



## KIRLOSKAR BROTHERS LIMITED

A Kirloskar Group Company  
SEC/ F:25

Enriching Lives

December 08, 2025

### **BSE Limited**

Corporate Relationship Department,  
2<sup>nd</sup> Floor, New Trading Ring,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400 001.

**(BSE Scrip Code – 500241)**

### **National Stock Exchange of India Ltd.**

5<sup>th</sup> Floor, Exchange Plaza,  
Bandra (East),  
Mumbai – 400 051.

**(NSE Symbol – KIRLOSBROS)**

Dear Sir/Madam,

### **Sub: Details of voting results - Postal Ballot**

### **Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')**

This is in continuation with our earlier communication dated November 06, 2025, informing about Postal Ballot Notice for the appointment of Mr. Brij Bhushan Nagpal (DIN: 01853613) as an Independent Director of the Company.

We enclose herewith the details of voting results of the Postal Ballot (through remote electronic voting) together with the Scrutinizer's Report on e-voting in terms of the subject referred Regulation.

Date of Postal Ballot	Notice issued on: November 06, 2025  E-voting period: From Friday, November 07, 2025 at 9.00 a.m. (IST) to Saturday, December 06, 2025 at 5.00 p.m. (IST).
Total number of shareholders as on Record Date (i.e. October 31, 2025)	67,828
Number of shareholders present at the meeting either in person: <ul style="list-style-type: none"><li>• Promoter and Promoter group</li><li>• Public</li></ul>	N.A.
Number of shareholders attended the meeting through Video Conferencing: <ul style="list-style-type: none"><li>• Promoter and Promoter Group</li><li>• Public</li></ul>	N.A.



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The voting results and the Scrutinizer's Report thereon are also being uploaded on the website of the Company at [www.kirloskarpumps.com](http://www.kirloskarpumps.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

You are requested to take the same on records.

Thanking you,

Yours faithfully,

For **KIRLOSKAR BROTHERS LIMITED**

**Devang Trivedi**

Company Secretary

Encl.: As Above

### **Report of Scrutinizer**

[Pursuant to section 108 and 110 of the Companies Act, 2013 read with rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

### **SCRUTINIZER'S REPORT ON E-VOTING AND POSTAL BALLOT PROCESS**

To,  
The Chairman  
M/s Kirloskar Brothers Limited  
CIN: L29113PN1920PLC000670,  
Yamuna, S No. 98/3 – 7, Plot No. 3 Baner,  
Pune – 411 045

**Sub: Scrutinizer's Report on Postal Ballot through e-voting in respect of passing of Resolution as set-out in the Notice dated 03<sup>rd</sup> November, 2025.**

Dear Sir,

I, Dinesh Shivnarayan Birla proprietor of Dinesh Birla & Associates, Practicing Company Secretary appointed as Scrutinizer by the board of directors of Kirloskar Brothers Limited for the purpose of scrutinizing the postal ballot through e-voting process in respect of the resolution set out in the Notice dated 03<sup>rd</sup> November, 2025.

In terms of the General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, and Circular No. 09/2024 dated September 19, 2024 issued by Ministry of Corporate Affairs, Government of India ('MCA Circulars'), the company has sent Notice of Postal Ballot in electronic form only. The hard copy of this postal ballot notice along with Postal Ballot Forms and pre-paid business envelopes were not sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the e-voting system only. The Notice has also been placed on the website of the company, e-voting website of NSDL and was also available on the website of the stock exchanges.

### **Responsibility of the Management of the company**

The compliance with the requirements of the Companies Act, 2013 and the rules made thereunder relating to remote e-voting by the shareholders on the resolution (s) set out in the notice dated 03<sup>rd</sup> November, 2025 is the responsibility of the Management.

### **My responsibility as Scrutinizer**

My responsibility as a Scrutinizer for the remote e-voting process is restricted to make a Scrutinizer's Report for the votes casted 'in favour' or 'against' the resolutions as stated in the said

Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility and poll conducted at AGM, in a fair and transparent manner.

Based on confirmation received from the Company, I submit my report as under:

1. The Company had completed the dispatch of Notice of the Postal Ballot on Thursday, 06<sup>th</sup> November, 2025, to its members through email whose email id is registered with the Registrar and Share Transfer Agent (RTA)/ Depositories. The E-Voting for the said Postal Ballot has completed from Friday, November 07, 2025 to Saturday December 06, 2025 at 05.00 p.m. (IST).
2. The said Notice was dispatched on the basis of Register of Members made available by RTA of the Company and the list of beneficial owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 31<sup>st</sup> October, 2025.
3. As per Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company has published advertisement about providing E-voting facility in Newspapers named "Financial Express" and "Loksatta" on 07<sup>th</sup> November, 2025.
4. The Company had provided e-voting facility offered by National Securities Depository Limited (NSDL) to the shareholders of the Company.
5. The remote e-voting was kept open from Friday, November 07, 2025 to Saturday December 06, 2025 at 05.00 p.m. (IST).
6. The equity shareholders holding shares on October 31, 2025 (i.e. "cut-off date") were entitled to vote on the resolution (s) set out in the Postal Ballot Notice.
7. The results of voting through remote e-voting and e-voting is as under:

**a) Resolution No. 1 –Special Resolution – Appointment of Mr. Brij Bhushan Nagpal (DIN: 01853613) as an Independent Director of the company**

**I. Voted in favour of the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	323	9373982	99.8736

**II. Voted against the resolution;**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	18	11860	0.1264

**III. Invalid Votes;**

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0

\* Votes of Public Shareholders considered as per the provisions of the sub-regulation (2A) of Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**This special resolution fails to get the requisite majority of votes (3/4th Majority) but the votes cast (4,13,37,793) in favour of the resolution exceed the votes cast (1,97,97,874) against the resolution. However the votes cast (93,73,982) by the public shareholders in favour of the resolution exceed the votes cast (11860) against the resolution, hence I report that the Special resolution set out as Item No. 1 has been passed with requisite majority as per the provisions of sub-regulation (2A) of Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

8. A soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been emailed to the Company Secretary of the company for safe keeping.

Thanking you,  
Yours faithfully,  
For Dinesh Birla & Associates  
Company Secretaries

**Dinesh**  
**Shivnarayan**  
**Birla**

Digitally signed by  
Dinesh Shivnarayan  
Birla  
Date: 2025.12.08  
14:14:00 +05'30'

Dinesh Birla, Proprietor  
Membership No.: FCS-7658  
COP No. 13029  
Peer Review No.:1668/2022  
UDIN: F007658G002266321

Place: Pune  
Date: 08<sup>th</sup> December, 2025