



Enriching Lives

# KIRLOSKAR BROTHERS LIMITED

A Kirloskar Group Company

SEC/ F:25

September 11, 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 August 11, 2025, informing about Postal Ballot Notice for the appointment of Mr. Harsh Vardhan Shringla (DIN: 11203013) 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: August 11, 2025  E-voting period: From Tuesday, August 12, 2025 at 9.00 A.M. (IST) to Wednesday, September 10, 2025 at 5.00 P.M. (IST).
Total number of shareholders as on Record Date (i.e. August 08, 2025)	71,305
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 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 on the Notice dated 01<sup>st</sup>August, 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 01<sup>st</sup>August, 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, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 08, 2021, Circular No. 03/2022 dated May 5, 2022, Circular No. 11/2022 dated December 28, 2022, Circular No. 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 specifies 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 National Securities Depository Limited (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 01<sup>st</sup>August, 2025 is the responsibility of the Management.

#### **My responsibility as Scrutinizer**

Dinesh

Shivnarayan Birla

 Digitally signed by  
Dinesh Shivnarayan Birla  
Date: 2025.09.11 15:05:01  
+05'30'

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 resolution 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, 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 Monday, 11<sup>th</sup> August, 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 Tuesday, August 12, 2025 to Wednesday, September 10, 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, 08<sup>th</sup> August, 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 12<sup>th</sup> August, 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 Tuesday, August 12, 2025 to Wednesday, September 10, 2025 at 05.00 p.m. (IST).
6. The equity shareholders holding shares as on August 08, 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 is as under:

**a) Resolution No. 1 – Special Resolution – Appointment of Mr. Harsh Vardhan Shringla (DIN: 11203013) as an Independent Director of the company**

I. Voted (Public shareholders) 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	333	84,14,390	91.999

II. Voted (Public shareholders) 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	79	7,31,741	8.001

III. Invalid (Public shareholders) Votes;

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

**This special resolution fails to get the requisite majority of votes (3/4th Majority) but the votes cast (3,86,28,297 i.e. 65.31% of total Votes Cast) in favour of the resolution exceed the votes cast (2,05,17,755 i.e. 34.69 % of total Vote Cast) against the resolution. However the 84,14,390 votes cast (91.999% of the total vote cast by the public shareholders) in favour of the resolution exceed the 7,31,741 votes cast against the resolution (8.001% of the total votes cast by the public shareholders), hence I report that the Special resolution set out as Item No. 1 in the Postal Ballot Notice 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: 2025.09.11  
15:06:30 +05'30'

Dinesh Birla, Proprietor  
Membership No.: FCS-7658  
COP No. 13029  
Peer Review No.:1668/2022  
UDIN: F007658G001224445

Place: Pune  
Date: 11<sup>th</sup> September, 2025