



KIRLOSKAR ELECTRIC COMPANY LTD.,

Sect./76/2022-23

March 18, 2023

To,

The Secretary,

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street, Mumbai - 400001

Scrip Code 533193; Scrip ID KIRELECT

National Stock Exchange Limited

Exchange Plaza,

Bandra Kurla Complex,

Bandra (East), Mumbai – 400051

Symbol – KECL; Series – EQ

Dear Sir,

Sub: Postal Ballot voting results and scrutinizer's report;

Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

This is to inform that the shareholders of the Company have passed the following resolutions as set out in the Company's Notice of Postal Ballot dated January 25, 2023, as circulated to shareholders on February 14, 2023:

- a) Reappointment of Mr. Sanjeev Kumar Shivappa (DIN: 08673340) as Director (Finance) & Chief Financial Officer of the Company as Ordinary resolution.
- b) Revision in remuneration payable to Mr. Vijay R Kirloskar (DIN: 00031253), Executive Chairman of the Company as Special resolution.
- c) Revision in remuneration payable to Mr. Anand B Hunnur (DIN: 06650798), Managing Director of the Company as Special resolution.

The details of the e-voting results of the said Postal Ballot are enclosed in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Scrutinizer's Report dated 17th March, 2023.

Thanking you

Yours faithfully

For **Kirloskar Electric Company Limited**

MAHABALES
HWAR BHAT
Digitally signed by
MAHABALES
HWAR BHAT
Date: 2023.03.18
16:04:15 +05'30'

Mahabaleshwar Bhat

Company Secretary & Compliance Officer

Regd. Office: No. 19, 2nd Main Road, Peenya 1st Stage, Phase -1, Peenya, Bengaluru, Karnataka, 560058

T+91 80 2839 7256, F +91 80 2839 6727; Email Id: investors@kirloskarelectric.com

Customer care No. : 1800 102 8268, website: www.kirloskarelectric.com

CIN: L31100KA1946PLC000415

Voting Results

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Sanjeev Kumar Shivappa (DIN: 08673340) as Director (Finance) & Chief Financial Officer of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32882117	32882117	100.0000	32882117	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		32882117	32882117	100.0000	32882117	0	100.0000
Public- Institutions	E-Voting	3922249	305942	7.8002	0	305942	0.0000	100.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3922249	305942	7.8002	0	305942	0.0000
Public- Non Institutions	E-Voting	29609705	213984	0.7227	213832	152	99.9290	0.0710
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		29609705	213984	0.7227	213832	152	99.9290
Total	Total	66414071	33402043	50.2936	33095949	306094	99.0836	0.9164
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Revision in the remuneration payable to Mr. Vijay R Kirloskar (DIN: 00031253), Executive Chairman.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32882117	32882117	100.0000	32882117	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		32882117	32882117	100.0000	32882117	0	100.0000
Public- Institutions	E-Voting	3922249	305942	7.8002	0	305942	0.0000	100.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3922249	305942	7.8002	0	305942	0.0000
Public- Non Institutions	E-Voting	29609705	263781	0.8909	142944	120837	54.1904	45.8096
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		29609705	263781	0.8909	142944	120837	54.1904
Total	Total	66414071	33451840	50.3686	33025061	426779	98.7242	1.2758
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Revision in the remuneration payable to Mr. Anand B Hunnur (DIN: 06650798), Managing Director.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32882117	32882117	100.0000	32882117	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		32882117	32882117	100.0000	32882117	0	100.0000
Public- Institutions	E-Voting	3922249	305942	7.8002	305942	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3922249	305942	7.8002	305942	0	100.0000
Public- Non Institutions	E-Voting	29609705	263781	0.8909	142641	121140	54.0755	45.9245
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		29609705	263781	0.8909	142641	121140	54.0755
Total	Total	66414071	33451840	50.3686	33330700	121140	99.6379	0.3621
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22
of the Companies (Management and Administration) Rules, 2014]

To,

The Chairperson,

Kirloskar Electric Company Limited

No. 19, 2nd Main Road, Peenya

1st Stage, Phase-1, Peenya Bengaluru

Karnataka 560058, India

Sir/Madam,

1. The Board of Directors of the Company vide Board resolution dated January 25, 2023, appointed me as a Scrutinizer for scrutinizing the postal ballot through remote e-voting process.

2. I submit my report as under:

As per General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022 in relation to "Clarification on passing of ordinary and special resolutions by Companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), the Company has sent the Postal Ballot Notice dated January 25, 2023 on February 14, 2023 by email only to the members whose email ids were available with the Company / Registrar and Share Transfer Agent (RTA).



The notice of postal ballot was sent to the members whose name(s) appeared on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on cut-off date i.e., Friday, February 10, 2023.

- 2.1 Particulars of votes cast through electronic means only have been entered in the register separately maintained for the purpose.
- 2.2 Since there was no voting by physical postal ballot form, the question of keeping them under my safe custody before commencing the scrutiny does not arise.
- 2.3 The votes cast through electronic means were unblocked on Thursday March 16, 2023 at 05:17 PM.
- 2.4 Votes cast through electronic means were scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company / list of beneficiaries as on Friday, February 10, 2023.
- 2.5 Votes cast through electronic means up to Thursday March 16, 2023 at 05:00 PM. , being the last time and date fixed by the Company for voting through electronic means were considered for my scrutiny.
- 2.6 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing postal ballot form received after due date and up to the date of this report does not arise.
- 2.7 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing postal ballot forms returned undelivered also does not arise.

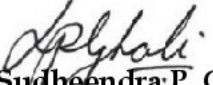


A handwritten signature in black ink, appearing to be "S.P. Ghali", written over a horizontal line.

- 2.8 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper too does not arise.
3. A summary of votes cast through electronic means is given in **Annexure-I**.
4. You may accordingly declare the result of e-voting done by the members of the Company on the resolution mentioned in the Postal Ballot Notice dated 25th January 2023.

Thanking you,

**For S.P.Ghali and Co.,
Company Secretaries**


Sudheendra P. Ghali
FCS: 7037 CP No.7537



**Address: Flat No. 2, DRK Empire,
#3rd Floor, Tilakwadi,
Belagavi-590006, Karnataka**

**Place: Belgaum
Date: 17/03/2023**

UDIN: F007037D003285730

Annexure I

Kirloskar Electric Company Limited

Regd. Office: No.19, 2nd Main Road, Peenya

1st Stage, Phase-1, Peenya Bengaluru

Karnataka 560058, India

Summary of votes cast through electronic means for the resolutions mentioned in the Postal Ballot

Notice dated 25 January, 2023

1. To Re-Appoint Mr. Sanjeev Kumar Shivappa (DIN: 08673340) as Director (Finance) and Chief Financial Officer of the Company - Ordinary Resolution.

Particulars	E-Voting		% of voting
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 10 /- each)	
(a) Total e-votes received.	134	33402043	100%
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	0	0	0
(c) Net valid e-votes (as per register)	134	33402043	100%
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	127	33095949	99.08%
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	7	306094	0.92%



2. To Revise in the remuneration payable to Mr. Vijay R Kirloskar (DIN: 00031253), Executive Chairman. - Special Resolution

Particulars	E-Voting		% of voting
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 10/- each)	
(d) Total e-votes received.	135	33451840	100%
(e) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	0	0	0
(f) Net valid e-votes (as per register)	135	33451840	100%
(f) e-votes with assent for the Resolution as a percentage of net valid e-votes	115	33025061	98.72%
(g) e-votes with dissent for the Resolution as a percentage of net valid e-votes	20	426779	1.28%



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3. To Revise in the remuneration payable to Mr. Anand B Hunnur (DIN: 06650798), Managing Director. - Special Resolution

Particulars	E-Voting		% of voting
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 10/- each)	
(a) Total e-votes received	135	33451840	100%
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	0	0	0
(c) Net valid e-votes (as per register) *	135	33451840	100%
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	113	33330700	99.64%
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	22	121140	0.36%



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