

29th June, 2024

The General Manager
Corporate Relationship Department
BSE Limited
1st floor, New Trading Ring,
Rotunda Building, P J Towers
Dalal Street, Fort, Mumbai 400 001
BSE Scrip Code: 500249

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

**Sub.: Voting Results along with Scrutiniser's Report and Transcript
of the 64th Annual General Meeting**

**Ref.: Regulation 44(3) of Listing Regulations of SEBI (Listing
Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sirs,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosing herewith the voting results in prescribed format along with the report issued by the Scrutinizer for the 64th Annual General Meeting of the members of the Company held on 27th June, 2024 through Video conferencing ("VC")/ Other Audio-Visual Means ("OAVM") commenced at 03.30 p.m. IST concluded at 04.28 p.m. IST.

Kindly take the information on your records.

Thanking you,

Yours faithfully,
For **KSB Limited**

Shraddha Kavathekar
Company Secretary

Encl: A/a

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			1 - To receive, consider and adopt the audited Standalone and Consolidated financial statements of the Company for the financial year ended 31st December, 2023, together with the Reports of the Board of Directors and the Auditors 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	24294306	24294306	100	24294306	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		24294306	24294306	100	24294306	0	100
Public- Institutions	E-Voting	5404042	4984653	92.2393	4291386	693267	86.092	13.908
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5404042	4984653	92.2393	4291386	693267	86.092
Public- Non Institutions	E-Voting	5109496	13469	0.2636	13469	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5109496	13469	0.2636	13469	0	100
Total		34807844	29292428	84.1547	28599161	693267	97.6333	2.3667
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				2 - To declare Final Dividend for the Financial Year 2023.				
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	24294306	24294306	100	24294306	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		24294306	24294306	100	24294306	0	100
Public-Institutions	E-Voting	5404042	4998747	92.5002	4998747	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5404042	4998747	92.5002	4998747	0	100
Public- Non Institutions	E-Voting	5109496	13559	0.2654	13559	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5109496	13559	0.2654	13559	0	100
Total		34807844	29306612	84.1954	29306612	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				3 - To appoint a Director in place of Dr. Stephan Bross (DIN: 00423114), who retires by rotation, and being eligible, offers himself for re-appointment.				
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	24294306	24294306	100	24294306	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		24294306	24294306	100	24294306	0	100
Public-Institutions	E-Voting	5404042	4998747	92.5002	4438858	559889	88.7994	11.2006
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5404042	4998747	92.5002	4438858	559889	88.7994
Public- Non Institutions	E-Voting	5109496	13559	0.2654	13459	100	99.2625	0.7375
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5109496	13559	0.2654	13459	100	99.2625
Total		34807844	29306612	84.1954	28746623	559989	98.0892	1.9108
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				4 - To ratify the remuneration of Cost Auditors M/s Dhananjay V. Joshi & Associates, Cost Accountants, Pune, for the financial year ending 31st December, 2024.				
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	24294306	24294306	100	24294306	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		24294306	24294306	100	24294306	0	100
Public- Institutions	E-Voting	5404042	4998747	92.5002	4998747	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5404042	4998747	92.5002	4998747	0	100
Public- Non Institutions	E-Voting	5109496	13559	0.2654	13458	101	99.2551	0.7449
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5109496	13559	0.2654	13458	101	99.2551
Total		34807844	29306612	84.1954	29306511	101	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(5)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			5 - To approve sub-division (split) of nominal value (face value) of equity shares of the Company from existing nominal value of INR 10 (Rupees Ten) each to the nominal value of INR 2 (Rupees Two) each, fully paid-up ranking pari-passu and the consequent amendment to the Memorandum of Association 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	24294306	24294306	100	24294306	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	24294306	24294306	100	24294306	0	100	0
Public-Institutions	E-Voting	5404042	4998747	92.5002	4998747	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5404042	4998747	92.5002	4998747	0	100	0
Public- Non Institutions	E-Voting	5109496	13559	0.2654	12759	800	94.0999	5.9001
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5109496	13559	0.2654	12759	800	94.0999	5.9001
Total		34807844	29306612	84.1954	29305812	800	99.9973	0.0027
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

COMPANY SECRETARIES

PUNE OFFICE :

FLAT NO. A-103, REYA, ABOVE LG SHOWROOM, OPP. PU. LA. DESHPANDE GARDEN, PUNE - 411 030
PHONE: +91-7420071553, **E-MAIL:** ADMIN@MEHTA-MEHTA.IN, **VISIT US:** WWW.MEHTA-MEHTA.COM

Scrutinizer's Report

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

To,
The Chairman
KSB Limited

Sixty-Fourth Annual General Meeting ("AGM") of the Members of KSB Limited ("the Company") held on Thursday, June 27, 2024, at 03:30 p.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir,

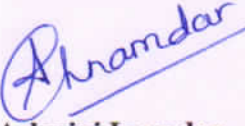
I, **Ashwini Inamdar**, Practicing Company Secretary and Partner, M/s. Mehta & Mehta, Company Secretaries, appointed by the Board of Directors of the Company to act as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and voting through electronic voting system during the Sixty-Fourth AGM of the Company held on **Thursday, June 27, 2024 at 03:30 P.M.** through VC/ OAVM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and as per MCA General Circular No. 02/2021 dated January 13, 2021, General Circular No. 14/2020 dated April 8, 2020, General Circular no. 17/2020 dated April 13, 2020, Circular no. 20/2020 dated May 5, 2020, General Circular No. 21/2021 dated December 14, 2021, No. 10/2022 dated 28th December 2022 and 09/2023 dated September 25, 2023 (hereinafter referred to as "**MCA Circulars**") in respect of the Resolutions as set out in the Notice convening the 64th AGM, do hereby submit my report as follows:

1. The notice dated April 26, 2024 of the 64th AGM was sent to the Members through electronic mode whose email addresses are registered with the Company/RTA in compliance with the MCA circulars. Further the Company published corrigendum to the notice of 64th Annual General Meeting ('AGM') on stock exchanges where the timing of the AGM was changed from 1:30 p.m. (IST) to 3:30 p.m. (IST).
2. The Resolutions were transacted through the process of remote e-voting and through electronic voting system during the AGM. For the purpose of remote e-voting, the Company had engaged the services of Link Intime India Private Limited ("LIPL")



3. The members holding shares as on Friday, June 21, 2024 ("cut-off date") were entitled to vote on the resolutions stated in the Notice of the 64th AGM.
4. The period for remote e-voting commenced on Monday, June 24, 2024 at 9:00 a.m. (IST) and ended on Wednesday, June 26, 2024 at 5:00 p.m. (IST). The Remote e-voting module was disabled by LIPL for voting thereafter.
5. The facility for e-voting was made available for the Members attending the Meeting through VC and who did not cast their vote through remote e-voting.
6. After the closure of e-voting at the AGM, the report on the voting done during the AGM and votes cast through remote e-voting facility done prior to the AGM were unblocked, in the presence of two witnesses Mr. Nikhil Surdi and Ms. Harshita Nahatkar neither of whom are in the employment of the Company and generated from LIPL e-voting website <https://instavote.linkintime.co.in>.
7. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules thereunder, MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 relating to remote e-voting prior and during the AGM on the resolutions contained in the notice of the AGM.
8. My responsibility as a scrutinizer for the e-voting process (i.e. remote e-voting and e-voting during AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolutions.
9. The consolidated results of remote e-voting and voting through electronic voting system at the AGM are enclosed as an **Annexure** to this report.

Thanking You,
For **Mehta & Mehta**
Company Secretaries

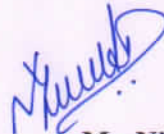

Ashwini Inamdar
Scrutinizer
FCS No: 9409
CP No: 11226
UDIN: F009409F000634550




Place: Pune
Date: 28th June 2024

Enclosed: Annexure

We, the undersigned have witnessed that the votes cast through remote e-voting were unblocked from LIPL e-voting website <https://instavote.linkintime.co.in> in our presence on June 26, 2024


Name : **Mr. Nikhil Surdi**
Address : Sinhagad Road, Pune


Name : **Ms. Harshita Nahatkar**
Address : Sinhagad Road, Pune

Countersigned by

SHRADDHA
KAVATHEKAR
Digitally signed by
SHRADDHA
KAVATHEKAR
Date: 2024.06.28
19:21:12 +05'30'

Shraddha Kavathekar
Company Secretary
Membership No. 28048
Person authorised by the Board

Annexure I

Item No. 1: Ordinary Resolution

To receive, consider and adopt the audited Standalone and Consolidated financial statements of the Company for the financial year ended 31st December, 2023, together with the Reports of the Board of Directors and the Auditors thereon

Particulars	Remote e-voting		
	Number of Members who voted	Number of Shares for which votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	194	2,85,99,161	97.6333
Votes against the resolution	9	6,93,267	2.3667
Invalid votes	0	0	0.0000

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Item No. 2: Ordinary Resolution

To declare dividend on equity shares for the Financial Year 2023.

Particulars	Remote e-voting		
	Number of Members who voted	Number of Shares for which votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	203	2,93,06,612	100.0000
Votes against the resolution	0	0	0.0000
Invalid votes	0	0	0.0000

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Item No. 3: Ordinary Resolution

To appoint a Director in place of Dr. Stephan Bross (DIN: 00423114), who retires by rotation, and being eligible, offers himself for re-appointment.

Particulars	Remote e-voting		
	Number of Members who voted	Number of Shares for which votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	142	2,87,46,623	98.0892
Votes against the resolution	61	5,59,989	1.9108
Invalid votes	0	0	0.0000

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Item No. 4: Ordinary Resolution

To ratify the remuneration of Cost Auditors M/s Dhananjay V. Joshi & Associates, Cost Accountants, Pune, for the financial year ending 31st December, 2024.

Particulars	Remote e-voting		
	Number of Members who voted	Number of Shares for which votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	201	2,93,06,511	99.9997
Votes against the resolution	2	101	0.0003
Invalid votes	0	0	0.0000

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Item No. 5: Ordinary Resolution

To approve sub-division (split) of nominal value (face value) of equity shares of the Company from existing nominal value of INR 10 (Rupees Ten) each to the nominal value of INR 2 (Rupees Two) each, fully paid-up ranking pari-passu and the consequent amendment to the Memorandum of Association of the Company

Particulars	Remote e-voting		
	Number of Members who voted	Number of Shares for which votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	201	2,93,05,812	99.9973
Votes against the resolution	2	800	0.0027
Invalid votes	0	0	0.0000

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Handwritten signature

