

25 September 2024

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.: Voting Results and Scrutinizer's Report for the 30th Annual General Meeting

The Annual General Meeting of the Company (AGM) held on Wednesday, 25 September 2024, 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 made thereunder read with the General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022 and 10/2022 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 8 December 2021, 14 December 2021, 5 May 2022 and 28 December 2022 and General Circular No. 09/2023 dated 25 September 2023, respectively issued by the Ministry of Corporate Affairs (hereinafter referred to as 'MCA Circulars') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the SEBI Circular No. SEBI/HO/CFD-PoD-2/P/CIR/2023/167 dated 7 October 2023 read with Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July 2023, issued by SEBI, (hereinafter referred to as 'SEBI Circulars');

Please find enclosed the following:

1. Voting results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the Regulations).
2. Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, including amendments thereof, on remote e-voting and e-voting during the AGM.

Based on the aforesaid Scrutinizer's Report, the resolutions for item nos. 1 to 5 of the AGM Notice were passed with requisite majority.

You are requested to take the same on your records.

Thanking you.

Yours faithfully,
For Kirloskar Industries Limited

ASHWINI Digitally signed by
ASHWINI VIJAY MALI
VIJAY MALI Date: 2024.09.25
19:15:31 +05'30'

Ashwini Mali
Company Secretary &
Compliance Officer
Encl.: As above

Kirloskar Industries Limited
A Kirloskar Group Company

Regd. Office: Cello Platina, Office Number 801, Fergusson College Road, Shivajinagar, Pune- 411005
Tel: +91 (20) 29704374 | Fax: +91 (20) 29704374
Email: investorrelations@kirloskar.com | Website: www.kirloskarindustries.com
CIN: L70100PN1978PLC088972

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Resolution (1)								
Resolution required: (Ordinary / Special) whether promoter/promoter group are interested in the resolution?				Ordinary				
Description of resolution considered				No Holding of the audited financial statements of the Company for the financial year ended 31 March 2024 and Report of the Board of Directors and Auditors thereon (including Consolidated Financial Statements)				
Category	Modes of voting	No. of shares held	No. of voter pulled	% of Voter pulled on outstanding shares	No. of voter - in favour	No. of voter - against	% of voter in favour on voter pulled	% of Voter against on voter pulled
		(1)	(2)	(3)=1(2)/1335000	(4)	(5)	(6)=1(4)/2335000	(7)=1(5)/2335000
Promoter and Promoter Group	E-Voting	7099624	4685559	65.9973	4685559	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	
	Partial Ballot (if app)		0	0.0000	0	0	0	
	Total	7099624	4685559	65.9973	4685559	0	100.0000	0.0000
Public-Institution s	E-Voting	264489	107520	40.6520	107520	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	
	Partial Ballot (if app)		0	0.0000	0	0	0	
	Total	264489	107520	40.6520	107520	0	100.0000	0.0000
Public-Non Institution s	E-Voting	2591572	250820	9.6783	250819	1	99.9996	0.0004
	Poll		0	0.0000	0	0	0	
	Partial Ballot (if app)		0	0.0000	0	0	0	
	Total	2591572	250820	9.6783	250819	1	99.9996	0.0004
Total		9955685	5043899	50.6635	5043898	1	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Voter
Promoter and Promoter Group	
Public Institution s	
Public-Non Institution s	

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Resolution (2)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the resolution?				Ordinary				
				No				
Description of resolution considered				Declaration of dividend on equity shares for the Financial Year ended 31 March 2024				
Category	Mode of voting	No. of shares held	No. of votes pulled	% of Votes pulled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes pulled	% of Votes against on votes pulled
		(1)	(2)	(3)-[(2)/(1)] x100	(4)	(5)	(6)-[(4)/(2)] x100	(7)-[(5)/(2)] x100
Promoter and Promoter Group	E-Voting	7099624	4685559	65.9973	4685559	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Partial Ballot (if app)		0	0.0000	0	0	0	0
	Total		7099624	65.9973	4685559	0	100.0000	0.0000
Public Institutions	E-Voting	264489	113040	42.7390	113040	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Partial Ballot (if app)		0	0.0000	0	0	0	0
	Total		264489	42.7390	113040	0	100.0000	0.0000
Public-Non Institutions	E-Voting	2591572	250820	9.6783	250819	1	99.9996	0.0004
	Poll		0	0.0000	0	0	0	0
	Partial Ballot (if app)		0	0.0000	0	0	0	0
	Total		2591572	9.6783	250819	1	99.9996	0.0004
Total		9955685	5049419	50.7190	5049418	1	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this field is optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public-Non Institutions	



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Resolution (3)								
Resolution required: (Ordinary / Special) whether promoter/promoter group are interested in the resolution?				Ordinary No				
Description of resolution considered				Re-appointment of Mr. Vinodh Kumar Jairath (DIN 00391684), who retires by rotation				
Category	Manner of voting	No. of shares held	No. of votes pulled	% of Votes pulled on attending shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes pulled	% of Votes against on votes pulled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7099624	4635559	65.9973	4635559	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Partial Ballot (if app)		0	0.0000	0	0	0	0
	Total		7099624	65.9973	4635559	0	100.0000	0.0000
Public Institutions	E-Voting	264489	113040	42.7390	70007	43033	61.9312	38.0688
	Poll		0	0.0000	0	0	0	0
	Partial Ballot (if app)		0	0.0000	0	0	0	0
	Total		264489	42.7390	70007	43033	61.9312	38.0688
Public-Non Institutions	E-Voting	2591572	201225	7.7646	201224	1	99.9995	0.0005
	Poll		0	0.0000	0	0	0	0
	Partial Ballot (if app)		0	0.0000	0	0	0	0
	Total		2591572	7.7646	201224	1	99.9995	0.0005
Total		9955685	4999824	50.2208	4956790	43034	99.1393	0.8607
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution (4)								
Resolution required: (Ordinary / Special) whether promoter/promoter group are interested in the said resolution?				Special				
Description of resolution considered				No Payment or remuneration, in the nature or commutation or perquisite(s) arising or a result of the exercise of vested Equity Settled Stock Appreciation Rights (ESARs) granted under the Kirlokar Industries Limited Employee Stock Appreciation				
Category	Modes of voting	Nu. of shares held	Nu. of voter pulled	% of Voter pulled on outstandin g shares	Nu. of voter – in favour	Nu. of voter – against	% of voter in favour on voter pulled	% of Voter against on voter pulled
		(1)	(2)	(3)-(1)(2)/(1 335500	(4)	(5)	(6)-(1)(4)/(2 335500	(7)-(1)(5)/(2 335500
Promoter and Promoter Group	E-Voting	7099624	4685559	65.9973	4685559	0	100.0000	0.0000
	Pull		0	0.0000	0	0	0	0
	Partial Ballot (if app		0	0.0000	0	0	0	0
	Total	7099624	4685559	65.9973	4685559	0	100.0000	0.0000
Public- Institution s	E-Voting	264489	57178	21.6183	57178	0	100.0000	0.0000
	Pull		0	0.0000	0	0	0	0
	Partial Ballot (if app		0	0.0000	0	0	0	0
	Total	264489	57178	21.6183	57178	0	100.0000	0.0000
Public- Non Institution s	E-Voting	2591572	201225	7.7646	200836	389	99.8067	0.1933
	Pull		0	0.0000	0	0	0	0
	Partial Ballot (if app		0	0.0000	0	0	0	0
	Total	2591572	201225	7.7646	200836	389	99.8067	0.1933
Total		9955685	4943962	49.6597	4943573	389	99.9921	0.0079
Whether resolution is Pass or Not.							Yes	
Disclosure of note on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	Nu. of Voter
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

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Resolution (5)								
Resolution required: (Ordinary / Special) whether promoter/promoter group are interested in the resolution?				Special				
Description of resolution considered				Amendment to the Articles of Association of the Company by inserting new Article-153(c) i.e., 'Appointment of Chairman Emeritus of the Company', after the present Article 153(b) of the Articles of Association of the Company.				
Category	Mode of voting	Nu. of shares held	Nu. of voter pulled	% of Voter pulled as outstanding shares	Nu. of voter - in favour	Nu. of voter - against	% of voter in favour as voter pulled	% of Voter against as voter pulled
		(1)	(2)	(3)-(2)/(1)*100	(4)	(5)	(6)-(4)/(2)*100	(7)-(5)/(2)*100
Promoter and Promoter Group	E-Voting	7099624	4685559	65.9973	4685559	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Partial Ballot (if app)		0	0.0000	0	0	0	0
	Total	7099624	4685559	65.9973	4685559	0	100.0000	0.0000
Public-Institutional	E-Voting	264489	113040	42.7390	69739	43301	61.6941	38.3059
	Poll		0	0.0000	0	0	0	0
	Partial Ballot (if app)		0	0.0000	0	0	0	0
	Total	264489	113040	42.7390	69739	43301	61.6941	38.3059
Public-Non Institutional	E-Voting	2591572	250820	9.6783	250666	154	99.9386	0.0614
	Poll		0	0.0000	0	0	0	0
	Partial Ballot (if app)		0	0.0000	0	0	0	0
	Total	2591572	250820	9.6783	250666	154	99.9386	0.0614
Total		9955685	5049419	50.7190	5005964	43455	99.1394	0.8606
Whether resolution is Pass or Not.							Yes	
Declaration of voter on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	Nu. of Voter
Promoter and Promoter Group	
Public Institutional	
Public - Non Institutional	



Scrutinizer's Report

[Pursuant to provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014] and Regulation 44 of SEBI [Listing Obligations and Disclosure Requirements] Regulations 2015

To,

The Chairman/Managing Director
Kirloskar Industries Limited,
Office No. 801, 8th Floor,
Cello Platina Fergusson College Road,
Shivajinagar, Pune 411005

Dear Sir,

I, Manasi Paradkar, a Company Secretary in Practice, has been appointed by the Board of Directors of Kirloskar Industries Limited, CIN: L70100PN1978PLC088972 ('Company') as the Scrutinizer for the purpose of scrutinizing the voting process and ascertaining the voting results through remote e-voting and e-voting at the 30th Annual General Meeting (AGM) of the members of the Company held on Wednesday, 25th September, 2024 at 11:30 a.m.

The scrutiny of voting process along with the ascertaining of voting results is as per the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time read with the relevant and updated SEBI Circulars and the provisions of Section 108 the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules 2014, together with all updated Circulars / notifications issued by the Ministry of Corporate Affairs.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to e-voting. My responsibility as a scrutinizer for the voting process through different modes is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" on the resolutions and "invalid / abstained votes", if any based on the reports generated and downloaded from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities engaged by the Company.

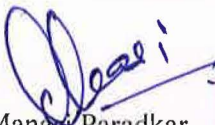
Further to the above, I submit my report as under: -

- i. The Notice dt. 14th August, 2024, setting out material facts under Section 102 of the Companies Act, 2013, were sent to the Members by email.
- ii. The remote e-voting period remained open from Sunday, 22nd September 2024, (9.00 a.m.) to Tuesday, 24th September 2024 (5.00 p.m.)
- iii. The members of the Company as on the "cut-off" date i.e., 18th September, 2024, were entitled to vote on the resolutions as set out in the Notice.



- iv. The facility for e-voting during the Annual General Meeting was provided to those members who attended the meeting but not voted through the remote e-voting facility.
- v. Remote e-voting along with the e-voting at the Annual General Meeting was unblocked after completion of voting process at the Annual General Meeting, in the presence of 2 witnesses, who are not in the employment of the Company and who has appended their signatures as witnesses thereto hereunder.
- vi. Thereafter, the consolidated report considering remote e-voting and e-voting during the AGM was prepared. A copy of the same is annexed hereto
- vii. The details containing *inter alia*, list of equity shareholders, who voted "for", "against" and "invalid / abstained" on each of the resolutions those were put to vote, were generated from the e-voting website of National Securities Depository Limited i.e., <https://evoting.nsdl.com>.
- viii. The E-voting were reconciled with the records maintained by the RTA and thereafter, the consolidated report considering remote e-voting and e-voting during the AGM was prepared. A copy of the same is annexed hereto.
- ix. It is hereby confirmed that, I am maintaining the Registers received from RTA and Electronic voting service provider agency in respect of E-voting. The Electronic data and all other relevant records relating to E-voting are under my self-custody and will be handed over to the Chairman / Company Secretary for safe preservation.

Thanking You
Yours Faithfully,
For Manasi Paradkar & Associates


Manasi Paradkar
Practicing Company Secretary
[FCS- 5447, CP -4385]



Place: Pune
Date: 25/09/2024
PRN: 1070/2021
UDIN: F005447F001313864



Witness No.1
[Pooja Walunjkar]



Witness no. 2
[Ms.Siddhi Gargote]

Received on 25.09.2024

For KIRLOSKAR INDUSTRIES LTD.
(ATUL C. KIRLOSKAR)
CHAIRMAN

KIRLOSKAR INDUSTRIES LIMITED

CIN L70100PN1978PLC088972

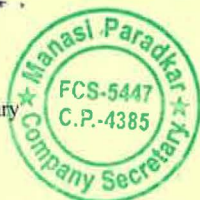
ANNEXURE TO SCRUTINIZER'S REPORT FOR 30TH ANNUAL GENERAL MEETING DATED 25TH SEPTEMBER 2024

Resolution No.	Resolution Description	Mode of Voting	No. of Members voted	Total Votes	In Favour			Against			Invalid/Abstain	
					No. of members	Votes	% to Total Valid Votes	No. of members	Votes	% of Total Valid	No. of members	Votes
	Ordinary Business											
1	Ordinary Resolution: Adoption of the Audited Standalone Financial Statements of the Company [including consolidated financial statements] for the financial year ended 31st March 2024 and the reports of the Auditors and the Board of Directors thereon.	Remote Evoting	115	50,26,178	114	50,26,177	99.6486%	1	1	0.0000%	2	5,520
		Evoting at AGM	5	17,721	5	17,721	0.3513%	-	-	-	-	-
		Total	120	50,43,899	119	50,43,898	100.0000%	1	1	0.0000%	2	5,520
2	Ordinary Resolution : Declaration of Dividend of Rs. 13/- per equity share (i.e., 130%) for the Financial Year ended 31 March 2024.	Remote Evoting	117	50,31,698	116	50,31,697	99.6490%	1	1	0.0000%	-	-
		Evoting at AGM	5	17,721	5	17,721	0.3510%	-	-	-	-	-
		Total	122	50,49,419	121	50,49,418	100.00%	1	1	0.0000%	-	-
3	Ordinary Resolution : Approval for the re-appointment of Mr. Vinesh Kumar Jairath [DIN:00391684] as a Director, who retires by rotation.	Remote Evoting	116	49,82,103	86	49,39,069	98.7849%	30	43,034	0.8607%	1	49,595
		Evoting at AGM	5	17,721	5	17,721	0.3544%	-	-	-	-	-
		Total	121	49,99,824	91	49,56,790	99.1393%	30	43,034	0.8607%	1	49,595



	Special Business											
4	Special Resolution: Approval for the payment of remuneration, in the nature of commission arising as a result of exercise of vested Equity Settled Stock Appreciation Rights (ESARs) to Mr. Vinesh Kumar Jairath (DIN 00391684), 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 2024-2025	Remote Evoting	115	49,26,241	110	49,25,852	99.6337%	5	389	0.0079%	2	1,05,457
		Evoting at AGM	5	17,721	5	17,721	0.3584%	-	-	-	-	-
		Total	120	49,43,962	115	49,43,573	99.9921%	5	389	0.0079%	2	1,05,457
5	Special Resolution: Approval to the alteration of Articles of Association by inserting the new Article 153 (c) i.e., 'Appointment of Chairman Emeritus of the Company', after the present Article 153(b) of the Articles of Association of the Company	Remote Evoting	117	50,31,698	86	49,88,243	98.7885%	31	43,455	0.8606%		
		Evoting at AGM	5	17,721	5	17,721	0.35095%	-	-	-		
		Total	122	50,49,419	91	50,05,964	99.1394%	31	43,455	0.8606%		


 MANASI PARADKAR
 FCS - 5447 CP - 4385
 Practicing Company Secretary
 Pune
 Date: 25/09/2024
 PR NO. 1070/2021
 UDIN:F005447F001313864



Received on 25.09.2024


 For KIRLOSKAR INDUSTRIES LTD.
 (ATUL C. KIRLOSKAR)
 CHAIRMAN