



Enriching Lives

**KIRLOSKAR BROTHERS LIMITED**

A Kirloskar Group Company

SEC/ F:22

August 11, 2022

**BSE Limited**

Corporate Relationship Department,  
2<sup>nd</sup> Floor, New Trading Ring,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
**Mumbai-400001.**

**(BSE Scrip Code – 500241)**

**National Stock Exchange of India Ltd.,**

5<sup>th</sup> Floor, Exchange Plaza,  
Bandra (East)  
**Mumbai – 400 051.**

**(NSE Symbol – KIRLOSBROS)**

Dear Sir/Madam,

**Sub.:Details of voting results at the 102<sup>nd</sup> 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	Wednesday, August 10, 2022
Total number of shareholders as on Record Date (i.e. August 03, 2022)	22659
Number of shareholders present at the meeting either in person:	0
• Promoter and Promoter group	0
• Public	
Number of shareholders attended the meeting through Video Conferencing:	42
• Promoter and Promoter Group	07
• Public	35

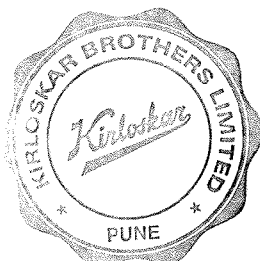
You are requested to take the same on records.

Thanking you,

Yours faithfully,

For **KIRLOSKAR BROTHERS LIMITED**

  
**Devang Trivedi**  
Company Secretary



Encl: As Above

**Shyamprasad D. Limaye**  
B.Com. LL.B., F.C.S  
Company Secretary

Flat No.303, Parag-Wahini C.H.S Ltd,  
126 Dahanukar Colony, Lane No 4  
Kothrud, Pune: 411 038.  
Tel.: (O) 25 38 99 85 Mobile No. 9423009462  
E-mail: shyamprasad.limaye@gmail.com

**Scrutinizer's Report**  
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies,  
(Management and Administration) Rules, 2014 as amended]

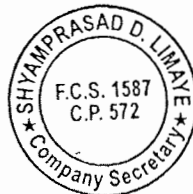
To,

The Chairman,  
Kirloskar Brothers Ltd.,  
CIN: L29113PN1920PLC000670,  
Yamuna, S No.98/3 – 7, Plot No.3 Baner,  
Pune – 411045.

Dear Sir,

I, Shyamprasad D. Limaye, a Company Secretary in practice, has been appointed by the Board of Directors of Kirloskar Brothers Limited ("The Company") as a Scrutinizer for the purpose of Scrutinizing the e-voting process and ascertaining the requisite majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 (4) (ix) of the Companies (Management and Administration) Rules, 2014 as amended, on the Resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 102<sup>nd</sup> Annual General Meeting (AGM) of the members of the Company, held on Wednesday, the 10<sup>th</sup> day of August, 2022 at 11.00 a.m., after ascertaining the quorum the proceedings commenced through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM') facility at the Registered office of the Company (the deemed venue) .

1. The notice dated 24<sup>th</sup> May, 2022 convening the AGM of the Company along with statement setting out material facts under Section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the resolutions to be passed at the said AGM of the Company.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and Ballots on the resolutions contained in the Notice of the AGM to the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes, cast "in favour" or "against" the resolutions and "invalid" and "abstained" votes, based on the reports generated from the e-voting process system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company, to provide remote e-voting facilities and e-voting during the AGM.
3. Further to the above, I submit my report as under: -
  - i. The remote e-voting period remained open from Sunday, 07<sup>th</sup> August, 2022 (9:00 A.M) to Tuesday, 09<sup>th</sup> August, 2022 (5:00 P.M).



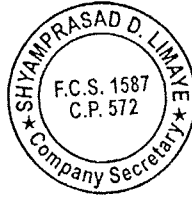
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- ii. The members who were on record of the Company as on the "cut-off" date i.e. Wednesday, 03<sup>rd</sup> August, 2022, (End of Day) were entitled to vote on the resolutions as set out in the notice of AGM of the Company.
  - iii. The votes cast via remote e-voting were blocked on Tuesday, 09<sup>th</sup> August, 2022 immediately after completion of aforesaid voting hours by NSDL through its system.
  - iv. The E-voting facility was provided by NSDL at the AGM on Wednesday, 10<sup>th</sup> August, 2022 for those members who attended the meeting but not voted through remote e-voting facility.
  - v. Thereafter considering remote e-voting and e-voting at the AGM, the combined result of the voting is annexed.

Thanking You,  
Yours faithfully,

*Limaye*

Shyamprasad Limaye  
Company Secretary  
FCS 1587 CP 572



UDIN : F001587D000779815

Place: PUNE  
Date: 11/08/2022

**KIRLOSKAR BROTHERS LTD**

10/08/2022

22659

Date of the AGM/EGM

Total number of shareholders on record date

No. of shareholders present in the meeting either in person or through proxy:

Promoters and promoter Group:

Public:

No. of shareholders attended the meeting through Video Conferencing:

Promoters and promoter Group:

Public:

42

07

35

No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM.

**Resolution 1 :** To receive, consider and adopt - a) Audited Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2022 together with the Reports of Auditors and Board thereon; and b) Audited Consolidated Financial Statements of the Company for the Financial Year ended on March 31, 2022, together with the Reports of 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
Promoter & Promoter Group	E-VOTING	52371675	51758825	98.83	51758825	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	52371675	51758825	98.83	51758825	0	100.00	0.00
Public - Institutions	E-VOTING	8481039	5557296	65.53	5557296	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	8481039	5557296	65.53	5557296	0	100.00	0.00
Public-Non Institutions	E-VOTING	18556212	191775	1.03	191775	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	18556212	191775	1.03	191775	0	100.00	0.00
TOTAL		79408926	57507896	72.42	57507896	0	100.00	0.00

**Resolution 2 :** To declare Dividend on equity shares of the Company for the Financial Year 2021 - 22

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
Promoter & Promoter Group	E-VOTING	52371675	51758825	98.83	51758825	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00

	POSTAL BALLOT	0	0	0.00	0	0	0.00	0	0.00	0.00
	TOTAL	52371675	51758825	98.83	51758825	0	100.00	0	0.00	0.00
Public - Institutions	E-VOTING	8481039	5570879	65.69	5570879	0	100.00	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0	0.00	0.00
	TOTAL	8481039	5570879	65.69	5570879	0	100.00	0	0.00	0.00
Public-Non Institutions	E-VOTING	18556212	191775	1.03	191775	0	100.00	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0	0.00	0.00
	TOTAL	18556212	191775	1.03	191775	0	100.00	0	0.00	0.00
TOTAL		79408926	57521479	72.44	57521479	0	100.00	0	0.00	0.00

Resolution 3 : To appoint a Director in place of Mr. Pratap Shirke (DIN 00104902), who retires by rotation and being eligible, offers himself 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	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
Promoter & Promoter Group	E-VOTING	52371675	51758825	98.83	31972811	19786014	61.77	38.23
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	52371675	51758825	98.83	31972811	19786014	61.77	38.23
Public - Institutions	E-VOTING	8481039	5570879	65.69	5563966	6913	99.88	0.12
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	8481039	5570879	65.69	5563966	6913	99.88	0.12
Public-Non Institutions	E-VOTING	18556212	191775	1.03	191187	588	99.69	0.31
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	18556212	191775	1.03	191187	588	99.69	0.31
TOTAL		79408926	57521479	72.44	37727964	19793515	65.59	34.41

Resolution 4 : Re-appointment of M/s. Sharp and Tannan Associates- Chartered Accountants as Statutory Auditors of the Company for a further period of 5 years from conclusion of 102nd Annual General Meeting till conclusion of 107th Annual General Meeting

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
Promoter & Promoter Group	E-VOTING	52371675	51758825	98.83	31972811	19786014	61.77	38.23
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	52371675	51758825	98.83	31972811	19786014	61.77	38.23

POLL	0	0	0.00	0	0	0.00	0	0	0.00	0.00
POSTAL BALLOT	0	0	0.00	0	0	0.00	0	0	0.00	0.00
TOTAL	52371675	51758825	98.83	31972811	19786014	61.77	19786014	0	61.77	38.23
Public - Institutions	8481039	5570879	65.69	5570879	0	100.00	0	0	100.00	0.00
POLL	0	0	0.00	0	0	0.00	0	0	0.00	0.00
POSTAL BALLOT	0	0	0.00	0	0	0.00	0	0	0.00	0.00
TOTAL	8481039	5570879	65.69	5570879	0	100.00	0	0	100.00	0.00
Public-Non Institutions	18556212	191774	1.03	191774	0	100.00	0	0	100.00	0.00
POLL	0	0	0.00	0	0	0.00	0	0	0.00	0.00
POSTAL BALLOT	0	0	0.00	0	0	0.00	0	0	0.00	0.00
TOTAL	18556212	191774	1.03	191774	0	100.00	0	0	100.00	0.00
TOTAL	79408926	57521478	72.44	37735464	19786014	65.60	19786014	0	65.60	34.40

Resolution 5 : To ratify remuneration payable to M/s. Parkhi Limaye & Co., Cost Accountants for the Financial Year 2022-23.

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)	(3)	(4)	(5)	(6)	(7)
Promoter & Promoter Group	E-VOTING	52371675	51758825	98.83	51758825	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
TOTAL		52371675	51758825	98.83	51758825	0	100.00	0.00
Public - Institutions	E-VOTING	8481039	5570879	65.69	5570879	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
TOTAL		8481039	5570879	65.69	5570879	0	100.00	0.00
Public-Non Institutions	E-VOTING	18556212	191775	1.03	191740	35	99.98	0.02
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
TOTAL		18556212	191775	1.03	191740	35	99.98	0.02
TOTAL		79408926	57521479	72.44	57521444	35	100.00	0.00

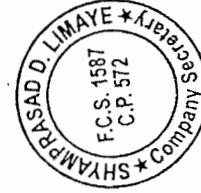
**KIRLOSKAR BROTHERS LIMITED**  
Annexure to Scrutinizer's Report

102nd Annual General Meeting 10/08/2022

Resolution No.	Resolution	Total Ballots		Favour		Against		
		Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	%
1	To receive, consider and adopt - a) Audited Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2022 together with the Reports of Auditors and Board thereon; and b) Audited Consolidated Financial Statements of the Company for the Financial Year ended on March 31, 2022, together with the Reports of Auditors thereon.	134	5,75,07,896	134	5,75,07,896	0	0	0.00
2	To declare Dividend on equity shares of the Company for the Financial Year 2021 - 22	135	5,75,21,479	135	5,75,21,479	0	0	0.00
3	To appoint a Director in place of Mr. Pratap Shirke (DIN 00104902), who retires by rotation and being eligible, offers himself for re-appointment.	135	5,75,21,479	124	3,77,27,964	11	1,97,93,515	34.41
4	Re-appointment of M/s. Sharp and Tannan Associates-Chartered Accountants as Statutory Auditors of the Company for a further period of 5 years from conclusion of 102nd Annual General Meeting till conclusion of 107th Annual General Meeting	135	5,75,21,478	128	3,77,35,464	6	1,97,86,014	34.40
5	To ratify remuneration payable to M/s. Parkhi Limaye & Co., Cost Accountants for the Financial Year 2022-23.	135	5,75,21,479	134	5,75,21,444	1	35	0.00

Pune

Date :11/08/2022



*Shyamprasad D. Limaye*  
Shyamprasad D. Limaye  
FCS 1587 CP 572



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## KIRLOSKAR BROTHERS LIMITED

A Kirloskar Group Company

Based on the Scrutinizer's Report dated 11<sup>th</sup> August, 2022, I declare that the Resolutions No. 1 to 5 are passed with requisite majority.

For Kirloskar Brothers Limited

**Sanjay Kirloskar**  
Chairman and Managing Director

11/08/2022

