



Scrutinizer's Report

[Pursuant to provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014] and Regulation 44 of SEBI [Listing Obligations and Disclosure Requirements] Regulations 2015

To,

The Chairman/Managing Director
Kirloskar Industries Limited,
One Avante, Level 14, Karve Road, Kothrud,
Pune City, Maharashtra, India, 411038

Dear Sir,

I, Manasi Paradkar, a Company Secretary in Practice, has been appointed by the Board of Directors of Kirloskar Industries Limited, CIN: L70100PN1978PLC088972 ('Company') as the Scrutinizer for the purpose of scrutinizing the voting process and ascertaining the voting results through remote e-voting and e-voting at the 31st Annual General Meeting (AGM) of the members of the Company held on Wednesday, 13th August 2025, at 11.30 a.m. (IST)

The scrutiny of voting process along with the ascertaining of voting results is as per the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time read with the relevant and updated SEBI Circulars and the provisions of Section 108 the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules 2014, together with all updated Circulars / notifications issued by the Ministry of Corporate Affairs.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to e-voting. My responsibility as a scrutinizer for the voting process through different modes is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" on the resolutions and "invalid / abstained votes", if any based on the reports generated and downloaded from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities engaged by the Company.

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

- i. The Notice dt.20th May 2025, setting out material facts under Section 102 of the Companies Act, 2013, were sent to the Members by email.
- ii. The remote e-voting period remained open from Sunday, 10 August 2025, at 9:00 a.m. (IST) and to Tuesday, 12 August 2025 at 5:00 p.m. (IST).
- iii. The members of the Company as on the "cut-off" date i.e., 06th August 2025 were entitled to vote on the resolutions as set out in the Notice.
- iv. The facility for e-voting during the Annual General Meeting was provided to those members who attended the meeting but not voted through the remote e-voting facility.





- v. Remote e-voting along with the e-voting at the Annual General Meeting was unblocked after completion of voting process at the Annual General Meeting, in the presence of 2 witnesses, who are not in the employment of the Company and who has appended their signatures as witnesses thereto hereunder.
- vi. Thereafter, the consolidated report considering remote e-voting and e-voting during the AGM was prepared. A copy of the same is annexed hereto
- vii. The details containing *inter alia*, list of equity shareholders, who voted "for", "against" and "invalid / abstained" on each of the resolutions those were put to vote, were generated from the e-voting website of National Securities Depository Limited i.e., <https://evoting.nsdl.com>.
- viii. The E-voting were reconciled with the records maintained by the RTA and thereafter, the consolidated report considering remote e-voting and e-voting during the AGM was prepared. A copy of the same is annexed hereto.
- ix. It is hereby confirmed that, I am maintaining the Registers received from RTA and Electronic voting service provider agency in respect of E-voting. The Electronic data and "all other relevant records relating to E-voting are under my self-custody and will be handed over to the Chairman / Company Secretary for safe preservation.

Thanking You
Yours Faithfully,
For Manasi Paradkar & Associates

MANASI
SHRIDHAR
PARADKAR
Digitally signed by
MANASI SHRIDHAR
PARADKAR
Date: 2025.08.13
14:26:37 +05'30'

Manasi Paradkar
Practicing Company Secretary
[FCS- 5447, CP -4385]


Witness No.1
[Mrs.Pooja Walunjkar]


Witness no. 2
[Ms.Kalyani Aghadte]

Atul
Chandrakant
Kirloskar
Digitally signed by
Atul Chandrakant
Kirloskar
Date: 2025.08.13
16:01:11 +05'30'

Place: Pune
Date: 13.08.2025
PRN: 1070/2021
UDIN: F005447G000983600

KIRLOSKAR INDUSTRIES LIMITED												
CIN L70100PN1978PLC088972												
ANNEXURE TO SCRUTINIZER'S REPORT FOR 31ST ANNUAL GENERAL MEETING DATED WEDNESDAY,13TH AUGUST 2025												
Resolution No.	Resolution Description	Mode of Voting	No. of Members voted	Total Votes	In Favour			Against			Invalid/Abstain	
					No. of members	Votes	% to Total Valid Votes	No. of members	Votes	% of Total Valid Votes	No. of members	Votes
	Ordinary Business											
1	Ordinary Resolution: Adoption of the Audited standalone Financial Statements of the Company [including consolidated financial statements] for the financial year ended 31st March 2025 and the reports of the Auditors and the Board of Directors thereon.	Remote Evoting	107	53,28,544	107	53,28,544	99.8700%	-	-	0.0000%	1	3,944
		Evoting at AGM	4	6,938	4	6,938	0.1300%	-	-	-		
		Total	111	53,35,482	111	53,35,482	100.0000%	-	-	0.0000%	1	3,944
2	Ordinary Resolution : Declaration of Dividend of Rs. 13/-per equity share (i.e., 130%) for the Financial Year ended 31 March 2025.	Remote Evoting	108	53,32,488	108	53,32,488	99.8701%	-	-	0.0000%		
		Evoting at AGM	4	6,938	4	6,938	0.1299%	-	-	-		
		Total	112	53,39,426	112	53,39,426	100.0000%	-	-	0.0000%	-	-
3	Ordinary Resolution : Approval for the re-appointment of Mr. Atul Kirloskar [DIN: 00007387] who retires by rotation, and being eligible, offers himself for reappointment	Remote Evoting	108	53,32,488	105	53,27,565	99.7779%	3	4,923	0.0922%		
		Evoting at AGM	4	6,938	4	6,938	0.1299%	-	-	-		
		Total	112	53,39,426	109	53,34,503	99.9078%	3	4,923	0.0922%	-	-
	Special Business											
4	Special Resolution: Approval for the payment of remuneration payable to Ms. Aditi Chirmule, Executive Director of the Company for a period effective from 25 January 2025 till 24 January 2027 as set out in the 'Amendment Agreement' along with the annexure to be entered into between the Company & Ms. Aditi Chirmule.	Remote Evoting	108	53,32,488	108	53,32,488	99.8701%	-	-	0.0000%		
		Evoting at AGM	4	6,938	4	6,938	0.1299%	-	-	-		
		Total	112	53,39,426	112	53,39,426	100.0000%	-	-	0.0000%	-	-

