

Scrutinizer's Report

[Pursuant to Regulation 44 of SEBI [Listing Obligations and disclosure requirements] Regulations 2015 as amended till date read with provisions of Section 108 and Section 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management & Administration) Rules, 2014] as amended.]

To,

The Chairman / Managing Director,
Kirloskar Industries Limited,
Office No.801, 8th Floor,
Cello Platina Fergusson College Road,
Shivaji Nagar, Pune -411005

Dear Sir,

I Manasi Paradkar, a Company Secretary in Practice, has been appointed by the Board of Directors of Kirloskar Industries Limited [CIN: L70100PN1978PLC088972] as the Scrutinizer for the purpose of scrutinizing the voting process through Electronic means in respect of special resolution as mentioned in Annexure to this report as circulated by postal ballot notice dt. 9th August, 2021 sent by mail to the members holding shares as on cut-off date i.e 10th September 2021 and ascertaining the voting result on the resolution contained in the postal ballot notice.

The scrutiny of voting process along with the ascertaining of voting results is as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and read with the SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15 January 2021, related circulars, and the provisions of Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 & read with the General Circular No. 10/2021 dated 23rd June 2021 with related circulars issued by the Ministry of Corporate Affairs from time to time.

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 [if any] 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), authorized agency to provide e-voting facilities engaged by the Company.




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

- i. The Notice dated 9th August, 2021 setting out material facts under Section 102 of the Companies Act, 2013 were sent to the Members by email.
- ii. The e-voting period remained open from Wednesday, 15th September, 2021 at 9.00 a.m. to Thursday, 14th October, 2021 at 5.00 p.m.
- iii. The members of the Company as on the "cut-off" date i.e. Friday, 10th September, 2021 were entitled to vote on the resolutions as set out in the Notice.
- iv. Remote e-voting was unblocked after completion of voting process i.e on Thursday, 14th October, 2021, 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.
- v. The details containing *inter alia*, list of equity shareholders, who voted "for", "against" on the resolution put to vote, were generated from the e-voting website of NSDL.
- vi. The E-voting were reconciled with the records maintained by the RTA and thereafter, the report considering e-voting during the period was prepared. A copy of the same is annexed hereto.
- vii. Based on the results [as per the annexure] , I report that the Resolution set out in the Postal Ballot Notice stands passed with requisite majority.
- viii. I hereby confirm 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 Chairman/Company Secretary for safe preservation.

Thanking You

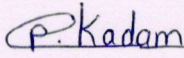
Yours Faithfully,


For Manasi Paradkar & Associates



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

Signature of witnesses


Pratiksha Kadam
Pune


Mugdha Kulkarni
Pune

Place: Pune
Date: 14/10/2021
PRN: 1070/2021
UDIN: F005447C001167993


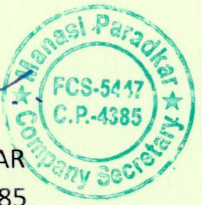
Received on 14 October 2021
For Kirloskar Industries Limited

Atul Kirloskar
Chairman

Kirloskar Industries Limited
CIN-L70100PN1978PLC088972

ANNEXURE TO SCRUTINIZER'S REPORT FOR THE POSTAL BALLOT CONDUCTED BETWEEN THE PERIOD 15.09.2021 TO 14.10.2021

Resolution No.	Resolution Description	Mode of Voting	No. of Members voted	Total Votes	In Favour			Against			Invalid/Abstain	
					No. of members	Votes	% of Total Valid Votes	No. of members	Votes	% of Total Valid Votes	No. of members	Votes
	Special Business											
1	Special Resolution: To consider & approve insertion of new object clause no. 4G after the existing clause no. 4F in the Memorandum of Association of the company.	E voting	212	72,03,165	202	71,94,777	99.88%	10	8388	0.12%	0	0



MANASI PARADKAR
 FCS-5447 CP-4385
 Practicing Company Secretary
 Pune
 14th October, 2021
 PRN:1070/2021
 UDIN:F005447C001167993

Chairman/Director