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

Dear Sir / Madam,

Subject: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Amendment to the Articles of Association of the Company

With reference to the captioned subject, we would like to inform you that the Members of the Company, have *inter alia*, approved the Amendment to the Articles of Association ("AOA") of the Company by passing a Special Resolution in their meeting held on Wednesday, 25 September 2024.

Pursuant to the aforesaid Amendment, a new Article 153(c) in the AOA of the Company, after the present Article 153(b) has been inserted.

The brief details of the amendment to the AOA in terms of Para A.14 of Part A of Schedule III of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July 2023, are given in Annexure A.

You are requested to take the same on your record.

Thanking You.

Yours Faithfully,
For Kirloskar Industries Limited

ASHWINI VIJAY MALI
Digitally signed by ASHWINI VIJAY MALI
Date: 2024.09.25 20:03:48 +05'30'

Ashwini Mali
Company Secretary &
Compliance Officer

Encl: As above

Annexure A

Brief details of the Amendment to the Articles of Association ("AOA") of the Company approved by the Members of the Company vide Special Resolution at the 30th Annual General Meeting of the Company held on Wednesday, 25 September 2024:

A new Article 153(c) inserted after Article 153(b) as follows:

"153(c) - Appointment of Chairman Emeritus of the Company

(i) The Board shall be entitled to appoint any present or former Chairman, who has rendered significant or distinguished services to the Company or to the industry to which the Company's business relates or in the public field, as the Chairman Emeritus of the Company;

(ii) The Chairman Emeritus shall hold office until for life or for such period as may be determined by the Board of Directors;

(iii) The Chairman Emeritus may attend any meetings of the Board or Committees thereof; but shall not have any right to vote or shall not be deemed to be a party to any decision of the Board or any Committee thereof;

(iv) The Chairman Emeritus shall be entitled to receive all notices of the Board meetings or meetings of the Committees thereof, along with all other relevant documents (including the agenda, notes to agenda, etc.), simultaneous to the same being sent to the directors of the Company prior to the convening of the Board meeting or meetings of the Committees thereof;

(v) The Chairman Emeritus shall not be deemed to be a Director or "Officer" for any purposes of the Act or any other Statute or Rules made thereunder or these Articles of Association, including for the purpose of determining the maximum number of directors which the Company can appoint;

(vi) The Chairman Emeritus may provide guidance, mentorship and support to the Company and its Board of Directors, its Committees and management and generally advise the Company / Board of Directors / management of the Company, from time to time;

(vii) The advice provided by the Chairman Emeritus will not be binding on the Board / Board Committees of the Company;

(viii) Subject to the applicable statutory provisions, the Board may decide to make payments and provide amenities and facilities to the Chairman Emeritus for any services rendered by the Chairman Emeritus towards the Company; and

(ix) The Chairman Emeritus of the Company shall be indemnified by the Company out of the funds of the Company to pay all costs, losses and expenses which such Chairman Emeritus, acting in relation to any of the affairs of the Company, may incur or become liable to by reason of any act or deed done by him in discharge of his duties."