



Enriching Lives

KIRLOSKAR BROTHERS LIMITED
A Kirloskar Group Company

SEC/ F:21

December 15, 2021

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

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

Ref: Letter dated November 11,2021

**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 Tuesday, December 14, 2021.

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 Listing Regulations 2015.

Thanking you,

Yours faithfully,
For KIRLOSKAR BROTHERS LIMITED

Sanjay Kirloskar
Chairman and Managing Director
Encl: As above



Shyamprasad D. Limaye
B.Com. LL.B. F.C.S
Company Secretary

Flat No.303, Parag-Wahini C.H.S Ltd,
126 Dahanukar Colony, Lane No. 4
Kothrud, Pune: 411038.
Tel.: (O) 25389985 Mobile No. 9423009462
E-mail:shyamprasad.limaye@gmail.com

Scrutiniser's Report

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the
Companies (Management and Administration) Rules, 2014, as amended]

To,
The Chairman & Managing Director
Kirloskar Brothers Limited,
CIN: L29113PN1920PLC000670
Yamuna, Survey No, 98/(3to 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 Scrutiniser for the purpose of scrutinising the e-voting for 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 29th October, 2021 ("the resolutions").
2. 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, General Circular 39/2020 dated 31 December 2020, General Circular No 02/2021 dated January 13,2021 and General Circular 10/2021 dated 23 June 2021 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")
3. The notice dated 29th October, 2021, 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 resolutions to be passed, through postal ballot via remote electronic voting ('e-voting'). The Company had provided remote e-voting facility to the members to vote on the resolutions through the electronic voting platform provided by National Securities Depository Limited ("NSDL").
4. 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 via remote e-voting on the resolutions for approval of the members of the Company. My responsibility as a Scrutinizer for the postal ballot via remote e-voting is restricted to make a Scrutinizer's report of the votes cast in



"favour" or "against" the resolutions and "abstained" votes, based on the reports generated from the e-voting platform provided by NSDL.

5. Further to the above, I submit my report as under:-

- i. The Company has completed dispatch of Notice on Thursday 11 November, 2021:
 - a) dispatch of postal ballot notice, electronically, to its members whose names appeared in the register of members/list of beneficial holders as on Monday, 8th November, 2021, (End of Day) through their registered email ID.
 - b) The remote e-voting period remained open from Monday, 15 November, 2021 at 9.00 a.m. to Tuesday, 14th December, 2021 at 5.00 p.m.
- ii. The members whose names appeared in the register of members as on the "cut-off" date i.e. Monday, 8th November, 2021, (End of Day) were entitled to vote on the resolutions as set out in the Postal Ballot Notice of the Company.
- iii. The remote e-voting facility was disabled by NSDL on Tuesday, 14th December 2021 immediately after the completion of voting hours.

Thereafter 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 resolutions that were put to vote, and whose votes became invalid and number of votes abstained from voting, were generated from the e-voting website of NSDL -i.e. www.evoting.nsdl.com and my report is based on such reports generated.

Resolution No. 1 Ordinary Resolution for appointment of Mr. Amitava Mukherjee (DIN 00003285), as an Independent Director of the Company.

Sr No	Particulars of Voting	Voted through e-voting (no. of shareholders)	Voted through e-voting (No. of shares)	% of total Votes
1	Total Votes received	179	57863032	100.000
2	Votes with Assent	162	37561210	64.914
3	Votes with Dissent	17	20301822	35.086



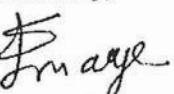
Resolution No. 2 Ordinary Resolution for appointment of Mr. Vivek Pendharkar (DIN 02791043), as an Independent Director of the Company.

Sr No	Particulars of Voting	Voted through e-voting (no. of shareholders)	Voted through e-voting (No. of shares)	% of total Votes
1	Total Votes received	179	57863032	100.000
2	Votes with Assent	162	37561210	64.914
3	Votes with Dissent	17	20301822	35.086

Resolution No. 3 Ordinary Resolution for Appointment of Ms. Rekha Sethi (DIN 06809515), as an Independent Director of the Company.

Sr No	Particulars of Voting	Voted through e-voting (no. of shareholders)	Voted through e-voting (No. of shares)	% of total Votes
1	Total Votes received	178	57862874	100.000
2	Votes with Assent	156	37553584	64.901
3	Votes with Dissent	22	20309290	35.099

Thanking You,
Yours faithfully,


Shyamprasad Limaye
Company Secretary
Membership No. FCS 1587 CP 572
Place: Pune
Date: 15th December, 2021
UDIN : F001587C001767505





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KIRLOSKAR BROTHERS LIMITED

A Kirloskar Group Company

Based on the foregoing, I hereby declare that the Resolutions 1 to 3 above, have been passed with the requisite majority.

For Kirloskar Brothers Limited

Sanjay Kirloskar
Chairman & Managing Director

Date 15th December, 2021



KIRLOSKAR BROTHERS LTD

Date of Postal Ballot	08-11-2021
Total number of shareholders on record date	23065
No. of shareholders present in the meeting either in person or through proxy: Promoters and promoter Group: Public:	NA
No. of shareholders attended the meeting through Video Conferencing: Promoters and promoter Group: Public:	NA

Resolution 1 : Appointment of Mr. Amitava Mukherjee (DIN 00003285), as an Independent Director of the Company.

Resolution required : (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution ?	Ordinary Resolution No
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Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (2)	No. of Votes against (4)	% of Votes in favour on votes polled (5)=[(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	8543264	5548062	64.94	5548062	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	8543264	5548062		64.94	5548062	0	100.00	0.00
Public-Non Institutions	E-VOTING	18493987	42093	0.23	40337	1756	95.83	4.17
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
TOTAL	18493987	42093		0.23	40337	1756	95.83	4.17
TOTAL		79403926		72.87	37561210	20301822	64.91	35.09

For KIRLOSKAR BROTHERS LTD.

SANJAY KIRLOSKAR
 Chairman & Managing Director



Resolution 2 : Appointment of Mr. Vivek Pendharkar (DIN 02791043), as an Independent Director of the Company

Resolution required :(Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution ?		Ordinary 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
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	8543264	5548062	64.94	5548062	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	8543264	5548062	64.94	5548062	0	100.00	0.00
Public-Non Institutions	E-VOTING	18493987	42093	0.23	40337	1756	95.83	4.17
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	18493987	42093	0.23	40337	1756	95.83	4.17
	TOTAL	79408926	57863032	72.87	37561210	20301822	64.91	35.09



For KHLOKSHAR BROTHERS LTD.

SANJAY KHLOKSHAR
Chairman & Managing Director

Resolution 3 : Appointment of Ms. Rekha Sethi (DIN 06809515), as an Independent Director of the Company.

Resolution required : (Ordinary / Special)
Whether promoter/promoter group are interested in the agenda/resolution ?

Ordinary 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 (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	99.31	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	99.31	31972811	20300066	61.17	38.83
Public - Institutions								
E-VOTING		8543264	5548062	64.94	5540765	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		8543264	5548062	64.94	5540765	7297	99.87	0.13
Public-Non Institutions								
E-VOTING		18493987	41935	0.23	40008	1927	95.41	4.60
POLL		0	0	0.00	0	0	0.00	0.00
POSTAL BALLOT		0	0	0.00	0	0	0.00	0.00
TOTAL		18493987	41935	0.23	40008	1927	95.40	4.60
TOTAL		79408926	57862874	72.87	37553584	20309290	64.90	35.10



FOR KISHORE & BROTHERS LTD.
S. K. Kishore & Managing Director
[Signature]