

4 July 2023

BSE Limited
Corporate Relationship Department
1st Floor, P. J. Towers,
Dalal Street, Fort,
Mumbai 400 001.

BSE Scrip Code: 500243

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

Dear Sir,

Sub.: Annual General Meeting, Books Closure, e-voting and attendance through VC / OAVM facility

Pursuant to Regulation 42 read with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the Regulations), this is to inform you that:

A. Annual General Meeting

The 29th Annual General Meeting ('AGM') of the Members of **Kirloskar Industries Limited** ('the Company') will be held on **Saturday, 12 August 2023, at 2.30 p.m. (IST)** through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM') facility, in compliance with the provisions of the Companies Act, 2013, (the Act) and Rules thereof, as amended, read with the General Circular Nos. 14/2020,17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022 and 10/2022 dated 8 April 2020, 12 April 2020, 5 May 2020, 13 January 2021, 8 December 2021, 14 December 2021, 5 May 2022 and 28 December 2022, respectively issued by the Ministry of Corporate Affairs (hereinafter referred to as 'MCA Circulars') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the SEBI / HO/ CFD/ CMD1/CIR/P/2020/79 dated 12 May 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15 January 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13 May 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5 January 2023 issued by SEBI, (collectively referred to as 'SEBI Circulars').

In compliance with the MCA Circulars and SEBI Circulars, the Annual Report for the Financial Year 2022-2023, including the Notice of AGM, will be sent only by email to all those members, whose email addresses are registered with the Company / Registrar and Share Transfer Agent / Depository Participants in due course.

The Notice of the 29th AGM and the Annual Report for the Financial Year 2022-2023, will also be made available on the Company's website, viz., www.kirloskarindustries.com and on the website of the Stock Exchanges where the shares of the Company are listed, viz., BSE Limited and National Stock Exchange of India Limited, i.e., www.bseindia.com and www.nseindia.com, respectively, and on the NSDL website at www.evoting.nsdl.com.

- B. Pursuant to the provisions of Regulation 42 of the Regulations, the Register of Members and the Share Transfer Books of the Company will remain closed from **Sunday, 6 August 2023 to Saturday, 12 August 2023**, (both days inclusive) for the purpose of AGM and for declaration of Dividend for the Financial Year 2022-2023.
- C. As informed to you earlier, the Board of Directors at its meeting held on 23 May 2023, has recommended a Dividend of ₹ 11 per equity share (i.e., 110 percent) for the Financial Year 2022-2023 for the approval of the members at the AGM.

Further, this is to inform you that the Dividend, if declared, by the members of the Company at the AGM, will be paid on or before 11 September 2023, through various modes Credit / NEFT / RTGS / NECS / Dividend Warrants / Demand Drafts / Banker's Cheques or any other mode available with the bank, subject to deduction of tax at source, wherever applicable, to those members:

- whose names appear as Beneficial Owners as at the end of the business hours on Saturday, 5 August 2023, in the list of Beneficial Owners to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited in respect of equity shares held in electronic form; and
- whose names appear as Members in the Registers of the Company after giving effect to valid applications for share transmissions / deletion of names in physical form lodged with the Company / Registrar and Share Transfer Agent on or before Saturday, 5 August 2023.

In terms of provisions of the Income Tax Act, 1961 (the Act) as amended by the Finance Act, 2020, dividend paid or distributed by a company on or after 1 April 2020, shall be taxable in the hands of the shareholders. Therefore, the Tax at Source (TDS) will be deducted at appropriate rates at the time of payment of dividend.

D. Voting by electronic means

Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Regulations, as amended, the Company is pleased to provide to the Members the facility of casting votes using remote e-voting system or e-voting on the date of the AGM through the National Securities Depository Limited (NSDL) in respect of the business to be transacted at the AGM.

Kirloskar Industries Limited
A Kirloskar Group Company

Mrs. Manasi Paradkar, Company Secretary in Practice, has been appointed as the Scrutinizer for e-voting for the forthcoming AGM under Regulation 44 of the Regulations and the Companies (Management and Administration) Amendment Rules, 2015.

E. Cut-off date

The cut-off date has been fixed as **Saturday, 5 August 2023**, for determining the eligibility of members to vote on the resolutions set out in the Notice of AGM by remote e-voting or by e-voting at the AGM and to attend the AGM.

F. Remote e-voting

The remote e-voting period commences on **Wednesday, 9 August 2023, at 9.00 a.m. (IST)** and ends on **Friday, 11 August 2023, at 5.00 p.m. (IST)**.

G. Attending the AGM through VC / OAVM facility:

The VC / OAVM facility for attending the AGM will be provided through NSDL. Detailed instructions for attending the AGM through VC / OAVM facility will be provided in the Notice of AGM.

Members attending the AGM through VC / OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

You are requested to take the same on record.

Thanking you.

Yours faithfully,
For Kirloskar Industries Limited

Ashwini Mali
Company Secretary &
Compliance Officer