

Date: 20<sup>th</sup> April 2023

BSE Scrip Code: **533293**

NSE Scrip Code: **KIRLOSENG**

To  
Corporate Relationship Department  
BSE Limited  
1st Floor, Rotunda Building,  
Dalal Street, Fort,  
Mumbai – 400 001

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

Dear Sir/Madam,

**Subject: Voting Result and Scrutinizer's Report for the Postal Ballot**

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, including amendments thereunder, the details of voting results of the Postal Ballot (including voting by electronic means in respect of the Ordinary Resolution for Appointment of Mr. Atul Kirloskar as the Chairman and Non-Executive Director of the Company, contained in the Postal Ballot Notice dated 3<sup>rd</sup> March 2023, along with the Scrutinizer's Report on Postal Ballot including voting by electronic means, are enclosed herewith.

Based on aforesaid Scrutinizer's report the aforesaid resolution as per the Postal Ballot Notice was passed with requisite majority.

The voting results along with the scrutinizer's report will also be made available on the Company's website at <https://kirloskaroilengines.com/>.

You are kindly requested to take the same on your records.

Thanking you.

Yours Faithfully,  
For Kirloskar Oil Engines Limited

Smita Raichurkar  
Company Secretary and Head Legal

Encl.: As above

### Voting results

Record date	10-03-2023
Total number of shareholders on record date	58063
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	Not Applicable (Resolution passed through Postal Ballot)
b) Public	Not Applicable (Resolution passed through Postal Ballot)
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	Not Applicable (Resolution passed through Postal Ballot)
b) Public	Not Applicable (Resolution passed through Postal Ballot)
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Atul kirloskar as the Chairman and Non-Executive Director 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	59832285	59420086	99.3111	59420086	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		59832285	59420086	99.3111	59420086	0	100
Public-Institutions	E-Voting	47907724	35763536	74.6509	4362181	31401355	12.1973	87.8027
	Poll							
	Postal Ballot (if applicable)							
	Total		47907724	35763536	74.6509	4362181	31401355	12.1973
Public- Non Institutions	E-Voting	36973677	169433	0.4583	167800	1633	99.0362	0.9638
	Poll							
	Postal Ballot (if applicable)							
	Total		36973677	169433	0.4583	167800	1633	99.0362
Total		144713686	95353055	65.8908	63950067	31402988	67.0666	32.9334
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

**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

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**Scrutinizer's Report**

[Pursuant to the provisions of Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management & Administration) Rules, 2014 & Regulation 44 of SEBI [Listing Obligations & Disclosure Requirements] Regulations 2015

To,

The Managing Director,  
Kirloskar Oil Engines Limited  
Laxmanrao Kirloskar Road,  
Khadki, Pune - 411003

Dear Madam,

I Manasi Paradkar, a Company Secretary in Practice, has been appointed by the Board of Directors of Kirloskar Oil Engines Limited, CIN: L29100PN2009PLC133351 ('The Company') as the Scrutinizer for the purpose of scrutinizing the voting process through Electronic means in respect of the resolution as mentioned in the Annexure to this report as circulated by Postal Ballot Notice dated 3<sup>rd</sup> March 2023 sent by e-mail to the members holding shares as on cut-off date i.e. 10<sup>th</sup> March 2023 and ascertaining the voting result on the resolution contained in the Postal Ballot Notice.

The scrutiny of voting process along with the ascertaining of voting results is as per the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time read with the relevant & updated SEBI Circulars and the provisions of Section 108, 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management & Administration) Rules 2014 together with all updated Circulars issued by the Ministry of Corporate Affairs.

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" if any, 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 Notice dated 3<sup>rd</sup> March 2023 setting out material facts under Section 102 of the Companies Act, 2013 were sent to the Members by email.
- ii. The remote e-voting period remained open from Tuesday, 21<sup>st</sup> March 2023, at 9.00 am (IST) to Wednesday, 19<sup>th</sup> April 2023, at 5.00 pm (IST)
- iii. The members of the Company as on the "cut-off" date i.e; Friday, 10<sup>th</sup> March 2023 were entitled to vote on the resolution as set out in the Postal Ballot Notice.
- iv. Remote e-voting was unblocked after completion of voting process i.e on Wednesday, 19<sup>th</sup> April 2023, in the presence of 2 witnesses, who are not in the employment of the Company and who has appended their signatures as witnesses thereto hereunder.
- v. The details containing *inter alia*, list of equity shareholders, who voted "for", "against" on the resolution put to vote, were generated from the e-voting website of NSDL.
- vi. The E-voting were reconciled with the records maintained by the Registrar and Share Transfer Agent ('RTA') viz. Link Intime India Private Limited and thereafter, the report considering e-voting during the period was prepared. A copy of the same is annexed hereto.
- vii. I hereby confirm that, I am maintaining the Registers received from RTA and Electronic voting service provider agency in respect of E-voting. The Electronic data and all other relevant records relating to E-voting are under my self-custody and will be handed over to Managing Director /Company Secretary for safe preservation.
- viii. Based on the aforesaid result, we report that the Ordinary Resolution set out in the Postal Ballot Notice has been passed with requisite majority.

Thanking You

Yours Faithfully,

For Manasi Paradkar & Associates

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

Place: Pune  
Date: 20<sup>th</sup> April 2023  
PRN:- 1070/2021  
UDIN: F005447E000131421



Witness No. 1

[ Ms. Mugdha Kulkarni]

Witness no. 2

[Ms.Yogita Barve]

Received on 20th April 2023  
For Kirloskar Oil Engines Limited  
GAURI  
ATUL  
KIRLOSKAR  
Gauri Kirloskar  
Managing Director  
DIN: 03366274

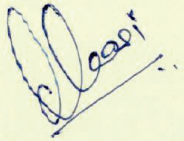
Digitally signed by  
GAURI ATUL  
KIRLOSKAR  
Date: 2023.04.20  
14:46:22 +05'30'

**Kirloskar Oil Engines Limited**  
**CIN L29100PN2009PLC133351**

**ANNEXURE TO SCRUTINIZER'S REPORT FOR THE POSTAL BALLOT CONDUCTED BETWEEN THE PERIOD 21.03.2023 TO 19.04.2023**

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
	<b>Special Business</b>											
1	<b>Ordinary Resolution:</b> Appointment of Mr. Atul kirloskar as the Chairman and Non-Executive Director of the Company	E voting	382	9,53,53,055	291	6,39,50,067	67.0666%	92	31402988	32.9334%	0	0

NOTE- Total count of number of members voted is 382 , as one shareholder representing one folio voted in favour and also against for the same resolution, though total count of number of members voted in favour & against is 383 [291+92]




MANASI PARADKAR  
FCS-5447 CP-4385  
Practicing Company Secretary  
Pune  
20th April 2023  
PRN:1070/2021  
UDIN:F005447E000131421

Received on 20th April 2023  
For Kirloskar Oil Engines Limited  
GAURI Digitally signed by GAURI ATUL KIRLOSKAR  
ATUL Date: 2023.04.20 14:46:47 +05'30'  
KIRLOSKAR  
Gauri Kirloskar  
Managing Director  
DIN: 03366274)