

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Kirloskar Brothers Limited**
 2. Quarter ending - **30-Sep-2019**

i. Composition Of Board Of Director

T i t l e (M r / M s)	Name of the Director	DI N	P A N	C a t e g o r y (C h a i r p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e)	S u b C a t e g o r y	Ini t i a l D a t e o f A p p o i n t m e n t	Dat e o f A p p o i n t m e n t	Dat e o f c e s s a t i o n	T e n u r e	Dat e o f B i r t h	No. o f D i r e c t o r s h i p i n l i s t e d e n t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f m e m b e r s h i p i n A u d i t / S t a k e h o l d e r C o m m i t t e e (s) i n c l u d i n g t h i s l i s t e d e n t i t y	No o f p o s t o f C h a i r p e r s o n i n A u d i t / S t a k e h o l d e r C o m m i t t e e h e l d i n l i s t e d e n t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	M e m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y	Rem a r k s
M r.	SANJAY CHANDR AKANT KIRLOSK AR	0 0 0 7 8 8 5	A B I P K S F	C & ED	M D	19- Nov- 1985	19- Nov- 2015			22- Ma r- 19 57	3	2	2	0	SC,N RC	
M r.	PRATAP BABURA O SHIRKE	0 0 1 0 4 9	A C M P S	NE D		01- Apr- 2014	01- Apr- 2019		6 6	20- Ma r- 19 48	1	0	1	0	AC	

		0 2	4 6 7 M												
M r.	KISHOR ANANT CHAUKA R	0 0 0 3 3 8 3 0	A B C P C 7 8 2 8 D	ID		27- Apr- 2015	27- Apr- 2015		5 3	01- Au- g- 19 47	1	1	2	2	AC,S C,NR C
M r.	ALOK SANJAY KIRLOSK AR	0 5 3 2 4 7 4 5	A I F P K 2 9 9 9 F	NE D		18- Jul- 2012				08- No- v- 19 83	1	0	1	0	SC
M s.	RAMA SANJAY KIRLOSK AR	0 7 4 7 4 7 2 6 4	A R Y P K 6 6 7 1 J	NE D		28- Jul- 2017				21- Sep- 19 89	1	0	0	0	
M r.	RAKESH MOHAN	0 2 7 9 0 7 4 4	A A A P M 0 6 4 4 A	ID		28- Jul- 2017	28- Jul- 2017		2 6	14- Jan- 19 48	2	2	2	0	AC,N RC
M r.	RAJEEV KHER	0 1 1 9 2	A A V P K	ID		25- Jan- 2019	25- Jan- 2019		8	28- Jun- 19 55	1	1	0	0	NRC

Whether Chairperson is related to MD or CEO	No
---	----

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	KISHOR ANANT CHAUKAR	ID	Chairperson	25-Oct-2018	
2	RAKESH MOHAN	ID	Member	01-Apr-2019	
3	PRATAP BABURAO SHIRKE	NED	Member	01-Apr-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	KISHOR ANANT CHAUKAR	ID	Chairperson	27-Apr-2015	
2	SANJAY CHANDRAKANT KIRLOSKAR	C & ED	Member	27-Apr-2015	
3	ALOK SANJAY KIRLOSKAR	NED	Member	01-Apr-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
---------	----------------------	----------	------------------------	------------------	----------------

Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	RAKESH MOHAN	ID	Chairperson	25-Oct-2018	
2	KISHOR ANANT CHAUKAR	ID	Member	01-Apr-2019	
3	SANJAY CHANDRAKANT KIRLOSKAR	C & ED	Member	27-Apr-2015	
4	RAJEEV KHER	ID	Member	01-Apr-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
16-May-2019	12-Aug-2019	Yes	9	5

Company Remarks	
Maximum gap between any two consecutive (in number of days)	87

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	16-May-2019		Yes	3	2
Audit Committee		12-Aug-2019	Yes	3	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	87

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**

3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

--

Name : **SANDEEP PHADNIS**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

--

Name : **SANDEEP PHADNIS**
Designation : **Company Secretary & Compliance Officer**