155737164	100.00	139538838	16198326	89.60	10.40

ITEM NO. 8: Approve the remuneration of the Cost Auditors.

(Ordinary Resolution)

Promoter/Public	No. of Shares held (1)	No. of Votes cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)] *100	No. of votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of votes against on votes cast (7) = [(5)/(2)]*100
Promoters & Promoter Group	108399280	108399280	100.00	108399280	0	100.00	-
Public – Institutional Holders	47385284	47385284	100.00	47385284	0	100.00	-
Public – Others	217975	217975	100.00	217530	445	99.80	0.20
Total	156002539	156002539	100.00	156002094	445	100.00	0.00



ITEM NO. 9: Adoption of new set of Articles of Association of the Company.

(Special Resolution)

Promoter/Public	No. of Shares held (1)	No. of Votes cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)] * 100	No. of votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4) / (2)] * 100	% of votes against on votes cast (7) = [(5) / (2)] * 100
Promoters & Promoter Group	108399280	108399280	100.00	108399280	0	100.00	-
Public – Institutional Holders	47385284	47385284	100.00	45653385	1731899	96.35	3.65
Public – Others	217924	217924	100.00	217914	10	100.00	0.00
Total	156002488	156002488	100.00	154270579	1731909	98.89	1.11



To
The Chairman,
Bharat Forge Limited,
Mundhwa, Pune Cantonment,
Pune-411036,

Sub: Results of voting by Poll, E-voting and Ballot in lieu of E-voting

Dear Sir,

I undersigned, S. V. Deulkar, Partner, SVD & Associates, Company Secretaries, have been appointed as Scrutinizer of Bharat Forge Limited (“the Company”) for scrutinizing the ballots received by post/courier/hand delivery (“Ballots received in lieu of e-voting”), e-voting process (during July 31, 2015 to August 2, 2015) and voting by poll (at 54th Annual General Meeting (AGM) held on August 3, 2015) conducted as per the provisions of the Companies Act, 2013.

The Compliance with the provisions of the Companies Act, 2013 and the rules made thereunder and Listing Agreement entered into by the Company with the Stock exchanges on which the shares of the Company are listed relating to voting through electronic means (by remote e-voting), by ballot in lieu of e voting and voting by poll by the shareholders on the resolutions proposed in the Notice of the 54th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through ballots received in lieu of e-voting, by remote e-voting and by poll at AGM are conducted in a fair and transparent manner and render consolidated scrutinizer’s report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (“NSDL”), report on ballot received in lieu of e-voting and the report of poll at the meeting.:

I hereby enclose below reports relating to the voting on the resolutions proposed at the 54th Annual General Meeting of the Company held on August 3, 2015:

- a) Report on Ballots received in lieu of e-voting;

- b) Report on E-voting; and
- c) Report on Poll; and
- d) Combined report of ballots received in lieu of e-voting, e-voting and Poll

I hereby declare that all the 9 (Nine) resolutions as per the aforesaid Notice of the Annual General Meeting the Company have been passed by requisite majority.

Thanking you,
Yours faithfully,

For SVD & Associates



S. V. Deulkar
Partner
C. P. No. 965

Place: Pune
Date: August 4, 2015



FOR BHARAT FORGE LIMITED



**EXECUTIVE DIRECTOR
MUNDHWA, PUNE - 411 036.**

S. V. Deulkar
Practicing Company Secretary
63, Ashok Nagar, Pune 411007

Combined Report
Bharat Forge Limited
Annual General Meeting held on August 3, 2015

Sr. No	Resolutions	Ballot in lieu of e-voting		E - voting		Voting by poll		Total		Result
		For	Against	For	Against	For	Against	For	Against	
1	Adoption of the Audited financial statement for the year ended March 31, 2015 and the Reports of the Board of Directors and Auditors thereon; and Audited consolidated financial statement for the year ended March 31, 2015	5982109	0	149727363	175272	121118	0	155721590	175272	Resolution passed with requisite majority
2	Confirm the payment of an interim dividend and declare a final dividend on Equity Shares	5982109	0	150008489	11	121118	0	156002716	11	Resolution passed with requisite majority
3	Re-appointment of Mr. S. E. Tandale (DIN: 00266833) as a Director, who retires by rotation	5982109	0	132223318	17680783	121118	0	138217545	17680783	Resolution passed with requisite majority
4	Re-appointment of Mr. G. K. Agarwal (DIN: 00037678) as a Director, who retires by rotation	5982109	0	149114633	893782	121118	0	155108860	893782	Resolution passed with requisite majority
5	Appointment of M/s SRBC & Co LLP as Statutory Auditors of the Company	5982109	0	150007972	306	121118	0	156002199	306	Resolution passed with requisite majority



Sr. No	Resolutions	Ballot in lieu of e-voting		E - voting		Voting by poll		Total		Result
		For	Against	For	Against	For	Against	For	Against	
6	Appointment of Mr. K. M. Salefore (DIN: 01705850) as a Director	5982109	0	149114535	893824	12118	0	155108762	893824	Resolution passed with requisite majority
7	Appointment of Mr. K. M. Salefore (DIN: 01705850) as Executive Director and Chief Financial Officer of the Company	5732265	249844	133794455	15948482	12118	0	139538838	16198326	Resolution passed with requisite majority
8	Approve the remuneration of the Cost Auditors	5982109	0	150007867	445	12118	0	156002094	445	Resolution passed with requisite majority
9	Adoption of new set of Articles of Association of the Company	5982109	0	148276352	1731909	12118	0	154270579	1731909	Resolution passed with requisite majority




S.V. DEULKAR
 COMPANY SECRETARY
 FCS 1321 C P 965
 63 Ashok Nagar-Pune-411007