

RAJKUMAR FORGE LIMITED



30TH ANNUAL REPORT

CORPORATE INFORMATION**BOARD OF DIRECTORS**

| | |
|---------------------|--|
| Mr. Arun K. Jindal | Additional Non-Executive Director (DIN : 00121523) |
| Mr. Nitin Rajore | Whole Time Director (DIN : 01802633) |
| Mr. R. T. Goel | Non-Executive Director (DIN : 07663394) |
| Ms. Sudha Santhanam | Non-Executive Director (DIN : 06579108) |

CHIEF FINANCIAL OFFICER

Mr. Shubham Jindal

COMPANY SECRETARY

Ms. Shruti Patil

REGISTERED OFFICE

Office No. 511 to 513,
Global Square, S. No. 247,
14B, Yerawada, Pune - 411 006
Phone : 8956616160
CIN : L28910PN1990PLC056985
Email : info@rkforge.in
Website: www.rkforge.in

FACTORY OFFICE

Gat No. 357, Kharabwadi,
Chakan - Talegaon Road,
Chakan - 410 501
Taluka - Khed, District - Pune
Phone : 91(02135) 671423 / 671424

STATUTORY AUDITORS

M/s. Gokhale, Tanksale and Ghatpande
Chartered Accountants

BANKERS

HDFC Bank Limited
IndusInd Bank Limited

INTERNAL AUDITORS

M/s. S A N N & Co.
Chartered Accountants

SECRETARIAL AUDITORS

Mr. Nishad Umranikar
M/s. MSN & Associates
Practicing Company Secretaries

SHARE TRANSFER AGENT

Link Intime India Private Limited
Block No. 202, Akshay Complex,
Near Ganesh Temple,
Off Dhole Patil Road, Pune - 411 001
Phone : 020 - 26160084, 26161629
Fax : 020 - 26163503
E-mail ID : pune@linkintime.co.in
Website : www.linkintime.co.in

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NOTICE

Notice is hereby given that the 30th Annual General Meeting of the Members of Rajkumar Forge Limited will be held on Friday, September 18, 2020 at 11.00 a.m (IST). through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020 together with Reports of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS:

2. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 161 and all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Arun Krishankumar Jindal (DIN : 00121523), who was appointed as an Additional Director with effect from February 11, 2020 and who holds the office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, proposing his candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company and shall be liable to retire by rotation."

By Order of the Board
For RAJKUMAR FORGE LIMITED

Shruti Patil
Company Secretary
Membership No. : A40609

Place: Pune
Date : August 08, 2020

NOTES:

- 1) In view of the outbreak of COVID-19 pandemic, social distancing measures are a pre-requisite. The Ministry of Corporate Affairs ("MCA") vide its Circular No. 20/2020 dated May 05, 2020 read with Circular 14/2020 dated April 08, 2020, Circular 17/2020 dated April 13, 2020 ("MCA Circulars") and Securities Exchange Board of India (SEBI) vide its Circular dated May 12, 2020, permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without physical presence of the members at common venue. In compliance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company. The detailed procedure for participating in the meeting through VC / OAVM is annexed herewith.
- 2) The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (the "Act"), setting out the material facts of special business mentioned in item no. 2 of the Notice is annexed hereto. The relevant details, pursuant to Regulation 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Companies Secretaries of India, in respect of Director seeking appointment at this AGM is annexed.

- 3) Pursuant to the provisions of Section 91 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from **Saturday, September 12, 2020 to Friday, September 18, 2020** (both days inclusive).
- 4) Pursuant to the provisions of the Companies Act, 2013, a member entitled to vote at the AGM is entitled to appoint proxy to attend and vote on his / her behalf and proxy need not be a member. In terms of MCA Circulars, since physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, facility of appointment of proxies by Members under Section 105 of the Act, will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to the Notice.
- 5) Facility of joining the AGM through VC / OAVM shall open 1 hour before the time scheduled for the AGM and the Members can join the AGM by following the procedure mentioned in this Notice. The facility of participation at the AGM through VC / OAVM will be made available on first come first serve basis.
- 6) Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013. Members can attend and participate in the Annual General Meeting through VC / OAVM only.
- 7) Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF / JPG Format) of its Board or governing body Resolution / Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution / Authorization shall be sent to the Scrutinizer by email through its registered email address at nishad@msnassociates.in and to its RTA at instameet@linkintime.co.in.
- 8) Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
- 9) The Company's Registrar and Transfer Agents (RTA) for its Share Registry work (physical and electronic) are Link Intime India Private Limited. (Block No. 202, Akshay Complex, 2nd floor, near Ganesh Temple, Off Dhole Patil Road, Pune - 411 001).
- 10) In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice of the AGM along with the Annual Report 2019-20 is being uploaded on the website of the Company at www.rkforge.in. The Notice of the Annual General Meeting along with the Annual Report for the financial year 2019-20 is being sent only by electronic mode to those Members whose email addresses are registered with the Company / Depositories in accordance with the aforesaid MCA Circulars and circular issued by SEBI dated May 12, 2020. The Notice is also available on the website of the Stock Exchange, i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of Link Intime India Private Limited. For members who have not registered their email id's so far, are requested to register their email id's for receiving all communications including Annual Report, Notices from the Company electronically.
- 11) Members can avail the facility of nomination in respect of securities held by them in physical form pursuant to the provision of Section 72 of the Companies Act, 2013 and Rule 19 (1) of the Companies (Share Capital and Debentures)

- Rules, 2014. Members desiring to avail this facility may send their nomination in the prescribed form duly filled-in to RTA. Members holding shares in electronic mode may contact their respective Depository Participant (DP) for availing this facility.
- 12) Members are requested to –
- intimate to the DP, changes if any, in their names, registered addresses, email address, telephone / mobile numbers and / or changes in their bank account details, if the shares are held in dematerialized form.
 - intimate to the Company's RTA, changes if any, in their names, registered addresses, email address, telephone / mobile numbers, and / or changes in their bank account details, if the shares are held in physical form (share certificates).
 - consolidate their holdings into one folio in case they hold Shares under multiple folios in the identical order of names.
 - dematerialize their Physical Shares to Electronic Form (Demat) as in terms of Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, securities of listed companies can be transferred only in dematerialized form with effect from April 01, 2019, except in case of request received for transmission or transposition of securities. Dematerialization of shares would help to eliminate risks associated with Physical Shares. Members can contact Registrar and Transfer Agents viz., Link Intime India Private Limited, Pune (Tel. No. 020-26160084) for assistance, if any, in this regard.
- 13) SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their respective Depository Participants. Members holding shares in physical form are requested to submit their self- attested PAN Copy and original cancelled Cheque indicating bank account details to the Company or its Registrar & Transfer Agents.
- 15) All the documents referred to in the Notice and Explanatory Statement along with other relevant documents will be made available for inspection by the Members during the meeting.
- 16) Members desirous of getting any information about the accounts and / or operations of the Company are requested to write to the Company at least seven days before the date of the Meeting to enable the Company to keep the information ready at the Meeting.
- 17) **Registration of email ID and Bank Account details:**
- In case the shareholder's email ID is already registered with the Company / its Registrar & Share Transfer Agent "RTA"/ Depositories, log in details for e-voting are being sent on the registered email address.
- In case the shareholder has not registered his /her / their email address with the Company / its RTA / Depositories and or not updated the Bank Account mandate, the following instructions to be followed:
- Kindly log in to the website of our RTA, Link Intime India Private Limited, www.linkintime.co.in under Investor Services > Email / Bank detail Registration - fill in the details and upload the required documents and submit.
OR
- In the case of Shares held in Demat mode:
The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.
- 18) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Link Intime India Private Limited for facilitating voting through electronic means, as the authorized agency.
- 19) Members of the Company holding shares either in physical form or in electronic form as on the cut-off date of **Friday, September 11, 2020** may cast their vote by remote e-Voting. The remote e-Voting period commences on **Tuesday, September 15, 2020 at 9.00 a.m. (IST)** and ends on **Thursday, September 17, 2020 at 5.00 p.m. (IST)**. The remote e-Voting module shall be disabled by Link Intime India Private Limited for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members (for voting through remote e-Voting before / during the AGM) shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date of Friday, September 11, 2020.
- 20) Electronic copies of necessary statutory registers and auditors report(s) / certificate(s) will be available for inspection by the members during the course of the meeting.
- 21) Any person who acquires shares of the Company and becomes a Member of the Company after dispatch of the Annual Report (including AGM Notice) and holds shares as on the cut-off date i.e. Friday, September 11, 2020 is requested to approach to RTA at enotices@linkintime.co.in or to Company at secretarial@rkforge.in
- 22) CS Nishad Umrnikar (FCS: 4910, CP: 3070), Partner, MSN & Associates, Company Secretaries, Pune has been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as the e-voting process at the AGM in a fair and transparent manner.
- 23) The Scrutinizer shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same. The Chairman or the authorized person shall declare the result of the voting forthwith.
- 24) The results declared along with the Scrutinizer's Report will be uploaded on the Company's website www.rkforge.in as well as on the website of Link Intime India Private Limited after the same is declared by the Chairman / authorized person. The Results shall also be simultaneously forwarded to the stock exchange.
- 25) In case of joint holders, the Members whose name appears first in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

INSTRUCTIONS FOR E-VOTING

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>

Those who are first time users of LIPL e-voting platform or holding shares in physical mode have to mandatorily generate their own Password, as under:

- Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -
 - A. User ID: Enter your User ID**
 - 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 Event No + 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. 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 **CDSL demat account shall provide either ‘C’ or ‘D’, above.**
 - Shareholders / members holding shares in **NSDL demat account shall provide ‘D’, above.**
 - 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 numeral, at least one alphabet and at least one capital letter).
- Click “confirm” (Your password is now generated).

NOTE: If Shareholders / members are holding shares in demat form and have registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and / or voted on an earlier event of any company then they can use their existing password to login.

2. Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.
3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.
4. After successful login, you will be able to see the notification for e-voting. Select ‘**View**’ icon.
5. E-voting page will appear.
6. 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).
7. 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.
8. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> 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 authorized representative(s) in PDF format in the ‘**Custodian / Mutual Fund / Corporate Body**’ login for the Scrutinizer to verify the same.

If you have forgotten the password:

- Click on ‘**Login**’ under ‘**SHARE HOLDER**’ tab and further Click ‘**forgot password?**’
- Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on ‘**Submit**’.
 - In case shareholders / members is having valid email address, Password will be sent to his / her registered e-mail address.
 - Shareholders / members 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.
 - 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 the Notice. During the voting period, shareholders / members can login any number of time till they have voted on the resolution(s) for a particular “Event”. Shareholders / members holding multiple folios/demat account shall choose the voting process separately for each of the folios / demat account.

➤ General Guidelines for shareholders:

- During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular “Event”.
- Shareholders holding multiple folios / demat account shall choose the voting process separately for each of the folios/ demat account.
- In case shareholders / members have any queries regarding e-voting, they may refer the **Frequently Asked Questions (‘FAQs’)** and **InstaVote e-Voting manual** available at <https://instavote.linkintime.co.in>, under **Help** section or send an email to enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

INSTRUCTIONS FOR MEMBERS TO ATTEND THE ANNUAL GENERAL MEETING THROUGH INSTAMEET (VC / OAVM) ARE AS UNDER:

Shareholders / Members are entitled to attend and participate in the Annual General Meeting through VC / OAVM provided by Link Intime by following the below mentioned process.

1. Facility for joining the Annual General Meeting through VC / OAVM shall open 1 hour before the time scheduled for the Annual General Meeting and shall be kept open till the expiry of 15 minutes after the schedule time on first come first basis.
2. Shareholders / Members with >2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chairpersons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors etc. may be allowed to the meeting without restrictions of first come first basis.
3. Shareholders / Members will be provided with InstaMeet facility wherein Shareholders / Member shall register their details and attend the Annual General Meeting as under:

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.

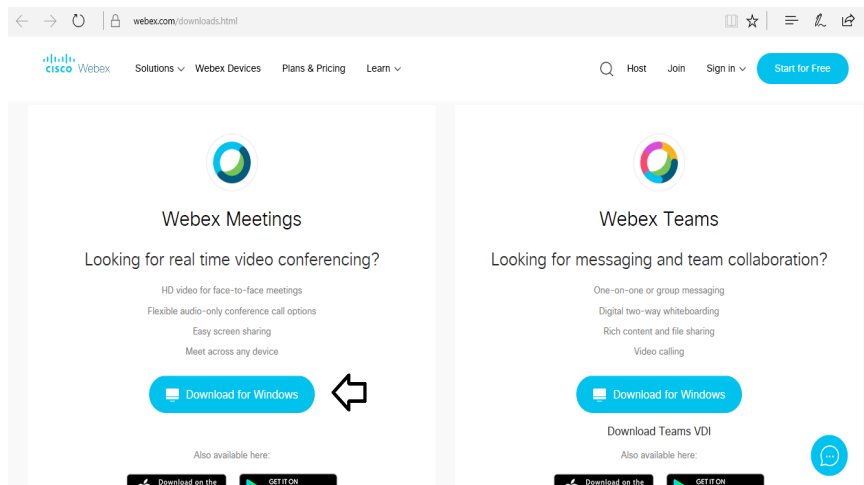
➤ Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).


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.

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 <https://www.webex.com/downloads.html/>





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Step 1

Double-click the webexapp.msi file you downloaded

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Step 2

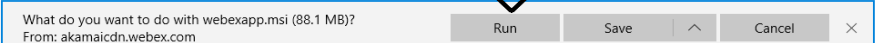
The Webex Meetings setup wizard will launch. Follow the instructions to set up.


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Step 3

Once installed the app will launch automatically.

To open the app double-click the Webex Meetings icon on your desktop.





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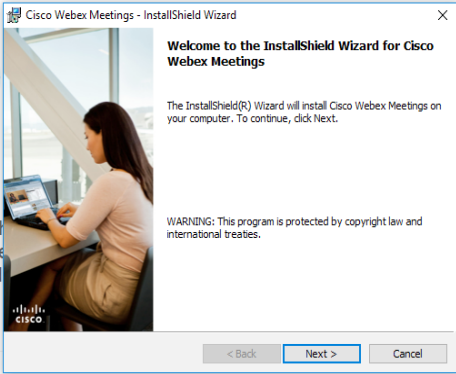
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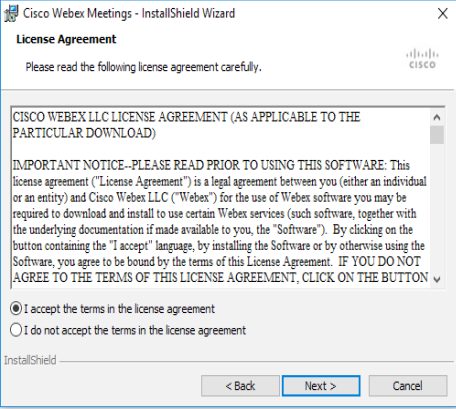
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Start for Free

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Step 1

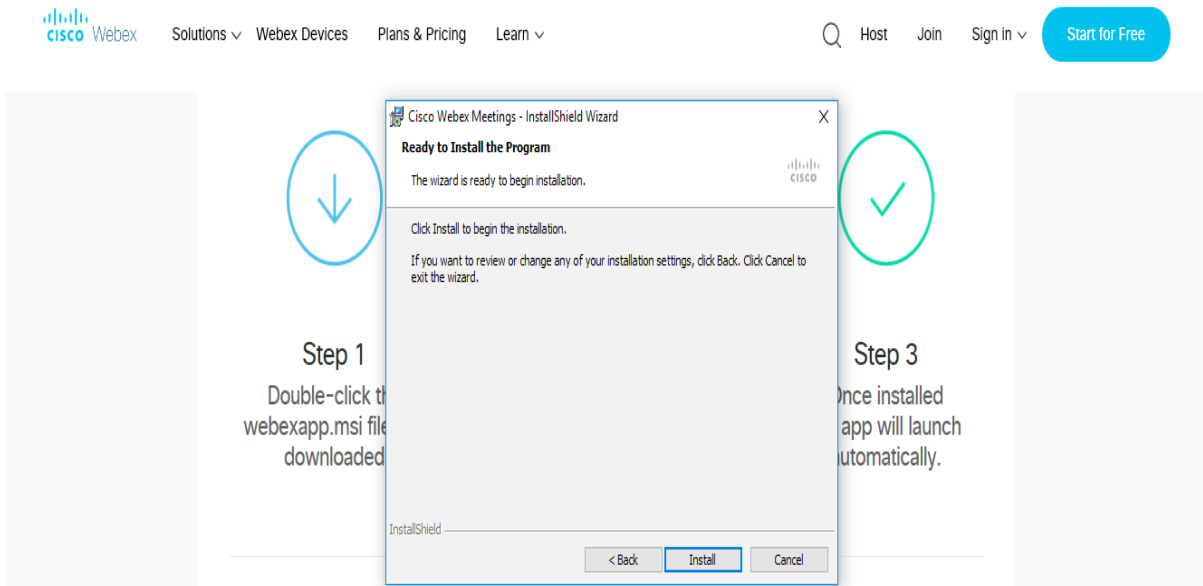
Double-click the webexapp.msi file downloaded



✓

Step 3

Once installed the app will launch automatically.



- or
- b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

| | |
|---------------|---|
| Step 1 | Enter your First Name, Last Name and Email ID and click on Join Now. |
| 1 (A) | If you have already installed the Webex application on your device, join the meeting by clicking on Join Now |
| 1 (B) | If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application. Click on Run a temporary application, an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now |

INSTRUCTIONS FOR MEMBERS TO REGISTER THEMSELVES AS SPEAKERS DURING ANNUAL GENERAL MEETING through INSTAMEET:

- Shareholders who would like to speak during the meeting must register their request mentioning their name, demat account number / folio number, email id, mobile number **7 days in advance** with the Company at secretarial@rkforge.in
- Shareholders will get confirmation on first cum first basis depending upon the provision made by the Company.
- Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
- Other shareholder may ask questions to the panelist, via active chat-board during the meeting.
- 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 MEMBERS TO VOTE DURING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

Once the electronic voting is activated by the scrutinizer / moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “**Cast your vote**”
2. 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**’.
3. After successful login, you will see “**Resolution Description**” and against the same the option “**Favour / Against**” for voting.
4. 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**’.
5. 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.
6. 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 instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013
ITEM NO. 2:

Mr. Arun Jindal (DIN : 00121523) vide his letter dated January 11, 2020 had intimated to the Company that his name has been included in the list of disqualified directors released by Registrar of Companies, Pune and his DIN has been deactivated pursuant to default under the provisions of sub-section 2(a) of Section 164 of the Companies Act, 2013.

As per the said letter of Mr. Arun Jindal, the Ministry of Corporate Affairs (MCA) had wrongly included his name in the said list, since this has been occurred with respect to the company “WESTERN METAL FORGE (CHAKAN) PRIVATE LIMITED” (CIN : U28910MH1989PTC052677) in which Mr. Arun Jindal was a Director and the said Company had applied for declaring the Company as defunct under Section 560 of Companies Act, 1956 and was under process of striking off since the year 2008. As per law, Annual Filing is neither allowed nor required for the Company whose status is “Under Process of Striking Off”.

As such, as a matter of abundant caution, Mr. Arun Jindal vacated the office of Director with effect from December 13, 2019.

Mr. Arun Jindal had immediately thereafter taken requisite steps and subsequently vide his letter dated February 05, 2020 intimated the Company that MCA has reactivated his DIN which was erroneously deactivated by MCA as explained above.

Mr. Arun Jindal being eligible to be appointed as Director, the Nomination and Remuneration Committee of the Company recommended the appointment of Mr. Arun Jindal as an Additional Director, Non-Executive, Non-Independent Category. The Board of Directors on the recommendation of the Nomination and Remuneration Committee appointed Mr. Arun Jindal as an Additional Director of the Company at their meeting held on February 11, 2020. As per the provisions of Section 161(1) of the Companies Act, 2013, Mr. Arun Krishankumar Jindal can hold office only up to the date of the ensuing Annual General Meeting.

The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member, proposing his candidature as Director of the Company.

The Board recommends the appointment of Mr. Arun Jindal as Non-Executive Director, Non-Independent Category by way of Ordinary Resolution set out in item no. 2 of the accompanying Notice for approval of the Members. Brief Profile of Mr. Arun Jindal and information in terms of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standards on General Meetings is mentioned in the annexure which forms part of this notice.

Mr. Arun Jindal and his relatives may be deemed to be interested in this resolution. None of the other Directors / Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item no. 2 of the Notice.

ANNEXURE RELATING TO ITEM NO. 2 OF THE NOTICE :

The details of Director seeking appointment at the forthcoming Annual General Meeting pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 issued by The Institute of Company Secretaries of India, are furnished below:-

| | | | |
|--|--|---|----------|
| Name of Director | Mr. Arun Jindal* | | |
| DIN | 00121523 | | |
| Date of birth and age | November 11, 1960 and 59 years. | | |
| Date of appointment | February 11, 2020 | | |
| Qualification and Expertise in specific Professional areas | Mr. Arun Jindal is B.E (Mechanical) from Mumbai University. Mr. Jindal is founder, core promoter and Managing Director of Western India Forgings Private Limited, Holding Company of the Rajkumar Forge Limited. Mr. Arun Jindal has over 38 years of experience particularly in forging industry. | | |
| List of other Indian Public Limited Companies in which Directorship held as on March 31, 2020 | NIL | | |
| Chairman / Member of the Committee of Board other than Public Limited Companies as on March 31, 2020 | Western India Forgings Private Limited | Corporate Social Responsibility Committee | Chairman |
| | Western India Forgings Private Limited | Vigil Mechanism Committee | Member |
| Terms and conditions of re-appointment | Entitled for sitting fees only. | | |
| Sitting fees paid during the financial year 2019-20 | ₹ 2.70 lacs | | |
| Remuneration proposed to be paid | Mr. Jindal being non-executive director is eligible only for sitting fees which are decided by the Board from time to time. | | |
| Number of Meetings of the Board attended during the Year | 4 | | |
| Number of Shares held in the Company as at March 31, 2020 | 7,25,000 shares | | |
| Relationship between Directors inter-se | Not related to any Director of the Company. | | |

* Please refer the above explanatory statement.

By Order of the Board
For RAJKUMAR FORGE LIMITED

Shruti Patil
Company Secretary
Membership No. : A40609

Place: Pune

Date : August 08, 2020

Registered Office:

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 S. No. 247, 14B, Yerawada, Pune – 411 006
 CIN : L28910PN1990PLC056985
 Email : info@rkforge.in