

Date: 11<sup>th</sup> August 2022

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: Proceedings of the Annual General Meeting**

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR, 2015), including amendments thereunder, this is to inform you that 13<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company was held on Thursday, 11<sup>th</sup> August 2022 at 11.30 a.m. (IST) through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM') facility, in compliance with provisions of the Companies Act, 2013 ('the Act') and Rules thereof read with the General Circular No. 14/2020 dated 8<sup>th</sup> April 2020; the General Circular No. 17/2020 dated 13<sup>th</sup> April 2020, the General Circular No. 20/2020 dated 5<sup>th</sup> May 2020, the General Circular No. 02/2021 dated 13<sup>th</sup> January 2021, the General Circular No. 19/2021 dated 8<sup>th</sup> December 2021, the General Circular No. 21/2021 dated 14<sup>th</sup> December 2021 and the General Circular No. 2/2022 dated 5<sup>th</sup> May 2022, issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the SEBI Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May 2022 and following business items were transacted at the AGM as detailed out in the AGM Notice for Item no. 1 to 9:

**A. ORDINARY BUSINESSES:**

1. Ordinary Resolution: Adoption of Audited Standalone Financial Statements and the Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March 2022 together with the Reports of the Board of Directors and the Auditors thereon.
2. Ordinary Resolution: Declaration of Final Dividend of Rs. 2.50/- per equity share (i.e. 125%) and confirmation of Interim Dividend of Rs. 1.50/- per equity share (i.e. 75%) already paid during the year for the Financial Year ended 31<sup>st</sup> March 2022.
3. Ordinary Resolution: Re-Appointment of Mr. Vinesh Kumar Jairath, Director (DIN 00391684) who retires by rotation.

**B. SPECIAL BUSINESSES:**

4. Ordinary Resolution: Ratification and confirmation of remuneration payable to Cost Auditors, M/s Parkhi Limaye & Co., Cost Accountants, Pune for the financial year ending 31<sup>st</sup> March, 2023.
5. Ordinary Resolution: Continuation of Mr. Atul C. Kirloskar (DIN 00007387) (an existing Director of the Company) as the Whole Time Director with designation as the Executive Chairman of the Company to hold office till 31<sup>st</sup> March 2023 with retrospective effect from 26<sup>th</sup> January 2022.
6. Special Resolution: Appointment of Mr. Yogesh Kapur (DIN 00070038) as an Independent Director of the Company to hold office for a first term of five (5) consecutive years with effect from 29<sup>th</sup> September 2021.
7. Special Resolution: Appointment of Mrs. Purvi Sheth (DIN 06449636) as an Independent Director of the Company to hold office for a first term of five (5) consecutive years with effect from 19<sup>th</sup> May 2022.
8. Special Resolution: Re-appointment of Mr. Satish Jamdar (DIN 00036653) as an Independent Director of the Company to hold office for a second term of 4 (four) consecutive years with effect from 4<sup>th</sup> August 2022, whose period of office is liable to expire on 3<sup>rd</sup> August 2022.
9. Ordinary Resolution: Appointment of Ms. Gauri Kirloskar (DIN: 03366274) (an existing Director of the Company) as a Whole Time Director with the designation as the Managing Director of the Company to hold office for a period of 3 (three) years commencing from 20<sup>th</sup> May 2022.

The Company provided the remote e-voting facility to members on resolutions proposed to be considered in the AGM from 8<sup>th</sup> August 2022 (9:00 am) (IST) to 10<sup>th</sup> August 2022 (5:00 pm) (IST). Further the facility of e-voting at the time of AGM was also provided.

The Results of the voting through e-voting at the AGM and Remote e-voting opted by the members on the resolutions for Item no. 1 to 9 of AGM Notice, will be submitted separately in the format prescribed under Regulation 44 of SEBI LODR, 2015, along with Scrutinizer's report thereon.

You are requested to take the same on record.

Thanking you.

Yours Faithfully,  
For Kirloskar Oil Engines Limited

Smita Raichurkar  
Company Secretary and Head Legal