

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Puneet Y. Makar

Mr. Hudson D'costa

Mr. Sunil K. Aggarwal

Mr. Sanjay R. Patel

Mr. Ajit P. Walwaikar

Ms. Archana M. Soi

REGISTERED OFFICE

AMFORGE INDUSTRIES LIMITED

1118, Dalamal Tower, 11th Floor Free Press Journal Marg, Nariman Point Mumbai – 400 021. Tele : 022-22828933/49637707 / 49635404 e-mail : secretarial@amforgeindustries.com Web : www.amforgeindia.in CIN : L28910MH1971PLC015119 SCRIP : 513117 ISIN : INE991A01020 GST : 27AAACA8756A1ZV TAN : UMMA19936A

REGISTRAR & TRANSFER AGENTS

LINK INTIME INDIA PRIVATE LIMITED C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai–400083. Tele : 022-49186000 Fax : 022- 49186060 e-mail : rnt.helpdesk@linkintime.co.in Web : www.linkintime.co.in

AGM TO BE HELD BY VIDEO CONFERENCING / OTHER AUDIOVISUAL ON $15^{\rm TH}$ SEPTEMBER, 2022 (THURSDAY) @ 14:30 IST

BOARD COMMITTEES

AUDIT

Mr. Sunil K. Aggarwal - Chairman Mr. Ajit P. Walwaikar - Member Mr. Sanjay R. Patel - Member

NOMINATION & REMUNERATION

Mr. Sunil K. Aggarwal - Chairman Mr. Ajit P.Walwaikar - Member Mr. Sanjay R. Patel - Member

STAKEHOLDERS' RELATIONSHIP

Mr. Sunil K.Aggarwal - Chairman Mr. Sanjay R. Patel - Member Mr. Hudson D'costa - Member

BANK

PUNJAB NATIONAL BANK

Raheja Chambers, 1st Floor Free Press Journal Marg Nariman Point, Mumbai-400021

J Singh and Associates

Chartered Accountants 505-507, Hub Town Viva Western Express Highway Shankarwadi, Andheri (West) Mumbai – 400 060. Tel: 022-66994618/4619

CONTENTS	PAGE
Notice	
Board's Report	
Corporate Governance	
Auditors Report	
Balance Sheet	
Statement of Profit & Loss	
Cash Flow Statement	
Notes to Financial Statement	

No need for a Route map to attend the Annual General Meeting.

<u>NOTICE</u>

NOTICE IS HEREBY GIVEN THAT THE 50TH ANNUAL GENERAL MEETING OF THE MEMBERS OF AMFORGE INDUSTRIES LIMITED WILL BE HELD THROUGH VIDEO CONFERENCING / OTHER AUDIOVISUAL MEANS ON THURSDAY 15TH SEPTEMBER, 2022 AT 14:30 (IST) TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Audited Financial Statements for the Financial Year ended on 31st March, 2022, together with the Reports of the Board of Directors and the Auditors thereon.
- 2. To appoint a director in place of Ms. Archana Makar Soi (DIN- 02215664), who retires by rotation and, being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. Appointment of Mr. Sanjay Rajaram Posam, as an Independent Director for a term of five consecutive years with effect from 5th August 2022:

To consider and, if thought fit, to pass the following resolution as a special resolution:

"RESOLVED THAT under the provisions of sections 149, 152 and any other applicable provisions of the Companies Act, 2013 (the 'Act'), including the Rules made thereunder read with Schedule IV to the Act and Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') and other applicable provisions of the SEBI Listing Regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Sanjay Rajaram Posam (DIN-09542601), who was appointed by the Board of Directors (" the Board"), which term shall be deemed to include any Committee constituted or to be constituted by the Board or any person(s) authorised by the Board in this regard, based on the recommendation of Nomination and Remuneration Committee, as an Additional Director under section 161(1) of the Act and Articles of Association of the Company, and in respect of whom a notice in writing under the section 160 of the Act has been received, be and is hereby appointed as an Independent Director of the Company for a term of five (5) consecutive years, effective from 5th August, 2022. "

"RESOLVED FURTHER THAT the Board and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters, and things and execute all such documents, instruments, and writings as may be required to give effect to this resolution."

4. Appointment of Mr. Navin Chandramani Sharma, as an Independent Director for a term of five consecutive years with effect from 5th August 2022:

To consider and, if thought fit, to pass the following resolution as a special resolution:

"RESOLVED THAT under the provisions of sections 149, 152 and any other applicable provisions of the Companies Act, 2013 (the 'Act'), including the Rules made thereunder read with Schedule IV to the Act and Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') and other applicable provisions of the SEBI Listing Regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Navin Chandramani Sharma (DIN-09555459), who was appointed by the Board of Directors (" the Board"), which term shall be deemed to include any Committee constituted or to be constituted by the Board or any person(s) authorised by the Board in this regard, based on the recommendation of Nomination and Remuneration Committee, as an Additional Director under section 161(1) of the Act and Articles of Association of the Company, and in respect of whom a notice in writing under the section 160 of the Act has been received, be and is hereby appointed as an Independent Director of the Company for a term of five(5) consecutive years, effective from 5th August, 2022."

"RESOLVED FURTHER THAT the Board and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters, and things and execute all such documents, instruments, and writings as may be required to give effect to this resolution."

By Order of the Board of Directors AMFORGE INDSUTRIES LIMITED

> Hudson D'Costa Managing Director DIN: 07893177

Place: Mumbai Date: 05/08/2022

NOTES :

- In view of the current extraordinary circumstances due to COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 (dated April 8, 2020), Circular No.17/2020 (dated April 13, 2020) Circular No. 20/2020 (dated May 5, 2020), Circular No. 02/2021 (dated January 13, 2021), Circular No. 19/2021 (dated December 8, 2021), Circular No. 21/2021 (dated December 14, 2021) and Circular No.2/2022 (dated May 5, 2022) (Collectively referred to as MCA Circulars), issued by the Ministry of Corporate Affairs (MCA) physical attendance of the Members to the Annual General Meeting (AGM) venue is not required and AGM be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC, and Members of the Company joining through VC shall be reckoned for a quorum under Section 103 of the Act. Further, all resolutions in the meeting shall be passed through the facility of the e-Voting/electronic system.
- 2. In compliance with MCA Circular No. 20/2020 dated May 5, 2020, MCA Circular No. 2/2022 5 dated May 5, 2022 and SEBI Circular No. SEBI/HO/ CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/ P/2022/62 dated May 13, 2022, the financial statements including Board's Report, Auditor's report or other documents required to be attached therewith (together referred to as Annual Report FY-22), and Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s) as on 8th September, 2022 and to all other persons so entitled.
- 3. Pursuant to the MCA Circulars, the facility to appoint proxy to attend / vote is not available for this AGM.
- 4. The Members attending the AGM through VC/OAVM shall be counted reckoning the quorum under Section 103 of the Companies Act, 2013.
- 5. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the business as per Item Nos. 3 and 4 herein above, is annexed hereto.
- 6. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before 9th September, 2022 (Friday) through email (mentioning their name, DEMAT account number/folio number, contact details, etc.).
- 7. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 9th September, 2022 to Thursday 15th September, 2022 (*both days inclusive*).
- 8 The information as required pursuant to Regulation 36(3) of the SEBI (LODR), Regulations, 2015 in respect of appointment of the directors, is annexed hereto.
- 9. Relevant documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection by the members on the website of the Company.
- 10. The Company has availed the services of Link Intime India Private Limited ("LLIPL") for conducting the AGM through VC/OAVM and providing e-voting facility during the AGM as well as remote e-voting facility.
- 11. The remote e-voting commences on Monday, 12th September, 2022 at 09.00 [IST] and ends on Wednesday, 14th September, 2022 at 17:00 [IST]. The remote e-voting module will be disabled by LLIPL for voting thereafter.
- 12. Those Members, who will be present in the AGM through VC/OAVM and have not cast their vote on the Resolutions through remote e voting, shall be eligible to vote through e-voting system during the AGM.
- 13. The Members who have cast their vote by remote e-voting prior to the AGM, may also attend the AGM but shall not be entitled to cast their vote again.
- 14. A member's voting rights shall be in proportion to his/her share of the paid-up equity share capital of the Company as on Thursday, 8th September, 2022 ('cut-off date'). A person whose name is recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the depositories as on the 'cut-off date' shall be entitled to avail the facility of remote e-voting as well as voting in the AGM. A person who is not a member, as on the cut-off date should treat this Notice for information purposes only.
- 15. M/s. Sandeep Dubey and Associates of Practising Company Secretaries shall be conducting the remote e-voting and e-voting process in a fairly and transparent manner, as a Scrutiniser.

2

- 16. The results of the voting will be announced on or before Friday, 16th September, 2022. and uploaded the results on the websites of the company, BSE and LLIPL.
- 17. The shares of the Company are under compulsory demat list of Securities & Exchange Board of India. The trading in equity shares can now only be done in demat Demat In case you do not hold shares in demat Demat you may do so by opening an account with a depository participant and completing dematerialization
- 18. Members holding shares in dematerialised mode are requested to intimate all changes with respect to their bank details, mandate, nomination, power of attorney, change of address, e-mail address, change in name etc. to their depository participant. These changes will be automatically reflected in the Company's records, which will help the Company to provide efficient and better service to its Members.
- 19. Members holding shares in physical form are requested to intimate changes with respect to their bank account (name and address of the branch of the bank, MICR code of branch, type of 6 account and account number), mandate, nomination, power of attorney, change of address, e-mail address, change in name etc. immediately to the Company's Registrar & Share Transfer Agent.

20. Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

The login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method		
Individual Shareholders holding securities in demat mode with NSDL:	 Existing IDeAS users can visit the e-Services website of NSDL viz https://eservices.nsdl.com either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login"" which is available under the 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click 		
	on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting the page. Click on the company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to the "InstaVote" website for casting your vote during the remote e-Voting period.		
	 If you are not registered for IDeAS e-Services, option to register is available at <u>https:// eservices.nsdl.com</u> Select "Register Online for IDeAS Portal" or click at <u>https://eservices.nsdl.com/ SecureWeb/IdeasDirectReg.jsp</u> 		
	• Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <u>https://eservices.nsdl.com</u> either on a personal computer on 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 i.e. LINKINTIME and you will be redirected to the "InstaVote" website for casting your vote during the remote e-Voting period.		



Individual Shareholders holding securities in demat mode with CDSL:	 Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/ Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi / Easiest, the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com / myeasi/Registration/EasiRegistration. 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, the user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
individual Shareholders (holding securities in demat mode) login through their depository participants	 You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period
	remote e- voting period.
Login method for Individual shareholders holding securities in physical form is given below:	 Individual shareholders of the company, holding shares in physical form as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under: 1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in 2. Click on "Sign Up" under the 'SHARE HOLDER' tab and register with the following details: - A. User ID: Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable. C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format) D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company. *Shareholders/ members holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$&*), at least one
	 Click "confirm" (Your password is now generated). Click on 'Login' under 'SHARE HOLDER' tab.
	4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.

4

Cas	st your vote electronically:
1.	After successful login, you will be able to see the notification for e-voting. Select 'View' icon.
2.	E-voting page will appear.
3.	Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
4.	After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIIPL at <u>https://instavote.linkintime.co.in</u> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at <u>enotices@linkintime.co.in</u> or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding	Members facing any technical issue in login can contact the NSDL helpdesk by
secure-ties in demat mode with	sending a request at evoting@nsdl.co.in or call at toll - free no.: 1800 1020 990
NSDL	and 1800 22 44 30.
Individual Shareholders holding	Members facing any technical issue in login can contact the CDSL helpdesk by
secure-ties in demat mode with	sending a request at helpdesk. Evoting @ cdslindia.com or contact at
CDSL	022- 23058738 or 22- 23058542-43.

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: https://instavote.linkintime.co.in

- Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$&*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company



Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participant's website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ➢ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time until they have voted on the resolution(s) for a particular "Event".

Process and manner for attending the Annual General Meeting through Insta Meet:

- 1. Open the internet browser and launch the URL: https://instameet.linkintime.co.in
 - ▶ Select the "Company" and 'Event Date' and register with your following details: -
 - A. **Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No.
 - Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
 - Shareholders/ members holding shares in NSDL demat account shall provide 8 Character
 DP ID followed by 8 Digit Client ID
 - Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company.
 - B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 - C. Mobile No.: Enter your mobile number.
 - D. Email ID: Enter your email id, as recorded with your DP/Company.
 - Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device, which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through Insta Meet:

- 1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the specific email id created for the general meeting.
- 2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
- 3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
- 4. Other shareholder may ask questions to the panelist, chat board chat-board during the meeting.
- 5. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.



Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through Insta Meet:

The scrutinizer activates once the electronic voting/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

- a. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
- b. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
- c. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
- d. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
- e. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
- f. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to <u>instameet@</u><u>linkintime.co.in</u> or contact on - Tel: 022-49186175.



Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

a) Please download and install the Webex application by clicking on the link <u>https://www.webex.com/ downloads. html/</u>



