

## Annexure - II

### Format for disclosure of reasons for encumbrance

|                                                                                   |                                                                 |
|-----------------------------------------------------------------------------------|-----------------------------------------------------------------|
| Name of listed company                                                            | Kirloskar Electric Company Limited                              |
| Name of the recognised stock exchanges where the shares of the company are listed | 1. National Stock Exchange of India Limited 2. BSE Limited      |
| Name of the promoter(s) / PACs whose shares have been encumbered                  | Mr. Vijay Ravindra Kirloskar                                    |
| Total promoter shareholding in the listed company                                 | No. of shares:- 32,882,117<br>% of total share capital:- 49.51% |
| Encumbered shares as a % of promoter shareholding                                 | 84.40%                                                          |
| Whether encumbered share is 50% or more of promoter shareholding                  | YES                                                             |
| Whether encumbered share is 20% or more of total share capital                    | YES                                                             |

| Details of all the existing events/ agreements pertaining to encumbrance                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                       |                                                          |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------|
|                                                                                                                                                                                                                                                                                                                            | Encumbrance 1<br>(Date of creation of encumbrance: )                                                                                                                                                                                                                                  | Encumbrance 2<br>(Add columns for each event/ agreement) |
| Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)                                                                                                                                                 | Pledge                                                                                                                                                                                                                                                                                | -                                                        |
| No. and % of shares encumbered                                                                                                                                                                                                                                                                                             | No. of shares: 28,65,531<br>% of total share capital: 4.31                                                                                                                                                                                                                            | -                                                        |
| <b>Specific details about the encumbrance</b>                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                       |                                                          |
| Name of the entity in whose favour shares encumbered (X)                                                                                                                                                                                                                                                                   | Asset Reconstruction Company India Limited                                                                                                                                                                                                                                            | -                                                        |
| Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.                                                                                                                                               | YES                                                                                                                                                                                                                                                                                   | -                                                        |
| Names of all other entities in the agreement                                                                                                                                                                                                                                                                               | <div style="border: 1px solid black; padding: 5px;"> <div style="display: flex; justify-content: space-between;"> <div> Listed company and its group companies (if any) –<br/> 1. ...<br/> 2. ... </div> <div> Other entities (if any) –<br/> 1. ...<br/> 2. ... </div> </div> </div> | -                                                        |
| Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating                                                                                                                           | NO                                                                                                                                                                                                                                                                                    | -                                                        |
| <b>Amount in INR</b>                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                       |                                                          |
| Value of shares on the date of agreement i.e., 31.01.2020 (closing price at BSE=Rs. 18.11 (A)                                                                                                                                                                                                                              | 51,894,766                                                                                                                                                                                                                                                                            | -                                                        |
| Amount involved (against which shares have been encumbered) (B)                                                                                                                                                                                                                                                            | 816,000,000                                                                                                                                                                                                                                                                           | -                                                        |
| Ratio of A / B                                                                                                                                                                                                                                                                                                             | 1:16                                                                                                                                                                                                                                                                                  | -                                                        |
| <b>End use of money</b>                                                                                                                                                                                                                                                                                                    |                                                                                                                                                                                                                                                                                       |                                                          |
| Borrowed amount to be utilized for what purpose –<br>(a) Personal use by promoters and PACs<br>(b) For the benefit of listed company<br>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.<br>(c) Any other reason (please specify) | The amount mentioned above shall be utilized towards the working capital by the target Company, which shall be repayed on or before June 30, 2021                                                                                                                                     | -                                                        |

Vijay Ravindra Kirloskar

Date: 12-02-2020

Place: Bangalore