

Ref No. 2670/21

28 July 2021

The Department of Corporate Services
BSE Limited
P. J. Towers, Dalal Street, Fort,
Mumbai 400001
(Scrip Code : 500245)

Kind Attention : Mr. Abhay Mungekar / Mr. Amol Hosalkar / Mr. Mangesh Tayde

Dear Sir,

Subject : Scrutiniser's Report on voting results in respect of Annual General Meeting

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; we submit the Scrutiniser's Report on voting results of remote e-voting and e-voting during the meeting in respect of 30th Annual General Meeting held on Tuesday, 27 July 2021 through Video Conferencing ('VC') and Other Audio Visual Means ('OAVM') facility.

Date of Annual General Meeting	Tuesday, 27 July 2021
Total number of shareholders on Record Date (i.e. 20 July 2021)	73,978
Number of shareholders present in the meeting either in person or through proxy Promoters and Promoter Group : Public :	Not Applicable
Number of shareholders attended the meeting through Video Conferencing Promoters and Promoter Group : Public :	11 47

You are requested to take the same on record.

Thanking you,

Yours faithfully,
For Kirloskar Ferrous Industries Limited

Mayuresh Gharpure
Company Secretary

Encl : a/a

Kirloskar Ferrous Industries Limited

A Kirloskar Group Company

Registered Office :
13, Laxmanrao Kirloskar Road, Khadki, Pune 411003, Maharashtra
Telephone : +91 (20) 66084645 Telefax : +91 (20) 25813208 / 25810209
Email : kfilinvestor@kirloskar.com Website : www.kirloskarferrous.com
CIN : L27101PN1991PLC063223

MANASI PARADKAR & ASSOCIATES
COMPANY SECRETARIES

Off. : 9 B, 'Anant Prasad', Anantkrupa Society,
S. No. 119/1, Paud Road, Kothrud,
Pune 411 038

Tel. : 020 – 65204167, Cell No. : 94235 31223
Mail : manasisparadkar@gmail.com

Scrutinizer's Report

[Pursuant to provisions of Section 108 of the Companies Act, 2013 and
Rule 20 of the Companies (Management & Administration) Rules, 2014]

To,

The Chairman / Director,
Kirloskar Ferrous Industries Limited,
13, Laxmanrao Kirloskar Road,
Khadki, Pune – 411003

Dear Sir,

I, Manasi Paradkar, a Company Secretary in Practice, have been appointed by the Board of Directors of Kirloskar Ferrous Industries Limited, CIN: L27101PN1991PLC063223 ('The Company') as the Scrutinizer for the purpose of scrutinizing the voting process through remote e-voting and e-voting at the 30th Annual General Meeting (AGM) of the members of the Company held on Tuesday, 27th July 2021 at 11.30 a.m. and ascertaining the voting result on the resolutions contained in the Notice of AGM.

The scrutiny of voting process along with ascertaining of voting results is as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and read with the SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15 January 2021 and related circulars, and the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 & read with the General Circular No. 02/2021 dated 13 January 2021 and related circulars issued by the Ministry of Corporate Affairs.

The Notice dated 17th May 2021 setting out material facts under Section 102 of the Companies Act, 2013 were sent to the Members by email.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to e-voting. My responsibility as a scrutinizer for the voting process through different modes is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" on the resolutions and "invalid/abstained votes", based on the reports generated and downloaded from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities engaged by the Company.



Further to the above, I submit my report as under:-


- i. The remote e-voting period remained open from Saturday, 24th July 2021, (9.00 A.M.) to Monday, 26th July 2021, (5.00 P.M.)
- ii. The members of the Company as on the “cut-off” date i.e; Tuesday, 20th July, 2021 were entitled to vote on the resolutions as set out in the Notice.
- iii. The facility for e-voting during the Annual General Meeting was provided to those members who attended the meeting but not voted through the remote e-voting facility. Remote e-voting along with the e-voting at the Annual General Meeting was unblocked after completion of voting process at the Annual General Meeting, in the presence of 2 witnesses, who are not in the employment of the Company.
- iv. The details containing *inter alia*, list of equity shareholders, who voted “for” , “against” and “invalid/abstained” on each of the resolutions those were put to vote, were generated from the e-voting website of National Securities Depository Limited i.e. <https://evoting.nsdl.com>.
- v. Thereafter, the consolidated report considering remote e-voting and e-voting during the AGM was prepared. A copy of the same is annexed hereto.

** E-voting contains remote E-voting and E-voting at the Annual General meeting. Due to COVID-19 pandemic, the Company has conducted Annual General Meeting through video conferencing. Accordingly voting through ballot dispensed with and E-voting at the meeting was provided. Our report is a consolidated report of remote E-voting and E-voting at the Meeting.*

Thanking You

Yours Faithfully,

For Manasi Paradkar & Associates


Manasi Paradkar
Practicing Company Secretary
[FCS- 5447, CP -4385]



Place: Pune
Date: 27/07/2021

Received on 28 July 2021


For KIRLOSKAR FERROUS INDUSTRIES LIMITED
ATUL C. KIRLOSKAR
CHAIRMAN

Kirloskar Ferrous Industries Limited

CIN L27101PN1991PLC063223

ANNEXURE TO SCRUTINIZER'S REPORT FOR 30TH AGM DATED JULY 27, 2021

Resolution No.	Resolution Description	Mode of Voting	No. of Members voted	Total Votes	In Favour			Against			Invalid/Abstain	
					No. of members	Votes	% to Total Valid Votes	No. of members	Votes	% of Total Valid Votes	No. of members	Votes
	Ordinary Business											
1	Ordinary Resolution: Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2021 and the reports of the Auditors and the Board of Directors thereon.	E- voting	193	97652500	190	97650789	100%	3	1711	0%	0	0
		Total	193	97652500	190	97650789	100%	3	1711	0%	0	0
2	Ordinary Resolution: Confirmation of payment of Interim Dividend on equity shares and declaration of Final dividend on Equity shares for the financial year ended 31st March 2021.	E- voting	193	97652501	191	97650851	100%	2	1650	0%	0	0
		Total	193	97652501	191	97650851	100%	2	1650	0%	0	0
3	Ordinary Resolution: Reappointment of Mr. Anil Narayan Alawani (DIN: 00036153), who retires by rotation and being eligible, offers himself for reappointment.	E- voting	193	97652501	185	97632530	100%	8	19971	0%	0	0
		Total	193	97652501	185	97632530	100%	8	19971	0%	0	0
4	Ordinary Resolution: Reappointment of M/s. Kirtane & Pandit LLP, Chartered Accountants as the Statutory Auditor of the Company to hold office for another term of five years from the conclusion of 30th Annual General Meeting till the conclusion of 35th Annual General Meeting of the Company.	E- voting	193	97652501	189	97650665	100%	4	1836	0%	0	0
		Total	193	97652501	189	97650665	100%	4	1836	0%	0	0



Special Business												
5	Ordinary Resolution: Ratification of the remuneration of Cost Auditors M/sParkhi Limaye & Co. Cost Accountants for the financial year ending 31st March 2022.	E- voting	192	97652401	182	97645409	100%	10	6992	0%	1	100
		Total	192	97652401	182	97645409	100%	10	6992	0%	1	100
6	Special Resolution: Approval u/s 180(l) (c) of the Companies Act, 2013 to authorised the Board to borrow beyond the specified limits by a sum of not more than Rs. 200 crores .	E- voting	193	97652501	173	92655799	95%	20	4996702	5%	0	0
		Total	193	97652501	173	92655799	95%	20	4996702	5%	0	0
7	Special Resolution: Approval to introduction and implementation of "KFIL ESOS 2021" and to grant not exceeding 25 lakhs stock options exercisable into not more than 25 lakhs equity shares of Rs. 5 each.	E- voting	193	97652501	166	83726145	86%	27	13926356	14%	0	0
		Total	193	97652501	166	83726145	86%	27	13926356	14%	0	0



MANASI PARADKAR
FCS – 5447 CP – 4385
Practicing Company Secretary
Pune 27th July 2021
PR NO. 1070/2021

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the Audited Financial Statements of the Company for the financial year ended on 31 March 2021 and the reports of the Auditors and the Board of Directors thereon.				
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		78582427	96.0855	78582427	0	100.0000	0.0000
	Poll	81783822	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	81783822	78582427	96.0855	78582427	0	100.0000	0.0000
Public- Institutions	E-Voting		17605571	95.1967	17605571	0	100.0000	0.0000
	Poll	18493879						
	Postal Ballot (if applicable)							
	Total	18493879	17605571	95.1967	17605571	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1464502	3.8389	1462791	1711	99.8832	0.1168
	Poll	38148530						
	Postal Ballot (if applicable)							
	Total	38148530	1464502	3.8389	1462791	1711	99.8832	0.1168
Total		138426231	97652500	70.5448	97650789	1711	99.9982	0.0018
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	
Public Insitutions	
Public - Non Insitutions	



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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				Confirmation of payment of Interim Dividend on equity shares and declaration of Final Dividend on equity shares for the financial year ended 31 March 2021.				
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		78582427	96.0855	78582427	0	100.0000	0.0000
	Pol	81783822	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	81783822	78582427	96.0855	78582427	0	100.0000	0.0000
Public-Institutions	E-Voting		17605571	95.1967	17605571	0	100.0000	0.0000
	Pol	18493879	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	18493879	17605571	95.1967	17605571	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1464503	3.8390	1462853	1650	99.8873	0.1127
	Pol	38148530	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	38148530	1464503	3.8390	1462853	1650	99.8873	0.1127
Total		138426231	97652501	70.5448	97650851	1650	99.9983	0.0017
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	
Public Insitutions	
Public - Non Insitutions	



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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Reappointment of Mr. Anil Narayan Alawani (DIN 00036153) who retires by rotation and being eligible, offers himself for reappointment.				
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		78582427	96.0855	78582427	0	100.0000	0.0000
	Pol	81783822	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	81783822	78582427	96.0855	78582427	0	100.0000	0.0000
Public-Institutions	E-Voting		17605571	95.1967	17587836	17735	99.8993	0.1007
	Pol	18493879	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	18493879	17605571	95.1967	17587836	17735	99.8993	0.1007
Public- Non Institutions	E-Voting		1464503	3.8390	1462267	2236	99.8473	0.1527
	Pol	38148530	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	38148530	1464503	3.8390	1462267	2236	99.8473	0.1527
Total		138426231	97652501	70.5448	97632530	19971	99.9795	0.0205
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	
Public Insitutions	
Public - Non Insitutions	



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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Reappointment of M/s. Kirtane & Pandit LLP, Chartered Accountants as the Statutory Auditor of the Company to hold office for another term of five years from the conclusion of 30th Annual General Meeting till the conclusion of 35th Annual General Meeting 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		78582427	96.0855	78582427	0	100.0000	0.0000
	Pol	81783822	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	81783822	78582427	96.0855	78582427	0	100.0000	0.0000
Public-Institutions	E-Voting		17605571	95.1967	17605571	0	100.0000	0.0000
	Pol	18493879	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	18493879	17605571	95.1967	17605571	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1464503	3.8390	1462667	1836	99.8746	0.1254
	Pol	38148530	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	38148530	1464503	3.8390	1462667	1836	99.8746	0.1254
Total		138426231	97652501	70.5448	97650665	1836	99.9981	0.0019
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	
Public Insitutions	
Public - Non Insitutions	



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Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification to the remuneration of the Cost Auditor.				
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		78582427	96.0855	78582427	0	100.0000	0.0000
	Poll	81783822	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	81783822	78582427	96.0855	78582427	0	100.0000	0.0000
Public-Institutions	E-Voting		17605571	95.1967	17605571	0	100.0000	0.0000
	Poll	18493879	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	18493879	17605571	95.1967	17605571	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1464403	3.8387	1457411	6992	99.5225	0.4775
	Poll	38148530	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	38148530	1464403	3.8387	1457411	6992	99.5225	0.4775
Total		138426231	97652401	70.5447	97645409	6992	99.9928	0.0072
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	
Public Insitutions	
Public - Non Insitutions	



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Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Authority to the Board or Directors of the Company pursuant to provisions of Section 180(1)(c) of the Companies Act, 2013 to borrow any sum or sums of money, which together with the monies borrowed earlier by the Company, may exceed at any time the aggregate of the paid-up share				
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		78582427	96.0855	78582427	0	100.0000	0.0000
	Poll	81783822	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	81783822	78582427	96.0855	78582427	0	100.0000	0.0000
Public-Institutions	E-Voting		17605571	95.1967	12612129	4993442	71.6371	28.3629
	Poll	18493879	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	18493879	17605571	95.1967	12612129	4993442	71.6371	28.3629
Public- Non Institutions	E-Voting		1464503	3.8390	1461243	3260	99.7774	0.2226
	Poll	38148530	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	38148530	1464503	3.8390	1461243	3260	99.7774	0.2226
Total		138426231	97652501	70.5448	92655799	4996702	94.8832	5.1168
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	
Public Insitutions	
Public - Non Insitutions	



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Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval to the introduction and implementation of KFIL Employee Stock Options Scheme 2021 and grant of not exceeding 25,00,000 stock options to eligible Directors and specified senior management employees 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	81783822	78582427	96.0855	78582427	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		81783822	78582427	96.0855	78582427	0	100.0000
Public-Institutions	E-Voting	18493879	17605571	95.1967	3683289	13922282	20.9212	79.0788
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		18493879	17605571	95.1967	3683289	13922282	20.9212
Public- Non Institutions	E-Voting	38148530	1464503	3.8390	1460429	4074	99.7218	0.2782
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		38148530	1464503	3.8390	1460429	4074	99.7218
Total		138426231	97652501	70.5448	83726145	13926356	85.7389	14.2611
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	
Public Institutions	
Public - Non Institutions	

