

BHARAT FORGE

September 24, 2017

To,

BSE Limited,
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001
BSE SCRIP CODE – 500493

National Stock Exchange of India Ltd.,
'Exchange Plaza',
Bandra-Kurla Complex, Bandra (East)
Mumbai- 400 051
Symbol: **BHARATFORG**
Series: **EQ**

Dear Sir/Madam,

Sub: Result of Postal Ballot and e-Voting

We refer to our letter dated August 10, 2017 and Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

We are enclosing herewith voting results and Scrutinizer's Report for the following resolutions:

1. Increase in the Authorized Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association;
2. Issue of Bonus Shares

The above resolutions have been passed through Postal Ballot and E-voting by the members of the Company, with requisite majority.

We request you to take the same on record.

Thanking you,

Yours faithfully,
For Bharat Forge Limited



Tejaswini Chaudhari
Deputy Company Secretary



KALYANI
GROUP COMPANY

BHARAT FORGE LIMITED

Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Date of the Postal Ballot Notice	11/08/2017
Total number of shareholders on record date	101324
Voting Start Date	August 25, 2017
Voting End Date	September 23, 2017
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	NA
Public:	NA
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	NA
Public:	NA

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution No. 1	(Ordinary)	Increase in Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association									
Whether promoter/ promoter group are interested in the agenda/resolution?	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled	[7]=([5]/[2])*100	[7]=([5]/[2])*100
Category		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100	[8]=([5]/[2])*100	[9]	[10]
Promoter and Promoter Group	E-Voting	100355515	100355515	94.24	100355515	0	100.00	0.00			
	Poll										
	Postal Ballot (if applicable)										
	Total	106490920	106072030	99.61	106072030	0	100.00	0.00			
Public - Institutions	E-Voting	61433616	61433616	74.43	61418870	14746	99.98	0.02			
	Poll										
	Postal Ballot (if applicable)										
	Total	82539809	61433616	74.43	61418870	14746	99.98	0.02			
Public - Non Institutions	E-Voting	1808363	1808363	4.13	1807203	1150	99.94	0.06			
	Poll										
	Postal Ballot (if applicable)										
	Total	43763587	1877483	4.29	1876303	1150	99.94	0.06			
Total		232794316	169333109	72.76	169367203	15906	99.99	0.01			





Resolution No. 2	(Ordinary)	Issue of Bonus shares													
Whether promoter/ promoter group are interested in the agenda/resolution? Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled	[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting		100355515	94.24	100355515	0	100.00	0.00							
	Poll														
	Postal Ballot (if applicable)		5716515	5.37	5716515	0	100.00	0.00							
	Total	106490920	106072030	99.61	106072030	0	100.00	0.00							
Public - Institutions	E-Voting		61433616	74.43	61433616	0	100.00	0.00							
	Poll														
	Postal Ballot (if applicable)														
	Total	82538809	61433616	74.43	61433616	0	100.00	0.00							
Public - Non Institutions	E-Voting		1814686	4.15	1814157	529	99.97	0.03							
	Poll														
	Postal Ballot (if applicable)		62851	0.14	62851	0	100.00	0.00							
	Total	43763587	1877537	4.29	1877008	529	99.97	0.03							
Total		232794316	169383183	72.76	169382554	529	100.00	0.00							

Date: September 24, 2017

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

Sub. : Report on the Voting Process of the Postal Ballot


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 voting process of the Postal Ballots [upto September 23, 2017 (5.00 PM)] and voting through electronic mode [during August 25, 2017 (9.00AM) to September 23, 2017 (5.00PM)] on the proposed resolutions as mentioned in the Postal Ballot Notice dated August 24, 2017.

The Compliance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process of postal ballot through electronic means and by physical ballots is conducted in a fair and transparent manner and render scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the resolution, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and the report of physical ballots received.

I have scrutinized the voting done by the members through postal ballots received upto September 23, 2017 (5.00PM) and e-voting during August 25, 2017 (9.00AM) to September 23, 2017 (5.00PM). The report of the same is annexed herewith.

For SVD & Associates


S.V Deulkar
Partner



S. V. Deulkar
Practicing Company Secretary
63, Ashoknagar, Pune -411007

Report on the Voting Process of the Postal Ballot and voting through electronic mode of Bharat Forge Limited on the resolutions is as under:

- a. Ordinary Resolution 1 – To increase the authorized share capital and consequent alteration to the capital clause of the Memorandum of Association of the Company.

Sr No.	Particulars	Voting through postal ballot	E-Voting	Total
		(A)	(B)	(A) + (B)
I.	Total number of Shareholders	-		101324
II.	Total Shareholders to whom Postal Ballots were sent	22628	0	22628
	Total shareholders to whom email sent	0	78696	78696
III.	Total shareholders who exercised their votes	185	1285	1470
IV.	Number of Postal Ballots rejected and/ or not voted	10*	23 [#]	33
	Number of shareholders	10*	23 [#]	33
	Number of shares	3380	782587	785967
V.	Total no. of valid folios voted	177*	1266 [#]	1443
	Number of shareholders in favour	177*	1242 [#]	1419
	Number of shareholders against	0	24	24
	Shareholders in favour of the resolution as a percentage of voters who exercised their votes	100%	98.10%	98.33%
VI.	Total votes (in terms of number of voting rights/shares) exercised	5788995	164380081	170169076
	Total votes (in terms of number of voting rights/shares) Rejected and not voted—	3380	782587	785967
	Total valid votes	5785615	163597494	169383109
VII.	Number of votes in favour of the resolution	5785615	163581588	169367203
	Number of votes against the resolution	0	15906	15906
VIII.	Votes in favour of the resolution as a percentage of votes cast	100%	99.99%	99.99%

Notes:

* 2 Shareholders have partly voted in favour of the resolution

4 Shareholders have partly voted in favour of the resolution



- b. Ordinary Resolution 2 – Issue of Bonus Shares in the proportion of 1:1 i.e. 1 (One) equity share of Rs. 2/- each for every 1 (One) fully paid equity share of Rs. 2/- each held.

Sr No.	Particulars	Voting through postal ballot	E-Voting	Total
		(A)	(B)	(A) + (B)
I.	Total number of Shareholders			101324
II.	Total Shareholders to whom Postal Ballots were sent	22628	0	22628
	Total shareholders to whom email sent	0	78696	78696
III.	Total shareholders who exercised their votes	185	1285	1470
IV.	Number of Postal Ballots rejected and/ or not voted	16*	7 [#]	23
	Number of shareholders	16*	7 [#]	23
	Number of shares	9629	776264	785893
V.	Total no. of valid folios voted	171*	1282 [#]	1453
	Number of shareholders in favour	171*	1273 [#]	1444
	Number of shareholders against	0	9	9
	Shareholders in favour of the resolution as a percentage of voters who exercised their votes	100%	99.29%	99.38%
VI.	Total votes (in terms of number of voting rights/shares) exercised	5788995	164380081	170169076
	Total votes (in terms of number of voting rights/shares) Rejected and not voted	9629	776264	785893
	Total valid votes	5779366	163603817	169383183
VII.	Number of votes in favour of the resolution	5779366	163603288	169382654
	Number of votes against the resolution	0	529	529
VIII.	Votes in favour of the resolution as a percentage of votes cast	100%	99.99%	99.99%

Notes:

*2 Shareholders have partly voted in favour of the resolution

4 Shareholders have partly voted in favour of the resolution

Place: Pune

Date: September 24, 2017



(Signature)



S. V Deulkar

C.P. No. 965