

13 August 2025

BSE Limited  
Corporate Relationship Department  
1st Floor, P. J. Towers,  
Dalal Street, Fort,  
Mumbai 400 001.

The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, C -1, Block G,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai 400 051.

**BSE Scrip Code: 500243**

**NSE Scrip Code: KIRLOSIND**

Sir / Madam,

**Sub.: Proceedings of the Annual General Meeting**

Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the Regulations), we wish to inform you that the following businesses were put to vote at the Annual General Meeting (AGM) of the Company held on Wednesday, 13 August 2025, at 11.30 a.m. (IST) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) facility, in compliance with the provisions of the Companies Act, 2013, ('the Act') and Rules made thereunder read with the General Circular Nos. 14/2020 dated 8 April 2020; the General Circular No. 17/2020 dated 13 April 2020; the General Circular No. 20/2020 dated 5 May 2020, the General Circular No. 2/2022 dated 5 May 2022; the General Circular No. 10/2022 dated 28 December 2022; the General Circular No. 09/2023 dated 25 September 2023 and the General Circular No. 09/2024 dated 19 September 2024, issued by the Ministry of Corporate Affairs (hereinafter referred to as 'MCA Circulars') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3 October 2024, read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, issued by SEBI, (hereinafter referred to as 'SEBI Circulars').

1. Ordinary Resolution to receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended 31 March 2025 and the Reports of the Board of Directors and Auditors thereon.
2. Ordinary Resolution to declare dividend on equity shares for the Financial Year ended 31 March 2025.
3. Ordinary Resolution to appoint a Director in place of Mr. Atul Kirloskar (DIN 00007387), who retires by rotation and being eligible, offers himself for re-appointment.
4. Special Resolution to approve the remuneration payable to Ms. Aditi Chirmule (DIN 01138984), Executive Director of the Company, for a period from 25 January 2025 to 24 January 2027.
5. Ordinary Resolution for the appointment of Mr. George Verghese (DIN 11068946) as a Director of the Company, liable to retire by rotation.
6. Special resolution for appointment of Mr. George Verghese (DIN 11068946) as the Managing Director of the Company with effect from 20 May 2025 for a term of five years, and who is liable to retire by rotation.

**Kirloskar Industries Limited**  
A Kirloskar Group Company

7. Special resolution for appointment of Ms. Pallavi Gokhale (DIN 00036369) as an Independent Director of the Company with effect from 1 July 2025, for a term of 5 years.
8. Ordinary resolution for the appointment of M. J. Risbud & Co., Practicing Company Secretary, as the Secretarial Auditor of the Company for a term of 5 years, commencing from the conclusion of 31<sup>st</sup> Annual General Meeting till the conclusion of 36<sup>th</sup> Annual General Meeting and conduct Secretarial Audit of the Company, from and including, the Financial Year ended 31 March 2026 to the Financial Year ended 31 March 2030.

The results of the voting through e-voting during the AGM and remote e-voting opted by the members on the aforesaid resolutions, will be submitted separately in accordance with the provisions of Regulation 44 of the Regulations, along with Scrutinizer's report thereon.

You are requested to take the same on your records.

Thanking you.

Yours faithfully,  
For Kirloskar Industries Limited

Ashwini Mali  
Company Secretary &  
Compliance Officer