



# KIRLOSKAR ELECTRIC COMPANY LTD.,

Sect./42/2024-25  
September 16, 2024

To,  
The Manager,  
Corporate Relationship Department,  
BSE Limited,  
2nd Floor, New Trading Ring,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001.  
Scrip: 533193; ISIN: INE134B01017

The Manager,  
The Listing Department,  
National Stock Exchange of India Limited,  
C-1, Block 'G', 5th Floor, Exchange Plaza,  
Bandra Kurla Complex, Bandra (East),  
Mumbai – 400051.  
Symbol: KECL; ISIN: INE134B01017;

Dear Sir,

**Sub: Proceedings of 77<sup>th</sup> Annual General Meeting (AGM);**  
**Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;**

Time of commencement of meeting : 11:00 AM  
Time of conclusion of meeting : 12.20 PM

The 77<sup>th</sup> Annual General Meeting of the Company was held today i.e., September 16, 2024 through Video Conferencing. In this connection, we attach hereto the proceedings of the 77<sup>th</sup> AGM of the Company.

This is for your information and dissemination.

Thanking you

Yours Faithfully  
for **Kirloskar Electric Company Limited**

Mahabaleshwar Bhat  
**Company Secretary & Compliance Officer**

Encl: a/a



# KIRLOSKAR ELECTRIC COMPANY LTD.,

PROCEEDINGS OF THE 77<sup>th</sup> ANNUAL GENERAL MEETING (“AGM”) OF THE MEMBERS OF KIRLOSKAR ELECTRIC COMPANY LIMITED HELD ON MONDAY, SEPTEMBER 16, 2024 THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS (“VC / OAVM”).

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Time of commencement of meeting : 11.00 AM  
Time of conclusion of meeting : 12.20 PM

The meeting was held in compliance with the General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs (‘MCA’) and Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by SEBI (hereinafter collectively referred to as “the Circulars”) and the applicable provisions of the Companies Act, 2013 and the Rules made thereunder and secretarial standards.

**a. Summary of proceedings of the meeting:**

- Mr. Vijay R Kirloskar, Executive Chairman of the Company commenced the meeting by welcoming the members attending through video conferencing / other audio visual means. He informed the members that the meeting was convened and conducted in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI. Thereafter, he confirmed that the requisite quorum was present at the AGM and called the meeting to order. He then introduced all the Directors to the members.
- Representatives of M/s K N Prabhashankar & Co., Chartered Accountants, Statutory Auditors, and Mr. Sudheendra Ghali, practising Company Secretary, Secretarial Auditor and Scrutinizer for the remote e-voting and the e-voting during the proceedings of the AGM, were also present at the Meeting through VC.
- Thereafter, Chairman requested the Company Secretary to provide general instructions to participants of the meeting.
- The Company Secretary highlighted certain points regarding the participation in the meeting and informed the members that the statutory registers and documents required to be placed before the AGM were made available electronically for inspection by the members if they so desire during the AGM. He also informed that all efforts feasible under the current circumstances have been made to enable electronic participation and voting of the members for the AGM.
- The Chairman again welcomed the members to the 77<sup>th</sup> AGM of the Company and requested Mr. Anand B Hunnur, Managing Director of the Company to address the shareholders on his

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Customer care No. : 1800 102 8268, website: www.kirloskarelectric.com  
CIN: L31100KA1946PLC000415



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behalf. Mr. Anand B Hunnur, in his speech, briefed the members regarding the key highlights of the performance of the Company for FY 2023-24, market outlook and way forward.

- The Chairman then requested the Company Secretary to read Auditors' Report. Thereafter the Company Secretary proceeded to read the Auditor's Report which was then taken as read on member's insistence.
- The Chairman informed that the Notice of the 77<sup>th</sup> AGM together with the Annual Report was already sent by electronic mode to all the Members. Therefore, the Notice was taken as read.
- Thereafter, the speaker shareholders registered for this meeting were invited to raise any query and offer any suggestion. The management of the Company answered to all the queries raised by the members and noted down their suggestions for due consideration.

**b. Business transacted at the meeting:**

<b>Sl. No</b>	<b>Agenda Item</b>	<b>Type of Resolution</b>
	<b>ORDINARY BUSINESS</b>	
1.	Adoption of Audited Financial Statements along with Audited Consolidated Financial Statements of the Company for the year ended March 31, 2024 together with the reports of the Board of Directors and Auditor's thereon.	Ordinary Resolution
2.	Appoint a director in place of Mrs. Meena Kirloskar (DIN: 0286774), who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary Resolution
3	Appointment of M/s K N Prabhaskar & Co as Statutory Auditors of the company for the period of three years commencing from this annual general meeting till the conclusion of 80th annual general meeting and to fix their remuneration.	Ordinary Resolution
	<b>SPECIAL BUSINESS</b>	
4.	Regularization of Additional Independent Director, Mr. Mohammed Saad Bin Jung (DIN: 00264525) by appointing him as an Independent Director of the Company.	Special Resolution
5.	Regularization of Additional Independent Director, Dr. Pangal Ranganath Nayak (DIN: 01507096) by appointing him as an Independent Director of the Company.	Special Resolution

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6.	Revision in the remuneration payable to Mr. Vijay R Kirloskar (DIN: 00031253), Executive Chairman.	Special Resolution
7.	Revision in the remuneration payable to Mr. Anand B Hunnur (DIN: 06650798), Managing Director.	Special Resolution
8.	Revision in the remuneration payable to Mr. Shivappa Sanjeev Kumar (DIN: 08673340), Director (Finance) & Chief Financial Officer.	Special Resolution
9.	Appointment of M/s. BMS Auditing, Chartered Accountants, as auditor of the Branch office situated at Ajman, UAE.	Ordinary Resolution
10.	Ratification of the remuneration of the Cost Auditors for the financial year ending March 31, 2024.	Ordinary Resolution

- Mr. Anand B Hunnur informed the members that the e-voting facility on CDSL Platform will continue to be available for the next 30 minutes. Therefore, those members who had not casted their vote through remote e-voting may do so within the next 30 minutes and that the resolution as set forth in the notice shall be deemed to be passed subject to the receipt of the requisite number of votes.
- He further stated that, Mr. Sudheendra Ghali, practising Company Secretary (ACS No. 7037 / PCS No. 7537) was appointed as the scrutinizer in connection with the voting process for the AGM and that the results of voting shall be placed on the website of the company at the earliest.
- Thereafter both the Chairman and Managing Director thanked all the members for their participation and announced formal closure of the meeting.

**Note:** The document does not constitute minutes of the proceedings of the AGM held on Monday, September 16, 2024.

For Kirloskar Electric Company Limited

Mahabaleshwar Bhat  
Company Secretary & Compliance Officer

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