Enriching Lives

KIRLOSKAR INDUSTRIES LIMITED

22 July 2011

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, C -1, Block G,
Bandra-Kurla Complex,
Bandra(E),
Mumbai – 400 051

Ref: Stock Code KIRLOSIND

Dear Sir,

Subject: Proceedings of Annual General Meeting.

Pursuant to Clause 31(d) of Listing Agreement, it is informed that the following business was transacted at the Annual General Meeting of the Company held on 22 July 2011 at 2.00 p.m. at S. M. Joshi Socialist Foundation (S. M. Joshi Hall), S. No. 191/192, Navi Peth, near Ganjave Chowk, Pune 411 030;

1. Directors Report, Balance Sheet as at 31st March 2011 and Profit and Loss Account for the year ended on that date and Report of the Auditors thereon together with schedules, Annexure as placed at the Meeting were received, considered and adopted.

2. A dividend at the rate of 25% for the year 2010-2011 as recommended by the Board, was declared to be paid to those eligible Members, whose names appear on the Company's Register of Members as at the close of business hours on 22nd July 2011

3. Mr. Atul C. Kirloskar, Director who retires by rotation, was reappointed as Director of the Company

4. Mr. Vikram Kirloskar, Director who retires by rotation, was reappointed as Director of the Company.

5. Appointment of M/s. G. D. Apte & Co., Chartered Accountants, Pune (Firm Registration Number 100515W) to hold the office as such from the conclusion of this meeting until the conclusion of the next Annual General Meeting at the remuneration to be fixed by the Board Of Directors on the recommendation of the Audit Committee.

6. Mr. Nihal G. Kulkarni is appointed as the Managing Director of the Company for a period of 5 years with effect from 23 October 2010 upon terms and conditions as set out in the Agreement to be entered into between the Company and Mr. Nihal G. Kulkarni.

7. Pay to a Director who is neither in the whole time employment of the Company nor a Managing Director and if there are more than one such Directors, to all of them together, remuneration by the way of commission at the rate of 1 % of the net profits of the Company computed in the manner laid down in Sections 349 and 350 of the Companies Act, 1956.

Thanking you.

Yours faithfully,
For **Kirloskar Industries Limited**

Aditi Chirmule
Company Secretary