

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Kirloskar Brothers Limited**
 2. Quarter ending - **31-Mar-2022**

i. Composition Of Board Of Director

T i t l e (M r . / M s)	N a m e o f t h e D i r e c t o r	D I 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	I n i t i a l D a t e o f A p p o i n t m e n t	D a t e o f A p p o i n t m e n t	D a t e o f c e s s a t i o n	T e n u r e	D a t e o f B i r t h	W h e t h e r s p e c i a l r e s o l u t i o n p a s s e d ?	D a t e o f p a s s i n g s p e c i a l r e s o l u t i o n	N o. 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 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	N o 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 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	N o 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	N o 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 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	R e m a r k s
M r.	S A N J A Y C H A N D R	0 0 0 7 8	A B I P K 5 7	C & E D	M D	19- N o v- 19 85	19- N o v- 2020			2 2- M a r - 1	N A		3	2	3	1	S C, N R C	

	AK AN T KI RL OS KA R	8 5	7 5 F						9 5 7								
M r.	PR AT AP BA BU RA O SHI RK E	0 0 1 0 4 9 0 2	A C M P S 4 4 6 7 M	NED		01- Apr - 20 14	01- Apr- 2019		9 6	2 0- Mar - 1 9 4 8	NA		1	0	1	0	AC
M r.	AL OK SA NJ AY KI RL OS KA R	0 5 3 2 4 7 4 5	AI F P K 2 9 9 9 F	NED		18- Jul- 20 12	18- Jul- 2012			0 8- Nov- 1 9 8 3	NA		1	0	1	0	SC
M s.	RA MA SA NJ AY KI RL OS KA R	0 7 4 7 4 7 2 4	A R Y P K 6 6 7 1J	ED	M D	28- Jul- 20 17	03- Aug- 2021			2 1- Sep- 1 9 8 9	NA		1	0	1	0	RMC
M r.	RA KE SH MO HA N	0 2 7 9 0 7 4 4 4 A	A A P M 0 6 4 4 A	ID		28- Jul- 20 17	28- Jul- 2017		5 6	1 4- Jan- 1 9 4 8	NA		2	2	1	0	AC,NR C
M	RAJ	0	A	ID		25-	25-	24-	3	2	NA		2	2	3	1	AC,NR

r.	EE V KH ER	1 1 9 2 5 2 4 4 5J	A V P K O 8 4 5J			Jan - 20 19	Jan- 2019	Jan - 20 22	6	8- Ju n- 1 9 5 5							C	
M r s .	SH AIL AJA KH ER	0 8 4 5 0 5 6 8	A E M P K O 6 6 7 8J	ID		16- Ma y- 20 19	16- May- 2019		3 4	2 0- A u g- 1 9 5 7	NA		1	1	1	1	SC	
M r.	PR AD YU MN A VY AS	0 2 3 5 9 5 6 3	A A X P V 2 0 3 3 9 H	ID		16- Ma y- 20 19	16- May- 2019		3 4	0 7- D ec - 1 9 5 8	NA		3	3	3	1		
M r.	MS UN NI KR ISH NA N	0 1 4 6 0 2 4 5	A C O P S 8 4 4 7 8 E	ID		05- Jun - 20 20	05- Jun- 2020		2 1	2 7- Ju l- 1 9 6 0	NA		2	2	1	0	AC,NR C	
M r.	SH OB IN DE R DU GG AL	0 0 0 3 9 5 8 0	A A P D 3 7 6 3 B	ID		25- Ma y- 20 21	25- May- 2021		1 0	0 1- M ar - 1 9 5 8	NA		3	3	2	1	AC	
M r.	SH RI	0 0	A B	ID		25- Ma	25- May-		1 0	0 2-	NA		4	2	1	0	NRC	

	NI VA S DE MP O	0 4 3 4 1 3 4 1 M	T P D O 7 4 1		y- 20 21	2021			F e b- 1 9 6 9							
M r s .	RA MN I NI RU LA	0 0 1 5 3 3 0	A AJ P B 9 0 8 5 B	ID	25- Ma y- 20 21	25- May- 2021		1 0	2 7- M a y- 1 9 5 2	NA		5	5	3	0	AC
M r.	Am ita va Mu khe rje e	0 0 0 3 2 8 5	A A E P M 4 0 2 4 G	ID	29- Oct - 20 21	29- Oct- 2021		5	1 7- M a y- 1 9 5 3	NA		2	2	4	2	AC,SC
M r.	Viv ek Pe nd har kar	0 2 7 9 1 0 4 3	C Q Q P P 0 4 5 3 A	ID	29- Oct - 20 21	29- Oct- 2021		5	2 4- A p r- 1 9 5 8	NA		1	1	0	0	
M s.	Re kha Set hi	0 6 8 0 9 5 1 5	A P L P S 9 9 6 4 D	ID	29- Oct - 20 21	29- Oct- 2021		5	0 4- N o v- 1 9 6 3	NA		4	4	2	0	

Company Remarks	
Whether Permanent	Yes

chairperson appointed	
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	RAJEEV KHER	ID	Chairperson	04-Nov-2019	24-Jan-2022
2	SHOBINDER DUGGAL	ID	Chairperson	09-Feb-2022	
3	PRATAP BABURAO SHIRKE	NED	Member	01-Apr-2014	
4	RAKESH MOHAN	ID	Member	01-Apr-2019	
5	M S UNNIKRI SHNAN	ID	Member	03-Aug-2021	
6	RAMNI NIRULA	ID	Member	29-Oct-2021	
7	Amitava Mukherjee	ID	Member	10-Feb-2022	

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	SHAILAJA KHER	ID	Chairperson	05-Jun-2020	
2	SANJAY CHANDRAKANT KIRLOSKAR	C & ED	Member	27-Apr-2015	
3	ALOK SANJAY KIRLOSKAR	NED	Member	01-Apr-2019	
4	Amitava Mukherjee	ID	Member	10-Feb-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	M S UNNIKRI SHNAN	ID	Chairperson	25-May-2021	
2	RAMA SANJAY KIRLOSKAR	ED	Member	25-May-2021	
3	C.M.MATE	Member	Member	25-May-2021	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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	SANJAY CHANDRAKANT KIRLOSKAR	C & ED	Member	27-Apr-2015	
3	RAJEEV KHER	ID	Member	01-Apr-2019	24-Jan-2022
4	M S UNNIKRISHNAN	ID	Member	29-Sep-2020	
5	SHRINIVAS DEMPO	ID	Member	10-Feb-2022	

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
29-Oct-2021	10-Feb-2022	Yes	14	10
	18-Mar-2022	Yes	14	10

Company Remarks	
Maximum gap between any two consecutive (in number of days)	103

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	29-Oct-2021		Yes		
Nomination & Remuneration Committee	29-Oct-2021		Yes		
Risk Management Committee		28-Jan-2022	Yes	3	1
Audit Committee		09-Feb-2022	Yes	5	4
Audit Committee		14-Feb-2022	Yes	5	4
Audit Committee		17-Mar-2022	Yes	6	5
Nomination & Remuneration Committee		18-Mar-2022	Yes	4	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	102

v. Related Party Transactions

Subject	Compliance status	Remark
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	(Yes/No/NA)	
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	
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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) - **Yes**
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:

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Name : **DEVANG TRIVEDI**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.kirloskarpumps.co
Terms and conditions of appointment of	Yes		www.kirloskarpumps.co
Composition of various committees of	Yes		www.kirloskarpumps.co
Code of conduct of board of directors and	Yes		www.kirloskarpumps.co
Details of establishment of vigil mechanism/	Yes		www.kirloskarpumps.co
Criteria of making payments to non-	Yes		www.kirloskarpumps.co
Policy on dealing with related party	Yes		www.kirloskarpumps.co
Policy for determining 'material' subsidiaries	Yes		www.kirloskarpumps.co
Details of familiarization programs imparted	Yes		www.kirloskarpumps.co
Email address for grievance redressal and other relevant details entity who are	Yes		www.kirloskarpumps.co
Contact information of the designated	Yes		www.kirloskarpumps.co
Financial results	Yes		www.kirloskarpumps.co
Shareholding pattern	Yes		www.kirloskarpumps.co
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed	Yes		www.kirloskarpumps.co
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		www.kirloskarpumps.co
Credit rating or revision in credit rating	Yes		www.kirloskarpumps.co
Separate audited financial statements of	Yes		www.kirloskarpumps.co
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.kirloskarpumps.co
Materiality Policy as per Regulation 30	Yes		www.kirloskarpumps.co
Dividend Distribution policy as per	Yes		www.kirloskarpumps.co
It is certified that these contents on the	Yes		www.kirloskarpumps.co
II Annual Affirmations			
Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	

<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	22	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of Annual Secretarial Compliance Report</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Alternate Director to Independent Director</i>	24(A)	Yes	
<i>Maximum Tenure</i>	25(1)	Yes	
<i>Meeting of independent directors</i>	25(2)	Yes	
<i>Familiarization of independent directors</i>	25(3) & (4)	Yes	
<i>Declaration from Independent Director</i>	25(7)	Yes	
<i>D & O Insurance for Independent</i>	25(8) & (9)	Yes	
<i>Memberships in Committees</i>	25(10)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(1)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(3)	Yes	
	26(4)	Yes	

<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	
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Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
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Name : **DEVANG TRIVEDI**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE IV

%symbol%	%companyName%	%quarterEnded%
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(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
0	0	0	0	0	0	0	0

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	Corporate Guarnatee	0	390350000
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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Affirmations

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company

Company Remarks in case of non-compliant status

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Name: CHITTARANJAN MATE
Designation: Chief Financial Officer
Place: PUNE
Date: 21-Apr-2022