

## KIRLOSKAR FERROUS INDUSTRIES LIMITED

A Kirloskar Group Company

Ref No. 2072/15

1 August 2015

The Department of Corporate Services BSE Limited First Floor, P J Towers, Dalal Street, Fort, Mumbai 400001

Kind Attention : Mr. Shyam Bhagirath / Mr. Amol Hosalkar

Dear Sir,

Subject:

Details of voting results and Scrutinizer's Report

Reference:

Scrip Code 500245

Pursuant to Clause 35A of the Listing Agreement, we are enclosing details regarding the voting results and the Scrutinizer's Report, in respect of 24th Annual General Meeting of the Members of the Company held on Thursday, 30 July 2015.

Date of Annual General Meeting	Thursday, 30 July 2015
Total number of shareholders as on Record Date (i.e. 23 July 2015)	64,275
Number of shareholders present at the meeting either in person or through proxies : Promoters and Promoters Group Public	04 85
Number of shareholders attended the meeting through Video Conferencing : Promoters and Promoters Group Public	NIL NIL

You are requested to take the same on record.

Thanking you,

Yours faithfully,

For Kirloskar Ferrous Industries Limited

C S Panicker

Senior Vice President (Finance) and

Company Secretary

Encl: a/a







INDIA

Kirloskar Ferrous Industries Limited - Voting Result in respect of 24th Annual General Meeting held on Thursday, 30 July 2015 [CIN: L27101PN1991PLC063223]

Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on vote polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
			-		-		
Resolution No. 1	Ordinary Resolution the Board of Directo	ors and the Audito		nt for the financial y	ear ended 31st N	farch, 2015 and a	iso the reports
	Mode of Voting : E-	DO AND COMP					
Promoters & Promoters Group	81,763,944	81,701,534	99.92	81,701,534	0	100.00	0.0
Public - Institutional holders	2,650,395	2,574,095	97.12	2,574,095	0	1,000,000	
Public - Others	52,893,742	258,861	0.49	258,861	0	100.00	0.0
Total (A)	137,308,081	84,534,490	61.57	84,534,490	0	100.00	0.0
	Mode of Voting : Po	olling Papers					
Promoters & Promoters Group	81,763,944						
Public - Institutional holders	2,650,395						
Public - Others	52,893,742	44,023	0.08	44,023	0	100.00	0.0
Total (B)		44,023	0.03	44,023	0	100.00	0.0
		150 1500		100000			
Result	137,308,081	84,578,513	61.60	84,578,513	0	100.00	0.0
Resolution No. 2	Ordinary Resolution 2014-2015		f dividend at the ra	te of Rs. 1.25 per (	equity share (i.e.	25 percent) for t	ne financial ye
	Mode of Voting : E-						175
Promoters & Promoters Group	81,763,944	81,701,534		81,701,534	0	11112222	
Public - Institutional holders	2,650,395	2,574,095	97.12	2,574,095	0	1000	0.0
Public - Others	52,893,742	258,911	0.49	258,661	250	99.90	0.1
Total (A)	137,308,081	84,534,540	61.57	84,534,290	250	100.00	0.0
	Mode of Voting : Po	olling Papers					
Promoters & Promoters Group	81,763,944				- 14		
Public - Institutional holders	2,650,395			(4	24		
Public - Others	52,893,742	43,718	0.08	43,718	0	100.00	0.0
Total (B)	The state of the s	43,718		43.718	0	1000 50000	
, 512 (5)	102,000,001		3.50	1911.19		7,00,00	
Result	137,308,081	84,578,258	61.60	84,578,008	250	100.00	0.0
Resolution No. 3	Ordinary Resolution	: Approval to the	e reappointment of N	Mr. A. N. Alawani as	a Director liable	to retire by rotation	in
	Mode of Voting : E-	voting					
Promoters & Promoters Group	81,763,944	81,701,534	99.92	81,701,534	0	100.00	0.0
Public - Institutional holders	2,650,395	2,574,095	97.12	2,574,095	0	100.00	0.0
Public - Others	52,893,742	258,911	0.49	258,661	250	99.90	0.
Total (A)		84,534,540	100000000000000000000000000000000000000	84,534,290	250	100.00	-
- Company	Mode of Voting : Po		30000			15555	-
Promoters & Promoters Group	81,763,944	and i opera		- 1			
Public - Institutional holders	2,650,395						
	Contract Con	42 740	0.00	42 748		400.00	0.1
Public - Others	52,893,742	43,718		43,718	0		10.00
Total (B)	137,308,081	43,718	0.03	43,718	0	100.00	0.0
Result	137,308,081	84,578,258	61.60	84,578,008	250	100.00	0.0
Resolution No. 4			ne appointment of t		Chartered Acco	ountants as Statu	tory Auditors ar
	to authorise to the I	Board of Directors	s to fix their remuner	ation.			
	Mode of Voting : E-	voting					
	81,763,944	81,701,534	99.92	81,701,534	0	100.00	0.0
Promoters & Promoters Group	2 000 200	2,574,095	97.12	0	2,574,095	0.00	100.0
	2,650,395			050.044		100.00	0.0
Public - Institutional holders			0.49	258,911			
Public - Institutional holders Public - Others	52,893,742	258,911	Control of the Contro	258,911 81,960,445		96.95	3.0
Public - Institutional holders Public - Others	52,893,742 137,308,081	258,911 84,534,540	Control of the Contro	81,960,445	2,574,095	96.95	3.6
Public - Institutional holders Public - Others Total (A)	52,893,742 137,308,081 Mode of Voting : Po	258,911 84,534,540	Control of the Contro			96.95	3.0
Public - Institutional holders Public - Others Total (A) Promoters & Promoters Group	52,893,742 137,308,081 Mode of Voting : Po 81,763,944	258,911 84,534,540	Control of the Contro			96.95	3.
Public - Institutional holders  Public - Others  Total (A)  Promoters & Promoters Group  Public - Institutional holders	52,893,742 137,308,081 Mode of Voting Po 81,763,944 2,650,395	258,911 84,534,540 olling Papers	61.57	81,960,445	2,574,095		
Public - Institutional holders  Public - Others  Total (A)  Promoters & Promoters Group  Public - Institutional holders  Public - Others	52,893,742 137,308,081 Mode of Voting Po 81,763,944 2,650,395 52,893,742	258,911 84,534,540 olling Papers - - 43,718	61.57 - - 0.08	81,960,445 - - 43,718	2,574,095	100.00	0.
Promoters & Promoters Group Public - Institutional holders Public - Others  Total (A)  Promoters & Promoters Group Public - Institutional holders Public - Others  Total (B)	52,893,742 137,308,081 Mode of Voting Po 81,763,944 2,650,395 52,893,742	258,911 84,534,540 olling Papers	61.57 - - 0.08	81,960,445	2,574,095	100.00	0.1
Public - Institutional holders  Public - Others  Total (A)  Promoters & Promoters Group  Public - Institutional holders  Public - Others	52,893,742 137,308,081 Mode of Voting Po 81,763,944 2,650,395 52,893,742 137,308,081	258,911 84,534,540 olling Papers - - 43,718	61.57 - - 0.08 0.03	81,960,445 - - 43,718	2,574,095	100.00	0.

Kirloskar Ferrous Industries Limited - Voting Result in respect of 24th Annual General Meeting held on Thursday, 30 July 2015 [CIN: L27101PN1991PLC063223]

Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Resolution No. 5	Ordinary Resolution	: Ratification of t	he remuneration of	the Cost Auditors.			
	Mode of Voting : E-	voting					
Promoters & Promoters Group	81,763,944	81,701,534	99.92	81,701,534		100.00	0.00
Public - Institutional holders	2,650,395	2,574,095	97.12	2,574,095		100.00	0.00
Public - Others	52,893,742	258,911	0.49	258,911		100.00	0.00
Total (A)	137,308,081	84,534,540	61.57	84,534,540		100.00	0.00
	Mode of Voting : Po	illing Papers					
Promoters & Promoters Group	81,763,944	-	*	-		+	-
Public - Institutional holders	2,650,395			1 -			
Public - Others	52,893,742	43,518	0.08	43,518	C	100.00	0,00
Total (B)	137,308,081	43,518	0.03	43,518		100.00	
Result	137,308,081	84,578,058	61.60	84,578,058	C	100.00	0.00



## M. J. RISBUD & CO.

Company Secretaries

2, Annapoorna Apartments, Model Colony, 1034 Shivajinagar, Canal Road, Pune - 411016. Office - (020) 2565 3979 Cell - 98220 10522

E-mail - mjrpcs@dataone.in / mjrpcs@gmail.com

## Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and

Rule 20 of the Companies, (Management and Administration) Rules, 2014, as amended)

To

The Chairman / Director,

Kirloskar Ferrous Industries Limited

Khadki, Pune.

Dear Sir,

I, M. J. Risbud, a Company Secretary in Practice, has been appointed by the Board of Directors of Kirloskar Ferrous Industries Limited (The Company) as a Scrutinizer for the purpose of scrutinizing the voting process through remote e-voting and polling papers deposited in polling box, and ascertaining the requisite majority on voting carried out as per the provisions of section 108 of the Companies Act, 2013, read with rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice (hereinafter referred to as "Resolutions") of the 24<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, to be held on Thursday 30<sup>th</sup> July, 2015 at Pudumjee Hall, Mahratta Chamber of Commerce, Industries & Agriculture, Tilak Road, Near Nehru Stadium, Swargate Corner, Pune- 411 002.

The notice dated 28<sup>th</sup> April, 2015 convening the AGM alongwith statement setting out material facts under section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the resolutions to be passed at the said AGM to be held on 30<sup>th</sup> July, 2015.

ECS-810 CP-185 The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through different modes on the resolutions contained in the Notice of the AGM sent to the members of the Company. My responsibility as a scrutinizer for the voting process through different modes is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" the resolutions and "invalid/abstained votes", based on the reports generated and downloaded from the e-voting system provided by, National Securities Depository Limited (NSDL) the authorized agency to provide e-voting facilities, engaged by the Company and polling papers deposited into the polling box.

Further to the above, I submit my report as under:-

- The remote e-voting period remained open from Monday, 27<sup>th</sup> July, 2015 (9.00 A.M.) to Wednesday, 29<sup>th</sup> July, 2015, (5.00 P.M.)
- ii. The members of the Company as on the "cut-off" date i.e 23<sup>rd</sup> July, 2015 were entitled to vote on the resolutions as set out in the notice of the Annual General Meeting of the Company.
- iii. After the conclusion of voting by polling papers at the AGM, the votes cast on the resolutions by polling papers were counted.
- iv. The report on remote e-voting as generated and downloaded from NSDL was unblocked on Thursday, 30<sup>th</sup> July, 2015 in the presence of 2 witnesses, Mr. Suresh S. Ingale PCS and Mrs. Manasi Paradkar, PCS who are not in the employment of the Company.
- v. The details containing inter alia, list of equity shareholders, who voted "for", "against" and "invalid/abstained" on each of the resolutions those were put to vote, were generated from the e-voting website of National Securities Depository Ltd i.e. https://evoting.nsdl.com.

FCS-810 CP-185

vi. Thereafter, the consolidated report of the total votes cast in favour or against was prepared. A copy of the same is annexed hereto.

Thanking You

Yours Faithfully,

Mahesh J. Risbud

Company Secretary

Membership No. FCS- 810, CP -185

UCN: S1981MH000400

Place: Pune

Date: 31/07/2015

Received on 31/7/2015

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		Kirloskar Fe CIN No. L27	rrous li	Kirloskar Ferrous Industries Limited CIN No. L27101PN1991PLC063223	nited 223							
				ANNEXURE TO SCRUTINIZER'S REPORT FOR 24TH AGM DATED 30TH JULY 2015	SCRUTINIZER"	S REPORT FOR	24TH AGM D	АТЕР ЗОТН	JULY 201	5		
tesolution Io.	n Resolution Description	Mode of Voting No. of Memb voted	No. of Members voted	Total Votes		In Favour			Against		Invalid/Abstain	Abstain
	Ordinary Business				No of members	Votes	% to Total Valid Votes	No. of members	Votes	% of Total Valid Votes	No. of members	Votes
-	Adoption of the financial statement for the Remote E- year ended 31st March 2015 and also the voting	Remote E- voting	57	84,534,490	57	84,534,490	100.00	0	0	0	0	0
	report of the Board of Directors and the Polling papers	Polling papers	37	45,184	31	44,023	97.43	0	0	0	9	1161
	Auditors thereon	Total	94	84,579,674	88	84,578,513	666'66	0	0	0	9	1161
2	Declaration of dividend at the rate of Remot Rs. 1.25 per equity share (.25 percent) for voting	of Remote E-	28	84,534,540	22	84,534,290	100.00	П	250	0.000296	0	0
	the financial year 2014-15	Polling papers	37	45,184	29	43,718	96.76	0	0	0	00	1466
		Total	95	84,579,724	98	84,578,008	866'66	1	250	0.000296	00	1466
en en	Approval to the reappointment of Remot Mr. A.N. Alawani as a Director liable to voting	of Remote E-	58	84,534,540	56	84,534,290	100.00	2	250	0.000296	0	0
	retire by rotation.	Polling papers	37	45,184	29	43,718	96.76	0	0	0	00	1466
		Total	95	84,579,724	85	84,578,008	866'66	2	250	0.000296	8	1466
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Mode of Voting   No. of   Total Votes   No. of   Total Votes   No. of   N			Kirloskar Ferrous Industries Limited CIN No. L27101PN1991PLC063223	rrous Ir	dustries Lin	iited 23							
No of   No o		*			ANNEXURE TO	SCRUTINIZER"	SREPORT						
Approval to the appointment of M/s P.G Remote E. S8 84,534,540 S7 81,960,445 96.95 T2,574,095 3.05 Reflectors to fix their remuneration of Cost Remote E. S8 84,534,540 SR SR SR,534,540 T0 Total Special Business Additors    Ratification of the remuneration of Cost Remote E. S8 84,534,540 S8 84,534,540 T0 Total SP Polling papers 37 45,184 28 84,534,540 T0	esolution o.	n Resolution Description	Mode of Voting 1	No. of Members voted	Total Votes		In Favour			Against		//pilevul	Abstain
Approval to the appointment of M/s P.G Remote E- 58 84,534,540 57 81,960,445 96.95 1 2,574,095 3.05  Bhagwat, Chartered Accountants as voting Statutory Auditors & to authorize Board of Polling papers 37 45,184 29 43,718 96.76 0 0 0  Directors to fix their remuneration of Cost Remote E- 58 84,534,540 58 84,534,540 100.00 0 0 0  Ratification of the remuneration of Cost Remote E- 58 84,534,540 86 84,578,058 99.998 0 0 0 0		Ordinary Business				No of members	Votes	% to Total Valid Votes	No. of members	Votes	% of Total Valid Votes	No. of members	Votes
Approval to the appointment of M/s P.G Remote E- S8 84,534,540 57 81,960,445 96.95 1 2,574,095 3.05 Bhagwat, Chartered Accountants as voting Statutory Auditors & to authorize Board of Polling papers 37 45,184 29 43,718 96.95 1 2,574,095 3.05 Directors to fix their remuneration			B										
Statutory Auditors & to authorize Board of Total Directors to fix their remuneration	4	Approval to the appointment of M/s P.G Bhaewat. Chartered Accountants as	Remote E- voting	58	84,534,540	22	81,960,445	96.95	AC (8)	2,574,095	3.05	0	0
Directors to fix their remuneration   Total   95   84,579,724   86   82,004,163   96.95   1 2,574,095   3.05     Special Business   Special Busi		Statutory Auditors & to authorize Board of	Polling papers	37		29	43,718	96.76		0	0	80	1,466
Special Business   Special Bus		Directors to fix their remuneration	Total	95	84,579,724	86	82,004,163	96.95		2,574,095	3.05	00	1,466
Special Business         Ratification of the remuneration of Cost Noting Auditors         Auditors       S8 84,534,540       58 84,534,540       100.00       0													
Ratification of the remuneration of Cost Voting         Remote E-voting         58         84,534,540         58         84,534,540         100.00         0         0         0           Auditors         Polling papers         37         45,184         28         43,518         96.31         0         0         0           Total         95         84,579,724         86         84,578,058         99.998         0         0         0         0		Special Business							4				
Polling papers 37 45,184 28 43,518 96.31 0 0 0 0 Total 95 84,579,724 86 84,578,058 99.998 0 0 0	5	Ratification of the remuneration of Cost	Remote E-	58	84,534,540	28	84,534,540	100.00		0	0	0	0
95 84,579,724 86 84,578,058 99.998 0 0 0 0			Polling papers	37	45,184	28	43,518	96.31	0	0	0	6	1,666
COLUMNY.			Total	95	84,579,724	98	84,578,058	99.998		0	0	6	1,666
		SHJ. B.											

gnature of Scruthaizer