



Enriching Lives

# KIRLOSKAR BROTHERS LIMITED

A Kirloskar Group Company

SEC/ F:21

September 09, 2021

**(BSE Scrip Code – 500241)**  
BSE Limited  
Corporate Relationship Department,  
2<sup>nd</sup> Floor, New Trading Ring,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
**Mumbai-400001**

**(NSE Symbol - KIRLOSBROS)**  
National Stock Exchange of India Ltd.,  
5<sup>th</sup> Floor, Exchange Plaza,  
Bandra (East)  
**Mumbai – 400 051**

Dear Sirs,

**Subject: Details of voting results at the 101<sup>st</sup> 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 voting results of the Annual General Meeting together with the Scrutinizer's Reports on e- voting.

Date of the Annual General Meeting	Thursday, September 09, 2021
Total number of shareholders as on Record Date (i.e. September 02, 2021)	22455
Number of shareholders present at the meeting either in person:	0
• Promoter and Promoter group	0
• Public	0
Number of shareholders attended the meeting through Video Conferencing:	
• Promoter and Promoter Group	06
• Public	48

You are requested to take the same on record

Thanking you,

Yours faithfully,  
For **KIRLOSKAR BROTHERS LIMITED**

**Raghunath Apte**  
**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  
Kofhrud, Pune: 411 038.  
Tel.: (O) 25 38 99 85 Mobile No. 9423009462  
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,

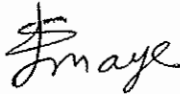
1. I, Shyamprasad D. Limaye, a Company Secretary in practice, has been appointed by the Board of Directors of Kirloskar Brothers Limited ("The Company") as a Scrutinizer for the purpose of Scrutinizing the e-voting process and ascertaining the requisite majority on voting carried out as per the provisions 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 101<sup>st</sup> Annual General Meeting (AGM) of the members of the Company, held on Thursday 09<sup>th</sup> September, 2021 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 03<sup>rd</sup> August, 2021 convening the 101<sup>st</sup> 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 101<sup>st</sup> AGM 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 Monday, 06<sup>th</sup> September, 2021 (9:00 A.M) to Wednesday, 08<sup>th</sup> September, 2021 (5:00 P.M).

KBL



- ii. The members who were on record of the Company as on the "cut-off" date i.e. Thursday , 02<sup>nd</sup> September, 2021, (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 Wednesday, 08<sup>th</sup> September, 2021 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 Thursday, 09<sup>th</sup> September, 2021 for those members who attended the meeting but not voted through remote e-voting facility.
- v. Thereafter considering remote e-voting and e-voting at the AGM, the combined result of the voting is annexed.

Thanking You,  
Yours faithfully,



Shyamprasad Limaye  
Company Secretary  
FCS 1587 CP 572



UDIN : F001587C000926566

Place: PUNE  
Date: 09/09/2021

**KIRLOSKAR BROTHERS LIMITED**

Date of the AGM/EGM	09/09/2021
Total number of shareholders on record date	22455
No. of shareholders present in the meeting either in person or through proxy:	NA
Promoters and promoter Group:	
Public:	
No. of shareholders attended the meeting through Video Conferencing:	54
Promoters and promoter Group:	06
Public:	48

**Resolution 1 :** To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021 together with the report of the Auditors and Board's thereon and Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021 together with the Reports of Auditors thereon.

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	31972811	61.05	31972811	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	31972811	61.05	31972811	0	100.00	0.00
Public - Institutions	E-VOTING	9028304	5468893	60.58	5468893	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	9028304	5468893	60.57	5468893	0	100.00	0.00
Public-Non Institutions	E-VOTING	18008947	146486	0.81	143856	2630	98.21	1.80
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	18008947	146486	0.81	143856	2630	98.20	1.80
<b>TOTAL</b>		<b>79408926</b>	<b>37588190</b>	<b>47.33</b>	<b>37585560</b>	<b>2630</b>	<b>99.99</b>	<b>0.01</b>

Resolution 2 : To declare dividend on equity shares of the Company for the Financial Year 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	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	31972811	61.05	31972811	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	31972811	61.05	31972811	0	100.00	0.00			
Public - Institutions	E-VOTING	9028304	5482476	60.73	5482476	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	9028304	5482476	60.73	5482476	0	100.00	0.00			
Public-Non Institutions	E-VOTING	18008947	146486	0.81	146348	138	99.91	0.09			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	18008947	146486	0.81	146348	138	99.91	0.09			
TOTAL		79408926	37601773	47.35	37601635	138	100.00	0.00			

Resolution 3 :To appoint Director in place of Ms. Rama Kirloskar (DIN 07474724) who retires by rotation being eligible offers herself for re-appointment.

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 (1)	No. of votes polled (2)	% 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	52272877	99.81	31972811	20300066	61.17	38.84			
	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	52272877	99.81	31972811	20300066	61.17	38.83			
Public - Institutions	E-VOTING	9028304	5482476	60.73	5482476	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	9028304	5482476	60.73	5482476	0	100.00	0.00			
Public-Non Institutions	E-VOTING	18008947	146486	0.81	144665	1821	98.76	1.24			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	18008947	146486	0.81	144665	1821	98.76	1.24			
TOTAL		79408926	57901839	72.92	37599952	20301887	64.94	35.06			

**Resolution 4 : To ratify remuneration payable to Cost Accountants for the period 2021-22.**

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 (1)	No. of votes polled (2)	% 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	32414616	61.89	31972811	441805	98.64	1.36
	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	32414616	61.89	31972811	441805	98.64	1.36
Public - Institutions	E-VOTING	9028304	5482476	60.73	5482476	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	9028304	5482476	60.73	5482476	0	100.00	0.00
Public-Non Institutions	E-VOTING	18008947	146451	0.81	146342	109	99.93	0.07
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	18008947	146451	0.81	146342	109	99.93	0.07
TOTAL		79408926	38043543	47.91	37601629	441914	98.84	1.16

Resolution 5 . To appoint Mr. Shrinivas V. Dempo (DIN 00043413), 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	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	52272877	99.81	31972811	20300066	61.17	38.84
	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	52272877	99.81	31972811	20300066	61.17	38.83
Public - Institutions	E-VOTING	9028304	5482476	60.73	5475179	7297	99.87	0.13
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	9028304	5482476	60.73	5475179	7297	99.87	0.13
Public-Non Institutions	E-VOTING	18008947	146431	0.81	145981	450	99.69	0.31
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	18008947	146431	0.81	145981	450	99.69	0.31
TOTAL		79408926	57901784	72.92	375993971	20307813	64.93	35.07



Resolution 6 : To appoint Mr. Shobinder Duggal (DIN00039580), as an Independent Director

Ordinary Resolution.

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	52272877	99.81	31972811	20300066	61.17	38.84
	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	52272877	99.81	31972811	20300066	61.17	38.83
Public - Institutions	E-VOTING	9028304	5482476	60.73	5482476	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	9028304	5482476	60.73	5482476	0	100.00	0.00
Public-Non Institutions	E-VOTING	18008947	146451	0.81	144413	2038	98.61	1.39
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	18008947	146451	0.81	144413	2038	98.61	1.39
TOTAL		79408926	57901804	72.92	37599700	20302104	64.94	35.06

Resolution 7 : To appoint Ms. Ramni Nirula (DIN 00015330), as an Independent Director

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	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	52272877	99.81	31972811	20300066	61.17	38.84
	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	52272877	99.81	31972811	20300066	61.17	38.83
Public - Institutions	E-VOTING	9028304	5482476	60.73	1196256	4286220	21.82	78.18
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	9028304	5482476	60.73	1196256	4286220	21.82	78.18
Public-Non Institutions	E-VOTING	18008947	146461	0.81	82747	63714	56.50	43.50
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	18008947	146461	0.81	82747	63714	56.50	43.50
TOTAL		79408926	57901814	72.92	33251814	24650000	57.43	42.57

Resolution 8 : To appoint Ms. Rama Sanjay Kirloskar(DIN 07474724) as a Joint Managing 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 (1)	No. of votes polled (2)	% 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	52272877	99.81	31972811	20300066	61.17	38.84			
	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	52272877	99.81	31972811	20300066	61.17	38.83			
Public - Institutions	E-VOTING	9028304	5482476	60.73	5097640	384836	92.98	7.02			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	9028304	5482476	60.73	5097640	384836	92.98	7.02			
Public-Non Institutions	E-VOTING	18008947	146486	0.81	144665	1821	98.76	1.24			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	18008947	146486	0.81	144665	1821	98.76	1.24			
TOTAL		79408926	57901839	72.92	37215116	20686723	64.27	35.73			

KIRLOSKAR BROTHERS LIMITED  
Annexure to Scrutinizer's Report

161st Annual General Meeting 09/09/2021

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, 2021 together with the Reports of Auditors and Board thereon and Audited Consolidated Financial Statements of the Company for the Financial Year ended on March 31, 2021, together with the Reports of Auditors thereon.	147	3,75,88,190	143	3,75,85,560	4	2,630	0.0070%
2	To declare Dividend on equity shares of the Company for the Financial Year 2020-21	148	3,76,01,773	144	3,76,01,635	4	138	0.0004%
3	To appoint a Director in place of Ms. Rama Kirloskar (DIN 07474724), who retires by rotation and being eligible, offers herself for re-appointment.	156	5,79,01,839	143	3,75,99,952	13	2,03,01,887	35.0626%
4	To ratify remuneration payable to Cost Accountants for the period 2021-22.	148	3,80,43,543	143	3,76,01,629	5	4,41,914	1.1616%
5	To appoint Mr. Shrinivas V. Deshpande (DIN 00043413), as an Independent Director.	155	5,79,01,784	139	3,75,99,971	16	2,03,07,813	35.0729%
6	To appoint Mr. Shobinder Duggal (DIN 00039580), as an Independent Director.	155	5,79,01,804	139	3,75,99,700	16	2,03,02,104	35.0630%
7	To appoint Ms. Ramni Nirula (DIN 00015330), as an Independent Director.	155	5,79,01,814	133	3,32,51,814	22	2,46,50,000	42.5721%
8	To appoint Ms. Rama Sanjay Kirloskar (DIN 07474724) as a Joint Managing Director.	156	5,79,01,839	125	3,72,15,116	31	2,06,86,723	35.7272%

Pune

Date : 09/09/2021

UDIN : F001587C000926566



*Shyamprasad D. Limaye*

Shyamprasad D. Limaye  
FCS 1587 CP 572



Enriching Lives

## KIRLOSKAR BROTHERS LIMITED

A Kirloskar Group Company

Based on the Scrutinizer's Report dated 09/09/2021, I declare that the Resolutions No. 1 to 8 are passed with requisite majority.

For Kirloskar Brothers Limited

**Sanjay C. Kirloskar**  
Chairman and Managing Director

9/9/2021

