

12 December 2025

BSE Limited
The Manager
Corporate Relationship Department
1st Floor, P. J. Towers,
Dalal Street, Fort,
Mumbai 400 001.
BSE Scrip Code: 500243

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

Sir / Madam,

Subject: Updates of material subsidiary

We wish to inform you that Kirloskar Ferrous Industries Limited (KFIL), a listed material subsidiary of the Company, has intimated to the stock exchange, where the shares of KFIL are listed, an intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the Listing Regulations), a copy of the intimation (which is self-explanatory) filed with the stock exchanges by KFIL is enclosed for your ready reference.

You are requested to take the same on your record.

Thanking you.

For Kirloskar Industries Limited

Ashwini Mali
Company Secretary

Encl: a/a

Ref No. 3263/25

12 December 2025

The Department of Corporate Services
BSE Limited
P. J. Towers, Dalal Street, Fort,
Mumbai 400001
(Scrip code 500245)

Dear Sir / Madam,

Subject : Notice of Postal Ballot and E-voting information

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; kindly find enclosed a copy of the Notice of Postal Ballot ('Notice') sent to the Members of the Company by email to transact the business item as set out therein by way of the postal ballot only through e-voting facility, pursuant to provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 ('Act') read with the Companies (Management and Administration) Rules, 2014 ('Rules') [including any statutory modification or re-enactment thereof for the time being in force]; Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations'); the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), each as amended and in accordance with the General Circular No. 14/2020 dated 8 April 2020, the General Circular No. 17/2020 dated 13 April 2020 and the General Circular No. 03/2025 dated 22 September 2025 issued by the Ministry of Corporate Affairs [collectively referred to as 'MCA Circulars'].

In compliance with the MCA Circulars, the Notice has been sent only in electronic form to all those Members, whose names appear in the Register of Members or the List of Beneficial Owners as on Friday, 5 December 2025 ('Cut-off Date') and whose email addresses are registered with the Company / the Registrar and Share Transfer Agent ('RTA') and the Depositories. Voting rights of the Members of the Company shall be in proportion to the paid-up equity share capital of the Company as on the Cut-off Date.

Pursuant to Regulation 44 of the SEBI LODR Regulations, 2015 and provisions of Section 110 read with Section 108 of the Act read with the rules thereof, the SS-2 and the MCA Circulars in relation thereto; the Company is providing electronic voting facility to its Members to enable them to cast the votes. The Company has engaged the services of 'National Securities Depository Limited' ('NSDL') for providing e-voting facility.

The e-voting for the postal ballot commences on Sunday, 14 December 2025 at 9:00 a.m. (IST) and ends on Monday, 12 January 2026 at 5:00 p.m. (IST). During this period, the Members of the Company holding equity shares either in physical form or in electronic form as on the Cut-off Date may cast the votes electronically. E-voting procedure and detailed instructions in relation thereto have been provided in the Notice.

You are requested to take the same on record.

Thanking you,

Yours faithfully,
For Kirloskar Ferrous Industries Limited

Mayuresh
Vinayak Gharpure

Digitally signed by
Mayuresh Vinayak Gharpure
Date: 2025.12.12 11:54:58
+05'30'

Mayuresh Gharpure
Company Secretary

Encl : a/a

NOTICE OF POSTAL BALLOT

Dear Member(s),

NOTICE is hereby given pursuant to provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 ('Act') read with the Companies (Management and Administration) Rules, 2014 ('Rules') [including any statutory modification or re-enactment thereof for the time being in force]; Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations'); the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), each as amended and in accordance with the General Circular No. 14/2020 dated 8 April 2020, the General Circular No. 17/2020 dated 13 April 2020 and the General Circular No. 03/2025 dated 22 September 2025 issued by the Ministry of Corporate Affairs [collectively referred to as 'MCA Circulars'] to transact the business item as set out hereunder by way of the postal ballot only through e-voting facility.

Statement setting out material facts pursuant to provisions of Sections 102 and 110 of the Companies Act, 2013; rules thereof and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed hereto.

In compliance with the MCA Circulars, the Notice of Postal Ballot ('Notice') is being sent only in electronic form to all those Members, whose names appear in the Register of Members or the List of Beneficial Owners as on Friday, 5 December 2025 ('Cut-off Date') and whose email addresses are registered with the Company / the Registrar and Share Transfer Agent ('RTA') and the Depositories. Voting rights of the Members of the Company shall be in proportion to the paid-up equity share capital of the Company as on the Cut-off Date. A person, who is not a Member on the Cut-off Date should treat this Notice for information purpose only. For avoidance of any doubt due to the general understanding of meaning of "Postal Ballot" as Voting by Post (which is not contemplated in the Notice), it is clarified that there will be no dispatch of hard copy of the Notice of Postal Ballot to the Members of the Company and the communication of "assent" or "dissent" in respect of the business item shall take place by electronic voting only.

Pursuant to Regulation 44 of the SEBI LODR Regulations, 2015 and provisions of Section 110 read with Section 108 of the Act read with the rules thereof, the SS-2 and the MCA Circulars in relation thereto; the Company is providing electronic voting facility to its Members to enable them to cast the votes. The Company has engaged the services of 'National Securities Depository Limited' ('NSDL') for providing e-voting facility.

The e-voting for the postal ballot commences on Sunday, 14 December 2025 at 9:00 a.m. (IST) and ends on Monday, 12 January 2026 at 5:00 p.m. (IST). During this period, the Members of the Company holding equity shares either in physical form or in electronic form as on the Cut-off Date may cast the votes electronically. The e-voting shall be disabled by NSDL for voting after 5:00 p.m. (IST) on Monday, 12 January 2026. E-voting procedure and detailed instructions in relation thereto have been provided in the Notice.

Ms. Manasi Paradkar, Practicing Company Secretary [Membership Number FCS-5447 and CP Number 4385] has been appointed as the Scrutinizer to scrutinize the e-voting in respect of the postal ballot in a fair and transparent manner.

The Scrutinizer will submit the report in respect of the Postal Ballot on or before 14 January 2026 to the Chairman or any other Director authorised by the Board. The Scrutinizer's decision on the validity of votes cast will be final.

The results declared alongwith the report of the Scrutinizer will be available at the website of the Company viz. www.kirloskarferrous.com that of BSE Limited viz. www.bseindia.com and that of NSDL viz. www.evoting.nsdl.com

If a resolution is assented to by the requisite majority of the Members by means of postal ballot, it shall be deemed to have been duly passed at a general meeting convened in that behalf. The resolution, if passed by the requisite majority through the postal ballot, shall be deemed to have been passed on the last date of e-voting, i.e. 12 January 2026.

Business Item 1

“RESOLVED THAT pursuant to provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013; rules thereof; the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable rules and regulations [including any statutory modification(s), amendment(s) or re-enactment thereof for the time being in force] and the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors; Mr. Aman Rahul Kirloskar (DIN : 09823056), who was co-opted by the Board of Directors as an Additional Director in the category of Non-Independent and Non-Executive Director with effect from 7 November 2025 and in respect of whom a notice in writing has been received from a Member pursuant to provisions of Section 160 of the Companies Act, 2013, proposing his candidature for the office of a Director of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation.”

By order of the Board of Directors of
Kirloskar Ferrous Industries Limited

Registered Office :
One Avante, Level 5, Karve Road,
Kothrud, Pune 411038
CIN : L27101PN1991PLC063223
Email : kfilinvestor@kirloskar.com

sd/-
Mayuresh Gharpure
Company Secretary

Date : 11 December 2025
Place : Pune

Instructions for E-Voting in respect of the postal ballot

Members are requested to follow the instructions given below for casting the votes through e-voting





Step 1 : Access to NSDL e-voting system

A. Login method for e-voting for Individual members holding equity shares in electronic form

In terms of Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9 December 2020 issued by the SEBI on e-voting facility provided by listed companies, an individual member holding equity shares in electronic mode is allowed to vote through his or her demat account maintained with the depository participant. Members are advised to update mobile number and email ID in their demat accounts in order to access e-voting facility.

Login method for Individual members holding equity shares in electronic form is given below :

Type of Members	Login Method
Individual Members holding equity shares in electronic form with NSDL	<ol style="list-style-type: none"> For OTP based login, you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client ID, Income Tax PAN, Verification code and generate OTP. Enter the OTP received on registered email id / mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the e-voting period. Existing IDeAS user can visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a computer or on a mobile. On the e-Services home page, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value added services. Click on "Access to e-voting" under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the e-voting period. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

	<p>4. Visit the e-voting website of NSDL. Open web browser by typing the following URL : https://www.evoting.nsdl.com/ either on a computer or on a mobile. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder / Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository website wherein you can see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the e-voting period.</p> <p>5. Shareholders / Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <div style="display: flex; justify-content: space-around;">   </div>
Individual Members holding equity shares in electronic form with CDSL	<p>1. An User, who has opted for CDSL Easi / Easiest facility, can login through existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon and New System Myeasi Tab and then user your existing my easi username and password.</p> <p>2. After successful login, the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the e-voting period. Additionally, there is also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers’ website directly.</p> <p>3. If the user is not registered for Easi / Easiest, an option to register is available at CDSL website www.cdslindia.com and click on login and New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-voting page by providing Demat Account Number and Income Tax PAN from a e-voting web link available on www.cdslindia.com home page.</p>

	The system will authenticate the user by sending OTP on registered mobile number and Email ID as recorded in the Demat Account. After successful authentication, the user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting service providers.
Individual Members (holding equity shares in electronic form) can login through their depository participants	You can also login using the login credentials of the demat account through your depository participant registered with NSDL / CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the e-voting period.

Important Note :

Members, who are unable to retrieve User ID / Password, are advised to use Forget User ID and Forget Password option available at the abovementioned website.

Helpdesk for Individual Members holding equity shares in electronic form for any technical issues related to login through the Depository i.e. NSDL and CDSL

Login type	Helpdesk details
Individual Members holding equity shares in electronic form with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending an email to evoting@nsdl.com or call at + 91-022-48867000.
Individual Members holding equity shares in electronic form with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending an email to helpdesk.evoting@cdslindia.com or contact at Toll Free Number 1800-21-09911.

B. Login Method for e-voting for the Members other than Individual Members holding equity shares in electronic form and shareholders holding equity shares in physical mode

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password / OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding equity shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is
For Members, who hold equity shares in electronic form with NSDL	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
For Members, who hold equity shares in electronic form with CDSL	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
For Members, who hold equity shares in in physical form	EVEN followed by Folio Number registered with the company For example. if folio number is 001*** and EVEN is 137912, then user ID is 13791200001*****.

5. Password details for Members other than Individual shareholders are given below :
 - a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

- c) How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, please follow steps mentioned below in process for those Members, whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password :
 - a) Click on "Forgot User Details / Password?" [If you are holding equity shares in your demat account with NSDL or CDSL] option available on www.evoting.nsdl.com
 - b) Physical User Reset Password?" (If you are holding equity shares in physical mode) option available on www.evoting.nsdl.com
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number / folio number, your Income Tax PAN, your name and your registered address, etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-voting will open.

Step 2 : Cast your vote electronically on NSDL e-Voting system

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding equity shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your votes during the e-voting period.
3. Now you are ready for e-voting as the voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify / modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

Process for those Members, whose email ids are not registered with the Depository Participants / the Company / the R & T Agent for procuring user id and password and registration of email ids for e-voting :

- Members, whose equity shares are held in physical form, are requested to provide folio number, name of shareholder, scanned copy of the share certificate (front and back), Income Tax PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to kfilinvestor@kirloskar.com
- Members, whose equity shares are held in electronic form, are requested to provide DPID and CLID (16 digit DPID + CLID or 16 digit Beneficiary ID), name, client master or copy of consolidated account statement, Income Tax PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to kfilinvestor@kirloskar.com If you are an individual Member holding equity shares in electronic form, you are requested to refer to the login method explained at step 1(A) i.e. Login method for e-voting for Individual Members holding equity shares in electronic form.
- Alternatively, a member may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

General Instructions for e-voting :

- Corporate Authorisation :
Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to upload the board resolution or the power of attorney or the authority letter by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-voting" tab or send scanned copy (PDF / JPG format) of the board resolution or the power of attorney or the authority letter with attested specimen signature of the duly authorized signatory(ies), who are authorized to vote, to the Scrutinizer by e-mail to csmsp.office@gmail.com with a copy marked to evoting@nsdl.com from the registered email address.
- Once a Member casts the vote on a resolution, the Member shall not be allowed to change it subsequently.
- If you are registered earlier with the NSDL for e-voting, then you can use your existing user ID and password for casting your vote.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password.
In such an event, you will need to go through the "Forgot User Details / Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
- In case of any query, you may refer the Frequently Asked Questions (FAQs) and e-voting user manual for members available at the 'downloads section' of www.evoting.nsdl.com You can also contact NSDL Help Desk at +91-22-48867000 or email to evoting@nsdl.com or contact Ms. Pallavi Mhatre (Senior Manager), National Securities Depository Limited, Third Floor, Naman Chambers, Plot C-32, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400051 at +91-22-69489498.
- You can also update your mobile number and e-mail id in the user profile details of the folio, which may be used for sending future communication(s).

Statement setting out material facts pursuant to Section 102 and 110 of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Business Item 1

Pursuant to provisions of Section 161 of the Companies Act, 2013, rules thereof and the Articles of Association of the Company and on recommendation of the Nomination and Remuneration Committee; the Board of Directors has co-opted Mr. Aman Rahul Kirloskar (DIN : 09823056) as an Additional Director in the category of Non-Independent and Non-Executive Director with effect from 7 November 2025.

Pursuant to Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

A notice in writing has been received from a Member pursuant to provisions of Section 160 of the Companies Act, 2013 proposing candidature of Mr. Aman Rahul Kirloskar for the appointment as a Director of the Company.

Brief profile of Mr. Aman Rahul Kirloskar is as given below :

Mr. Aman Rahul Kirloskar, aged 31 years, graduated in the Business Administration from Bryant University, USA. He started his career with the Kirloskar Group as a Supply Chain Manager with Kirloskar Chillers Private Limited in May 2018. He later joined Kirloskar Pneumatic Company Limited as a Senior Manager in August 2019. In 2020, he was elevated to the General Manager (Operations) and since then, he is actively involved in managing the manufacturing, supply chain, foundry, plant engineering and quality of air compressor and transmission divisions. He also helped to scale up of production of screw compressors during the second wave of covid when the nation was in desperate need of oxygen and the machines required to produce it. Thereafter he took over as the Head of the air conditioning and refrigeration business unit in 2023. In this role, he has helped launch and sale of new products and significantly increase the overall sales and profitability of the division. He also heads group level initiatives in areas like ESG compliance. He chairs the group level environment conservation committee, which spearheads various initiatives across multiple business units focused on sustainability, green technology and circular economy.

He is a Director on the board of Alpak Investments Private Limited, Indifour Consult Private Limited and Systems and Components India Private Limited.

He holds 200 equity shares of ₹ 5 each (0.0001 percent) in the Company.

Mr. Aman Rahul Kirloskar is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and not debarred from holding the office as a Director by the Securities and Exchange Board of India (SEBI) or any such other authority.

He is a part of the promoter group of the Company. He is the son of Mr. Rahul Kirloskar, Chairman and the cousin brother of Ms. Aditi Kirloskar, Director.

Mr. Aman Rahul Kirloskar and his relatives may be deemed to be concerned or interested, financially or otherwise, in the resolution to the extent of their shareholding.

Mr. Rahul Kirloskar, Ms. Aditi Kirloskar and their relatives may be deemed to be concerned or interested in the resolution to the extent of their shareholding interest in the Company.

Save and except the above, none of other Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the ordinary resolution for approval by the members.

By order of the Board of Directors of
Kirloskar Ferrous Industries Limited

Registered Office :
One Avante, Level 5, Karve Road,
Kothrud, Pune 411038
CIN : L27101PN1991PLC063223
Email : kfilinvestor@kirloskar.com

sd/-
Mayuresh Gharpure
Company Secretary

Date : 11 December 2025
Place : Pune