



EL FORGE LIMITED

Regd.Off : No.1A, Sriperumbudur High Road (Via) Singaperumal Koil Appur Village, Kattangulathur Onrium,
Kancheepuram District 603204 Phone: (044) 47112500 Fax: (044) 47112523

: Corp.Office : No.21E, A.R.K.Colony, Eldams Road, Alwarpet, Chennai 600018 Ph (044)24334010
Email id:edf@elforge.com Web Site : <http://www.elforge.com> CIN : L34103TN1934PLC000669

Ref:EFL/BSE/1304/18

13th April,2018.

Bombay Stock Exchange Limited,
25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 531144

Dear Sir,

Sub: Postal Ballot – Declaration of Result

This is further to our letter dated 10th March 2018, enclosing Postal Ballot Notice of the Company seeking approval of the members by way of Special Resolution for Sale of Existing Business of the Company under Slump Sale basis.

The Resolution contained in the Notice of Postal Ballot was passed by the members, with requisite majority.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, please find enclosed detailed Voting Results of Postal Ballot including E-voting along with the Report submitted by the Scrutinizer.

Kindly take the same on your records.

Thanking You,

Yours faithfully,

For, **EL FORGE LIMITED**

A handwritten signature in black ink, appearing to read "K V Ramachandran".

K V RAMACHANDRAN

VICE CHAIRMAN & MANAGING DIRECTOR

VOTING RESULT OF POSTAL BALOT

REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT) REGULATIONS, 2015]

| | |
|--|----------------|
| Date of declaration of voting results of Postal Ballot (Including e-voting) | 13.04.2018 |
| Total number of shareholders on Record Date ie, 2nd March, 2018 | 9869 |
| No. of shareholders present at the meeting either in person or through proxy: | Not Applicable |
| No. of Shareholders who attended the meeting through Video Conferencing | Not Applicable |

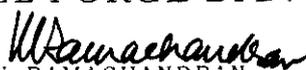
Special Business- Sales of Existing Business of the Company under Slump Sale Basis and in this regard, to consider and, if thought fit, to pass the following Resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and subject to such approvals and permissions as may be required from governmental, regulatory or judicial authority including requisite approvals as may be required from the lenders and other authorities if any, Consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (the “Board”) to sell, lease, transfer, assign or otherwise dispose of part of its “Existing Business” of the Company with all assets including the Land classified under ‘Stock in Trade’ and liabilities (as identified) on Slump Sale basis (as defined under the Income Tax Act,1961) or otherwise to M/s Forge Point Limited, Mumbai as a going concern for an aggregate consideration of not less than Rs. 95.00 crores as agreed between the Board and M/s Forge Point Limited which shall be paid/settled on such terms and conditions with effect from such date and in such manner as the Board think fit and proper “.

“RESOLVED FURTHER THAT the Board be and is hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary, to execute, deliver and perform such agreements, contracts, deeds and other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Government/Semi Government/Quasi Government authorities, lenders, Financial Institutions, legislative bodies, regulatory or administrative authorities, statutory bodies, in this regard, and deal with any matters, take necessary steps in the matter as the Board may in its absolute discretion deem necessary, desirable or expedient to give effect to this resolution, including but not limited to finalizing the consideration amount which shall not be less than Rs. 95.00 Crores including finalizing the terms and conditions of payment, settlement of the same, and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

“RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to the Chairman and the Vice Chairman & Managing Director of the Company jointly to give effect to the aforesaid resolution and to sign the necessary documents to give effect to the above resolution.”

For EL FORGE LTD.


K.V. RAMACHANDRAN
Chairman & Managing Director

| Resolution required: (Ordinary/ Special) | | | Special Resolution | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 8255394 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 8255394 | 100.0000 | 8255394 | 0 | 100.0000 | 0.0000 |
| | Total | 8255394 | 8255394 | 100.0000 | 8255394 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 1387132 | 29450 | 2.1231 | 2046 | 27404 | 6.9474 | 93.0526 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 1357682 | 97.8769 | 1357682 | 0 | 100.0000 | 0.0000 |
| | Total | 1387132 | 1387132 | 100.0000 | 1359728 | 27404 | 98.0244 | 1.9756 |
| Total | | 9642526 | 9642526 | 100.0000 | 9615122 | 27404 | 99.7158 | 0.2842 |
| Whether the Resolution is passed or not? | | | | | | | | Yes |

Date: 13.04.2018
Place: Chennai

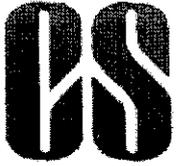
FOR EL FORGE LIMITED



K V RAMACHANDRAN

VICE CHAIRMAN & MANAGING DIRECTOR

DIN: 00322331



SP ROY & ASSOCIATES

COMPANY SECRETARIES

Regd. Office :

Plot No. 689/16, Near Mahima Dhaba Lane, Opposite Main Land China
Crown Hotel, Nayapalli, Bhubaneswar-751015, Odisha
E-mail : cssatyapradeep@gmail.com, Mob.: 9583664178

Report of Scrutinizer

[Pursuant to sections 108 and 110 of the Companies Act, 2013 and rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended up to date]

To
The Chairman
EL FORGE LIMITED
CIN: L34103TN1934PLC000669
Regd Office: No. 1A, Sriperumbudur High Road (Via)
SingaperumalKoil Appur Village,
Kattangulathur Onrium
Kancheepuram District
Tamil Nadu-603204

Dear Sir,

Sub: Passing of Resolutions through Postal Ballot.

We, M/s. S. P. Roy & Associates, Practicing Company Secretaries, appointed as Scrutinizer for the purpose of scrutinizing the Postal Ballot Voting Process (comprising of electronic mode and physical ballot papers) under the provisions of section 108 and section 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies(Management and Administration) Rules, 2014 together with the Companies (Management and Administration) Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the below mentioned resolutions contained in the notice for postal ballot and e-voting dated 27th February, 2018, submit our report as under:

1. The company had sent postal ballot forms along with notice pursuant to section 110 of the Companies act 2013, read with rules, to the members of company whose names appeared in the Register of Members or Register of beneficial owners maintained by the depository participant as on the Cut-off date, i.e, 02nd March, 2018.
2. The notice was sent by the company in physical mode to 5,852 number of shareholders and through e-mail to 4,017 number of shareholders whose email id are registered with the company Depository participant on the Cut-off date, i.e, 02nd March, 2018.
3. The management of the company is responsible for the compliance with the requirements of the Companies Act 2013 and rules made thereunder, in the matter of voting on the business contained in the notice of postal ballot.
4. The Dispatch of Postal Ballot through Post and through email was completed on 10th March, 2018.
5. The notice for postal ballot and e-voting dated 27th February, 2018 contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.

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For EL FORGE LTD.

K.V. RAMACHANDRAN
Vice Chairman & Managing Director

6. The above notice was also placed on the website of the company (www.elforge.com) forthwith after it was sent to the members.
7. As prescribed in the aforesaid Rules, the Company had released advertisements which were published in Financial Express (English Version), Chennai Edition newspaper and Maalai Tamizhagam (Tamil version), whole Tamil Nadu edition newspapers on 11th March, 2018 and it carried the required information as specified in the said rules.
8. The e-voting process commenced on 12th March 2018 at 9.00 am and end on 11th April 2018 at 5.00 pm.
9. At the end of the voting period on 11th April 2018 at 5.00 pm the voting portal of the service provider was blocked forthwith. On 11th April 2018 at 08.46 pm the votes cast through e-voting facility were duly unblocked by us as scrutinizer in the presence of two witnesses who are not in employment of the company.
10. Total 41 (Forty One) physical ballot forms were received from members, out of which 2 (two) Ballots were found defective and rejected. The physical ballot papers were scrutinized.
11. For the purpose of issuing report, we have considered the votes as under:
 - a. Postal ballot forms received up to close of working hours on 11th April 2018 at 5.00 pm the last date fixed by the company; and
 - b. Votes cast up to 11th April 2018 at 5.00 pm, the closing time and last date fixed by the company.
12. No postal ballots were received after 11th April 2018 at 5.00 pm, last time and dated fixed by the company.
13. Our responsibility as a scrutinizer is to scrutinize the physical ballot papers and e-voting process in a fair and transparent manner and prepare scrutinizer report based on the report generated from the voting system provided by the CDSL India.
14. No Shareholder has voted both through E-Voting as well as Postal Ballot.
15. Consolidated result of voting through E-Voting and Postal Ballot are as under:

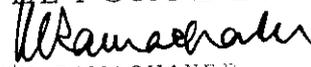
Item No. 1

Slump Sale of "Existing Business" of the Company - Passed as a Special Resolution.

(i) Voted in favour of the resolution:

| Particulars | Number of members voted | Number of votes cast (In proportion to shareholding) | % of total number of valid votes cast |
|--------------|-------------------------|---|---------------------------------------|
| E-voting | 6 | 2046 | 0.0212 |
| Ballot Paper | 39 | 9613076 | 99.9946 |
| Total | 45 | 9615122 | 99.7158 |

For EL FORGE LTD.


K.V. RAMACHANDRAN
Vice Chairman & Managing Director

(ii) Voted against the resolution:

| Particulars | Number of members voted | Number of votes cast (In proportion to shareholding) | % of total number of valid votes cast |
|--------------|-------------------------|---|---------------------------------------|
| E-voting | 5 | 27404 | 0.2842 |
| Ballot Paper | 0 | 0 | 0 |
| Total | 5 | 27404 | 0.2842 |

(iii) Invalid Votes:

| Particulars | Number of members voted | Number of votes (In proportion to shareholding) |
|--------------|-------------------------|--|
| E-voting | 0 | 0 |
| Ballot Paper | 0 | 0 |
| Total | 0 | 0 |

Considering the above voting results, we declare that the Resolution slated in the Postal Ballot Notice dated 27th February, 2018, being passed with requisite majority.

16. The register giving particulars of postal ballots received and votes cast by electronic means is enclosed for your perusal and record.
17. The ballot papers and all other relevant records are sealed and shall be handed over to the company secretary / Director authorised by the board for safe keeping.

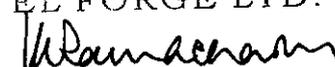
Date: 12.04.2018
Place: Bhubaneswar

For M/s. S. P Roy & Associates.
Practicing Company Secretaries
SP Roy & Associates
Company Secretaries


Proprietor
C.P. No-12045


Satyapradeep Roy
ACS : 32714
C.P No. 12045

For EL FORGE LTD.


K.V. RAMACHANDRAN
Vice Chairman