

10 August 2021

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

BSE Scrip Code: 500243

NSE Scrip Code: KIRLOSIND

Sir / Madam,

Sub.: Proceedings of the Annual General Meeting

Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the Regulations), we wish to inform you that the following businesses were put to vote at the Annual General Meeting (AGM) of the Company held on Tuesday, 10 August 2021, at 11.30 a.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 read with the General Circular No. 14/2020 dated 8 April 2020, the General Circular No. 17/2020 dated 13 April 2020, the General Circular No. 20/2020 dated 5 May 2020 and the General Circular No. 02/2021 dated 13 January 2021, issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars') and the Regulations read with the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12 May 2020 and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15 January 2021, issued by the SEBI (collectively referred to as 'SEBI Circulars');

1. Ordinary Resolution to receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended 31 March 2021 and the Reports of the Board of Directors and Auditors thereon.
2. Ordinary Resolution to declare dividend on equity shares for the Financial Year ended 31 March 2021.
3. Ordinary Resolution to appoint a Director in place of Mr. Vinesh Kumar Jairath (DIN 00391684), who retires by rotation and being eligible, offers himself for re-appointment.
4. Ordinary Resolution to appoint a Director in place of Mr. Atul Kirloskar (DIN 00007387), who retires by rotation and being eligible, offers himself for re-appointment.
5. Ordinary Resolution to consider and approve the appointment of Kirtane & Pandit LLP, Chartered Accountants, Pune, (Firm Registration No. 105215W/W100057) as the Statutory Auditors of the Company, to hold the office for a first term of five consecutive years with effect from the conclusion of this Annual General Meeting (AGM) till the conclusion of the AGM to be held in the year 2026.

Kirloskar Industries Limited

A Kirloskar Group Company

Regd. Office: Cello Platina, Office Number 801,
Fergusson College Road, Shivajinagar, Pune- 411005
Tel: +91 (20) 29702374
Fax: +91 (20) 29704374
Website: www.kil.net.in
CIN: L70100PN1978PLC088972

6. Special Resolution to consider and approve the revision in remuneration of Mr. Mahesh Chhabria (DIN 00166049), Managing Director of the Company.
7. Special Resolution to consider and approve the revision in remuneration of Ms. Aditi Chirmule, (DIN 01138984), Executive Director of the Company.
8. Special Resolution to consider and approve the payment of remuneration, in the nature of commission or perquisite(s) arising as a result of exercise of vested Equity Settled Stock Appreciation Rights (ESARs) granted under the Kirloskar Industries Limited – Employees Stock Appreciation Rights Plan 2019 (KIL ESARP 2019), to Mr. Vinesh Kumar Jairath, Non-Executive Director of the Company, in excess of fifty percent of the total remuneration payable to all Non-Executive Directors of the Company for the Financial Year 2021-2022.
9. Special Resolution to consider and approve to keep and maintain the statutory registers and other registers / records to be maintained under Section 88 of the Companies Act, 2013 and copies of the Annual Returns filed under Section 92 of the Act, at a place other than the Registered Office of the Company.

The results of the voting through e-voting during the AGM and remote e-voting opted by the members on the aforesaid resolutions, will be submitted separately in accordance with the provisions of Regulation 44 of the Regulations, along with Scrutinizer's report thereon.

You are requested to take the same on your records.

Thanking you.

Yours faithfully,
For Kirloskar Industries Limited

Ashwini
Vijay Mali

Digitally signed by
Ashwini Vijay Mali
Date: 2021.08.10
16:02:03 +05'30'

Ashwini Mali
Company Secretary &
Compliance Officer

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