



# KIRLOSKAR BROTHERS LIMITED

A Kirloskar Group Company

Enriching Lives

SEC/ F: 22

May 30, 2022

**BSE Scrip Code – 500241)**  
**BSE Limited**  
Corporate Relationship Department,  
2<sup>nd</sup> Floor, New Trading Ring,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
**Mumbai-400001**

**(NSE Symbol - KIRLOS BROS)**  
**National Stock Exchange of India Ltd.,**  
5<sup>th</sup> Floor, Exchange Plaza,  
Bandra (East)  
**Mumbai – 400 051**

Dear Sirs,

**Sub.: Annual Secretarial Compliance Report for the Financial Year ended on March 31, 2022.**

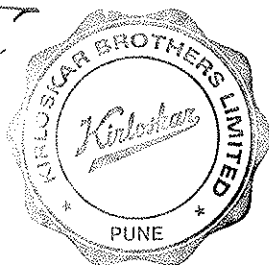
Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we enclose Annual Secretarial Compliance Report dated May 24, 2022 for the Financial Year ended on March 31, 2022, issued by S.D. Limaye, Company Secretary, Pune.

Kindly take the above on your record.

Yours faithfully,  
For **KIRLOSKAR BROTHERS LIMITED**

  
Devang Trivedi  
Company Secretary

Encl: As above



**SECRETARIAL COMPLIANCE REPORT**

**KIRLOSKAR BROTHERS LIMITED**

**(CIN: L29113PN1920PLC000670)**

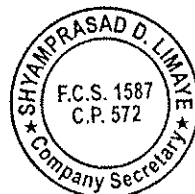
**for the year ended 31<sup>st</sup> March, 2022**

I, Shyamprasad D. Limaye, Practising Company Secretary have examined, subject to limitation of physical interaction and verification of records caused by COVID-19 Pandemic;

- (a) all the documents and records maintained by **Kirloskar Brothers Limited** ("the listed entity"), and explanation provided by the listed entity,
- (b) the filings / submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,
- (e) any declaration made by Directors of the Company.

for the Financial Year ended 31<sup>st</sup> March, 2022 in respect of compliance with the provisions of the following to the extent applicable during the period under review:

- 1) Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 2) Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI"); including
  - (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
  - (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
  - (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
  - (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013;
  - (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;



and based on the above examination, I hereby report that, during the Review Period:

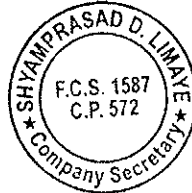
- a. The listed entity has maintained proper records under the provisions of the above Regulations, circulars and guidelines issued thereunder in so far as it appears from my examination of those records.
- b. No actions are taken against the listed entity / its promoters / directors / material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts, Regulations, circulars and guidelines issued thereunder.
- c. The listed entity has complied with the provisions of the above Acts, Regulations and circulars/ guidelines, to the extent applicable.
- d. The Company has two material subsidiaries i. Karad Projects and Motors Limited an Indian subsidiary which has complied with the provisions of the Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other ii. SPP Pumps Ltd (UK)

There were no observations in the report for the previous year and therefore no actions were desired to be taken by the listed entity.

Place : Pune

Date : 24<sup>th</sup> May, 2022

UDIN : F001587D000373695



A handwritten signature in black ink, appearing to read "Shyamprasad D. Limaye".

Shyamprasad D. Limaye  
F.C.S 1587 C.P 572