

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-2022**

i. Composition Of Board Of Director

Title (Mr. / Ms)	Name of the Director	DIN	PAN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Tenure	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17 (1 A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities included in this listed entity [in reference to Regulation 17 A (1)]	No. of Independent Directorship in listed entities included in this listed entity	No. of memberships in Audit/ Stakeholder Committee(s) included in this listed entity	No. of posts of Chairperson in Audit / Stakeholder Committee	Memberships in Committees of the Company	Remarks	

M r.	S H R I N I V A S D E M P O	0 0 4 3 4 1 3	A B T P D 0 7 4 1 M	ID		2 5 - M a y - 2 0 2 1	2 5- M a y - 2 0 2 1		1 6	0 2- F e b- 1 9 6 9	N o				A c t i v e	N A		4	2	2	1	SC, NR C	
M r s.	R A M N I N I R U L A	0 0 1 5 3 3 0	A A J P B 9 0 8 5 B	ID		2 5 - M a y - 2 0 2 1	2 5- M a y - 2 0 2 1		1 6	2 7- M a y - 1 9 5 2	N o				A c t i v e	N A		4	4	2	0	AC	
M r.	A m i t a v a M u k h e r j e e	0 0 0 3 2 8 5	A A E P M 4 0 2 4 G	ID		2 9 - O c t - 2 0 2 1	2 9- O c t - 2 0 2 1		1 1	1 7- M a y - 1 9 5 3	N o				A c t i v e	N A		2	2	4	2	AC, SC	
M r.	V i v e k P e n d h a r k a r	0 2 7 9 1 0 4 3	C Q Q P P 0 4 5 3 A	ID		2 9 - O c t - 2 0 2 1	2 9- O c t - 2 0 2 1		1 1	2 4- A p r - 1 9 5 8	N o				A c t i v e	N A		1	1	0	0		
M s.	R e k h a S e	0 6 8 0 9	A P L P S	ID		2 9 - O c t -	2 9- O c t -		1 1	0 4- N o v -	N o				A c t i v e	N A		4	4	3	0	NR C	

3	C.M.MATE	Chief Financial Officer	Member	25-May-2021	
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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	27-Jul-2022
2	SHRINIVAS DEMPO	ID	Chairperson	10-Feb-2022	
3	M S UNNIKRISHNAN	ID	Member	29-Sep-2020	
4	SANJAY CHANDRAKANT KIRLOSKAR	C & ED	Member	27-Apr-2015	
5	Rekha Sethi	ID	Member	27-Jul-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent Directors present
12-May-2022	Yes	12	11	7
24-May-2022	Yes	12	12	8
10-Aug-2022	Yes	11	10	6

Company Remarks	Total number of Directors as on 30th June,2022 were-12. However, total number of directors as on the date of Board Meetings held on 12th May 2022 were 14. Due to validation error we are not able to enter the correct figure of total number of directors i.e. 14 as on the date of meeting viz.12th May 2022. Therefore we have entered the total number of directors as 12.
Maximum gap between any two consecutive (in number of days)	77

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Total Number of Directors attended the meeting (All directors	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
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				including Independent Director)		
Audit Committee	23-May-2022	Yes	12	8		5
Nomination & Remuneration Committee	23-May-2022	Yes	12	5		3
Stakeholders Relationship Committee	24-May-2022	Yes	12	4		2
Risk Management Committee	15-Jul-2022	Yes	12	3	1	4
Audit Committee	09-Aug-2022	Yes	11	7	3	17
Nomination & Remuneration Committee	09-Aug-2022	Yes	11	6	3	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	77

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
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 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:

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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 Guarantee	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: 18-Oct-2022