



KALYANI

Kalyani Forge Limited

KOREGAON BHIMA, -412 216, TEHSIL SIRUR DIST. PUNE.
 ☎ : (02137) 252335, 252755, 252757 FAX : (02137) 252344/252756.
 www.kalyaniforge.co.in



KALYANI FORGE LTD
 REGISTERED TO
 ROUTE : 10949, 10922
 FILE NUMBER : A10990-01

September 18, 2014

To
 The Executive Director,
 Bombay Stock Exchange Limited,
 Corporate Relationship Department,
 1st Floor, New Trading Ring,
 Rotunda Bldg., P.J. Towers,
 Dalal Street, Mumbai 400 001.

The Executive Director,
 National Stock Exchange of India Ltd,
 Exchange Plaza,
 Bandra (East),
 Mumbai 400 051.

Madam/Sir,

SUB : Proceedings of the 35th Annual General Meeting held on September 18, 2014

Please find below proceedings of the 35th Annual General Meeting held on September 18, 2014:

01. In accordance with the Notice dated August 14, 2014, the 35th Annual General Meeting of the shareholders of Kalyani Forge Limited ("the Company") was held on Thursday, September 18, 2014, at 11.00 a.m at Poona Club Ltd., 6, Bund Garden Road, Pune - 411 001. The meeting commenced sharp at 11.00 a.m.
02. As proposed by Mr. Gaurishankar Kalyani, Director of the Company, everybody stood in silence for 1 minute in memory of and as a tribute to the Founder Member and Chairman of the Company, late Dr. Neelkanth Kalyani.
03. Mrs. Rohini G. Kalyani, Chairperson of the Board being present then took the chair and welcomed the shareholders present. She announced that the requisite quorum was present and called the meeting in order. The Chairperson declared the number of proxies received and declared that the proxies received and entered in the "Register of Proxies" as valid.
04. The Company Secretary then shared the programme of the meeting and introduced the directors of the Company present on the dais.
05. The Chairperson then requested the Company Secretary to read the notice of the meeting which with the permission of the shareholders present, was taken as read.
06. The Chairperson then addressed the shareholders.
07. After the speech, the Chairperson informed that pursuant to Companies (Management & Administration) Rules, 2014 and Clause 35B of the Listing Agreement entered into with the Stock Exchanges, the members were provided the e-voting and postal ballot facility to vote on the resolutions. For those members, who did not vote through e-voting or Postal Ballot, voting would be carried out through Poll for which the ballot papers were issued to the members present.

CIN : L28910MH1979PLC020959
 REGD OFFICE : Shangrila Gardens, 1st Floor, 'C' Wing, Opp. Bund Garden, Pune : 411001

Page 4 of 3





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ISO/TS: 16949: 2002
FILE NUMBER: A10060-01

08. The Chairperson then requested the Company Secretary to read the Auditors' Report which with the permission of the shareholders present, was taken as read.
09. The Chairperson then requested the shareholders to ask queries, if any, on the Financial Statements of the Company as at 31st March, 2014 together with report of the Directors' and Auditors thereon.
10. The Chairperson provided necessary clarifications to the queries raised by one of the shareholders. There were no other queries from the shareholders.
11. The Chairperson moved the following resolutions for approval by shareholders which were duly proposed and seconded by the shareholders and put to Poll:

Item No.	Description
1)	Adoption of the Financial Statements of the Company for the year ended March 31, 2014 together with reports of Directors' and Auditors' thereon (Ordinary Resolution)
2)	Declaration of Final Dividend on Equity shares (Ordinary Resolution)
3)	Appointment of a Director in place of Mr. Gaurishankar N. Kalyani (DIN: 00519610) who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)
4)	Appointment of a Director in place of Mr. Viraj G. Kalyani (DIN : 02268846) who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)
5)	Appointment of Statutory Auditors of the Company for the F.Y. 2014-15. (Ordinary Resolution)
6)	Appointment of Mr. Ashok R. Jamenis (DIN : 00082620) as Independent Director, not liable to retire by rotation in compliance with the provisions of Companies Act, 2013. (Ordinary Resolution)
7)	Appointment of Mr. Chandrashekhar Hanmant Naniwadekar (DIN : 00031023) as Independent Director, not liable to retire by rotation in compliance with the provisions of Companies Act, 2013. (Ordinary Resolution)
8)	Appointment of Mr. Pradip Prabhakar Nadkarni (DIN : 01670826) as Independent Director, not liable to retire by rotation in compliance with the provisions of Companies Act, 2013. (Ordinary Resolution)
9)	Appointment of Mr. Ravindran Sankaran (DIN : 00229000) as Independent Director, not liable to retire by rotation in compliance with the provisions of Companies Act, 2013. (Ordinary Resolution)

12. The Chairperson then informed the members that in accordance with clause 35B of the Listing Agreement and pursuant Companies (Management & Administration) Rules, 2014 Scrutinizers are required to be appointed to conduct the Poll.

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Page 2 of 3





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13. The Chairperson appointed Shri Harshal Joshi, Practicing Company Secretary as Scrutinizer for Poll who was already acting as a scrutinizer for e-voting. In addition to this, Ms. Sheetal Kalyani, shareholder of the Company was also appointed as another Scrutinizer.
14. The Chairperson then called upon Shri. Harshal R. Joshi one of the scrutinizers to explain the rules of voting through Ballot and then proceed to conduct the Poll.
15. Shri Harshal R. Joshi explained the poll procedure and rules of voting through ballot to the shareholders.
16. The Chairperson then adjourned the meeting for conducting the Poll.
17. The members present exercised their voting right and deposited the ballot papers in the ballot box kept for the purpose.
18. Pending result of the voting, the Chairperson concluded the meeting and informed that the result of voting shall be declared within 2 days from the date of the AGM.
19. On behalf of the members present, Mr. Ashok R. Jamenis, Director of the Company gave vote of thanks to the Chair.
20. At about 3.00 PM the Scrutinizers submitted their Summary Report to the Chairperson.
21. Based on this Summary Report, the Chairperson then declared that all the resolutions for items 1 to 9 in the notice of 35th Annual General Meeting were passed with requisite majority.
22. The Chairperson then declared that the meeting was concluded.

Thanking you.

Yours Faithfully,
For Kalyani Forge Limited

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Company Secretary

