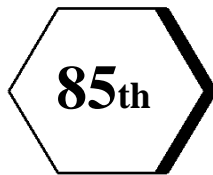




# ***EL FORGE LIMITED***



## **ANNUAL REPORT**

### **2020 - 2021**

# **EL FORGE LIMITED**

---

## **BOARD OF DIRECTORS**

Sri.V.Srikanth, Chairman  
Sri.V.Ramachandran, Director  
Sri.K.V.Ramachandran, Vice Chairman & Managing Director  
Smt.R.Sowmithri, Executive Director (Finance)  
Smt.Shubha Ganesh, Independent Director  
Smt.Nivedita Lakshmi Ratan, Independent Director

## **COMPANY SECRETARY**

Smt.R.Sowmithri

## **CHIEF FINANCIAL OFFICER**

Sri. V Srinivasan

## **AUDITORS**

M/S. L.Mukundan & Associates  
Chartered Accountants  
Flat No.1,2, Kamala Arcade, 669, Mount Road, Thousand lights, Chennai 600 006.

## **BANKERS**

Bank of Baroda, Barathidasan Salai, Chennai 600018  
Indus Ind Bank, Eldams road, Chennai 600018.

## **SHARE TRANSFER AGENTS**

M/s INTEGRATED REGISTRY MANAGEMENT SERVICES PVT LTD  
No.1, Ramakrishna Street, 2nd Floor, North Usman Road, T.Nagar, Chennai  
17.

## **REGISTERED OFFICE & FACTORY**

1A, Sriperumbudur High Road (via) Singaperumal Koil Appur Village, Kattangulathur  
Onrium, Kancheepuram Dist., PIN 603 204. Ph : (044) 47112500, Fax (044) 4711 2523

## **CORPORATE OFFICE**

21C, A.R.K.Colony, Eldams Road, Alwarpet, Chennai 600018. Ph : (044) 24334010

## **FACTORY**

1. 1A, Sriperumbudur High Road (via) Singaperumal Koil, Appur Village, Kattangulathur  
Onrium, Kancheepuram Dist., PIN 603 204. Ph : (044) 47112500, Fax : (044) 4711 2523
2. B-67, SIPCOT Industrial Complex, Gummidipoondi 601201.

■

# EL FORGE LIMITED

---

## NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that 85th Annual General Meeting of EL FORGE LIMITED will be held on Friday the, 17th day of September, 2021 at 12.00 Noon. at Registered Office of the Company at 1A Sriperumbudur High Road, (via) Singaperumal Koil, Appur Village, Kattangulathur Onrium, Kancheepuram District 603204 to transact the following business :

### ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Financial Statements for the year ended 31st March 2021, the Auditors' Report and the Directors' Report thereon.
2. To appoint a Director in the place of Mr. V. Srikanth (DIN00076856) who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint Auditors and fix their remuneration and in this regard, to consider and if thought fit, to pass the following as an Ordinary Resolution.

“Resolved that pursuant to the provisions of sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the resolution passed by the members of the company at the 85th annual general meeting held on 17th September 2021, the company hereby ratifies the appointment of **M/s.L.Mukundan & Associates Chartered Accountants (Firm Registration No.010283S)**, Chennai as the Statutory Auditor of the Company to hold office for a term of one years, from the conclusion of this 85th Annual General Meeting, on such remuneration plus GST as applicable and reimbursement of out-of pocket expenses in connection with the audit as may be mutually agreed upon by the Board of Directors and the Auditors, based on the recommendation of the Audit Committee.”

# EL FORGE LIMITED

---

## SPECIAL BUSINESS

### 4.Appointment of Mrs.Shubha Ganesh as independent Director

To consider and if thought fit to pass with or without modification(s) the following resolution as a Special Resolution.

Resolved that pursuant to the provisions of Sections 149,150,152 and provisions of schedule IV and other applicable provisions if any of the Companies Act.2013 (ACT) ,read with the Rules made there under including any statutory modification(s) or re-enactment thereof for the time being in force Mrs.Shubha Ganesh ( DIN 01467766 ) who was appointed as a Director of the company with effect from 30<sup>th</sup> July 2021 and who holds office till the date of the Annual General Meeting ,in terms of Section 161of the Act, and in respect of whom the company has received a notice in writing from a member under section 160 of the Act, signifying his intention to propose Mrs.Shubha Ganesh as a candidate for the office of a Director of the company, be and is hereby appointed as an independent Director , not liable to retire by rotation, to hold office for a term of five consecutive years commencing 30<sup>th</sup> July,2021.

**Place : Chennai**

**Date:30/07/2021**

**By Order of the Board**

**R.Sowmithri**

**Company Secretary**

■

# EL FORGE LIMITED

---

## Notes

1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself / herself and a proxy so appointed need not be a member of the Company. The proxy to be valid, shall be deposited with the Company not later than forty eight hours before the time for holding the meeting. Same person shall not be appointed as proxy on behalf for more than fifty members.
2. The instrument appointing Proxy should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
3. Members / Proxies should bring the attendance slips duly filled in for attending the meeting and annual report.
4. The explanatory statement pursuant to Section 102 (1) of the Companies Act, 2013, in respect of all the Items in the special business of the notice set out above, is here to annexed.
5. The Register of Members will be closed from 10th September, 2021 to 17th September, 2021 both days inclusive.
6. Members are requested to communicate the change of address, if any, quoting their respective folios to the Share Transfer Agents of the Company.
7. As per the provision for nomination in the Companies Act, 2013, Shareholders may nominate persons who shall become entitled to the Shares upon the death of such holders.
8. The nomination has to be made in the form prescribed without any cost to the shareholders. Shareholders interested, are requested to contact the “Shares Department” El Forge Limited, No.21C, A.R.K.Colony, Eldams Road, Alwarpet, Chennai - 600 018.
9. Members, who are holding shares in identical order of names in more than one account, are requested to intimate to the Share Transfer Agents the ledger folio of such accounts together with the share certificates to enable the Company to consolidate all the holdings into one account. The share certificates will be returned to the members after making necessary endorsement in due course.
10. Demat Details - The Company's shares have been dematerialised with Central Depository Services Ltd and National Securities Depository Ltd. The ISIN No. of the Company is INE 158F01017 and INE158F03013.
11. Website - Quarterly information on results and other developments are posted on the Company's Website Members also note that the notice of the 85th Annual General Meeting and the Annual Report for 2020-21 will also be available on the Company's website : <http://www.elforge.com>
- 2. Electronic copy of the Annual Report will be sent to members in future whose email IDs are ■

## EL FORGE LIMITED

---

- registered with the Company / Depository Participant(s) for communication purposes unless any member requests for a physical copy of the same. Positive consent letter is attached to the Notice being sent to the members for giving consent to receive documents in electronic mode.
13. In future electronic copy of the Notice of the General Meetings of the Company inter alia indicating the process and manner of e-voting along with attendance slip and proxy form will be sent to the members whose email Ids are registered with the Company/Depository Participant(s) for communication purposes unless any member requests for a physical copy of the same.
  14. Members may also note that the Notice of the 85th Annual General Meeting and the Annual Report 2019-20 will also be available on the Company's website [www.elforge.com](http://www.elforge.com) for being downloaded. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days till the date of the meeting. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's Investor email id [edf@elforge.com](mailto:edf@elforge.com).

### **For the attention of share holders holding shares in physical**

#### **form** Updation of PAN and Bank Account details

SEBI has mandated all issuer Companies to update the PAN and Bank Account details of all holders hold-ing shares in Physical form. Hence we request all those share holders to communicate the details along with self attested proof of the PAN card and a cancelled cheque leaf of your Bank Account to the Registrar

Integrated Registry Management Services Private Ltd, 2nd floor, Kences Towers, No 1 Ramakrishna street, North Usman Road, T.Nagar, Chennai – 600017.

As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form with effect from April1,2020,except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding physical shares are requested to consider converting their holdings to dematerialised form.

■

■

# EL FORGE LIMITED

---

As a part of the company's GO GREEN initiative, members who have not registered their e-mail id are requested to update the same with the company, if held in the physical form or to the Depository, if held in demat mode.

The route map for the venue of the AGM is enclosed.

## **1. Voting through Electronic means**

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the AGM by electronic means and the business may be transacted through e-voting Services provided by National Securities Depository Limited (NSDL).

### **The instructions for e-voting are as under:**

- A. In case a Member receives an email from NSDL (for members whose email IDs are registered with the Company / Depository Participant :
  - I. Open e-mail and open PDF file viz. "SPL 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.
  - II. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com>
  - III. Click on Shareholder – Login
  - IV. Put user ID and password as initial password noted in step (i) above. Click Login.
  - V. Password change menu appears, Change the password/PIN 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 El Forge Limited
  - 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.
  - XII. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail: [bhave23@rediffmail.com](mailto:bhave23@rediffmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

## EL FORGE LIMITED

---

- B. In case a Member receives physical copy of the Notice of AGM (for members whose email IDs are not registered with the Company/Depository Participant(s) or requesting physical copy).
- I (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM.  
**EVEN (EVoting Event Number) USER ID PASSWORD/PIN**  
(ii) Please follow all steps from Sr. No.(ii) to Sr.No. (xii) above, to cast vote.
- II. In case of any queries, 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)
- III. If you are already registered with NSDL for e-voting then you can use your existing user ID and password / PIN for casting your vote.
- IV. 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).
- V. The e-voting period commences on Thursday 14th September, 2021 (9.00AM) and ends on 16th September, 2021 (5.00PM). During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 10th September, 2021, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- VI. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 10th September, 2021.
- VII. Mrs.B.Venkatalakshmi, Practicing Company Secretary (Membership No. 1005) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- VIII. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favour or against, if any, forthwith to the Chairman/Managing Director of the Company.
- IX. The Results shall be declared on or after the AGM of the Company. The results declared along with the Scrutinizer’s report shall be placed on the Company’s website [www.elforge.com](http://www.elforge.com) and on the website of NSDL within two(2) days of passing of the resolutions at the AGM of the Company and communicated to BSE Ltd.
2. For the convenience of the members, Attendance Slip is annexed to this notice. Members /Proxy Holders /Authorised Representatives are requested to fill in and affix their sig-natures at the space provided therein and surrender the same at the venue.



# EL FORGE LIMITED

## ANNEXURE TO THE NOTICE

### **EXPLANATORY STATEMENT PURSUANT TO SECTIN 102(1) OF THE COMPANIES ACT,2013.**

As required under section 102(1) of the Companoes Act,2013,the following explanatory statement sets out the material facts relating to business mentioned under item no 2 and 4 of the accompanying notice.

#### **Item No 4**

The board of Directors of the company had appointed Mrs.Shubha Ganesh as an additional Director of the company with effect from 30th July 2021. In accordance with the provisions of Section 161 of the companies Act,2013 (ACT) and Articles Of Association of the Company.Mrs. Shubha Ganesh shall hold office upto the date of the Annual General Meeting. A brief profile of Mrs.Shubha Ganesh including her nature of expertise , is provided below .

The company has received a declaration of independence from Mrs.Shubha Ganesh .that she meets the criteria of independence as prescribed both under sub section (6) of Section 149 of the Act and under SEBI Listing Regulations. In the opinion of the Board Mrs.Shubha Ganesh fulfils the conditions of her appointment as an Independent Director as specified in the Act and SEBI Listing Regulations.

None of the Directors ,Key Management Personnel and their relatives are in any way concerned or interested in the said resolution.

The directors recommend the aforesaid resolution for the approval by the members as an special resolution.

Profile of the Directors seeking appointment/reappointment at the Annual General Meting

<b>Name of the Director</b>	<b>Mr. V .SRIKANTH</b>	<b>Mrs.SHUBHA GANESH</b>
Date of Birth and Age	19/10/1953 (68 Years)	21/05/1963 (58 years)
Date of Appointment	26/08/1983	30/07/2021
Expertise in specific functional areas the Auto Industry	Professional exposure of over 4 decades in Auto Component Industry.	Chartered Accountant Professional experience in financial sector for nearly 3 decades.
Board Membership of other companies As on March 31,2021	The Vellore Electric Corporation Ltd. Wesco Engineers Ltd	---

# EL FORGE LIMITED

## REPORT OF THE DIRECTORS

The Directors present the 85th Annual Report along with the Audited Financial Statements of the Company for the year ended 31st March, 2021.

### **1. Summarised Financial Results are given below**

Particulars	For the Year Ended 31st March, 2021	For the Year Ended 31st March, 2020
	(Rs. in Lakhs)	
Revenue from Operation – Forgings	2729.66	3280.33
Land Income	1115.80	0.00
Other Income	18.47	5.37
Profit/(Loss) before Depreciation	17.66	(229.83)
Profit/(Loss) after Depreciation	(593.84)	(888.33)
Exceptional Income / Loss (-)	365.50	949.37
Net Profit/(Loss) after tax	(228.33)	61.04

### **2. Company Performance**

The performance for the year has declined due to the outbreak of COVID-19 pandemic. The company followed the guidelines issued by the Government and adopted the norms. At the workplace necessary precautions for all employees were taken. The first few months of the year overall business slumped due to mandatory lockdowns which pulled down the production and sales. When the lockdown was lifted the company continued its operations and focussed on delivery and cost optimisation to maintain the overall health of the company.

The turnover of forgings has fallen from Rs.3280 lakhs to Rs.2730 lakhs during the year under report. The company sold vacant land and that is shown separately. All bank or Institutional borrowings have been settled. The company has taken all measures to carry out the operations most effectively and handle the challenges posed by the pandemic situation.

### **3. Dividend**

The Directors have not recommended any dividend for the year under report due to loss incurred.

### **4. Borrowings**

There are no borrowings from banks or financial institutions.

## **5. CORPORATE MATTERS**

### **5.01 Human Resources**

- El Forge has always been a people driven Company and its employees remain its most valuable asset. Our employees have always extended full cooperation and support during good as well as difficult times, and have unstintingly put their best effects to deliver on all our commitments.