

# BHARAT FORGE

August 22, 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 Limited**  
'Exchange Plaza',  
Bandra-Kurla Complex, Bandra (East)  
Mumbai- 400 051  
Symbol: **BHARATFORG**  
Series: **EQ**

Dear Sir,

**Sub.: Postal Ballot Notice**

In continuation to our letter dated August 10, 2017 regarding the outcome of Board Meeting, please find enclosed herewith a copy of Postal Ballot Notice & form seeking approval of members for the following Ordinary Resolutions:

1. Increase in the Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association.
2. Issue of Bonus Shares in proportion of 1 (one) Equity Share of Rs. 2 each for every 1 (one) fully paid up Equity Share of Rs. 2 each.

The Postal Ballot Notice, together with Explanatory Statement and Postal Ballot Form, is being sent to the members whose names appear on the Register of Member/ List of Beneficiary Owners as on August 11, 2017.

Kindly take the same on record.

Thanking you,

Yours faithfully,  
**For Bharat Forge Limited**

**Tejaswini Chaudhari**  
**Deputy Company Secretary**



**KALYANI**  
GROUP COMPANY

## BHARAT FORGE LIMITED

CIN: L25209PN1961PLC012046

Registered Office: Mundhwa, Pune Cantonment, Pune - 411 036, Maharashtra, India

Phone: +91 20 6704 2777/2476 Fax: +91 2682 2163

Email: [secretarial@bharatforge.com](mailto:secretarial@bharatforge.com) Website: [www.bharatforge.com](http://www.bharatforge.com)



### POSTAL BALLOT NOTICE

**(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014)**

To the Members of the Company,

Notice is hereby given that the resolutions set-out below are proposed to be passed by the Members of Bharat Forge Limited ("the Company") by means of Postal Ballot including Electronic Voting (e-voting), pursuant to Section 110 and all other applicable provisions of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force).

The Statement pursuant to Section 102(1) of the Act setting-out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is attached.

The Board of Directors of the Company has appointed Mr. S. V. Deulkar, Partner of M/s. SVD & Associates, Company Secretaries, Pune (Membership No: FCS 1321), as scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner.

Members have the option to vote either by means of physical Postal Ballot or through e-voting. Members desiring to exercise their vote by means of physical Postal Ballot are requested to carefully read the instructions printed in this Postal Ballot Notice and Postal Ballot Form and return the Postal Ballot Form duly completed in all respects in the enclosed self-addressed postage pre-paid Business Reply Envelope so as to reach the Scrutinizer not later than the close of working hours, i.e. 5:00 p.m. (IST) on Saturday, September 23, 2017. Postal Ballot Forms received after 5:00 p.m. (IST) on Saturday, September 23, 2017 will be treated as 'invalid'. Pursuant to Section 108 of the Act read with Rule 20 of the Rules, the Company is also providing e-voting facility for voting electronically on the resolutions proposed in this Postal Ballot Notice. Members desiring to opt for the e-voting facility are requested to read carefully the related notes to this Postal Ballot Notice and instructions given thereunder.

The Scrutinizer will submit his report to the Chairman of the Company, after completion of the scrutiny of the Postal Ballots and the result of the voting by Postal Ballot (including voting through e-voting) will be announced on or before Tuesday, September 26, 2017 at its Registered Office of the Company and also by placing the same on the Company's website [www.bharatforge.com](http://www.bharatforge.com). The results will be simultaneously communicated to the Stock Exchanges.

#### **Item No.1 - Increase in the Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association**

To consider and, if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION**:

**"RESOLVED THAT** in accordance with the provisions of Sections 13 and 61 and all other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, approval of the members be and is hereby accorded to increase the Authorised Share Capital of the Company from ₹ 1,050,000,000/- (Rupees One Thousand and Fifty Million) divided into 300,000,000 (Three Hundred Million) Equity Shares of ₹ 2/- (Rupees Two) each, 43,000,000 (Forty Three Million) Cumulative Preference Shares of ₹ 10/- (Rupees Ten) each and 2,000,000 (Two Million) Unclassified Shares of ₹ 10/- (Rupees Ten) each to ₹ 2,400,000,000/- (Rupees Two Thousand Four Hundred Million) divided into 975,000,000 (Nine Hundred Seventy Five Million) Equity Shares of ₹ 2/- (Rupees Two) each and 43,000,000 (Forty Three Million) Cumulative Preference Shares of ₹ 10/- (Rupees Ten) each and 2,000,000 (Two Million) Unclassified Shares of ₹ 10/- (Rupees Ten) each by creation of additional 675,000,000 (Six Hundred Seventy Five Million) Equity Shares of ₹ 2/- (Rupees Two) each and consequently, the existing Clause V of the Memorandum of Association of the Company be and is hereby altered and substituted by the following new Clause V:

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- V. The Authorised Share Capital of the Company is ₹ 2,400,000,000/- (Rupees Two Thousand Four Hundred Million) divided into 975,000,000 (Nine Hundred Seventy Five Million) Equity Shares of ₹ 2/- (Rupees Two) each and 43,000,000 (Forty Three Million) Cumulative Preference Shares of ₹ 10/- (Rupees Ten) each and 2,000,000 (Two Million) Unclassified Shares of ₹10/- (Rupees Ten) each (which unclassified Shares may be issued as Equity and/ or Preference Shares as the Company may determine in accordance with the law for the time being in force in this behalf with the rights, privileges and conditions attached thereto as are provided by the Articles of Association of the Company for the time being, with power to increase or reduce such Capital from time-to-time, in accordance with the law for the time being in force in this behalf) and with power to divide the shares in the Capital, for the time being into Equity Share Capital and / or Preference Share Capital and to attach thereto respectively, any preferential, qualified or special rights, privileges, conditions. If and whenever the Capital of the Company is divided into shares of different classes, the rights of any such class may be varied, modified, effected, extended, abrogated or surrendered as provided in the Articles of Association of the Company and the law for the time being in force.

**RESOLVED FURTHER THAT** the Board of Directors ('the Board', which term shall include any Committee authorised by the Board to exercise its powers including powers conferred on the Board by this resolution) of the Company be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper, expedient or desirable for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto, including delegation of any of the powers herein conferred to on any Director(s), Company Secretary or any other Officer of the Company."

### Item No. 2 - Issue of Bonus Shares

To consider and, if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION**:

**"RESOLVED THAT** in accordance with the provisions of Section 63 and all other applicable provisions of the Companies Act, 2013 read with Rule 14 of the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India ("SEBI") (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("the ICDR Regulations"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable regulations, rules and guidelines issued by SEBI and the Reserve Bank of India ("RBI") from time-to-time, the enabling provisions of the Articles of Association of the Company and subject to such approvals, consents, permissions, conditions and sanctions as may be necessary from appropriate authorities, consent of the Members be and is hereby accorded to the Board of Directors of the Company ('the Board', which term shall include any Committee authorised by the Board to exercise its powers including powers conferred on the Board by this resolution) for capitalisation of a sum not exceeding ₹ 466 Million (Rupees Four Hundred Sixty Six Million) from and out of the Capital Redemption Reserve and the Securities Premium Account and / or any other permitted reserves / surplus of the Company, as may be considered appropriate for the purpose of issuance of Bonus Shares of ₹ 2/- (Rupees Two) each, credited as fully paid-up Equity Shares to the holders of the Equity Shares of the Company whose names appear in the Register of Members on the 'Record Date' determined by the Board in the proportion of 1 (One) Bonus Equity Share of ₹ 2/- each for every 1 (One) fully paid-up Equity Share of ₹ 2/- each held by them and that the Bonus Shares so distributed shall, for all purposes, be treated as an increase in the paid-up Equity Share Capital of the Company held by each such Member, and not as income;

**RESOLVED FURTHER THAT** the Bonus Shares so allotted shall rank *pari passu* in all respects with the fully paid-up Equity Shares of the Company as existing on the Record Date, save and except that they shall not be entitled to any dividend that may be declared before the 'Record Date';

**RESOLVED FURTHER THAT** the Bonus Shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company;

**RESOLVED FURTHER THAT** no letter of allotment shall be issued in respect of the Bonus Shares and in the case of Members who hold Shares or opt to receive the Shares in dematerialized form, the Bonus Shares shall be credited to the respective beneficiary accounts of the Members with their respective Depository Participants and in the case of Members who hold Equity Shares in physical form, the share certificate/s in respect of the Bonus Shares shall be dispatched, within such time as prescribed by law and the relevant authorities;

**RESOLVED FURTHER THAT** the issue and allotment of the Bonus Shares to Non-Resident Indians (NRIs), Foreign Institutional Investors (FIIs), Persons of Indian Origin (PIO), Overseas Corporate Bodies (OCB) and other foreign investors, be subject to the approval of the Reserve Bank of India or any other regulatory authority, as may be necessary;

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**RESOLVED FURTHER THAT** the Board be and is hereby authorised to take necessary steps for listing of bonus shares on the Stock Exchanges where the securities of the Company are listed as per the provisions of the Listing Regulations and other applicable regulations, rules and guidelines;

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board or a Committee thereof be and is hereby authorised to do all such acts, deeds, matters and things and to give such directions as may be necessary, proper or expedient or desirable and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding."

By Order of the Board of Directors  
For **Bharat Forge Limited**

Place : Pune  
Date : August 12, 2017

**Tejaswini Chaudhari**  
Deputy Company Secretary  
(Membership No.- A18907)

Registered Office:  
Mundhwa, Pune Cantonment,  
Pune 411 036, Maharashtra, India  
CIN: L25209PN1961PLC012046

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## Notes:

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act") setting-out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is attached.
2. The Postal Ballot Notice along with the Postal Ballot Form is being sent to the Members whose names appear on the Register of Members / List of Beneficial Owners as received from National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on the cut-off date i.e. Friday, August 11, 2017. The Postal Ballot Notice is being sent in electronic form to the members who have registered their e-mail addresses with the Company (in case of physical shareholding) / with their Depository Participants (in case of electronic shareholding). Physical copies of the Postal Ballot Notice along with Postal Ballot Form are being sent to members whose e-mail addresses are not registered, by permitted mode along with a self addressed postage pre-paid Business Reply Envelope.
3. Members whose names appear on the Register of Members / List of Beneficial Owners as on Friday, August 11, 2017 will be considered for the purpose of voting.
4. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on Friday, August 11, 2017.
5. Members can opt for only one mode of voting i.e. either by Postal Ballot or through e-voting. In case members cast their votes both by Postal Ballot and e-voting, the votes cast through e-voting shall prevail and the votes cast through Postal Ballot Form shall be considered as invalid.
6. The Scrutinizer will submit the report to the Chairman after completion of the scrutiny of the Postal Ballots and the results of the Postal Ballot will be announced on or before Tuesday, September 26, 2017, at the Registered Office of the Company. The results of the Postal Ballot will be hosted on the Company's website at [www.bharatforge.com](http://www.bharatforge.com) and on the website of NSDL immediately after the declaration of the result by the Chairman or any person authorised by him in writing for information of the Members, besides being communicated to the Stock Exchanges on which the shares of the Company are listed.
7. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.
8. The resolutions, if passed by the requisite majority shall be deemed to have been passed on Saturday, September 23, 2017 i.e. last date specified for receipt of duly completed Postal Ballot Forms or for e-voting.
9. All the material documents referred to in this Postal Ballot Notice will be made available for inspection by the Members at the registered office of the Company during working hours on all working days except Saturday, from the date of dispatch of this Postal Ballot Notice until the last date for receipt of votes by Postal Ballot / E-voting i.e. Saturday, September, 23, 2017.
10. Members who have not registered their e-mail addresses are requested to register the same with the Company / Depository Participant(s) for sending future communication(s) in electronic form.

## INSTRUCTIONS FOR VOTING

### Voting through Physical Postal Ballot Form

1. The Members are requested to carefully read the instructions printed in the Postal Ballot Form and return the Postal Ballot Form duly completed with the assent (FOR) or dissent (AGAINST), in the enclosed self-addressed postage pre-paid Business Reply Envelope, so as to reach the Scrutinizer, not later than close of working hours i.e. 5.00 P.M. (IST) on Saturday, September 23, 2017, to be eligible for being considered, failing which, it will be strictly treated as if, no reply has been received from the Member.
2. The Members are requested to exercise their voting rights by using the attached Postal Ballot Form only. No other form or photocopy of the form is permitted.
3. Members who have not received the Postal Ballot Form may write to the Company at its Registered Office address for obtaining a duplicate / additional Postal Ballot Form.

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4. Envelopes containing Postal Ballot Form if deposited in person or sent by courier at the expense of the Members will also be accepted.
5. The Postal Ballot Form should be completed and signed by the Member as per the specimen signature registered with the Company or furnished to NSDL / CDSL in respect of shares held in physical or dematerialized form, respectively.

### **E-Voting Facility**

The business as set out in the Postal Ballot Notice may be transacted through electronic voting system and the Company will provide a facility for voting by electronic means. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the facility of voting through electronic means will be offered by National Securities Depository Limited (NSDL) to the Members to cast their votes electronically.

Please note that voting through electronic means is optional to Members.

A person whose name appears in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. Friday, August 11, 2017 shall be entitled to avail the facility of e-voting. Persons who are not members as on the cut-off date should treat this notice for information purposes only.

The Notice will be displayed on the website of the Company [www.bharatforge.com](http://www.bharatforge.com) and on the website of NSDL.

The remote e-voting period commences on Friday, August 25, 2017 at 9.00 A.M. (IST) and ends on Saturday, September 23, 2017 at 5.00 P.M. (IST). During this period, members of the Company holding shares either in physical or dematerialised form, as on the cut-off date, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter.

Process and Manner for members opting for e-voting is as under:

#### **(a) In case of Shareholders' receiving e-mail from NSDL :**

- (i) Open e-mail and open PDF file viz; "remote e-Voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for e-voting. Please note that the password is an initial password. If you are already registered with NSDL for e-Voting then you can use your existing user ID and password.
- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsd.com>
- (iii) Click on Shareholder – Login.
- (iv) Put your user ID and password and Click - Login.
- (v) Password change menu appears. Change the password with new password of your choice with minimum 8 digits / characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of e-Voting opens. Click on e-Voting: Active Voting Cycles.
- (vii) Select "EVEN" of Bharat Forge Limited which is **106854**.
- (viii) Now you are ready for e-Voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.



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- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer through e-mail at deulkarcs@gmail.com with a copy marked to evoting@nsdl.co.in.

**(b) In case of Shareholders' receiving Postal Ballot Form by Post:**

- (i) Initial password is provided at the bottom of the Postal Ballot Form.

<b>EVEN (E-Voting Event Number)</b>	<b>USER ID</b>	<b>PASSWORD / PIN</b>
106854		

- (ii) Please follow all steps from Sr. No. (ii) to Sr. No. (xii) above, to cast vote.

- (c)** In case of any queries and / or grievance, in respect of voting by electronic means, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 for any further clarification.
- (d)** If you are already registered with NSDL for e-voting then you can use your existing user ID and password for casting your vote.

In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ClientID).

In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No.+Folio No.).

- (e)** Shareholders who forgot the User Details / Password can use "Forgot User Details / Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- (f)** You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

**ANNXURE TO THE NOTICE**

**EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF  
SECTION 102 OF THE COMPANIES ACT, 2013**

Considering, *inter-alia* the financial parameters, and the position of reserves of the Company, the Board of Directors of the Company in its meeting held on Thursday, August 10, 2017, has proposed, subject to the approval of the shareholders, issue of bonus equity shares of ₹ 2/- (Rupees Two) each credited as fully paid-up to eligible members of the Company in the proportion of 1 (One) new fully paid-up equity share of ₹ 2/- (Rupees Two) each for every 1 (One) existing fully paid-up equity share of ₹ 2/- (Rupees Two) each held by capitalising a sum not exceeding ₹ 466 Million (Rupees Four Hundred Sixty Six Million) out of capital redemption reserve / securities premium account and / or any other permitted reserves / surplus of the Company, as may be considered appropriate.

Article 59 of the Articles of Association of the Company permits capitalisation of any part of the amount for the time being standing to the credit of any of the Company's reserve accounts (including securities premium account and capital redemption reserve account), or to the credit of the profit and loss account, or otherwise available for distribution by applying the same towards payment of unissued shares to be issued to the members as fully paid bonus shares.

Presently, the Authorised Share Capital of the Company is ₹ 1,050,000,000/- (Rupees One Thousand and Fifty Million) divided into 300,000,000 (Three Hundred Million) Equity Shares of ₹ 2/- (Rupees Two) each, 43,000,000 (Forty Three Million) Cumulative Preference Shares of ₹ 10/- (Rupees Ten) each and 2,000,000 (Two Million) Unclassified Shares of ₹ 10/- (Rupees Ten) each.

In order to facilitate issue of bonus shares and for further requirements, if any, it is proposed to increase the Authorised Share Capital to ₹ 2,400,000,000/- (Rupees Two Thousand Four Hundred Million) by creation of additional 675,000,000 (Six Hundred Seventy Five Million) Equity Shares of ₹ 2/- (Rupees Two only) each. The increase in the Authorised Share Capital as aforesaid would require consequential alteration to the existing Clause V of the Memorandum of Association of the Company.

The increase in the Authorised Share Capital and consequential alteration to Clause V of the Memorandum of Association of the Company and issue of bonus equity shares by way of capitalisation of the sums standing to the credit of capital redemption reserve / securities premium account and / or any other permitted reserves / surplus of the Company, as may be considered appropriate for the purpose of issue of bonus equity shares, requires members' approval in terms of Sections 13, 61 and 63 of the Companies Act, 2013 and other applicable statutory and regulatory approvals.

Directors and Key Managerial Personnel of your Company and their relatives are interested in this Resolution to the extent of their respective shareholdings in the Company, if any.

The Board of Directors of your Company recommends the Ordinary Resolutions set-out at Item Nos.1 and 2 of this Postal Ballot Notice for approval by the Members.

By Order of the Board of Directors  
For **Bharat Forge Limited**

**Tejaswini Chaudhari**  
Deputy Company Secretary  
(Membership No.- A18907)

Place : Pune  
Date : August 12, 2017

Registered Office:  
Mundhwa, Pune Cantonment,  
Pune 411 036, Maharashtra, India  
CIN: L25209PN1961PLC012046



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**BHARAT FORGE LIMITED**

CIN: L25209PN1961PLC012046

Registered Office: Mundhwa, Pune Cantonment, Pune - 411 036, Maharashtra, India

Phone: +91 20 6704 2777/2476 Fax: +91 2682 2163

Email: [secretarial@bharatforge.com](mailto:secretarial@bharatforge.com) Website: [www.bharatforge.com](http://www.bharatforge.com)

Serial No.

**POSTAL BALLOT FORM**

1. Name and Registered Address of the sole / first named member :
2. Name(s) of the joint-shareholder(s), if any :
3. Folio No. / DP ID\* / Client ID\* :  
(\*applicable only to members holding equity shares in dematerialized form)
4. Number of equity share(s) held :
5. I / We hereby exercise my / our vote(s) in respect of the following Resolution(s) to be passed by means of Postal Ballot for the business stated in the Notice dated Saturday, August 12, 2017, issued by the Company, by conveying my / our assent or dissent to the said Resolution(s) by placing a tick (✓) mark in the appropriate box below:

Item No.	Description of Resolution	Number of equity shares of ₹ 2/- each held by me/us	I / We assent to the Resolution (FOR)	I / We dissent from the Resolution (AGAINST)
1	Increase in Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association			
2	Issue of Bonus shares			

Place:

Date:

Signature of the Member / Authorised Signatory

**Particulars for e-voting**

Members opting to vote through e-voting, instead of voting through the physical Postal Ballot, may access the e-voting facility through the web link: <https://www.evoting.nsdl.com>. Particulars for e-voting are as under:

EVEN (E-Voting Event Number)	User ID	Password
106854		

**Note: Please read the instructions given overleaf carefully before exercising your vote.****Facility to exercise vote(s) by means of Postal Ballot, including voting through e-voting will be available during the following period:**

Commencement of e-voting	End of e-voting
From 9:00 a.m. (IST) on Friday, August 25, 2017	Upto 5:00 p.m. (IST) on Saturday, September 23, 2017

The e-voting will not be allowed beyond 5:00 P.M. (IST) on Saturday, September 23, 2017 and the e-voting shall be disabled by NSDL upon expiry of the aforesaid date and time.

## INSTRUCTIONS

1. A Member desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form ("Form") and send it to the Scrutinizer in the enclosed self-addressed postage pre-paid Business Reply Envelope. Postage will be borne and paid by the Company. Envelopes containing Postal Ballots, if deposited in person or sent by courier at the expense of the Member will also be accepted.
2. This Form should be completed and signed by the Member (as per the specimen signature registered with the Company / Depository Participants). In case of joint holding, this Form should be completed and signed by the First named Member and in his absence, by the next named Member.
3. In case of shares are held by companies, trusts, societies or under Power of Attorney etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board Resolution / Authorisation. Where the form has been signed by a representative of the President of India or of the Governor of a State, a certified copy of the nomination should accompany to the Postal Ballot Form.
4. The consent must be accorded by recording the assent in the Column 'FOR' and dissent in the column 'AGAINST' by placing a tick mark(✓) in the appropriate column.
5. Unsigned, incomplete or defective Postal Ballot Forms are liable to be rejected.
6. A Member need not use all the votes nor needs to cast all the votes in the same way.
7. **Duly completed Postal Ballot Form should reach the Scrutinizer not later than the close of working hours i.e. 5.00 p.m. (IST) on Saturday, September 23, 2017. All Postal Ballot Forms received after this date will be treated as if reply from such Member has not been received.**
8. A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in and signed duplicate Postal Ballot Form should reach the Scrutinizer not later than the date specified at item No. 7 above.
9. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed postage pre-paid self-addressed envelope. Any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
10. Voting rights shall be reckoned on the paid up value of the shares registered in the name of the Members on the cut- off date i.e. Friday, August, 11, 2017.
11. The Scrutinizer's decision on the validity of a Postal Ballot Form will be final.
12. The results of the voting by Postal Ballot (with the Scrutinizer's report) will be announced on or before Tuesday, September 26, 2017 at the Registered Office of the Company and will also be displayed on the website of the Company [www.bharatforge.com](http://www.bharatforge.com), besides being communicated to the Stock Exchanges.
13. E-VOTING: in compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of Section 108 of the Companies Act, 2013 read with the Rules made thereto, the Company is pleased to provide E-voting facility (through e-voting platform of NSDL) as an alternate which would enable the Members to cast votes electronically, instead of sending Physical Ballot Form. Please note that E-voting is optional. In case a Member has voted through E-voting facility, he / she is not required to send the Physical Ballot Form. In case Member(s) cast their votes via both modes i.e. Physical Ballot as well as E-voting, then voting done through E-voting shall prevail and Physical Voting of that member shall be treated as invalid. Members are requested to refer to the Notice and notes thereto, for detailed instructions with respect to E-voting.