



Enriching Lives

KIRLOSKAR BROTHERS LIMITED

A Kirloskar Group Company

SEC/ F:24

August 05, 2024

BSE Limited

Corporate Relationship Department,
2nd Floor, New Trading Ring,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001.

(BSE Scrip Code – 500241)

National Stock Exchange of India Ltd.

5th Floor, Exchange Plaza,
Bandra (East),
Mumbai – 400 051.

(NSE Symbol – KIRLOSBROS)

Dear Sir/Madam,

Sub.: Details of voting results at the 104th Annual General Meeting (AGM)

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

In terms of the subject referred Regulation, we are enclosing a disclosure of voting results of the AGM together with the Scrutinizer's Reports on e-voting.

Date of the Annual General Meeting	Friday, August 02, 2024
Total number of shareholders as on Record Date (i.e.) July 26, 2024	62,323
Number of shareholders present at the meeting in person: <ul style="list-style-type: none">• Promoter and Promoter group• Public	N.A.
Number of shareholders attended the meeting through Video Conferencing: <ul style="list-style-type: none">• Promoter and Promoter Group• Public	8 32

The consolidated voting results and the Scrutinizer's Report thereon are being uploaded on the website of the Company at www.kirloskarpumps.com and on the website of NSDL at www.evoting.nsdl.com.

You are requested to take the same on records.

Thanking you,

Yours faithfully,

For **KIRLOSKAR BROTHERS LIMITED**

Devang Trivedi

Company Secretary

Encl.: As Above

Resolution 1 : To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Reports of the Board of Directors and Auditors thereon

Resolution required :(Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter & Promoter Group	E-VOTING	52371675	51758825	98.83	31972811	19786014	61.77	38.23
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		51758825	98.83	31972811	19786014	61.77	38.23
Public - Institutions	E-VOTING	12354235	8503424	68.83	8503424	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		8503424	68.83	8503424	0	100.00	0.00
Public-Non Institutions	E-VOTING	14683016	118070	0.80	117654	416	99.65	0.35
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		118070	0.80	117654	416	99.65	0.35
TOTAL		79408926	60380319	76.04	40593889	19786430	67.23	32.77

Resolution 2 : To consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Report of the Auditors thereon

Resolution required :(Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter & Promoter Group	E-VOTING	52371675	51758825	98.83	31972811	19786014	61.77	38.23
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		51758825	98.83	31972811	19786014	61.77	38.23
Public - Institutions	E-VOTING	12354235	8503424	68.83	8503424	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		8503424	68.83	8503424	0	100.00	0.00
Public-Non Institutions	E-VOTING	14683016	118070	0.80	114973	3097	97.38	2.62
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		118070	0.80	114973	3097	97.38	2.62
TOTAL		79408926	60380319	76.04	40591208	19789111	67.23	32.77

Resolution 3 : To declare dividend on equity shares of the Company for the Financial Year ended March 31, 2024

Resolution required :(Ordinary / Special) **Ordinary Resolution**

Whether promoter/promoter group are interested in the agenda/resolution ? **No**

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	52371675	31972811	61.05	31972811	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		31972811	61.05	31972811	0	100.00	0.00
Public - Institutions	E-VOTING	12354235	8671222	70.19	8671222	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		8671222	70.19	8671222	0	100.00	0.00
Public-Non Institutions	E-VOTING	14683016	118070	0.80	117657	413	99.65	0.35
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		118070	0.80	117657	413	99.65	0.35
TOTAL		79408926	40762103	51.33	40761690	413	100.00	0.00

Resolution 4 : To appoint a Director in place of Ms. Rama Kirloskar (DIN 07474724),who retires by rotation and being eligible, offers herself for re-appointment

Resolution required :(Ordinary / Special) Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution ? No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	52371675	51758825	98.83	31972811	19786014	61.77	38.23
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		51758825	98.83	31972811	19786014	61.77	38.23
Public - Institutions	E-VOTING	12354235	8667147	70.16	8667147	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		8667147	70.16	8667147	0	100.00	0.00
Public-Non Institutions	E-VOTING	14683016	118070	0.80	117510	560	99.53	0.47
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		118070	0.80	117510	560	99.53	0.47
TOTAL		79408926	60544042	76.24	40757468	19786574	67.32	32.68

Resolution 5 : To ratify remuneration payable to the Cost Auditors for the Financial Year 2024-25

Resolution required :(Ordinary / Special) **Ordinary Resolution**

Whether promoter/promoter group are interested in the agenda/resolution ? **No**

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	52371675	51758825	98.83	51758825	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		51758825	98.83	51758825	0	100.00	0.00
Public - Institutions	E-VOTING	12354235	8667147	70.16	8667147	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		8667147	70.16	8667147	0	100.00	0.00
Public-Non Institutions	E-VOTING	14683016	118208	0.81	117792	416	99.65	0.35
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		118208	0.81	117792	416	99.65	0.35
TOTAL		79408926	60544180	76.24	60543764	416	100.00	0.00



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Based on the Scrutinizer's Report dated August 05, 2024, I declare that the Resolutions No. 1 to 5 are passed with requisite majority.

For **Kirloskar Brothers Limited**

Devang Trivedi
Company Secretary

Report of Scrutinizer

[Pursuant to section 108 and 110 of the Companies Act, 2013 read with rule 20 and 22 of the
Companies (Management and Administration) Rules, 2014]

CONSOLIDATED SCRUTINIZER'S REPORT

To,
The Chairman / Company Secretary
M/s Kirloskar Brothers Limited
CIN: L29113PN1920PLC000670,
Yamuna, S No.98/3 – 7, Plot No.3 Baner,
Pune – 411 045.

Sub : Scrutinizer Report of 104th Annual General Meeting held on 2nd August, 2024 Through Video Conferencing / Other Audio Visual Means

Dear Sir,

I, Dinesh Shivnarayan Birla proprietor of Dinesh Birla & Associates, Practicing Company Secretary appointed as Scrutinizer by the board of directors of Kirloskar Brothers Limited for the purpose of scrutinizing the remote e-voting process and e-voting as per Section 108 and 109 of the Companies Act, 2013 and Rules read thereunder, in respect of the resolutions as set out in the notice convening the 104th Annual General Meeting of the company, held on 02nd August, 2024 at 02.00 pm through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

In terms of the General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 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 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, issued by Ministry of Corporate Affairs, Government of India ('MCA Circulars'), the company has sent Notice of Annual General Meeting along with integrated Annual Report in electronic form only. The Notice and Integrated Annual Report of the company has also been placed on the website of the company, e-voting website of NSDL and was also available on the website of the stock exchanges.

The MCA vide its general circular has allowed companies to convene AGM through VC / OAVM. Voting by means of poll at the AGM by filing physical ballot papers is therefore dispensed with as no physical AGM is convened. Members who have not voted during the remote e-voting period but attending the AGM, were allowed to cast their vote by e-voting conducted at the AGM. The e-voting process thus includes the consolidated number of e-votes cast during the remote e-voting period and the e-votes cast at the AGM.

Responsibility of the Management of the company

The compliance with the requirements of the Companies Act, 2013 and the rules made thereunder relating to remote e-voting and e-voting by the shareholders on the resolution (s) set out in the notice convening the 104th Annual General Meeting of the Company is the responsibility of the Management.

My responsibility as Scrutinizer

My responsibility as a Scrutinizer for the remote e-voting process and e-voting conducted at the AGM is restricted to make a Consolidated Scrutinizer's Report for the votes casted 'in favour' or 'against' the resolutions as stated in the said Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility and poll conducted at AGM, in a fair and transparent manner.

Based on confirmation received from the Company, I submit my report as under:

1. The Company had completed the dispatch of Notice of the 104th AGM dated 14th May, 2024, along with statement setting out material facts pursuant to Section 102 of the Companies Act, 2013 on Saturday, 06th July, 2024, to its members through email whose email id is registered with the Registrar and Share Transfer Agent (RTA)/ Depositories.

The members holding shares in physical mode or not having email ID registered with their Depository Participants or Registrar & Share Transfer Agent of the company, were given special facility to get their email ID registered to receive the notice electronically and participate in remote e-voting process. As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 read with the Circular, the company has given a public advertisement in Financial Express and Loksatta on 07th July, 2024.

2. The said Notice was dispatched on the basis of Register of Members made available by RTA of the Company and the list of beneficial owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 28th June, 2024.
3. As per Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company has published advertisement about providing E-voting facility in Newspapers named "Financial Express" and "Loksatta" on 07th July, 2024.
4. The Company had provided e-voting facility offered by National Securities Depository Limited (NSDL) to the shareholders of the Company.
5. The remote e-voting was kept open for 3 days from 9:00 AM on Tuesday, July 30, 2024 and remained open up to 5:00 PM on Thursday, August 01, 2024. Further E-voting facility was also made available during the Annual General Meeting held through Video Conferencing.
6. The equity shareholders holding shares on July 26, 2024 (i.e. "cut-off date") were entitled to vote on the resolution (s) set out in the notice convening the 104th Annual General Meeting of the Company.

7. The results of voting through remote e-voting and e-voting is as under:

a) Resolution No. 1 -Ordinary Resolution - To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Reports of the Board of Directors and Auditors thereon.

I. Voted in favour of the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	251	40593889	67.2303

II. Voted against the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	9	19786430	32.7697

III. Invalid Votes;

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0

Based on above I report that the Ordinary Resolution set out as Item No. 1 of the AGM Notice has been passed with requisite majority.

b). Resolution No. 2-Ordinary Resolution - To consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Report of the Auditors thereon.

I. Voted in favour of the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	249	40591208	67.2259

II. Voted against the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	11	19789111	32.7741

III. Invalid Votes;

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0

Based on above I report that the Ordinary Resolution set out as Item No. 2 of the AGM Notice has been passed with requisite majority.

c) Resolution No. 3-Ordinary Resolution -Declaration of dividend on Equity Shares of the company for the Financial Year ended March 31, 2024

I. Voted in favour of the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	254	40761690	99.9989

II. Voted against the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	2	413	0.0010

III. Invalid Votes;

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0

Based on above I report that the Ordinary Resolution set out as Item No. 3 of the AGM Notice has been passed with requisite majority.

d) Resolution No. 4-Ordinary Resolution -To appoint a director in place of Ms. Rama Kirloskar (DIN: 07474724) who retires by rotation and being eligible offers herself for re-appointment.

I. Voted in favour of the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	249	40757468	67.3187

II. Voted against the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	12	19786574	32.6813

III. Invalid Votes;

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them

E-voting	0	0
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Based on above I report that the Ordinary Resolution set out as Item No. 4 of the AGM Notice has been passed with requisite majority.

e) **Resolution No. 5-Ordinary Resolution -Ratification of remuneration payable to M/s. Harshad S Deshpande& Associates, Cost Auditors of the company.**

I. Voted in favour of the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	257	60543764	99.9993

II. Voted against the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	416	0.0007

III. Invalid Votes;

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0

Based on above I report that the Ordinary Resolution set out as Item No. 5 of the AGM Notice has been passed with requisite majority.

8. A soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been emailed to the Company Secretary of the company for safe keeping.

Thanking you,
Yours faithfully,
For Dinesh Birla & Associates
Company Secretaries

DINESH
SHIVNARAYAN
BIRLA

Digitally signed by DINESH
SHIVNARAYAN BIRLA
Date: 2024.08.05 10:33:19
+05'30'

Dinesh Birla, Proprietor
Membership No.: FCS-7658
COP No. 13029
Peer Review No.:1668/2022
UDIN: F007658F000883555

Place: Pune
Date: 05th August, 2024