



KIRLOSKAR BROTHERS LIMITED

A Kirloskar Group Company

Enriching Lives

December 29, 2020

(BSE Scrip Code – 500241)
BSE Limited
Corporate Relationship Department,
2nd Floor, New Trading Ring,
Phiroz Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

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

Dear Sir,

Ref: Letter dated November 28, 2020

Sub: Outcome of Postal Ballot (E-voting) Results as per Regulation 44(3) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

Pursuant to Regulation 44(3) of the Listing Regulations and Section 110 read with 108 of the Companies Act, 2013 and also read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and circulars issued by the Ministry of Corporate Affairs, we are submitting herewith the voting results of business transacted in the Postal Ballot Notice passed by the members with requisite majority. The aforesaid resolution is deemed to have been passed on the last date of e-voting i.e., on Monday, December 28, 2020.

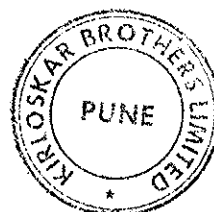
We are attaching herewith the Voting results and Scrutinizer’s report for remote e-voting. The same is also available on the Company’s website www.kirloskarpumps.com

Kindly take the above information on record as compliance with applicable regulations of SEBI LODR Regulations, 2015.

Thanking You,

Yours sincerely,
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

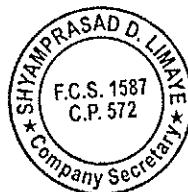
**[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies,
(Management and Administration) Rules, 2014 as amended]**

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, have been appointed by the Board of Directors of Kirloskar Brothers Limited ("the Company") as a scrutiner for the purpose of scrutinising the postal ballot forms and e-voting and ascertaining the requisite majority on voting carried out as per the provisions of Section 110 of the Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions contained in the postal ballot notice dated 26th November, 2020 ("the resolutions").
2. The notice dated 26th November, 2020, seeking approval of members of the Company along with statement setting out material facts under Section 102(1) of the Companies Act, 2013 was sent to the members in respect of the resolution to be passed, through postal ballot. In view of various MCA circulars, voting on Postal Ballot was to be exercised only through e-voting, hence the Company had provided remote e-voting facility to the members to vote on the resolution through the electronic voting platform provided by NSDL
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 postal ballot/remote e-voting on the resolutions for approval of the members of the Company. My responsibility as a Scrutinizer for remote e-voting is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" on the resolution and "invalid" and "abstained" votes, based on votes cast electronically and the reports generated from the e-voting platform provided by NSDL.
4. Further to the above, I submit my report as under:-



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- a. dispatch of e-voting notice to its members whose names appeared in the register of members/list of beneficial holders as on Friday, 27th November, 2020 (End of Day) through email at their registered email ID.
- b. The remote e-voting period remained open from Sunday, 29th November, 2020 at 9.00 a.m. to Monday, 28th December, 2020 at 5.00 p.m.
- c. The members whose names appeared in the register of members as on the "cut-off" date i.e. Friday, 27th November, 2020 (End of Day) were entitled to vote on the resolutions as set out in the E-voting Notice of the Company.
- d. The remote e-voting facility was blocked on Monday, 28th December, 2020 immediately after the completion of voting hours in the presence of 2 witnesses, Mr. Neelkanth G. Limaye and Mrs. Manasi Sathe who are not in the employment of the Company.
- e. There were no postal ballot forms in view of the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/ conducting postal ballot process through e-voting, vide General Circular No. 14/ 2020 dated April 8, 2020, General Circular No. 17/ 2020 dated April 13, 2020 and General Circular No. 22/2020 dated June 15, 2020 and General Circular No. 33/2020 dated September 28, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars")

Considering votes through remote e-voting the result of the voting is given below. The details containing, inter alia, votes cast in "favor "or "against" on the resolution that was put to vote, and whose votes became invalid and number of votes abstained from voting, were generated from the e-voting website of NSDL www.evoting.nsdl.com. and my report is based on such reports generated.



Resolution -- Ordinary Resolution --

Re-appointment of Mr. Sanjay C. Kirloskar (DIN 00007885) as Managing Director of the Company for a period of 5 (five) years with effect from November 19, 2020.

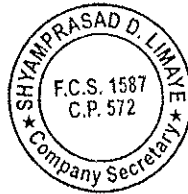
Sr No	Particulars	No of Entries	Total No of Votes	% to Total Votes casted
1	Total votes thru E-voting	142	56,734,143	100.0000
2	Votes with Assent	118	36,318,285	64.0149
3	Votes with Dissent	24	20,415,858	35.9851

Thanking You,

Yours faithfully,



Shyamprasad Limaye
Company Secretary
FCS 1587 CP 572



UDIN : F001587B001717268

Place: PUNE

Date: 29/12/2020

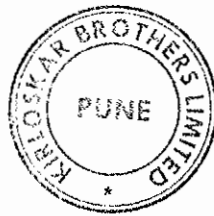
Based on the Scrutinizer's Report dated 29/12/2020, I declare that the Resolution is passed with requisite majority.

For Kirloskar Brothers Limited

Sandeep Phadnis

Sandeep Phadnis
Company Secretary

29/12/2020



KIRLOSKAR BROTHERS LIMITED

Date of the AGM/EGM/POSTAL BALLOT	29-11-2020 to 28-12-2020
Total number of shareholders on record date	23436
No. of shareholders present in the meeting either in person or through proxy:	0
Promoters and promoter Group:	0
Public:	0
No. of shareholders attended the meeting through Video Conferencing:	NA
Promoters and promoter Group:	
Public:	

Resolution 1 : Re-appointment of Mr. Sanjay C. Kirloskar (DIN 00007885) as Managing Director of the Company

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
Promoter & Promoter Group	E-VOTING	52371675	52343113	99.95	31972811	20370302	61.08	38.92
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
Public - Institutions	TOTAL	52371675	52343113	99.95	31972811	20370302	61.08	38.92
	E-VOTING	9032794	4358380	48.25	4313606	44774	98.97	1.03
	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	9032794	4358380	48.25	4313606	44774	98.97	1.03
	E-VOTING	18004457	32650	0.18	31868	782	97.61	2.40
TOTAL	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	18004457 79408926	32650 56734143	0.18 71.45	31868 36318285	782 20415858	97.60 64.01	0.00 35.99



For KIRLOSKAR BROTHERS LTD.
S. Phadnis
SANDEEP PHADNIS
 COMPANY SECRETARY
 29 | 12 | 2020