

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	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Half Yearly
Date of Report	30-09-2022
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 | Textual Information(1)

Whether the listed entity has a Regular Chairperson								Yes																	
Whether Chairperson related to Promoter								No	Disqualification of Directors under section 164 of the Companies Act, 2013																
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	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 (Refer Regulation 17A(1) of Listing Regulations)	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	Mr	Atul Kirloskar	ABIPK5776G	00007387	Non-Executive - Non Independent Director	Chairperson related to Promoter		13-02-1956	No				Active	NA		01-03-1996				4	0	1	1		
2	Mr	Mahesh Chhabria	ADCPM8911H	00166049	Executive Director	Not Applicable	MD	19-04-1964	No				Active	NA		24-05-2016				5	1	3	2		
3	Ms	Aditi Chirmule	AANPC6477E	01138984	Executive Director	Not Applicable		11-08-1966	No				Active	NA		25-01-2012				1	0	1	0		
4	Mr	Anil Alawani	AAXPA8052D	00036153	Non-Executive - Non Independent Director	Not Applicable		24-08-1945	No				Active	Yes	27-08-2020	21-01-2009				2	0	4	1		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

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	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 (Refer Regulation 17A(1) of Listing Regulations)	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
5	Mr	Vinesh Kumar Jairath	AAYPJ0756C	00391684	Non-Executive - Non Independent Director	Not Applicable		27-12-1958	No				Active	NA		04-07-2017				5	3	8	0		
6	Mr	Tejas Deshpande	AHXPD9121D	01942507	Non-Executive - Independent Director	Not Applicable		09-04-1981	No				Active	NA		19-05-2015	28-08-2020		89	2	2	3	0		
7	Mr	D. Sivanandhan	AAVPD7633B	03607203	Non-Executive - Independent Director	Not Applicable		03-02-1951	No				Active	NA		11-05-2017	11-05-2022		65	4	4	6	2		
8	Mr	Ashit Parekh	ABEPP3871H	00821577	Non-Executive - Independent Director	Not Applicable		05-06-1959	No				Active	NA		04-07-2017	04-07-2017		63	1	1	0	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

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	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 (Refer Regulation 17A(1) of Listing Regulations)	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
9	Mr	Satish Jamdar	AADPJ1858L	00036653	Non-Executive - Independent Director	Not Applicable		09-05-1952	No				Active	NA		17-05-2018	17-05-2018		53	2	2	3	2		
10	Mr	Vijaydipak Varma	AAKPV3891L	00011352	Non-Executive - Independent Director	Not Applicable		05-10-1951	No				Active	NA		15-10-2021	15-10-2021		12	2	2	4	0		
11	Ms	Purvi Sheth	AALPS8544C	06449636	Non-Executive - Independent Director	Not Applicable		31-05-1972	No				Active	NA		26-05-2022	26-05-2022		5	4	4	0	0		
12	Mrs	Mrunalini Deshmukh	AELPD7498C	07092728	Non-Executive - Independent Director	Not Applicable		10-10-1957	No				Active	NA		17-05-2018	27-05-2022		51	0	0	0	0		

Text Block	
Textual Information(1)	<ol style="list-style-type: none">1. The members in their meeting held on 09.08.2022 re-appointed Mr. D. Sivanandhan as an ID for a second term up to his attaining the age of 75 years i.e. up to 02.02.2026, with effect from 11.05.2022.2. The members in their meeting held on 09.08.2022 re-appointed Mr. Ashit Parekh as an ID for a second term of 5 years with effect from 4 July 2022.3. The members in their meeting held on 09.08.2022 appointed Ms. Purvi Sheth as an ID for a period of 5 years with effect from 26.05.2022.4. The members in their meeting held on 09.8.2022 re-appointed Mr. Mahesh Chhabria as MD for a period of 5 consecutive years w.e.f. 04.07.2022.5. The members in their meeting held on 09.8.2022 re-appointed Ms. Aditi Chirmule as ED for a period of 5 consecutive years w.e.f. 25.01.2022.6. Mrs. Mrunalini Deshmukh, Director of the Company, resigned as an ID of the Company with effect from 27.05.2022.

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	D. Sivanandhan	Non-Executive - Independent Director	Member	11-05-2017		
4	00011352	Vijaydipak Varma	Non-Executive - Independent Director	Member	30-10-2021		
5	00036153	Anil 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	D. Sivanandhan	Non-Executive - Independent Director	Chairperson	30-10-2021		
2	00036653	Satish Jamdar	Non-Executive - Independent Director	Member	14-06-2018		
3	00036153	Anil 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 Alawani	Non-Executive - Non Independent Director	Chairperson	30-03-2010		
2	01138984	Aditi Chirmule	Executive Director	Member	25-01-2012		
3	00011352	Vijaydipak 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 Parekh	Non-Executive - Independent Director	Member	22-01-2019		
4	00166049	Mahesh 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 Alawani	Non-Executive - Non Independent Director	Chairperson	15-05-2014		
2	01138984	Aditi Chirmule	Executive Director	Member	18-07-2014		
3	00011352	Vijaydipak 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							Textual Information(1)	No. of Independent Directors attending the meeting*
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)	
1	26-05-2022				Yes	12	12	6
2		14-07-2022	48		Yes	11	11	6
3		08-08-2022	24		Yes	11	10	5

Text Block	
Textual Information(1)	<ol style="list-style-type: none">1. Mrs. Mrunalini Deshmukh resigned as an ID with effect from 27 May 2022.2. The Board in its meeting held on 26.05.2022 appointed Ms. Purvi Sheth as an ID with effect from 26 May 2022.

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 as on date of the meeting	Number of Directors (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	26-05-2022				Yes	6	6	4	0
2	Audit Committee	14-07-2022	48			Yes	6	6	4	0
3	Audit Committee	08-08-2022	24			Yes	6	6	4	0
4	Corporate Social Responsibility Committee	24-05-2022				Yes	3	3	1	0
5	Corporate Social Responsibility Committee	08-08-2022	75			Yes	3	3	1	0
6	Risk Management Committee	24-05-2022				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 as on date of the meeting	Number of Directors (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	08-08-2022	75			Yes	5	5	2	0
8	Nomination and remuneration committee	26-05-2022				Yes	3	3	2	0
9	Nomination and remuneration committee	14-07-2022	48			Yes	3	3	2	0
10	Nomination and remuneration committee	08-08-2022	24			Yes	3	3	2	0
11	Stakeholders Relationship Committee	05-05-2022				Yes	3	3	1	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 2022, was placed before the Board in its meeting held on 14 July 2022, and the same was approved by the Board. The Corporate Governance Report for the quarter ended 30 September 2022, 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	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

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)	

Signatory Details

Name of signatory	Mrs. Ashwini Mali
Designation of person	Company Secretary and Compliance Officer
Place	Pune
Date	17-10-2022

