



# KIRLOSKAR ELECTRIC COMPANY LTD.,

Sect./24/2018  
September 22, 2018

The Secretary,

## NATIONAL STOCK EXCHANGE OF INDIA LTD

Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (East)  
Mumbai – 400 051  
Symbol – KECL  
Series – EQ

### ✓ BSE LTD.,

Stock Exchange Towers,  
Floor 25, P J Towers,  
Dalal Street,  
Mumbai – 400 051  
Scrip Code 533193  
Scrip ID KIRELECT

Dear Sir,

**Sub: Compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;**

Time of commencement of meeting : 10.00 AM  
Time of conclusion of meeting : 10.30 AM

In reference to the above subject, please find enclosed, the details regarding the voting results of 71<sup>st</sup> annual general meeting of the company held on September 21, 2018 along with the consolidated scrutinizer's report.

This is for your information and dissemination.

Thanking you

Yours faithfully  
for Kirloskar Electric Company Limited

K S  
SWAPNA  
LATHA

Digitally signed by K S SWAPNA LATHA  
DN: cn=K S Swapna Latha,  
serial=6606997, sn=Swapna,  
2.5.4.20=6606997, o=Kirloskar,  
c=IN, email=kslatha@kirloskar.com,  
ou=SEBI,  
emailAddress=622244c16dc7a72377a6d  
0851@kirloskar.com, cn=K S Swapna Latha,  
ou=SEBI, c=IN

K S Swapna Latha

**Sr. General Manager - Legal & Company Secretary**

Encl: a/a

P.B. No. 5555, Malleswaram West, Bangalore – 560 055, India  
T+91 80 2337 4865 / 2337 8901, F +91 80 2337 7706  
Customer care No. : 1800 102 8268, website: www.kirloskar-electric.com  
**Regd. Office:** Industrial Suburb, Rajajinagar, Bangalore – 560 010  
CIN: L31100KA1946PLC000415

### General information about company

BSE Scrip code	533193
NSE Symbol	KECL
MSEI Symbol	NOTLISTED
ISIN	INE134B01017
Name of the company	KIRLOSKAR ELECTRIC COMPANY LIMITED
Type of meeting	AGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	21-09-2018
Start time of the meeting	10:00 AM
End time of the meeting	10:30 AM

<b>Voting results</b>	
Record date	14-09-2018
Total number of shareholders on record date	53781
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	9
b) Public	67
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of resolution passed in the meeting</b>	<b>6</b>

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ADOPTION OF AUDITED FINANCIAL STATEMENTS ALONG WITH AUDITED CONSOLIDATED				
Category	Mode of voting	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
Promoter and Promoter Group	E-Voting		32877027	100.0000	32877027	0	100.0000	0.0000
	Poll	32877027	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	32877027	32877027	100.0000	32877027	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	5980650	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	5980650	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		73869	0.2681	14092	59777	19.0770	80.9230
	Poll	27556394	58496	0.2123	58496	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	27556394	132365	0.4803	72588	59777	54.8393	45.1607
<b>Total</b>	<b>Total</b>	66414071	33009392	49.7024	32949615	59777	99.8189	0.1811
<b>Whether resolution is Pass or Not.</b>							Yes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	807

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MRS. MEENA KIRLOSKAR AS A DIRECTOR LIABLE TO RETIRE BY ROTATION.				
Category	Mode of voting	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
Promoter and Promoter Group	E-Voting		32877027	100.0000	32877027	0	100.0000	0.0000
	Poll	32877027	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	32877027	32877027	100.0000	32877027	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	5980650	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	5980650	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		73869	0.2681	14168	59701	19.1799	80.8201
	Poll	27556394	58496	0.2123	58496	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	27556394	132365	0.4803	72664	59701	54.8967	45.1033
<b>Total</b>	<b>Total</b>	66414071	33009392	49.7024	32949691	59701	99.8191	0.1809
<b>Whether resolution is Pass or Not.</b>							Yes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	807

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF BRANCH AUDITORS.				
Category	Mode of voting	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
Promoter and Promoter Group	E-Voting		32877027	100.0000	32877027	0	100.0000	0.0000
	Poll	32877027	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	32877027	32877027	100.0000	32877027	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	5980650	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	5980650	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		73869	0.2681	14092	59777	19.0770	80.9230
	Poll	27556394	58496	0.2123	58496	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	27556394	132365	0.4803	72588	59777	54.8393	45.1607
<b>Total</b>	<b>Total</b>	66414071	33009392	49.7024	32949615	59777	99.8189	0.1811
<b>Whether resolution is Pass or Not.</b>							Yes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	807

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL TO THE REMUNERATION OF THE COST AUDITORS.				
Category	Mode of voting	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
Promoter and Promoter Group	E-Voting		32877027	100.0000	32877027	0	100.0000	0.0000
	Poll	32877027	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	32877027	32877027	100.0000	32877027	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	5980650	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	5980650	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		73869	0.2681	14092	59777	19.0770	80.9230
	Poll	27556394	58496	0.2123	58496	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	27556394	132365	0.4803	72588	59777	54.8393	45.1607
<b>Total</b>	<b>Total</b>	66414071	33009392	49.7024	32949615	59777	99.8189	0.1811
<b>Whether resolution is Pass or Not.</b>							Yes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	807

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL TO THE LIMITS FOR THE LOANS, GUARANTEES AND INVESTMENT.				
Category	Mode of voting	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
Promoter and Promoter Group	E-Voting		32877027	100.0000	32877027	0	100.0000	0.0000
	Poll	32877027	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	32877027	32877027	100.0000	32877027	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	5980650	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	5980650	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		73869	0.2681	14068	59801	19.0445	80.9555
	Poll	27556394	58496	0.2123	58496	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	27556394	132365	0.4803	72564	59801	54.8211	45.1789
<b>Total</b>	<b>Total</b>	66414071	33009392	49.7024	32949591	59801	99.8188	0.1812
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution								

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	807



Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL FOR DISPOSAL OF SHARES HELD IN SUBSIDIARIES/ASSETS HELD BY SUBSIDIARIES.				
Category	Mode of voting	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
Promoter and Promoter Group	E-Voting		32877027	100.0000	32877027	0	100.0000	0.0000
	Poll	32877027	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	32877027	32877027	100.0000	32877027	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	5980650	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	5980650	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		73869	0.2681	14042	59827	19.0093	80.9907
	Poll	27556394	58496	0.2123	58496	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	27556394	132365	0.4803	72538	59827	54.8015	45.1985
<b>Total</b>	<b>Total</b>	66414071	33009392	49.7024	32949565	59827	99.8188	0.1812
<b>Whether resolution is Pass or Not.</b>							Yes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	807



**V. Karthick**  
Company Secretary

No. 305, 3rd Floor, # 50,  
Huligadri Renaissance Landmark,  
10th Main, 17th Cross, Malleswaram,  
Ph. : +91 80 2344 3844 Bangalore -560 055  
Email : vk@vkarthick.com

Ref:

Date : .....  
Dt. September 21, 2018

To,

**The Managing Director,**  
**Kirloskar Electric Company Limited**  
Industrial Suburb, Rajajinagar,  
Bangalore – 560 010

**Subject: Disclosure of voting results of the Annual General Meeting of Kirloskar Electric Company Limited held on Friday, 21<sup>st</sup> September, 2018 and declaration of results of e-voting and poll along with the Scrutinizer's Report**

Dear Sir/Madam,

1. I, V. Karthick, Practicing Company Secretary (PCS 4680) at Unit No. 305, 3rd Floor, # 50, Huligadri Renaissance Landmark, 10th Main, 17th Cross, Malleswaram, Bangalore - 560 055 was appointed as Scrutinizer by the Board of Directors of **Kirloskar Electric Company Limited** ("the Company") for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of ballot at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management & Administration) Rules, 2014 (Amendment Rules 2015) in respect of below mentioned resolution, proposed at the Annual General Meeting ("AGM") of the members of the Company held at 10:00 AM on Friday, 21st September, 2018 at Hotel Royal Orchid, Golf Avenue, HAL Airport Road, Bangalore – 560 008. I hereby submit my report as under.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under relating to voting through electronic means (by remote e-voting) and voting by using ballots by the shareholders on the resolution proposed in the Notice of the AGM of the Company. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and to render a consolidated scrutinizer's report of the total votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company and the report generated for voting by use of ballots at the meeting.
3. I have rendered scrutinizers' report separately on the remote e-voting and by using ballots at the meeting, to the Company, and I hereby submit consolidated scrutinizer's report pursuant to Rule 20(4) (xii) on the resolutions contained in the Notice of the aforesaid AGM stated below:



4. The result of the voting is as under:

**(COMBINED RESULTS OF E-VOTING AND POLL)**

Item no: 1

To receive, consider and adopt the Financial Statements [stand-alone and consolidated] for the year ended 31st March, 2018 together with the reports of the Auditors and Directors thereon

(i) Voted in favour of the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
46	32,891,119	30	58,496	32,949,615	99.816

(ii) Voted against the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
5	59,777	0	0	59,777	0.181

(iii) Invalid votes:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
NIL	NIL	6**	807*	807*	0.002



**Item no: 2**

**To appoint a director in place of Mrs. Meena Kirloskar, who retires, and being eligible offers herself for re-appointment.**

(i) Voted in favour of the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
46	32,891,195	30	58,496	32,949,691	99.817

(ii) Voted against the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
5	59,701	0	0	59,701	0.181

(iii) Invalid votes:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
NIL	NIL	6**	807*	807*	0.002



**Item no: 3**

**To appoint M/s. Sundar & Associates, Chartered Accountants, Malaysia, as Branch Auditors**

(i) Voted in favour of the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
46	32,891,119	30	58,496	32,949,615	99.816

(ii) Voted against the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
5	59,777	0	0	59,777	0.181

(iii) Invalid votes:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
NIL	NIL	6**	807*	807*	0.002



Item no: 4

**To fix remuneration for the Cost Auditors**

(i) Voted in favour of the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
46	32,891,119	30	58,496	32,949,615	99.816

(ii) Voted against the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
5	59,777	0	0	59,777	0.181

(iii) Invalid votes:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
NIL	NIL	6**	807*	807*	0.002



Item no: 5

To fix investment limits for loans/ investment/ guarantees

(i) Voted in favour of the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
45	32,891,095	30	58,496	32,949,591	99.816

(ii) Voted against the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
6	59,801	0	0	59,801	0.181

(iii) Invalid votes:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
NIL	NIL	6**	807*	807*	0.002



Item no: 6

To divest/ dispose of shares held in Subsidiaries/ assets held by Subsidiaries .

(i) Voted in favour of the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
45	32,891,069	30	58,496	32,949,565	99.816

(ii) Voted against the resolution:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
6	59,827	0	0	59,827	0.181

(iii) Invalid votes:

Number of members voted In E-Voting	Number of votes cast (Shares)- E Voting	Number of Members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
NIL	NIL	6**	807*	807*	0.002

*\*The correct number is not ascertainable as in some of the ballot papers the handwriting is not legible, the Folio nos are not mentioned correctly, No of shares are not mentioned correctly, the assent or dissent is mentioned ambiguously.*

*\*\* some of the members have abstained from voting*

Additionally, there were about 40 Members who did not cast any vote either because they had cast e-vote or otherwise.






All relevant records of electronic voting / Polling will remain in our safe custody until the Chairman considers, approves and signs the minutes of AGM and the same shall be handed over thereafter to the Chairman for the safe keeping.

Thanking You,  
Yours Faithfully,

Place: Bangalore  
Dated: 21.09.2018

  
V. Karthick  
ACS: 11910, CP NO: 4680  
Scrutinizer

