



KIRLOSKAR OIL ENGINES LIMITED

Enriching Lives

29 June 2013

Corporate Relationship Department
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai – 400 001

Ref: Stock Code 533293

Dear Sir/Madam,

Subject: Additional disclosure under SEBI Circular No. CIR/CFD/DIL/7/2013 dated May13, 2013 on amendment to SEBI (Employees Stock Option Scheme and Employees Stock Purchase Scheme) Guidelines and Equity Listing Agreement.

With reference to the captioned subject, we enclose Annexure I and Annexure II in the formats prescribed under the said circular.

You are requested to take the same on your record.

Thanking you,

Yours Faithfully,
For Kirloskar Oil Engines Limited

Smita Raichurkar
Asst. Company Secretary

Encl.: As Above.



KIRLOSKAR OIL ENGINES LIMITED

Enriching Lives

Annexure I

Details of allotment of shares/grant of benefit made till January 17, 2013 pursuant to non-align schemes by Kirloskar Oil Engines Limited

Financial Year	Type of scheme (ESOP/ Non-ESOP)	Brief particulars of the Benefits under the scheme	Type of beneficiaries	Value of the benefit/allotment	Percentage of shares used for granting benefits/allotting shares to the total paid up share capital
(A)	(B)	(C)	(D)	(E)	(F)
30 April 2010 till 17 January 2013 (Refer note no. 1)	Kirloskar Oil Engines Employee's Welfare Trust (Non ESOP)	Provision of Employees welfare such as medical aid, hospitalization expenses, educational assistance etc.	a) Promoter / Promoter group / Directors holding >10% b) Others	Nil Refer note no. 2	Nil Nil
30 April 2010 till 17 January 2013 (Refer note no. 1)	KOEL Officers' Welfare Trust (Non ESOP)	Provision of Employees welfare such as holiday homes including incidental services such food, transport etc., medical surgical treatment, educational assistance, sports assistance etc.	a) Promoter / Promoter group / Directors holding >10% b) Others	Nil Refer note no. 2	Nil Nil

Notes:

- Hon'ble High Court of Judicature at Bombay vide its order dated 31 July 2009 read with its order dated 19 March 2010 has approved the Scheme of Arrangement between Kirloskar Oil Engines Limited (now known as Kirloskar Industries Limited – Demerged Company) and Kirloskar Engines India Limited (now known as Kirloskar Oil Engines Limited – Resulting Company) and their respective shareholders and creditors. The Scheme has become effective from 31 March 2010. The Engines and Auto Components business of Demerged Company was transferred and vested with the Company i.e. Kirloskar Oil Engines Limited on becoming effective of the Scheme of Arrangement.





KIRLOSKAR OIL ENGINES LIMITED

Enriching Lives

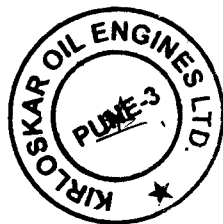
Pursuant to the said Scheme on 30 April 2010, Resulting Company i.e. Kirloskar Oil Engines Limited allotted the shares to the shareholders of Demerged Company who were holding shares as on record date i.e. 22 April 2010, in the following ratio:

Every shareholder of the Demerged Company holding 20 (Twenty) equity shares of Rs. 2/- (Rupees two only) each in the Demerged Company as on the Record Date i.e. 22 April 2010 will be:

- i. issued 15 (Fifteen) Equity Shares in Resulting Company of Rs.2/- (Rupees two only) each credited as fully paid up; and
- ii. issued 1 (one) equity share of Rs.10/- (Rupees ten only) each of Demerged Company credited as fully paid up.

Accordingly, equity shares of Kirloskar Oil Engines Limited (Resulting Company) were allotted on 30 April 2010 to Kirloskar Oil Engines Employees' Welfare Trust and KOEL Officers' Welfare Trust.

2. No shares have been allotted in pursuance of Employees Benefit Scheme, which are not in alignment with SEBI (ESOS and ESPS) Guidelines, 1999 to the beneficiaries and Trust Deeds of the above referred trusts does not contemplate granting of stock options to the employees of the Company. These trusts grants benefits to the employees covered under the Trust Deeds for purposes mentioned under column no. C.





KIRLOSKAR OIL ENGINES LIMITED

Enriching Lives

Annexure II

Details of outstanding options/ allotment / benefits as on January 17, 2013 pursuant to non-align schemes by **Kirloskar Oil Engines Limited**

Type of scheme (ESOP/ Non-ESOP)	Brief particulars of the Benefits under the scheme	Type of beneficiaries	Value of the benefit/ allotment	Percentage of shares used for granting benefits/ allotting shares to the total paid up share capital
(A)	(B)	(C)	(D)	(E)
Non ESOP – Employee Welfare Trust	Provision of Employees welfare such as medical aid, hospitalization expenses, educational assistance etc.	a) Promoter / Promoter group / Directors holding >10% b) Others	Nil Refer note	Nil Nil
Non ESOP – Officers' Welfare Trust	Provision of Employees welfare such as holiday homes including incidental services such food, transport etc., medical surgical treatment, educational assistance, sports assistance etc.	a) Promoter / Promoter group / Directors holding >10% b) Others	Nil Refer note	Nil Nil

Note:

No shares have been allotted in pursuance of Employees Benefit Scheme, which are not in alignment with SEBI (ESOS and ESPS) Guidelines, 1999 to the beneficiaries and Trust Deeds of the above referred trusts does not contemplate granting of stock options to the employees of the Company. These trusts grants benefits to the employees covered under the Trust Deeds for purposes mentioned under column no. B.

