



Enriching Lives

KIRLOSKAR INDUSTRIES LIMITED

A Kirloskar Group Company

27 August 2020

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 of the Company held on Thursday, 27 August 2020, 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 and the General Circular No. 20/2020 dated 5 May 2020, issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars') and the SEBI Regulations read with the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12 May 2020;

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 2020 and the Reports of the Board of Directors and Auditors thereon.
2. Ordinary Resolution to confirm Interim Dividend paid on equity shares as Final Dividend for the Financial Year 2019-2020.
3. Ordinary Resolution to appoint a Director in place of Mr. Mahesh Chhabria (DIN 00166049), who retires by rotation and being eligible, offers himself for re-appointment.
4. Ordinary Resolution to appoint a Director in place of Mr. Nihal Kulkarni (DIN 01139147), who retires by rotation and being eligible, offers himself for re-appointment.
5. Special Resolution to consider and approve the re-appointment of Mr. Tejas Deshpande (DIN 01942507) as an Independent Director of the Company to hold office for a second term of five consecutive years with effect from 28 August 2020.





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6. Special Resolution to consider and approve the continuation of directorship of Mr. Anil Alawani (DIN 00036153), as a Non-Executive Non-Independent Director of the Company, after attainment of age of seventy five years.
7. 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 2020-2021.

The results of the voting through e-voting during the Annual General Meeting 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

A.V. Mali

Ashwini Mali
Company Secretary &
Compliance Officer

