

General information about company

Scrip code	500243
NSE Symbol	KIRLOSIND
MSEI Symbol	
ISIN	INE250A01039
Name of the entity	Kirloskar Industries Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson Yes

Whether Chairperson is related to MD or CEO No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Kirloskar Atul Chandrakant	ABIPK5776G	00007387	Non-Executive - Non Independent Director	Chairperson related to Promoter		13-02-1956
2	Mr	Mahesh Ramchand Chhabria	ADCPM8911H	00166049	Executive Director	Not Applicable	MD	19-04-1964
3	Ms	Aditi Vishwanath Chirmule	AANPC6477E	01138984	Executive Director	Not Applicable		11-08-1966
4	Mr	Anil Narayan Alawani	AAXPA8052D	00036153	Non-Executive - Non Independent Director	Not Applicable		24-08-1945
5	Mr	Vinesh Kumar Jairath	AAYPJ0756C	00391684	Non-Executive - Non Independent Director	Not Applicable		27-12-1958
6	Mr	Tejas Deshpande	AHXPDP9121D	01942507	Non-Executive - Independent Director	Not Applicable		09-04-1981
7	Mr	Sivanandhan Dhanushkodi	AAVPD7633B	03607203	Non-Executive - Independent Director	Not Applicable		03-02-1951
8	Mr	Ashit Ashok Parekh	ABEPP3871H	00821577	Non-Executive - Independent Director	Not Applicable		05-06-1959
9	Mr	Satish Jamdar	AADPJ1858L	00036653	Non-Executive - Independent Director	Not Applicable		09-05-1952
10	Mr	Vijaydipak Mukundprasad Varma	AAKPV3891L	00011352	Non-Executive - Independent Director	Not Applicable		05-10-1951
11	Ms	Purvi Sheth	AALPS8544C	06449636	Non-Executive - Independent Director	Not Applicable		31-05-1972

I. Composition of Board of Directors**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	NA		01-03-1996				4	0	1	1		
2	NA		24-05-2016	04-07-2022		88.6	6	2	6	2		
3	NA		25-01-2012	25-01-2022		140.5	1	0	1	0		
4	Yes	27-08-2020	21-01-2009				2	0	4	1		
5	NA		04-07-2017				5	3	6	0		
6	NA		19-05-2015	28-08-2020		100.11	2	2	3	0		
7	NA		11-05-2017	11-05-2022		76.19	5	5	8	2		
8	NA		04-07-2017	04-07-2022		74.26	1	1	0	0		
9	NA		17-05-2018	17-05-2023		64.13	2	2	3	2		
10	NA		15-10-2021	15-10-2021		23.15	2	2	4	0		
11	NA		26-05-2022	26-05-2022		16.4	4	4	1	1		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00036653	Satish Jamdar	Non-Executive - Independent Director	Chairperson	14-06-2018		
2	01942507	Tejas Deshpande	Non-Executive - Independent Director	Member	19-05-2015		
3	03607203	Sivanandhan Dhanushkodi	Non-Executive - Independent Director	Member	11-05-2017		
4	00011352	Vijaydipak Mukundprasad Varma	Non-Executive - Independent Director	Member	30-10-2021		
5	00036153	Anil Narayan Alawani	Non-Executive - Non Independent Director	Member	30-03-2010		
6	00391684	Vinesh Kumar Jairath	Non-Executive - Non Independent Director	Member	04-07-2017		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03607203	Sivanandhan Dhanushkodi	Non-Executive - Independent Director	Chairperson	30-10-2021		
2	00036653	Satish Jamdar	Non-Executive - Independent Director	Member	14-06-2018		
3	00036153	Anil Narayan Alawani	Non-Executive - Non Independent Director	Member	15-05-2014		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00036153	Anil Narayan Alawani	Non-Executive - Non Independent Director	Chairperson	30-03-2010		
2	01138984	Aditi Vishwanath Chirmule	Executive Director	Member	25-01-2012		
3	00011352	Vijaydipak Mukundprasad Varma	Non-Executive - Independent Director	Member	30-10-2021		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00036653	Satish Jamdar	Non-Executive - Independent Director	Chairperson	22-01-2019		
2	01942507	Tejas Deshpande	Non-Executive - Independent Director	Member	22-01-2019		
3	00821577	Ashit Ashok Parekh	Non-Executive - Independent Director	Member	22-01-2019		
4	00166049	Mahesh Ramchand Chhabria	Executive Director	Member	02-04-2019		
5	00391684	Vinesh Kumar Jairath	Non-Executive - Non Independent Director	Member	05-02-2021		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00036153	Anil Narayan Alawani	Non-Executive - Non Independent Director	Chairperson	15-05-2014		
2	01138984	Aditi Vishwanath Chirmule	Executive Director	Member	18-07-2014		
3	00011352	Vijaydipak Mukundprasad Varma	Non-Executive - Independent Director	Member	30-10-2021		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	23-05-2023				Yes	11	10	6
2		12-08-2023	80		Yes	11	11	6

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	23-05-2023				Yes	6	6	4	0
2	Audit Committee	12-08-2023	80			Yes	6	6	4	0
3	Stakeholders Relationship Committee	27-04-2023				Yes	3	3	1	0
4	Stakeholders Relationship Committee	14-07-2023	77			Yes	3	3	1	0
5	Stakeholders Relationship Committee	07-09-2023	54			Yes	3	2	1	0
6	Risk Management Committee	23-05-2023				Yes	5	5	3	0

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Risk Management Committee	12-08-2023	80			Yes	5	5	3	0
8	Corporate Social Responsibility Committee	23-05-2023				Yes	3	3	1	0
9	Corporate Social Responsibility Committee	12-08-2023	80			Yes	3	3	1	0
10	Nomination and remuneration committee	23-05-2023				Yes	3	3	2	0
11	Nomination and remuneration committee	12-08-2023	80			Yes	3	3	2	0

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Mrs. Ashwini Mali
2	Designation	Company Secretary and Compliance Officer

Text Block

Textual Information(1)

Point No. 8 - The Corporate Governance Report submitted for the quarter ended 30 June 2023, was placed before the Board in its meeting held on 12 August 2023, and the same was approved by the Board. The Corporate Governance Report for the quarter ended 30 September 2023, will be placed before the Board at the ensuing Board Meeting.

Annexure III**III. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Annexure III

Annexure III		
1	Name of signatory	Mrs. Ashwini Mali
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block

Textual Information(1)

Pursuant to SEBI Circular No. SEBI/HO/CFDCMD-2/P/CIR/2021/567 dated 31 May 2021, these disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt; by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter

No

Signatory Details

Name of signatory	Mrs. Ashwini Mali
Designation of person	Company Secretary and Compliance Officer
Place	Pune
Date	19-10-2023

