



KIRLOSKAR ELECTRIC COMPANY LTD.,

Sect./34/2022-23

August 12, 2022

To,
The Secretary,
BSE LTD.,
Stock Exchange Towers,
Floor 25, P J Towers,
Dalal Street, Mumbai – 400 051
Scrip Code 533193; Scrip ID KIRELECT

NATIONAL STOCK EXCHANGE OF INDIA LTD

Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
Symbol – KECL; Series – EQ

Dear Sir,

Sub: Proceedings of 75th 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 : 11:50 AM

The 75th Annual General Meeting of the Company was held today i.e., on August 12, 2022 through video conferencing. In this connection, we attach hereto the proceedings of the 75th AGM of the Company.

This is for your information and dissemination.

Thanking you

Yours Faithfully
for **Kirloskar Electric Company Limited**

MAHABALE SHWAR BHAT
Digitally signed by
MAHABALESHWAR
BHAT
Date: 2022.08.12
19:17:36 +05'30'

Mahabaleshwar Bhat
Company Secretary & Compliance Officer

Encl: a/a

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



KIRLOSKAR ELECTRIC COMPANY LTD.,

PROCEEDINGS OF THE 75th ANNUAL GENERAL MEETING (“AGM”) OF THE MEMBERS OF KIRLOSKAR ELECTRIC COMPANY LIMITED HELD ON FRIDAY, AUGUST 12, 2022 THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS (“VC / OAVM”).

Time of commencement of meeting : 11.00 AM

Time of conclusion of meeting : 11.50 AM

The meeting was held in compliance with the General Circular nos. 14/2020, 17/2020, 20/2020 and 02/2021, 02/2022 & 03/2022 issued by the Ministry of Corporate Affairs (“MCA”), Circulars issued by the Securities and Exchange Board of India (“SEBI”) and the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

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 and introducing all the directors to the members. He confirmed to the members that the authorized representatives of the Statutory Auditors and Secretarial Auditor were also virtually present in the meeting. He mentioned that the meeting was convened and conducted as per the provisions of the Companies Act, 2013, the relevant rules and secretarial standards made there under and as per applicable regulations of SEBI. He then informed the members that the Company has engaged the services of CDSL to provide remote e-voting facility and e-voting facility during the AGM.
- Thereafter, the Chairman confirmed that the requisite quorum was present at the AGM and called the meeting to order. He requested the Company Secretary to provide general instructions to participate in the meeting.
- The Company Secretary highlighted certain points regarding the participation in the meeting and informed the members that the register of directors and key managerial personnel, the register of contracts or arrangements, and other documents mentioned in the AGM Notice have been made available electronically for inspection by the members during the AGM.
- Thereafter the Company Secretary handed over the proceedings to the Chairman.
- The Chairman again welcomed the members to the 75th AGM of the Company and informed that all efforts feasible under the current circumstances have been made to enable electronic participation and voting of the members for the AGM.

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- The Chairman proceeded with his address to the members. In his speech, he briefed the members regarding the key highlights for FY 2021-22 and the performance of the Company.
- The Chairman requested the Company Secretary to read Auditors' Report. Thereafter the Company Secretary read the Auditor's Report.
- The Chairman informed that the Notice of the 75th AGM together with the Annual Report was already sent by electronic mode to all the Members. Therefore, the Notice was taken as read.
- The Chairman informed that the Company had provided e-voting facility to all its members as required under the provisions of the Companies Act, 2013 to cast their votes through remote e - voting facility on the items set forth in the notice of the AGM. He also informed that, those members present at the meeting who could not cast their vote on the resolutions through remote e-Voting and are otherwise not barred from doing so shall be eligible to vote through e-Voting system which was made available during the AGM to only those members present at the meeting.
- The Chairman and the Managing Director then invited the speaker shareholders registered for this meeting to raise any query and offer any suggestion. The management of the Company replied to all the queries raised by the members and noted down their suggestions for due consideration.

b. Business transacted at the meeting:

<u>Sl. No</u>	<u>Agenda Item</u>	<u>Resolution Passed</u>
	ORDINARY BUSINESS	
1.	Adoption of AUDITED FINANCIAL STATEMENTS along with Audited Consolidated Financial Statements of the Company for the year ended March 31, 2022.	Ordinary Resolution
2.	Re-appointment of Mrs. Meena Kirloskar (DIN: 00286774), Non Executive Director, as a director liable to retire by rotation.	Ordinary Resolution
	SPECIAL BUSINESS	
3.	Appointment of Mr. Ravi Ghai (DIN: 08715119), as Director of the Company and as an Independent Director of the Company.	Special Resolution
4.	Appointment of Mr. Anand Balaramacharya Hunnur (DIN: 06650798), as Director of the Company.	Ordinary Resolution
5.	Appointment of Mr. Anand B Hunnur (DIN: 06650798) as Managing Director of the Company.	Special Resolution
6.	Appointment of M/s. Sundar and Associates (AF no. 1172), Chartered Accountants, Malaysia as Branch Auditors of the Company.	Ordinary Resolution
7.	Appointment of M/s. BMS Auditing, Chartered Accountants, as auditor of the Branch office situated at Sharjah, UAE.	Ordinary Resolution
8.	Ratification of the remuneration of the Cost Auditors.	Ordinary Resolution

- The Chairman 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.
- The Chairman authorized Mr. Mahabaleshwar Bhat, Company Secretary, to receive the Scrutinizer's Report and communicate the results of voting to the Stock Exchanges and also place them on the website of the Company immediately after the declaration of the results.
- The Chairman informed that about 85 members participated in the AGM at that time excluding the speaker shareholders and director shareholders (In total 91 members attended the meeting as per the final report). Thereafter the Chairman 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 Friday, August 12, 2022.

For Kirloskar Electric Company Limited

Digitally signed by
MAHABALES
HWAR BHAT
Date: 2022.08.12
19:05:31 +05'30'

Mahabaleshwar Bhat

Company Secretary & Compliance Officer