

9 August 2022

✓ BSE Limited
Corporate Relationship Department
1st Floor, P. J. Towers,
Dalal Street, Fort,
Mumbai 400 001.

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C -1, Block G,
Bandra-Kurla Complex, Bandra (E),
Mumbai 400 051.

BSE Scrip Code: 500243

NSE Scrip Code: KIRLOSIND

Sir / Madam,

Sub.: Proceedings of the Annual General Meeting

Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the Regulations), we wish to inform you that the following businesses were put to vote at the Annual General Meeting (AGM) of the Company held on Tuesday, 9 August 2022, at 11.30 a.m. (IST) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) facility, in compliance with the provisions of the Companies Act, 2013, (the Act) and Rules thereof read with the General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 02/2022 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 8 December 2021, 14 December 2021 and 5 May 2022, respectively, issued by the Ministry of Corporate Affairs (hereinafter referred to as 'MCA Circulars') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12 May 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15 January 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13 May 2022, issued by SEBI (collectively referred to as 'SEBI Circulars');

1. Ordinary Resolution to receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended 31 March 2022 and the Reports of the Board of Directors and Auditors thereon.
2. Ordinary Resolution to declare dividend on equity shares for the Financial Year ended 31 March 2022.
3. Ordinary Resolution to appoint a Director in place of Mr. Anil Alawani (DIN 00036153), who retires by rotation and being eligible, offers himself for re-appointment.
4. Special Resolution to consider and approve the payment of remuneration to Mr. Mahesh Chhabria (DIN 00166049), Managing Director of the Company for a period effective from 1 April 2022 to 3 July 2022.
5. Special Resolution to consider and approve the re-appointment of Mr. Mahesh Chhabria (DIN 00166049), Managing Director of the Company, for a period of five years commencing from 4 July 2022 and payment of remuneration to him, for a period effective from 4 July 2022 to 3 July 2025.

Kirloskar Industries Limited
A Kirloskar Group Company

Regd. Office: Cello Platina, Office Number 801, Fergusson College Road, Shivajinagar, Pune- 411005
Tel: +91 (20) 29704374 | Fax: +91 (20) 29704374
Email: investorrelations@kirloskar.com | Website: www.kirloskarindustries.com
CIN: L70100PN1978PLC088972



6. Special Resolution to consider and approve the re-appointment of Ms. Aditi Chirmule (DIN 01138984), Executive Director of the Company, for a period of five years commencing from 25 January 2022 and payment of remuneration to her for a period effective from 25 January 2022 to 24 January 2025.
7. Special Resolution to consider and approve the payment of remuneration, in the nature of commission or perquisite(s) arising as a result of exercise of vested Equity Settled Stock Appreciation Rights (ESARs) granted under the Kirloskar Industries Limited – Employees Stock Appreciation Rights Plan 2019 (KIL ESARP 2019) to Mr. Vinesh Kumar Jairath, Non-Executive Director of the Company, in excess of fifty percent of the total remuneration payable to all Non-Executive Directors of the Company for the Financial Year 2022-2023.
8. Special Resolution to consider and approve the appointment of Mr. Vijaydipak Varma (DIN 00011352), as an Independent Director of the Company to hold office for a term of five consecutive years with effect from 15 October 2021.
9. Special Resolution to consider and approve the Re-appointment of Mr. D. Sivanandhan (DIN 03607203), as an Independent Director of the Company to hold office for a second term up to his attaining the age of 75 years, i.e., up to 2 February 2026, with effect from 11 May 2022.
10. Special Resolution to consider and approve the re-appointment of Mr. Ashit Parekh (DIN 00821577), as an Independent Director of the Company to hold office for a second term of five consecutive years with effect from 4 July 2022.
11. Special Resolution to consider and approve the appointment of Ms. Purvi Sheth (DIN 06449636), as an Independent Director of the Company to hold office for a term of five consecutive years with effect from 26 May 2022.

The results of the voting through e-voting during the AGM and remote e-voting opted by the members on the aforesaid resolutions, will be submitted separately in accordance with the provisions of Regulation 44 of the Regulations, along with Scrutinizer's report thereon.

You are requested to take the same on your records.

Thanking you.

Yours faithfully,
For Kirloskar Industries Limited


Ashwini Mali
Company Secretary &
Compliance Officer



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