



Enriching Lives

KIRLOSKAR OIL ENGINES LIMITED
A Kirloskar Group Company

Date: 25th September 2020

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 letters dated 30th July 2020 and 28th August 2020, Registrar of Companies, Pune, has issued the Certificate of Registration of Alteration of Object Clause of the Memorandum of Association (MOA) of the Company on 24th September 2020. Accordingly Main object clause of MOA has been amended by insertion of the new clause III (A) 3 after the existing Clause III (A) 2 of MOA. Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including amendments thereunder, the brief of the amendment to MOA of the Company is as under:

Clause III (A) 3 of Main Object Clause:

“To carry on business in India or elsewhere of designing, developing, manufacturing, processing, buying, selling, trading, importing, exporting, producing, extracting, generating, assembling, hiring, bartering, distributing, testing, installing, conditioning, reconditioning, servicing, repairing, harnessing, contracting, maintaining, converting, altering or otherwise dealing in all types of machineries, motors, tractors, tillers & equipment(s) for farm mechanization / agricultural purpose including spares / implements thereof, all types of pipes and pipe fittings used in Agriculture, Mechanical, Electrical & any other Industries, all types of conventional and non-conventional energy including solar energy, wind energy, fuel energy in liquid or gas forms, hydro energy, mechanical energy, thermal energy, electrical energy, any form of renewable energy, fuel cells, co-generation of electricity, heating / cooling energy related gadgets, apparatus, components, devices, plants, systems, machinery, equipment, products, services, spares & parts, tools, jigs & fixtures, goods, transformers, converters, controllers, control panels, inverters, energy transformation products, energy storage solutions including batteries of various chemistries, insulators, motors, turbines, compressors, composters, boilers, cables, chains, anchors, belts, wires, cords, conductors, engines, dynamos, mechanical and electrical machinery plant and fittings generally, power electronics and software based applications in the field of energy engineering and power generation devices.”

Further, the words ‘Companies Act, 1956’ in the existing MOA have also been substituted with the words ‘Companies Act, 2013’, wherever required and reference to various Sections of the Companies Act, 1956 in the existing MOA, have been replaced with the reference to the corresponding Sections of the Companies Act, 2013.



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The extract of the Memorandum of Association of the Company with respect to above alterations is enclosed herewith.

Further, the Corporate Identification Number (CIN) of the Company has been changed from L29120PN2009PLC133351 to L29100PN2009PLC133351.

You are kindly requested to take the same on your records.

Thanking you,

Yours faithfully,

For Kirloskar Oil Engines Limited

Smita Raichurkar
Company Secretary

Encl.: As above.



सत्यमेव जयते

GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Registrar of companies, Pune

PCNTDA Green Building,BLOCK A, 1st & 2nd Floor Near Akurdi Railway Station,Akurdi, Pune, Maharashtra, India, 411044

Corporate Identity Number: L29100PN2009PLC133351

SECTION 13(1) OF THE COMPANIES ACT, 2013

**Certificate of Registration of the Special Resolution Confirming Alteration of
Object Clause(s)**

The shareholders of M/s KIRLOSKAR OIL ENGINES LIMITED having passed Special Resolution in the Annual/Extra Ordinary General Meeting held on 28-08-2020 altered the provisions of its Memorandum of Association with respect to its objects and complied with the Section 13(1) of the Companies Act, 2013.

I hereby certify that the said Special Resolution together with the copy of the Memorandum of Association as altered has this day been registered.

Given under my hand at Pune this Twenty fourth day of September Two thousand twenty.



CHEREDDY JAGANADH REDDY

Registrar of Companies

RoC - Pune

Mailing Address as per record available in Registrar of Companies office:

KIRLOSKAR OIL ENGINES LIMITED

LAXMANRAO KIRLOSKAR ROAD,, KHADKI,, PUNE, Maharashtra, India,
411003



THE COMPANIES ACT, 2013
COMPANY LIMITED BY SHARES
Memorandum of Association
OF
Kirloskar Oil Engines Limited

- I. The name of the Company is **Kirloskar Oil Engines Limited**.
- II. The Registered Office of the Company will be situated in the State of Maharashtra within the jurisdiction of the Registrar of Companies, Pune.
- III. The Objects for which the company is established are

(A) THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION:

1. To carry on in India or elsewhere, the business as designers, researchers, developers, manufacturers, buyers, assemblers, modifiers, installers, reconditioners, sellers, hirers, sublessors, market makers, dismantlers, repairers, operators, exporters, importers, distributors and to act as agent, broker, adatia, consignor, C&F agent, indenting agent, representative, correspondent, franchiser, stockist, supplier, vendor, transporter, collaborator, export house or otherwise deal in engines of every description for the use of all kinds of engines including heat engines, internal combustion engines operated by any type of fuel and/ or gases including steam, boilers, locomotives, road rollers, automobiles, trucks, tractors, agricultural implements, pumps, gensets and all kinds and varieties of filters including air filters, water filters, oil filters, gas filters, filter elements, filter papers or any other products covered in the range of filters elements, and forging, pressing, stamping and roll - forming of metal; powder metallurgy.
2. *"To carry on the business, through itself or through a subsidiary; of a leasing company, hire purchase company and Finance company and to undertake and / or arrange or syndicate all types of business relating to Financing of consumers, individuals, industry or corporates, for all kinds of vehicles, aircrafts, ships, machinery, plants, two-wheelers, tractors and other farm equipment, consumer durables equipment, renewable energy equipment / infrastructure, construction equipment, housing equipment, capital equipment, office equipment, their spares and components, real estate, infrastructure work or activity, including used / refurbished products, consumable products, as also services of every kind and description, computers, storage tanks, toll roads, communication satellites, communication lines, factories, rolling stock, moveable and immoveable property, to engage in all forms of Securitisation, instalment sale and / or deferred sale relating to goods or materials, to purchase the book debts and receivables of companies and to lend or give credit against the same, to borrow, to transact business as promoters, financiers, monetary agents, to carry out the business of a company established with the object of financing industrial enterprises and to arrange or provide financial and other facilities independently or in association with any person, Government, Financial Institutions, Banks, Industrial Companies or any other agency, in the form of lending or advancing money by way of loan, working capital finance, refinance, project finance or in any other form, whether with or without security, to institutions, bodies corporate, firms, sole proprietorship, limited liability partnership, associations, societies, trusts, authorities, industrial enterprises and to arrange or provide facilities for the purposes of infrastructure development work or for providing infrastructure facilities or engaging in infrastructure activities and to raise and provide venture capital and promote or finance the promotion of joint stock companies, to invest in, to underwrite, to manage the issue of, and to trade in their shares or other securities."
*(Inserted vide Special resolution passed by the members of the Company through postal ballot on 25 January 2018)
3. #To carry on business in India or elsewhere of designing, developing, manufacturing, processing, buying, selling, trading, importing, exporting, producing, extracting, generating, assembling, hiring, bartering, distributing, testing, installing, conditioning, reconditioning, servicing, repairing, harnessing, contracting, maintaining, converting, altering or otherwise dealing in all types of machineries, motors, tractors, tillers & equipment(s) for farm mechanization / agricultural purpose including spares / implements thereof, all types of pipes and pipe fittings used in Agriculture, Mechanical, Electrical & any other Industries, all types of conventional and non-conventional energy including solar energy, wind energy, fuel energy in liquid or gas forms, hydro energy, mechanical energy, thermal energy, electrical energy, any form of renewable energy, fuel cells, co-generation of electricity, heating / cooling energy related gadgets, apparatus, components, devices, plants, systems, machinery, equipment, products, services, spares & parts, tools, jigs & fixtures, goods, transformers, converters, controllers, control panels, inverters, energy transformation products, energy storage solutions including batteries of various chemistries, insulators, motors, turbines, compressors, composters, boilers, cables, chains, anchors, belts, wires, cords, conductors, engines, dynamos, mechanical and electrical machinery plant and fittings generally, power electronics and software based applications in the field of energy engineering and power generation devices.
#(Inserted vide Special resolution passed by the members of the Company in the Annual general Meeting held on 28 August 2020)

(B) THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE:

2. To carry on the activity of iron founders, mechanical engineers, manufacturers of all types of internal combustion engines including oil and petrol engines, gas turbines, steam turbines, boilers, locomotives, road rollers, automobiles, trucks, tractors, agricultural implements and pumps, machine-tool makers, brass founders, moulders and metal workers, iron and steel converters, smiths, wood workers, tool makers and metallurgists, and to buy, sell, repair, convert, alter, export, import, let on hire and deal in machinery, implements and hardware of all kinds.

and research, both scientific and technical investigation and invention by providing, subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing the remuneration of scientific or technical professors or teachers and by providing for the award or exhibition, scholarship, prizes, and grants to students or independent students or otherwise and generally to encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist any of the businesses which the Company is authorised to carry on.

30. To apply for, purchase, or otherwise acquire and protect and renew in any part of the world any patents, patent rights, brevets d' invention, trade marks, designs, copyrights, know-how, licenses, concessions, industrial property, intellectual property and the like conferring any exclusive or nonexclusive or limited right to their use, application or any secret or other information as to any invention or otherwise which may seem capable of being used for any of the purpose of the Company and to use, exercise, develop, grant licenses in respect of or otherwise turn to account the property, rights, or information so acquired and to expend money in experimenting upon, testing or improving any such patents, inventions or rights.
31. To sell any patents, rights or privileges belonging to the Company or which may be acquired by it or any interest in the same and to grant licenses for the use and practice of the same or any of them, and to let or allow to be used or otherwise deal with any inventions, patents or privileges in which the Company may be interested and to do all such acts and things as may be considered/deemed expedient, for turning to account any inventions, patents and privileges in which the Company may be interested.
32. To be interested in promoting and undertaking the formation and establishment of such institutions, businesses or companies having similar objects as may be considered to be conducive to the profit and interest of the Company.
33. To enter into partnership or into any arrangement for sharing or pooling profits, amalgamation, union of interest, cooperation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on or engaged in or about to carry on or engage in, any business or transaction which this Company is authorised to carry on.
34. To amalgamate with any company or companies having objects altogether or in part similar to those of this Company.
35. To enter into any scheme of amalgamation or arrangement for merger, demerger, hiving off or other forms of corporate restructuring with any other company, body corporate, firm or legal person or to enter into partnership or any arrangement for sharing profits, union of interest, co-operation, joint venture or reciprocal rights with any person or association of persons or companies having objects altogether or in part similar to those of the Company or with shareholders or creditors of the company and/or of any other company
36. To pay for any properties, rights, or privileges acquired by the Company either in shares of this Company or partly in shares and partly in cash or otherwise.
37. To draw, accept, make and to endorse, discount and negotiate promissory notes, hundies, bills of exchange, bills of lading and other negotiable or transferable instruments.
38. \$To borrow or raise money or to receive on deposit, at interest or otherwise, in such manner as the Company may think fit, and in particular by the issue of debentures or debenture-stock, perpetual or otherwise, including debentures or debenture-stock convertible into shares of this Company or perpetual annuities and in security of any money so borrowed, raised, or received, to mortgage, pledge, hypothecate or charge the whole or any part of the property, assets or revenue of the Company, present or future, including its uncalled capital, by special assignment or otherwise, or to transfer or convert the same absolutely or any interest therein and to give lenders power of sale and other powers as may seem

expedient, and to purchase, redeem, or payoff any such securities, subject to section 73 of the Companies Act, 2013 and directives of the Reserve Bank of India.

§(the words 'Companies Act, 1956' substituted with the words 'Companies Act, 2013', and reference of Section of the Companies Act, 1956 replaced with the reference to the corresponding Section of the Companies Act, 2013, vide Special resolution passed by the members of the Company in the Annual general Meeting held on 28 August 2020)

39. To invest surplus funds in any shares, securities or investments upon such terms as may be thought proper and from time to time vary such transactions in such manner as the Company may think fit, and to invest and to deal with the money of the Company in any investments, movable or immovable, in such manners as may from time to time seem expedient and be determined, and also to lend money and to make advances to or make deposits with such persons, firms, companies and on such terms as may seem expedient and in particular to or with customers and others having dealings with the Company and to guarantee the performance of contracts by any such persons, firms or companies.
40. To acquire from any person, firm or body corporate whether in India or elsewhere, technical information, know-how, processes, engineering, manufacturing and operating data, plans, layouts and blue prints useful for the design, erection and operation of plant required for any of the business of the Company and to acquire any grant or license and other rights and benefits in the foregoing matters and things.
41. To undertake and execute any trusts, the undertaking of which may seem to the Company desirable and either gratuitous or otherwise.
42. To bear and pay all preliminary expenses of any company, firm or body corporate promoted by this Company or any company in which this Company is or may contemplate being interested including in such preliminary expenses all or any part of the costs and expenses of owners of any business or property acquired by the Company.
43. To guarantee the payment of money, unsecured, or secured by or payable under or in respect of promissory notes, bonds, debentures, debenture-stocks, contracts, mortgages, charges, obligations, instruments and securities of any company or of any person whomsoever, whether incorporated or not incorporated and generally to guarantee and become sureties for the performance of any contracts or obligations, and also to subscribe or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national and other institutions and objects which shall have any moral or other claim to support or aid by the Company, either by reason of locality of operation or of public and general utility or otherwise.
44. To subscribe or to contribute or otherwise to assist or guarantee money to public, political and charitable objects, purposes, funds and institutions and to any other useful institutions, funds, or purposes which in the opinion of the Board of Directors are likely to promote the interests or the business of the Company or to further its objects and/or to charitable and other useful funds whatsoever or for any exhibition and also further to aid pecuniarily or otherwise any association, body or movement having for an object the solution, settlement or surmounting of industrial or labour problems, disputes or troubles, or the promotion of industry, science, art or trade.
45. To insure the whole or any part of the property of the Company either fully or partially, to protect and indemnify the Company from liability or loss in any respect either fully or partially and also to insure and to protect and indemnify any part or portion thereof either on mutual principle or otherwise.
46. To adopt such means of making known the business and products of the Company, as may seem expedient, and in particular by advertising in the press, by circulars, by purchase and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations or otherwise howsoever.
47. **@**To distribute any of the property of the Company amongst the members in species or kind subject to provisions of the Companies Act, 2013, in the event of winding up.
@(the words 'Companies Act, 1956' substituted with the words 'Companies Act, 2013', vide Special resolution passed by the members of the Company in the Annual general Meeting held on 28 August 2020)
48. To appropriate, use or layout land belonging to the Company for streets, parks, pleasure grounds,