

KIRLOSKAR BROTHERS LIMITED

A Kirloskar Group Company



Enriching Lives

BOARD SKILLS MATRIX

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**Kirloskar Brothers Limited
BOARD SKILLS MATRIX**

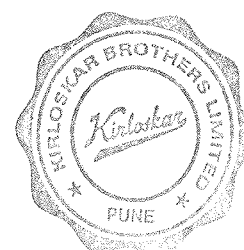
1. INTRODUCTION: In terms of the requirements under Schedule V, C (2), (h) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as amended from time to time, the Board is required to decide a matrix setting out the skills/expertise/competence of the board of directors specifying the following:
- With effect from the financial year ending March 31, 2019, the list of core skills/expertise/competencies identified by the board of directors as required in the context of its business(es) and sector(s) for it to function effectively and those actually available with the board; and
 - With effect from the financial year ended March 31, 2020, the names of directors who have such skills/expertise/competence.

In view of the above, this board skills matrix provides a guide as to the skills, knowledge, experience, personal attributes, and other criteria appropriate for the board of Kirloskar Brothers Limited (Company).

2. PRINCIPLES: The Board is a skill-based board comprising of directors who collectively have the skills, knowledge, and experience to effectively govern and direct the organization. The skills and attributes of the Board can be broadly categorized as follows:
- Governance skills (that is, skills directly relevant to performing the Board's key functions);
 - Industry skills (that is, skills relevant to the industry or section in which the organization predominantly operates); and
 - Personal attributes or qualities that are generally considered desirable to be an effective Director.

The Board as a whole should also encompass desirable diversity in aspects such as gender, age, or different perspectives.

3. POLICY: The skills, knowledge, and experience required of the Board may change as the organization evolves. In relation to each skill identified in this matrix, the Board is expected to assess whether the identified skill is 'essential' or 'desirable' to the Board.





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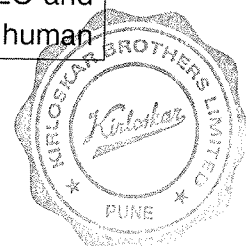
The Board skills matrix comprises three parts:

- Part A is an assessment of governance and industry-based skills areas which should be held collectively by the Board. Each skill area is accompanied by a description. As directors are appointed or elected on the Board, their skill sets should be noted in the 'Directors Strengths' column. Whilst many Directors will have a number of the skills listed, only the top 3 held by each director will be mapped so that the Board can readily ascertain the Board's collective skill strengths and gaps.
- Part B is a description of personal attributes that all the directors of the Board are expected to possess.
- Part C contains observations regarding the diversity and non-skills-based Board attributes.

PART A - COLLECTIVE SKILLS

1. Governance Skills Key:

Strategy	Strategy and strategic planning	Ability to think strategically and identify and critically assess strategic opportunities and threats and develop effective strategies in the context of the strategic objectives of the Company's relevant policies and priorities.
Policy	Policy development	Ability to identify key issues and opportunities for the Company within the technology industry and develop appropriate policies to define the parameters within which the organization should operate.
Finance	Financial performance	Qualifications and experience in accounting and/or finance and the ability to analyze key financial statements; critically assess financial viability and performance; contribute to strategic financial planning; oversee budgets and the efficient use of resources; and oversee funding arrangements and accountability.
Risk	Risk and compliance oversight	Ability to identify key risks to the organization in a wide range of areas including legal and regulatory compliance, and monitor risk and compliance management frameworks and systems.
IT	Information technology strategy	Knowledge and experience in the strategic use and governance of information management and information technology within the organization.
Executive Management	Executive Management	Experience at an executive level including the ability to appoint and evaluate the performance of the CEO and senior executive managers; oversee strategic human



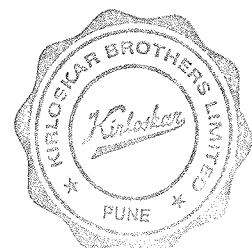


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		resource management including workforce planning, and employee and industrial relations; and oversee large scale organizational change.
Commercial	Commercial experience	A broad range of commercial/business experience, preferably in the small to large enterprise context, in areas including communications, marketing, branding, and business systems, practices, and improvement.
International		Knowledge of and experience in companies with operations outside of India.





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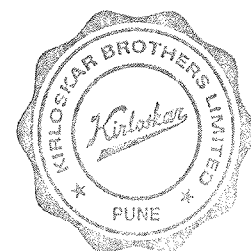
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2. Industry Skills (Technology)

Skill Area	Description	Board's Assessment
Product range and specialization	Knowledge of the product range offered by the Company, specialized product and competing skills in technology and development.	<p>% of the Board has direct and long term experience in the Pump industry.</p> <p>All Board members have extensive experience in skill areas such as Technology innovation, Marketing, Vendor and Client Engagement.</p>
Technology innovation	Understanding the current drivers of innovation in the pump industry related market and fair knowledge of competitors and peers and licensing requirements for product development including possible Joint Venture. Experience in delivering new product offerings in response to the market demand, to achieve market leadership or to take advantage of opportunities.	
Vendor engagement	Strong existing relationships with the vendors and an understanding of products offered and the positioning of different vendors in the market.	
Client engagement	Experience in engaging with management of businesses and organizations and other customers to assess their needs and deliver appropriate solutions and the ability to maintain positive relationships with client over time.	
Community and stakeholder engagement	High level reputation in the community including with the relevant industry organizations and consumer or business groups and the ability to effectively engage and communicate with those stakeholders.	
Marketing	Knowledge of and expertise in marketing services to business clients.	





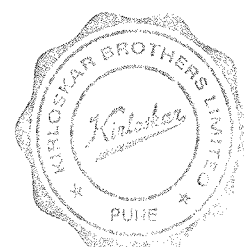
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PART B: PERSONAL ATTRIBUTES

Attribute	Description
Integrity (Ethics)	A commitment to: <ul style="list-style-type: none">• understanding and fulfilling the duties and responsibilities of a director, and maintaining knowledge in this regard through professional development;• putting the Company's interests before any personal interests;• acting in a transparent manner and declaring any activities or conduct that might be a potential conflict; and• maintaining Board confidentiality at all times.
Effective Listener and Communicator	The ability to: <ul style="list-style-type: none">• listen to, and constructively and appropriately debate, other people's viewpoints;• develop and deliver convincing arguments; and• communicate effectively with a broad range of stakeholders.
Constructive Questioner	The preparedness to ask questions and challenge management and peer directors in a constructive and appropriate way about key issues.
Contributor and Team Player	The ability to work as part of a team, and demonstrate the passion and time to make a genuine and active contribution to the Board.
Commitment	A visible commitment to the purpose for which the Company has been established and operates and its ongoing success.
Influencer and Negotiator	The ability to negotiate outcomes and influence others to agree with those outcomes, including an ability to gain stakeholder support for the Board's decisions.
Critical and Innovative Thinker	The ability to critically analyze complex and detailed information, readily prioritize key issues and develop innovative approaches and solutions to problems.
Leader	Essential leadership skills including the ability to: <ul style="list-style-type: none">• appropriately represent the organization;• set appropriate Board and organization culture; and• make and take responsibility for decisions and actions.





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PART C:

DIVERSITY & NON-SKILLS BASED CRITERIA

Skill Area	Description	Board's Assessment
Gender Diversity	Relatively equal gender representation should be sought for the Board to reflect gender diversity and given that gender diversity has been positively correlated with performance.	25% of the Board is female and the management has specific objectives for gender diversity at the organization level.
Geographic and Cultural Diversity	The Company is designed to have a strong link to their local and global community and respond effectively to local needs. Therefore, the Board should have strong local and global representation.	The Board currently consists of directors based in India and outside India. The Board is able to call on the Company's international subsidiary board members for global and cultural insights.
Age	Some age diversity should be sought among directors to bring different generational perspectives to the Board's deliberations.	The Board has a combination of members with different ages to suit the need.
Previous Board Experience	The Board should collectively comprise directors who demonstrate competence and experience at Board level.	The majority of the directors have extensive experience operating at Board level for both private and publicly listed companies.

Review/Amendments

This Policy is subject to review and amendment by the Board of Directors at appropriate intervals.

In the event of any conflict between the provisions of this Policy and of the SEBI Regulations or any other statutory enactments, rules, the provisions of such regulations, enactments or rules shall prevail over this Policy.

The Policy has been amended lastly as per approval of the Board of Directors at its meeting held on November 03, 2025.

By the orders of the Board of Directors of

Kirloskar Brothers Limited



Sanjay C. Kirloskar

Chairman and Managing Director

Date: November 03, 2025

