



KIRLOSKAR ELECTRIC COMPANY LTD.,

Sect./37/2021-22
September 21, 2021

To,
The Secretary,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001
Scrip Code 533193; Scrip ID KIRELECT

National Stock Exchange Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East)
Mumbai – 400 051
Symbol – KECL; Series – EQ

Dear Sir,

Sub: Scrutinizer's Report for 74th Annual General Meeting ("AGM");

Please find enclosed, Scrutinizer's report for the 74th Annual General Meeting of the Company held on Tuesday, September 21, 2021 held through Video Conferencing / Other Audio Visual Means.

This is for your information and dissemination.

Thanking you

Yours faithfully
for **Kirloskar Electric Company Limited**

K S
Swapna
Latha

Digitally signed by K S Swapna Latha
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K S Swapna Latha
Sr. General Manager - Legal & Company Secretary

Encl: a/a

Regd. Office: No. 19, 2nd Main Road, Peenya 1st Stage, Phase -1, Peenya, Bengaluru, Karnataka, 560058
T+91 80 2839 7256, F +91 80 2839 6727; Email Id: investors@kirloskarelectric.com
Customer care No. : 1800 102 8268, website: www.kirloskarelectric.com
CIN: L31100KA1946PLC000415



Form No. MGT-13

REPORT OF SCRUTINIZER

*[Pursuant to section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

To,

Mr. Vijay Ravindra Kirloskar

Executive Chairman,

74th Annual General Meeting of the Equity Shareholders of **Kirloskar Electric Company Limited** held on Tuesday, 21st September 2021 through Video Conferencing / Other Audio-Visual Means ("VC / OAVM") at 11:00 A.M.

Dear Sir,

I, CS Sudheendra P Ghali, Practicing Company Secretary, Belgaum, was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- (ii) Voting through electronic voting system at the AGM.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the 74th (Seventy Fourth) Annual General Meeting of the Equity Shareholders dated August 11, 2021. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM.

I submit my report as under:

1. The remote E-Voting period remained open from Friday, September 17, 2021 (from 9.00 A.M.) and will end on Monday, September 20, 2021 (at 5.00 P.M).
2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories pursuant to MCA Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020 and 02/2021 dated January 13, 2021 and Securities and Exchange Board of India ("SEBI") circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021.

3. The voting rights were reckoned as on Monday, September 13, 2021, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
4. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on September 21, 2021 at 11.43 A.M. in the presence of two witnesses.
5. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by Central Depository Services (India) Limited (CDSL).
6. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by Central Depository Services (India) Limited (CDSL) had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. Based on the data provided by Central Depository Services (India) Limited (CDSL) e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

a) **RESOLUTION NO. 1**

To receive, consider and adopt the audited standalone financial statement of the Company for the year ended March 31, 2021 together with the reports of the Board of Directors and auditor's thereon and the audited consolidated financial statement of the Company for the financial year ended March 31, 2021 and the report of Auditors thereon.

(i) Voted **in favour** of Resolution

	Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
Remote E-Voting	131	3,30,16,193	100
E-Voting at the AGM	5	316	100
Total	136	3,30,16,509	100

(ii) Voted **against** the resolution

	Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
Remote E-Voting	11	484	NIL
E-Voting at the AGM	NIL	NIL	NIL
Total	11	484	NIL

(iii) **Invalid** Votes - **NIL**

b) RESOLUTION NO. 2

To appoint Mr. Sanjeev Kumar Shivappa (DIN:08673340), Director (Finance) & CFO who retires by rotation as a Director.

(i) Voted **in favour** of Resolution

	Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
Remote E-Voting	119	3,30,06,401	99.97
E-Voting at the AGM	5	316	100
Total	124	3,30,06,717	99.97

(ii) Voted **against** the resolution

	Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
Remote E-Voting	21	10,148	0.03
E-Voting at the AGM	NIL	NIL	NIL
Total	21	10,148	0.03

(iii) **Invalid** Votes - NIL

b) RESOLUTION NO. 3

To appoint M/s. Sundar and Associates (AF no.1172), Chartered Accountants, Malaysia as auditor of the Branch office.

(i) Voted in favour of Resolution

	Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
Remote E-Voting	122	3,30,12,635	99.99
E-Voting at the AGM	5	316	100
Total	127	3,30,12,951	99.99

(ii) Voted against the resolution

	Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
Remote E-Voting	19	4,039	0.01
E-Voting at the AGM	NIL	NIL	NIL
Total	19	4,039	0.01

(iii) Invalid Votes - NIL

d) **RESOLUTION NO. 4**

To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2021.

(i) Voted **in favour** of Resolution

	Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
Remote E-Voting	125	3,30,14,634	99.99
E-Voting at the AGM	5	316	100
Total	130	3,30,14,950	99.99

(ii) Voted **against** the resolution

	Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
Remote E-Voting	17	2,043	0.01
E-Voting at the AGM	NIL	NIL	NIL
Total	17	2,043	0.01

(iii) **Invalid Votes - NIL**

e) **RESOLUTION NO. 5**

To appoint Mr. Suresh Kumar (DIN: 02741371) as a Non-Executive and Non-Independent Director of the Company and to consider

(i) Voted **in favour** of Resolution

	Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
Remote E-Voting	121	3,30,14,019	99.99
E-Voting at the AGM	5	316	100
Total	126	3,30,14,335	99.99

(ii) Voted **against** the resolution

	Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
Remote E-Voting	19	2,530	0.01
E-Voting at the AGM	NIL	NIL	NIL
Total	19	2,530	0.01

(iii) **Invalid Votes - NIL**

8. A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.

9. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves, and signs the Minutes of the aforesaid Annual General Meeting.

Thanking You,

Yours faithfully,

SUDHEENDR
A PRAKASH
GHALI

Digitally signed by
SUDHEENDRA
PRAKASH GHALI
Date: 2021.09.22
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(Sudheendra P Ghali)
Scrutinizer
FCS 7037; CP No. 7537

September 21, 2021

Belagavi

UDIN number: F007037C000981362

Counter Signed by Ms. K S Swapna Latha
Sr. General Manager & Company Secretary of
Kirloskar Electric Company Limited

K S
Swapna
Latha

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email=KS.Latha@kircel.com
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