

14 October 2021

✓ BSE Limited  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring,  
P. J. Towers, Dalal Street,  
Mumbai 400 001

The Manager,  
Listing Department,  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai 400 051

**Scrip Code: 500243**

**Stock Code: KIRLOSIND**

Dear Sir / Madam,

**Sub: Results of Postal Ballot as per the requirements of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In accordance with the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the Regulations), please find enclosed the voting results and Scrutinizer's Report in respect of the special resolution, relating to, the approval for insertion of new object clause no. 4G after the existing clause no. 4F in the Memorandum of Association of the Company, as set out in the notice of postal ballot dated 9 August 2021.

Based on the aforesaid Scrutinizer's Report, the resolution has been passed with requisite majority.

You are requested to take the same on your record.

Thanking you.

**Yours faithfully,  
For Kirloskar Industries Limited**

*A.V. Mali*



**Ashwini Mali  
Company Secretary &  
Compliance Officer**

**Encl.: As above**

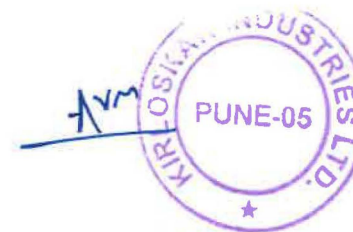
Kirloskar Industries Limited  
A Kirloskar Group Company

Regd. Office: Cello Platina, Office Number 801,  
Fergusson College Road, Shivajinagar, Pune- 411005  
Tel: +91 (20) 29704374  
Fax: +91 (20) 29704374  
Email: investorrelations@kirloskar.com  
Website: www.kil.net.in  
CIN: L70100PN1978PLC088972

## ANNEXURE I

### Format for Voting Results

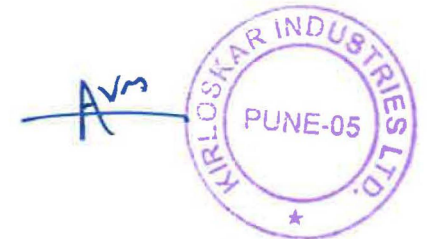
Date of the AGM / EGM	Not Applicable (Resolution passed through Postal Ballot)
Total number of shareholders on record date (i.e., 10 September 2021)	19,419
<b>Number of shareholders present in the meeting either in person or through proxies –</b> Promoters and Promoters Group Public	Not Applicable (Resolution passed through Postal Ballot)
<b>Number of shareholders attended the meeting through Video Conferencing –</b> Promoters and Promoters Group Public	Not Applicable (Resolution passed through Postal Ballot)



**Agenda – wise disclosure (to be disclosed separately for each agenda item)**

<b>Resolution No. 1 - To consider and approve insertion of new object clause no. 4G after the existing clause no. 4F in the Memorandum of Association of the Company</b>								
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 favor	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	70,98,178	70,85,235	99.82	70,85,235	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		70,85,235	99.82	70,85,235	0	100.00	0
Public – Institutions	E-voting	4,25,043	21,266	5.00	21,266	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		21,266	5.00	21,266	0	100.00	0
Public – Non Institutions	E-voting	22,21,647	96,664	4.35	88276	8,388	91.32	8.68
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		96,664	4.35	88276	8,388	91.32	8.68
<b>Total</b>		<b>97,44,868</b>	<b>72,03,165</b>	<b>73.92</b>	<b>71,94,777</b>	<b>8,388</b>	<b>99.88</b>	<b>0.12</b>

The aforesaid Special Resolution has been passed with requisite majority.



## MANASI PARADKAR & ASSOCIATES

### COMPANY SECRETARIES

Off. : 9 B, 'Anant Prasad', Anantkrupa Society,  
S. No. 119/1, Paud Road, Kothrud,  
Pune 411 038

Tel. : 020 – 65204167, Cell No. : 94235 31223

Mail : manasisparadkar@gmail.com

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### Scrutinizer's Report

[Pursuant to Regulation 44 of SEBI [ Listing Obligations and disclosure requirements ] Regulations 2015 as amended till date read with provisions of Section 108 and Section 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management & Administration) Rules, 2014] as amended.]

To,

The Chairman / Managing Director,  
Kirloskar Industries Limited,  
Office No.801, 8<sup>th</sup> Floor,  
Cello Platina Fergusson College Road,  
Shivaji Nagar, Pune -411005

Dear Sir,

I Manasi Paradkar, a Company Secretary in Practice, has been appointed by the Board of Directors of Kirloskar Industries Limited [CIN: L70100PN1978PLC088972] as the Scrutinizer for the purpose of scrutinizing the voting process through Electronic means in respect of special resolution as mentioned in Annexure to this report as circulated by postal ballot notice dt. 9<sup>th</sup> August, 2021 sent by mail to the members holding shares as on cut-off date i.e 10<sup>th</sup> September 2021 and ascertaining the voting result on the resolution contained in the postal ballot notice.

The scrutiny of voting process along with the ascertaining of voting results is as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and read with the SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15 January 2021, related circulars, and the provisions of Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 & read with the General Circular No. 10/2021 dated 23<sup>rd</sup> June 2021 with related circulars issued by the Ministry of Corporate Affairs from time to time.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to e-voting. My responsibility as a scrutinizer for the voting process through different modes [if any] is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" on the resolutions and "invalid/abstained votes" if any, based on the reports generated and downloaded from the e-voting system provided by, National Securities Depository Limited (NSDL), authorized agency to provide e-voting facilities engaged by the Company.


Further to the above, I submit my report as under: -

- i. The Notice dated 9<sup>th</sup> August, 2021 setting out material facts under Section 102 of the Companies Act, 2013 were sent to the Members by email.
- ii. The e-voting period remained open from Wednesday, 15<sup>th</sup> September, 2021 at 9.00 a.m. to Thursday, 14<sup>th</sup> October, 2021 at 5.00 p.m.
- iii. The members of the Company as on the "cut-off" date i.e. Friday, 10<sup>th</sup> September, 2021 were entitled to vote on the resolutions as set out in the Notice.
- iv. Remote e-voting was unblocked after completion of voting process i.e. on Thursday, 14<sup>th</sup> October, 2021, in the presence of 2 witnesses, who are not in the employment of the Company and who has appended their signatures as witnesses thereto hereunder.
- v. The details containing *inter alia*, list of equity shareholders, who voted "for", "against" on the resolution put to vote, were generated from the e-voting website of NSDL.
- vi. The E-voting were reconciled with the records maintained by the RTA and thereafter, the report considering e-voting during the period was prepared. A copy of the same is annexed hereto.
- vii. Based on the results [as per the annexure] , I report that the Resolution set out in the Postal Ballot Notice stands passed with requisite majority.
- viii. I hereby confirm that, I am maintaining the Registers received from RTA and Electronic voting service provider agency in respect of E-voting. The Electronic data and all other relevant records relating to E-voting are under my self-custody and will be handed over to Chairman/Company Secretary for safe preservation.

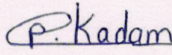
Thanking You

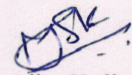
Yours Faithfully,

For Manasi Paradkar & Associates

  
  
Manasi Paradkar  
Practicing Company Secretary  
[FCS- 5447, CP -4385]

Signature of witnesses

  
Pratiksha Kadam  
Pune

  
Mugdha Kulkarni  
Pune

Place: Pune

Date: 14/10/2021

PRN: 1070/2021

UDIN: F005447C001167993

Received on 14 October 2021  
For Kirloskar Industries Limited

Atul  
Chandrakant  
Kirloskar

Digitally signed by Atul  
Chandrakant Kirloskar  
Date: 2021.10.14  
19:05:22 +05'30'

Atul Kirloskar  
Chairman

**Kirloskar Industries Limited**  
**CIN-L70100PN1978PLC088972**

*ANNEXURE TO SCRUTINIZER'S REPORT FOR THE POSTAL BALLOT CONDUCTED BETWEEN THE PERIOD 15.09.2021 TO 14.10.2021*

Resolution No.	Resolution Description	Mode of Voting	No. of Members voted	Total Votes	In Favour			Against			Invalid/Abstain	
					No. of members	Votes	% of Total Valid Votes	No. of members	Votes	% of Total Valid Votes	No. of members	Votes
	<b>Special Business</b>											
1	<b>Special Resolution:</b> To consider & approve insertion of new object clause no. 4G after the existing clause no. 4F in the Memorandum of Association of the company.	E voting	212	72,03,165	202	71,94,777	99.88%	10	8388	0.12%	0	0


MANASI PARADKAR  
 FCS-5447 CP-4385  
 Practicing Company Secretary  
 Pune  
 14th October, 2021  
 PRN:1070/2021  
 UDIN:F005447C001167993

Chairman/Director