

Date: 12th August 2021

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 12th Annual General Meeting (AGM) of the Members of the Company was held on Thursday, 12th August 2021 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 8th April 2020; the General Circular No. 17/2020 dated 13th April 2020, the General Circular No. 20/2020 dated 5th May 2020 and the General Circular No. 02/2021 dated 13th January 2021 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 12th May 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 and following business items were transacted at the AGM as detailed out in the AGM Notice for Item no. 1 to 8:

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 31st March 2021 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 (125%) and confirmation of the Interim Dividend of Rs. 1.50/- per equity share (75%) already paid during the year for the Financial Year ended 31st March 2021.
3. Ordinary Resolution: Re-Appointment of Mr. Mahesh R. Chhabria (DIN 00166049) who retires by rotation.
4. Ordinary Resolution: Re-Appointment of Ms. Gauri Kirloskar (DIN 03366274) who retires by rotation.

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

5. Ordinary Resolution: Appointment of G. D. Apte & Co, Chartered Accountants [FRN: 100515W] as the Statutory Auditors of the Company for the first term of 5 consecutive years with effect from conclusion of this AGM upto the AGM to be held in the year 2026.

B. SPECIAL BUSINESSES:

6. Ordinary Resolution: Ratification and confirmation of the remuneration payable to the Cost Auditor M/s. Parkhi Limaye & Co., Cost Accountants, (Firm Registration No. 191) for the financial year ending 31st March, 2022.
7. Special Resolution: Amendment and revision of “Kirloskar Oil Engines Limited - Employees Stock Option Plan 2019” (“KOEL ESOP 2019”).
8. Special Resolution: Approval under Section 180(1)(a), 110 of the Companies Act, 2013 and Regulation 24(5) of SEBI LODR, 2015 to the Board to transfer Equity Shares held in Arka Fincap Limited to the proposed wholly owned subsidiary of KOEL at a price not less than the fair Market Value.

The Company provided the remote e-voting facility to members on resolutions proposed to be considered in the AGM from 9th August 2021 (9:00 am) (IST) to 11th August 2021 (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 8 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