



Enriching Lives

KIRLOSKAR BROTHERS LIMITED

A Kirloskar Group Company

SEC/ F:20

September 25, 2020

(BSE Scrip Code – 500241)

BSE Limited
Corporate Relationship Department,
2nd Floor, New Trading Ring,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

(NSE Symbol - KIRLOSBROS)

National Stock Exchange of India Ltd.,
5th Floor, Exchange Plaza,
Bandra (East)
Mumbai – 400 051

Dear Sirs,

Subject: Details of voting results at the 100th Annual General Meeting

Pursuant to Regulation 44 (3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing a disclosure of results on voting at the Annual General Meeting together with the Scrutinizer's Reports on e- voting.

Date of the Annual General Meeting	Friday, September 25, 2020
Total number of shareholders as on Record Date (i.e. September 18, 2020)	21605
Number of shareholders present at the meeting either in person:	0
• Promoter and Promoter group	0
• Public	
Number of shareholders attended the meeting through Video Conferencing:	7
• Promoter and Promoter Group	7
• Public	32

You are requested to take the same on record

Thanking you,

Yours faithfully,

For **KIRLOSKAR BROTHERS LIMITED**

Sandeep Phadnis
Company Secretary

Encl: As Above



Shyamprasad D. Limaye
B.Com. LL.B., F.C.S
Company Secretary

303, Parag-Wahini C.H.S Ltd,
126 Dahanukar Colony, Lane No 4
Kothrud, Pune: 411 038.
Tel.: (O) 25 38 99 85 (R) 25230773
E-mail: shyamprasad.limaye@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]

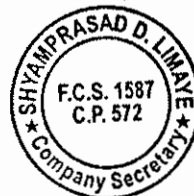
To,

The Chairman,
Kirloskar Brothers Ltd.,
CIN: L29113PN1920PLC000670,
Yamuna, S No.98/3 – 7, Plot No.3 Baner,
Pune – 411045

Dear Sir,

1. I, Shyamprasad D. Limaye, a Company Secretary in practice, has been appointed by the Board of Directors of Kirloskar Brothers Limited ("The Company") as a Scrutinizer for the purpose of Scrutinizing the e-voting process 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) (ix) of the Companies (Management and Administration) Rules, 2014 as amended, on the Resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 100th Annual General Meeting (AGM) of the members of the Company, held on Friday 25th September, 2020 at 11.00 a.m., after ascertaining the quorum the proceedings commenced through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') facility at the Registered office of the Company (the deemed venue) .
2. The notice dated 05th June, 2020 convening the 100th AGM of the Company along with 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 of the Company.
3. 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 electronic means and Ballots on the resolutions contained in the Notice of the 100thAGM to the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes, cast "in favour" or "against" the resolutions and "invalid" and "abstained" votes, based on the reports generated from the e-voting process system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company, to provide remote e-voting facilities and e-voting during the AGM.
4. Further to the above, I submit my report as under:-
 - i. The remote e-voting period remained open from Tuesday, 22nd September, 2020 (9:00 A.M) to Thursday, 24th September, 2020 (5:00 P.M).

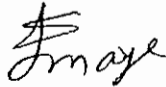
KBL



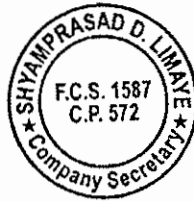
1

-
- ii. The members who were on record of the Company as on the "cut-off" date i.e. Friday, 18th September, 2020, (End of Day) were entitled to vote on the resolutions as set out in the notice of AGM of the Company.
 - iii. The votes cast via remote e-voting were blocked on Thursday, 24th September, 2020 immediately after completion of aforesaid voting hours by NSDL through its system.
 - iv. The E-voting facility was provided by NSDL at the AGM on Friday, 25th September, 2020 for those members who attended the meeting but not voted through remote e-voting facility.
 - v. Thereafter considering remote e-voting and votes by Ballots at the AGM, the combined result of the voting is annexed.

Thanking You,
Yours faithfully,



Shyamprasad Limaye
Company Secretary
FCS 1587 CP 572



UDIN: F001587B000772588

Place: PUNE
Date: 25/09/2020

KIRLOSKAR BROTHERS LIMITED

Date of the AGM/EGM	25/09/2020
Total number of shareholders on record date	21605
No. of shareholders present in the meeting either in person or through proxy: Promoters and promoter Group: Public:	NA
No. of shareholders attended the meeting through Video Conferencing: Promoters and promoter Group: Public:	39 07 32

Resolution 1 : To approve financial statements of the Company for the Financial Year ended March 31, 2020

Resolution required : (Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & Promoter Group	E-VOTING	52371675	31963811	61.03	31963811	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	52371675	31963811	61.03	31963811	0	100.00	0.00
Public - Institutions	E-VOTING	9197204	6810413	74.05	6810413	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	9197204	6810413	74.05	6810413	0	100.00	0.00
Public-Non Institutions	E-VOTING	17840047	182476	1.02	182438	38	99.98	0.02
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	17840047	182476	1.02	182438	38	99.98	0.02
TOTAL		79408926	38956700	49.05	38956662	38	100.00	0.00

Resolution 2 : To confirm payment of Interim Dividend

Resolution required : (Ordinary / Special) Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution ? No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & Promoter Group	E-VOTING	52371675	31963811	61.03	31963811	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	52371675	31963811	61.03	31963811	0	100.00	0.00
Public - Institutions	E-VOTING	9197204	6810413	74.05	6810413	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	9197204	6810413	74.05	6810413	0	100.00	0.00
Public-Non Institutions	E-VOTING	17840047	182476	1.02	182265	211	99.88	0.12
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	17840047	182476	1.02	182265	211	99.88	0.12
TOTAL		79408926	38956700	49.06	38956489	211	100.00	0.00

Resolution 3 : To declare Final Dividend on equity shares of the Company

Resolution required : (Ordinary / Special)

Whether promoter/promoter group are interested in the agenda/resolution ? No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & Promoter Group	E-VOTING	52371675	31963811	61.03	31963811	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	52371675	31963811	61.03	31963811	0	100.00	0.00
Public - Institutions	E-VOTING	9197204	6810413	74.05	6810413	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	9197204	6810413	74.05	6810413	0	100.00	0.00
Public-Non Institutions	E-VOTING	17840047	182476	1.02	182438	38	99.98	0.02
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	17840047	182476	1.02	182438	38	99.98	0.02
TOTAL		79408926	38956700	49.06	38956662	38	100.00	0.00

Resolution 4 : To appoint a Director in place of Mr. Alok Kirloskar (DIN 05324745)

Ordinary Resolution

Resolution required :(Ordinary / Special)

No

Whether promoter/promoter group are interested in the agenda/resolution ?

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	52371675	52334113	99.93	31963811	20370302	61.08	38.92
Promoter & Promoter Group	POLL	0	0	0.00	0	0	0.00	0.00
Promoter & Promoter Group	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
TOTAL		52371675	52334113	99.93	31963811	20370302	61.08	38.92
Public - Institutions	E-VOTING	9197204	6810413	74.05	6810413	0	100.00	0.00
Public - Institutions	POLL	0	0	0.00	0	0	0.00	0.00
Public - Institutions	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
TOTAL		9197204	6810413	74.05	6810413	0	100.00	0.00
Public-Non Institutions	E-VOTING	17840047	182467	1.02	181847	620	99.66	0.34
Public-Non Institutions	POLL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
TOTAL		17840047	182467	1.02	181847	620	99.66	0.34
TOTAL		79408926	59326993	74.71	38956071	20370922	65.66	34.34

Resolution 5 : To re-appoint Mr. Kishor Anant Chaukar (DIN 00033830) as an Independent Director

Special Resolution

Resolution required :(Ordinary / Special)

No

Whether promoter/promoter group are interested in the agenda/resolution ?

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	52371675	52334113	99.93	31963811	20370302	61.08	38.92
Promoter & Promoter Group	POLL	0	0	0.00	0	0	0.00	0.00
Promoter & Promoter Group	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
TOTAL		52371675	52334113	99.93	31963811	20370302	61.08	38.92
Public - Institutions	E-VOTING	9197204	6810413	74.05	6810413	0	100.00	0.00
Public - Institutions	POLL	0	0	0.00	0	0	0.00	0.00
Public - Institutions	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
TOTAL		9197204	6810413	74.05	6810413	0	100.00	0.00
Public-Non Institutions	E-VOTING	17840047	182476	1.02	181511	965	99.47	0.53
Public-Non Institutions	POLL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
TOTAL		17840047	182476	1.02	181511	965	99.47	0.53
TOTAL		79408926	59327002	74.71	38955735	20371267	65.66	34.34

Resolution 6 : To appoint Mr. M.S. Unnikrishnan (DIN 01460245), as an Independent Director

Resolution required :(Ordinary / Special) Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution ? No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	52371675	52334113	99.93	31963811	20370302	61.98	38.92
Promoter & Promoter Group	POLL	0	0	0.00	0	0	0.00	0.00
Promoter & Promoter Group	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
TOTAL		52371675	52334113	99.93	31963811	20370302	61.98	38.92
Public - Institutions	E-VOTING	9197204	6810413	74.05	6810413	0	100.00	0.00
Public - Institutions	POLL	0	0	0.00	0	0	0.00	0.00
Public - Institutions	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
TOTAL		9197204	6810413	74.05	6810413	0	100.00	0.00
Public-Non Institutions	E-VOTING	17840047	182476	1.02	182130	346	99.81	0.19
Public-Non Institutions	POLL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
TOTAL		17840047	182476	1.02	182130	346	99.81	0.19
TOTAL		79408926	59327002	74.71	38956354	20370648	65.66	34.34

Resolution 7 : To confirm remuneration payable to Cost Auditors for the period 2020-21

Resolution required :(Ordinary / Special) Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution ? No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	52371675	31963811	61.03	31963811	0	100.00	0.00
Promoter & Promoter Group	POLL	0	0	0.00	0	0	0.00	0.00
Promoter & Promoter Group	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
TOTAL		52371675	31963811	61.03	31963811	0	100.00	0.00
Public - Institutions	E-VOTING	9197204	6810413	74.05	6810413	0	100.00	0.00
Public - Institutions	POLL	0	0	0.00	0	0	0.00	0.00
Public - Institutions	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
TOTAL		9197204	6810413	74.05	6810413	0	100.00	0.00
Public-Non Institutions	E-VOTING	17840047	182476	1.02	182265	211	99.88	0.12
Public-Non Institutions	POLL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
TOTAL		17840047	182476	1.02	182265	211	99.88	0.12
TOTAL		79408926	38956700	49.06	38956489	211	100.00	0.00

KIRLOSKAR BROTHERS LIMITED
Annexure to Scrutinizer's Report

100th Annual General Meeting 25/09/2020

Resolution No.	Resolution	Total Ballots		Favour		Against		
		Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	%
1	To receive, consider and adopt audited financial statements of the Company for the Financial Year ended on March 31, 2020 together with the Reports of Auditors and Board thereon and consolidated financial statements of the Company for the Financial Year ended on March 31, 2020.	111	3,89,56,700	109	3,89,56,662	2	38	0.0001%
2	To confirm payment of Interim Dividend at Rs. 2/- (100%) per equity share of the Company for the Financial Year 2019-20.	111	3,89,56,700	108	3,89,56,489	3	211	0.0005%
3	To declare Final Dividend on equity shares of the Company for the Financial Year 2019 - 20.	111	3,89,56,700	109	3,89,56,662	2	38	0.0001%
4	To appoint a Director in place of Mr. Alok Kirloskar (DIN 05324745), who retires by rotation and being eligible, offers himself for re-appointment.	121	5,93,26,993	108	3,89,56,071	13	2,03,70,922	34.3367%
5	To re-appoint Mr. Kishor Amant Chaukar (DIN 00033890) as an Independent Director.	121	5,93,27,002	103	3,89,55,735	18	2,03,71,267	34.3373%
6	To appoint Mr. M.S. Unnikrishnan (DIN 01460245), as an Independent Director.	121	5,93,27,002	106	3,89,56,354	15	2,03,70,648	34.3362%
7	To confirm remuneration payable to Cost Auditors for the period 2020-21.	111	3,89,56,700	108	3,89,56,489	3	211	0.0005%



Shyamprasad D. Limaye

Shyamprasad D. Limaye
FCS 1587 CP 572

Pune
Date : 25/09/2020



Enriching Lives

KIRLOSKAR BROTHERS LIMITED

A Kirloskar Group Company

TO WHOMSOEVER IT MAY CONCERN

Based on the Scrutinizer's Report dated 25/09/2020, I declare that the Resolutions No. 1 to 4 and 6 to 7 are passed with requisite majority.

Resolution No. 5 not passed as a Special Resolution.

For Kirloskar Brothers Limited

Sanjay C. Kirloskar
Chairman and Managing Director

Date: 25.09.2020

