KIRLOSKAR INDUSTRIES LIMITED
A Kirloskar Group Company

Enriching Lives

December 30, 2020

BSE Limited
Corporate Relationship Department
1st Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai 400001.

BSE Scrip Code: 500243

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G,
Bandra-Kurla Complex, Bandra (E),
Mumbai 400051.

NSE Scrip Code: KIRLOSIND

Subject: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR).

We write in continuation of our earlier communication dated October 21, 2020 regarding the order dated October 20, 2020 passed by SEBI against certain promoters / directors of the Company in relation to the Show-Cause Notices issued by SEBI, Investigations Department ("**SEBI Order**") against them.

Pursuant to Regulation 30 of the SEBI LODR, this is to inform you that interim orders dated December 24, 2020 have been passed by the Hon'ble Securities Appellate Tribunal ("**SAT Orders**") (uploaded on SAT's website on December 29, 2020) staying the operation and effect of the said SEBI Order dated October 20, 2020.

The copies of the SAT Orders are enclosed for your reference.

You are requested to take the same on record.

Yours sincerely,

For Kirloskar Industries Limited

A.V.Mali

KIRLOSKAR INDUSTRIES LTD. PUNE-05

Ashwini Mali
Company Secretary and Compliance Officer

Enclosed: As above

BEFORE THE SECURITIES APPELLATE TRIBUNAL
MUMBAI

Date:24.12.2020

Misc. Application No.535 of 2020
And
Misc. Application No.536 of 2020
And
Appeal No.499 of 2020

Alpana R. Kirloskar & Ors. ...Appellants

Versus

Securities and Exchange Board of India …Respondent

Mr. Darius Khambata, Senior Advocate with Mr. Pheroze Mehta, Advocate i/b. Tushar Ajinkya, Advocate for the Appellants.

Mr. Shiraj Rustomjee, Senior Advocate with Mr. Mihir Mody and Mr. Arnav Misra, Advocates i/b. K. Ashar & Co. for the Respondent.

Order:

1. The appellants are aggrieved by the order of the Whole Time Member ('WTM' for short) by which

they have been restrained from accessing the securities market for a period of six months. The appellants have also been directed to disgorge certain amounts and penalties on the charge of selling the shares of Kirloskar Brothers Ltd. to Kirloskar Industries Ltd. (hereinafter referred to as 'KIL') as a block deal on the stock exchange platform in the year 2010. The allegation is that they have sold these shares while in possession of unpublished price sensitive information.

2. In pursuance to the impugned order the bank accounts and the demat accounts of the appellants have been frozen.

3. Having heard the learned senior counsel for the parties we find that a number of issues arises for consideration and some of them are whether there was an inordinate delay in the issuance of the show cause notice especially when the trades were done on the stock exchange platform. Further, whether the transfer of the shares is in violation of Securities and Exchange

Board of India (Prohibition of Insider Trading) Regulations, 1992 and whether the direction to pay interest from the date of the transfer was justified.

4. In the light of the aforesaid, we direct the respondent to file a reply within six weeks from today. Three weeks thereafter to the appellant to file rejoinder. The matter would be listed for admission and for final hearing on 2nd March, 2021.

5. It was urged that the impugned order should be stayed subject to the undertaking given by the appellants. On the other hand, the learned senior counsel for SEBI contended that the appellants should be put to terms and should be directed to deposit a certain amount in cash. Considering the fact that there appears to be a delay in the issuance of the show cause notice we are of the opinion that the undertaking given by the appellants would protect interest of the respondent.

6. We, consequently, stay the effect and operation of the impugned order provided the appellant nos.1, 2, 4 and 5 will not sell their shares in KIL to the value of Rs.10 crores each and appellant no.3 will not sell its shares in KIL to the value of Rs.20 crores each. The undertaking given by the appellants before this Tribunal will also be given to the depository to ensure compliance. In case of any deviation it would be open to SEBI to move an application for modification or vacation of this order.

7. Parties are directed to contact the Registrar 48 hours before the date fixed to find out as to whether the hearing would take place through video conferencing or through physical hearing.

8. The present matter was heard through video conference due to Covid-19 pandemic. At this stage it is not possible to sign a copy of this order nor a certified copy of this order could be issued by the registry. In these circumstances, this order will be

digitally signed by the Private Secretary on behalf of the bench and all concerned parties are directed to act on the digitally signed copy of this order. Parties will act on production of a digitally signed copy sent by fax and/or email.

Justice Tarun Agarwala
Presiding Officer

RAJALAKSHMI H NAIR
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Date: 2020.12.28 15:34:28 +05'30'

Dr. C.K.G. Nair
Member

Justice M.T. Joshi
Judicial Member

24.12.2020
RHN

BEFORE THE SECURITIES APPELLATE TRIBUNAL
MUMBAI

Date:24.12.2020

Misc. Application No.542 of 2020
And
Appeal No.503 of 2020

Anil N. Alwani ...Appellant

Versus

Securities and Exchange Board of India …Respondent

Mr. Pesi Modi, Senior Advocate with Mr. Kunal Katariya, Advocate i/b. Ms. Sukanya Sehgal, Advocate for the Appellant.

Mr. Shiraj Rustomjee, Senior Advocate with Mr. Mihir Mody and Mr. Arnav Misra, Advocates i/b. K. Ashar & Co. for the Respondent.

Order:

1. Connect with appeal no.499 of 2020. The appellant is aggrieved by the order of the Whole Time Member ('WTM' for short) by which he has been restrained from accessing the securities market for a period of six

months. The appellant has also been directed to disgorge certain amounts and penalties on the charge of selling the shares of Kirloskar Brothers Limited to Kirloskar Industries Ltd. (hereinafter referred to as 'KIL') as a block deal on the stock exchange platform in the year 2010. The allegation is that the appellant has sold these shares while in possession of unpublished price sensitive information.

2. In pursuance to the impugned order the bank accounts and the demat accounts of the appellant has been frozen.

3. Having heard the learned senior counsel for the parties we find that a number of issues arises for consideration and some of them are whether there was an inordinate delay in the issuance of the show cause notice especially when the trades were done on the stock exchange platform. Further, whether the transfer of the shares is in violation of Securities and Exchange

Board of India (Prohibition of Insider Trading) Regulations, 1992 and whether the direction to pay interest from the date of the transfer was justified.

4. In the light of the aforesaid, we direct the respondent to file a reply within six weeks from today. Three weeks thereafter to the appellant to file rejoinder. The matter would be listed for admission and for final hearing on 2nd March, 2021.

5. It was urged that the impugned order should be stayed subject to the undertaking given by the appellant. On the other hand, the learned senior counsel for SEBI contended that the appellant should be put to terms and should be directed to deposit a certain amount in cash. Considering the fact that there appears to be a delay in the issuance of the show cause notice we are of the opinion that the undertaking given by the appellant would protect interest of the respondent.

6. We, consequently, stay the effect and operation of the impugned order provided that the appellant will ensure that 22,100 shares of Kirloskar Ferrous Industries Ltd. will not be sold or transferred during the pendency of the appeal. The undertaking given by the appellant before this Tribunal will also be given to the depository to ensure compliance. In case of any deviation it would be open to SEBI to move an application for modification or vacation of this order.

7. Parties are directed to contact the Registrar 48 hours before the date fixed to find out as to whether the hearing would take place through video conferencing or through physical hearing.

8. The present matter was heard through video conference due to Covid-19 pandemic. At this stage it is not possible to sign a copy of this order nor a certified copy of this order could be issued by the registry. In these circumstances, this order will be

digitally signed by the Private Secretary on behalf of the bench and all concerned parties are directed to act on the digitally signed copy of this order. Parties will act on production of a digitally signed copy sent by fax and/or email.

Justice Tarun Agarwala
Presiding Officer

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Dr. C.K.G. Nair
Member

Justice M.T. Joshi
Judicial Member

24.12.2020
RHN