

KIRLOSKAR INDUSTRIES LIMITED

A Kirloskar Group Company

CIN: L29112PN1978PLC088972

Registered Office : 13/A, Karve Road, Kothrud, Pune - 411 038, (India)

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ANNUAL GENERAL MEETING ON 28TH AUGUST 2015

BALLOT FORM

(For Members who do not have access to e-voting facility)

| Sr. No. | Particulars | Details |
|---------|--|------------------------------|
| 1. | Name of the First Named Member (in block letters) | |
| 2. | Postal address | |
| 3. | Registered Folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form) | |
| 4. | Class of shares | Equity Shares of ₹ 10/- each |

I / We hereby exercise my / our vote(s) in respect of the Resolutions to be passed for the business set out in the Notice of the Annual General Meeting of the Company to be held on Friday, the 28th day of August 2015, by sending my / our assent or dissent to the said Resolutions by placing the tick (✓) mark at the appropriate box below:

| Item No. | Description Resolution | Number of equity shares | I / We assent to the resolution | I / We dissent to the resolution |
|----------|---|-------------------------|---------------------------------|----------------------------------|
| 1. | Adoption of the Audited Financial Statements of the Company for the Financial Year ended 31 March 2015 and Report of Board of Directors and Auditors thereon. | | | |
| 2. | Declaration of dividend on equity shares for the Financial Year ended 31 March 2015. | | | |
| 3. | Re-Appointment of Mr. Nihal G. Kulkarni (DIN 01139147), who retires by rotation. | | | |
| 4. | Ratification of appointment of G. D. Apte & Co. (Firm Registration No.100515W) as Auditors and fixing their remuneration. | | | |
| 5. | Appointment of Mr. Tejas P. Deshpande (DIN 01942507), as an Independent Director. | | | |

Place :

Date :

Signature of Member

Note : This Ballot Form is provided for the benefit of Members, who do not have access to e-voting facility.

INSTRUCTIONS

1. Members may fill up this Ballot Form (no other form or photocopy of the form will be accepted) and send the same in a sealed envelope addressed to the Scrutinizer, viz. Mr. Mahesh J. Risbud, Practicing Company Secretary c/o Link Intime India Private Limited, (Unit: Kirloskar Industries Limited), Block No. 202, Akshay Complex, 2nd Floor, Off Dhole Patil Road, Near Ganesh Temple, Pune 411001, **so as to reach by 5 p.m. on 27 August 2015.** The Ballot Form received thereafter will be strictly treated as not received.
2. The Ballot Form should be signed by the Members as per the specimen signature registered with the Company / the Depositories. In case of joint holding, the Form should be completed and signed by the first named Member and in his / her absence, by the next named joint holder. The right of voting by the Ballot Form shall not be exercised by a Proxy.
3. In case the shares are held by companies, trusts, societies, etc. the duly completed Ballot Form should be accompanied by a certified true copy of the relevant Board Resolution / Authorisation.
4. **A Member can opt for only one mode of voting i.e. either through e-voting or by the Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and the Ballot Form shall be treated as invalid.**
5. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on 21 August 2015.
6. Unsigned, incomplete, improperly or incorrectly tick marked Ballot Forms shall be rejected. The decision of the Scrutinizer on the validity of the Ballot Form will be final.
7. The Company will not be responsible, if the envelope containing the Ballot Form is lost in transit.