

Date: 21st March 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,

Further to our communication dated 9th March 2022:

1. Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 including amendments thereunder, this is to inform you that, Dr. Ajay Bhushan Prasad Pandey (DIN 07939197) has tendered his resignation, as an Additional Director in the capacity as an Independent Director of the Company with effect from 21st March 2022, to avoid any potential conflict of interest on account of joining as Chairperson of National Financial Reporting Authority (NFRA). The copy of the resignation letter is enclosed herewith.

Further, the Company has received confirmation from Dr. Ajay Bhushan Prasad Pandey (07939197), that there is no other material reason for his resignation other than those mentioned in his resignation letter dated 21st March 2022. The said confirmation received is also enclosed herewith.

He is not holding any directorship and membership of Board Committees in other listed companies.

2. The appointment of Dr. Ajay Bhushan Prasad Pandey (DIN 07939197) as an Additional Director in the capacity as an Independent Director of the Company by the Board of Directors was subject to the approval of the members of the Company by way of Postal Ballot. Consequent to resignation tendered by him, there is no requirement to conduct postal ballot for obtaining member's approval for his appointment.

Kirloskar Oil Engines Limited
A Kirloskar Group Company

Regd. Office: Laxmanrao Kirloskar Road,
Khadki, Pune, Maharashtra - 411 003 India.

Tel: +91 (20) 25810341, 66084000

Fax: +91 (20) 25813208, 25810209

Email: info@kirloskar.com | Website: www.koel.kirloskar.com

CIN: L29100PN2009PLC133351

In view of the same, the Board of Directors had withdrawn the proposal of conducting the postal ballot by electronic mode (i.e. through remote e-voting) from 23rd March 2022 to 21st April 2022.

You are requested to take the same on your record.

Thanking you,

Yours faithfully,
For Kirloskar Oil Engines Limited

S. A. Raichurkar

Smita Raichurkar
Company Secretary



Encl.: As above.

Dr Ajay Bhushan Prasad Pandey
A-35, Sobha International City
Sector 109, Gurgaon -122017

21st March, 2022

To
Chairman
Kirloskar Oil Engines Limited (KOEL)
Laxman Rao Kirloskar Road, Khadki
Pune, Maharashtra-411003

Sir,

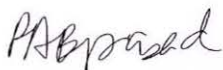
Based on the recommendation of Nomination and Remuneration Committee the Board of Directors of Kirloskar Oil Engines Limited (KOEL) in its meeting held on 9th March 2022 appointed me as Additional Director in the capacity of an Independent Director subject to the approval of the members of the Company.

The Ministry of Corporate Affairs of Government of India on 11th March 2022 issued me a letter of appointment as the Chairperson of National Financial Reporting Authority (NFRA) based on the notification issued by The Government of India to give effect to the approval of Appointments Committee of Cabinet for my said appointment. Accordingly, I will be joining as the Chairman of this office soon.

In order to rule out any potential conflict of interest, I hereby tender my resignation from position of Additional Director in the capacity as an Independent Director of KOEL with immediate effect and request you to kindly accept it on behalf of KOEL Board of Directors.

It was indeed my privilege and pleasure to serve on the Board of KOEL, albeit for a brief period. I am grateful to you, Board members, Company Secretary and other officials of the company for all the assistance and support given to me during this period. I also regret the inconvenience caused to the KOEL on account of my resignation.

Regards



Dr. Ajay Bhushan Prasad Pandey
(DIN 07939197)

Date: 21st March 2022

To,
The Board of Directors,
Kirloskar Oil Engines Limited
Laxmanrao Kirloskar Road,
Khadki, Pune – 411 003

Subject: Confirmation of Resignation

Dear Sir/Madam,

In connection to my resignation letter dated 21st March 2022, resigning from the position of Additional Director in the capacity of an Independent Director of Kirloskar Oil Engines Limited with effect from 21st March 2022 and as per Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) including amendments thereunder, read with Clause 7B of Part A of Schedule III of the Listing Regulations, I confirm that there are no other material reasons other than those which I have provided in my resignation letter.

Additional details in connection to my resignation from Kirloskar Oil Engines Limited is as below:

Sr. No.	Particulars	Comment
1	Detailed reasons for the resignation	Subsequent to my appointment as Chairperson of National Financial Reporting Authority (NFRA), I resign from the position of Additional Director in the capacity of an Independent Director of Kirloskar Oil Engines Limited, to avoid any potential conflict of interest.

Thanking you,

Yours' faithfully,



Dr. Ajay Bhushan Prasad Pandey
(DIN 07939197)