



KIRLOSKAR ELECTRIC COMPANY LTD.,

Sect./36/2019
January 28, 2019

The Secretary,

NATIONAL STOCK EXCHANGE OF INDIA LTD

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

✓ BSE LTD.,

Stock Exchange Towers,
Floor 25, P J Towers,
Dalal Street,
Mumbai – 400 051
Scrip Code 533193
Scrip ID KIRELECT

Dear Sir,

Sub: Postal Ballot Result:

Ref: Disclosure under regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

Pursuant to the regulation under reference with regard to the matter under subject, we submit herewith the details of the approval granted by the Members of the company, in respect of the Ordinary /Special resolutions as set out in the Postal Ballot Notice dated December 17, 2018.

Please note that the results have been consolidated in respect of voting conducted through e-voting and Postal Ballot Form. We are pleased to inform you that all the Resolutions (Ordinary/Special) set forth in the Postal Ballot Notice dated December 17, 2018 has been passed by the Members of the company with requisite majority.



KIRLOSKAR ELECTRIC COMPANY LTD.,

In this connection, we enclose herewith Scrutinizers report dated January 28, 2019 issued by Mr. V Karthick, Practising Company Secretary (Membership no. ACS 11910 / C.P. no. 4680), Scrutinizer for the said e-voting process.

This is for your information and dissemination.

Thanking you

Yours faithfully

for **Kirloskar Electric Company Limited**

K S SWAPNA
LATHA

Digitally signed by
K S SWAPNA LATHA
Date: 2019.01.28
19:42:34 +05'30'

K S Swapna Latha

Sr. General Manager (Legal) & Company Secretary

Encl: a/a



V. Karthick
Company Secretary

No. 305, 3rd Floor, # 50,
Huligadri Renaissance Landmark,
10th Main, 17th Cross, Malleswaram,
Ph. : +91 80 2344 3844 Bangalore -560 055
Email : vk@vkarthick.com

Ref:

Date:
Dt. January 28, 2019

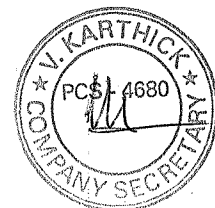
To,

**The Managing Director,
Kirloskar Electric Company Limited**
Industrial Suburb, Rajajinagar,
Bangalore – 560 010

Subject: Disclosure of voting results of the Resolutions passed through Postal Ballot of Kirloskar Electric Company Limited and declaration of consolidated results of e-voting and poll through postal ballot along with the Scrutinizer's Report

Dear Sir,

1. I, V. Karthick, Practicing Company Secretary (PCS 4680) at Unit No. 305, 3rd Floor, # 50, Huligadri Renaissance Landmark, 10th Main, 17th Cross, Malleswaram, Bangalore - 560 055 was appointed as Scrutinizer by the Board of Directors of **Kirloskar Electric Company Limited** ("the Company") for the purpose of scrutinizing e-voting process and voting by postal ballots pursuant to Section 110 and 108 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management & Administration) Rules, 2014 (as amended from time to time) in respect of below mentioned resolutions, proposed through Postal Ballots. I hereby submit my report as under.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under relating to voting through electronic means and voting by postal ballots by the shareholders on the resolutions proposed in the Postal Ballot Notice of the Company dated 17th December, 2018. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of postal ballot are conducted in a fair and transparent manner and to submit a consolidated Scrutinizer's report of the total votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company and the report generated for voting by use of postal ballots.
3. I have rendered scrutinizers' report separately on the e-voting and by using postal ballots, to the Company, and I hereby submit consolidated scrutinizer's report pursuant to above mentioned Rules on the resolutions contained in the Postal Ballot Notice of the Company dated 17th December, 2018.



4. The result of the voting is as under:

(COMBINED RESULTS OF E-VOTING AND POSTAL BALLOT POLL)

Item no: 1 passed as Special Resolution

Approval for sale / disposal / transfer of the non-core assets of the company:

(i) Voted in favour of the resolution:

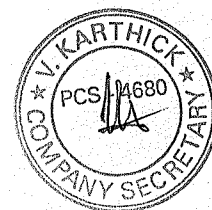
Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members who voted by postal ballot	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll by Postal ballot	% of total number of valid votes cast
38	32,894,724	139	57,602	32,952,326	92.72

(ii) Voted against the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members who voted by postal ballot	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll by Postal ballot	% of total number of valid votes cast
5	2,586,811	21	1,476	2,588,287	7.28

(iii) Invalid votes:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
NIL	NIL	6	844	844	0.00



Item no: 2

To approve related party transaction passed as Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members who voted by postal ballot	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll by Postal ballot	% of total number of valid votes cast
37	32,894,723	135	56,483	32,951,206	92.71

(ii) Voted against the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members who voted by postal ballot	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll by Postal ballot	% of total number of valid votes cast
6	2,586,812	22	1,776	2,588,588	7.28

(iii) Invalid votes:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members who voted by postal ballot	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll by Postal ballot	% of total number of valid votes cast
NIL	NIL	6	844	844	0.00

(iv) Not voted on this item:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members who voted by postal ballot	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll by Postal ballot	% of total number of valid votes cast
NA	NA	3	819	819	0.00



Item no: 3 passed as Special Resolution

To continue directorship of Mr. Sarosh Jehangir Ghandy (DIN: 00031237), non-executive independent director who has attained the age above 75 years

(i) Voted in favour of the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members who voted by postal ballot	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll by Postal ballot	% of total number of valid votes cast
33	35,470,031	137	57,232	35,527,263	99.96

(ii) Voted against the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members who voted by postal ballot	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll by Postal ballot	% of total number of valid votes cast
9	10,889	22	1,827	12,716	0.04

(iii) Invalid votes:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members who voted by postal ballot	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll by Postal ballot	% of total number of valid votes cast
NIL	NIL	6	844	844	0.00

(iv) Not voted on this item:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members who voted by postal ballot	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll by Postal ballot	% of total number of valid votes cast
NA	NA	2	634	634	0.00



Item no: 4 passed as Special Resolution

To continue directorship of Mr. Mahendra Vellore Padmanaban (DIN: 00033270), non-executive independent director who has attained the age above 75 years

(i) Voted in favour of the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members who voted by postal ballot	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll by Postal ballot	% of total number of valid votes cast
33	35,470,645	139	57,239	35,527,884	99.96

(ii) Voted against the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members who voted by postal ballot	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll by Postal ballot	% of total number of valid votes cast
10	10,890	19	1,649	12,539	0.04

(iii) Invalid votes:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members who voted by postal ballot	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll by Postal ballot	% of total number of valid votes cast
NIL	NIL	6	844	844	0.00

(iv) Not voted on this item:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members who voted by postal ballot	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll by Postal ballot	% of total number of valid votes cast
NA	NA	2	190	190	0.00



Item no: 5 passed as Special Resolution

Continuation of directorship of Mr. Anil Kumar Bhandari (DIN: 00031194), non-executive independent director who will attain the age of 75 years after April 01, 2019

(i) Voted in favour of the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members who voted by postal ballot	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll by Postal ballot	% of total number of valid votes cast
33	35,470,146	139	57,239	35,527,385	99.96

(ii) Voted against the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members who voted by postal ballot	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll by Postal ballot	% of total number of valid votes cast
9	10,889	19	1,649	12,538	0.04

(iii) Invalid votes:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members who voted by postal ballot	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll by Postal ballot	% of total number of valid votes cast
NIL	NIL	6	844	844	0.00

(iv) Not voted on this item:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members who voted by postal ballot	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll by Postal ballot	% of total number of valid votes cast
NA	NA	3	690	690	0.00




All relevant records of electronic voting / Polling will remain in our safe custody until the Chairman considers, approves and signs the minutes of AGM and the same shall be handed over thereafter to the Chairman for the safe keeping.

Thanking You,
Yours Faithfully,

Place: Bangalore
Dated: 28.01.2019

V. Karthick
V. Karthick
ACS: 11910, CP NO: 4680
Scrutinizer

A circular stamp with the text "V. KARTHICK" at the top, "PCS - 4680" in the center, and "SCRUTINIZER" at the bottom. The stamp is partially overlapping the signature and the typed name.

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General information about company

Scrip code	533193
NSE Symbol	KECL
MSEI Symbol	KECL
ISIN	INE134B01017
Name of the company	LOSKAR ELECTRIC COMPANY LIMITED
Type of meeting	Postal Ballot
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	28-01-2019
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details

Name of the Scrutinizer	V KARTHICK
Firms Name	V KARTHICK
Qualification	CS
Membership Number	11910
Date of Board Meeting in which appointed	17-12-2018
Date of Issuance of Report to the company	28-01-2019

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Voting results	
Record date	14-12-2018
Total number of shareholders on record date	53781
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	10
b) Public	156
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL FOR SALE / TRANSFER OF THE NON-CORE ASSETS 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	32877027	32877027	100.0000	32877027	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		32877027	32877027	100.0000	32877027	0	100.0000
Public- Institutions	E-Voting	4031703	2576571	63.9078	0	2576571	0.0000	100.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4031703	2576571	63.9078	0	2576571	0.0000
Public- Non Institutions	E-Voting	29505341	27937	0.0947	17697	10240	63.3461	36.6539
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		59078	0.2002	57602	1476	97.5016	2.4984
	Total		29505341	87015	0.2949	75299	11716	86.5357
Total	Total	66414071	35540613	53.5137	32952326	2588287	92.7174	7.2826
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	844

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL TO RELATED PARTY TRANSACTION.				
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	32877027	32877027	100.0000	32877027	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		32877027	32877027	100.0000	32877027	0	100.0000
Public- Institutions	E-Voting	4031703	2576571	63.9078	0	2576571	0.0000	100.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4031703	2576571	63.9078	0	2576571	0.0000
Public- Non Institutions	E-Voting	29505341	27937	0.0947	17696	10241	63.3425	36.6575
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		58259	0.1975	56483	1776	96.9515	3.0485
	Total		29505341	86196	0.2921	74179	12017	86.0585
Total	Total	66414071	35539794	53.5124	32951206	2588588	92.7164	7.2836
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	844

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Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				CONTINUATION OF DIRECTORSHIP OF MR. SAROSH JEHangIR GANDHI (DIN: 00031237), NON-EXECUTIVE INDEPENDENT DIRECTOR WHO HAS ATTAINED THE AGE ABOVE 75 YEARS.				
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	32877027	32877027	100.0000	32877027	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		32877027	32877027	100.0000	32877027	0	100.0000
Public- Institutions	E-Voting	4031703	2576571	63.9078	2576571	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		4031703	2576571	63.9078	2576571	0	100.0000
Public- Non Institutions	E-Voting	29505341	27322	0.0926	16433	10889	60.1457	39.8543
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		59059	0.2002	57232	1827	96.9065	3.0935
	Total		29505341	86381	0.2928	73665	12716	85.2792
Total	Total	66414071	35539979	53.5127	35527263	12716	99.9642	0.0358
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	844

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				CONTINUATION OF DIRECTORSHIP OF MR. MAHENDRA VELLORE PADMANABHAN (DIN: 00033270), NON-EXECUTIVE INDEPENDENT DIRECTOR WHO HAS ATTAINED THE AGE ABOVE 75				
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	32877027	32877027	100.0000	32877027	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		32877027	32877027	100.0000	32877027	0	100.0000
Public- Institutions	E-Voting	4031703	2576571	63.9078	2576571	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		4031703	2576571	63.9078	2576571	0	100.0000
Public- Non Institutions	E-Voting	29505341	27937	0.0947	17047	10890	61.0194	38.9806
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		58888	0.1996	57239	1649	97.1998	2.8002
	Total		29505341	86825	0.2943	74286	12539	85.5583
Total	Total	66414071	35540423	53.5134	35527884	12539	99.9647	0.0353
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	844

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				CONTINUATION OF DIRECTORSHIP OF MR. ANIL KUMAR BHANDARI (DIN: 00031194), NON-EXECUTIVE INDEPENDENT DIRECTOR WHO WILL ATTAIN THE AGE OF 75 YEARS AFTER APRIL 01,				
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	32877027	32877027	100.0000	32877027	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		32877027	32877027	100.0000	32877027	0	100.0000
Public- Institutions	E-Voting	4031703	2576571	63.9078	2576571	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		4031703	2576571	63.9078	2576571	0	100.0000
Public- Non Institutions	E-Voting	29505341	27437	0.0930	16548	10889	60.3127	39.6873
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		58888	0.1996	57239	1649	97.1998	2.8002
	Total		29505341	86325	0.2926	73787	12538	85.4758
Total	Total	66414071	35539923	53.5126	35527385	12538	99.9647	0.0353
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	844