

<b>General information about company</b>	
Scrip code	500243
NSE Symbol	KIRLOSIND
MSEI Symbol	
ISIN	INE250A01039
Name of the entity	Kirloskar Industries Limited
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Half Yearly
Date of Report	30-09-2020
Risk management committee	Not 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 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	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		13-02-1956	NA		01-03-1996			4	0	1	1			
2	Mr	Mahesh Chhabria	ADCPM8911H	00166049	Executive Director	Not Applicable	MD	19-04-1964	NA		24-05-2016			5	2	4	2			
3	Ms	Aditi Chirmule	AANPC6477E	01138984	Executive Director	Not Applicable		11-08-1966	NA		25-01-2012			1	0	1	0			
4	Mr	Nihal Kulkarni	AIVPK1270B	01139147	Non-Executive - Non Independent Director	Not Applicable		07-06-1981	NA		24-04-2009			3	0	1	0			

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Wether 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 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	Anil Alawani	AAXPA8052D	00036153	Non-Executive - Non Independent Director	Not Applicable		24-08-1945	Yes	27-08-2020	21-01-2009				2	0	4	1		
6	Mr	Vinesh Kumar Jairath	AAYPJ0756C	00391684	Non-Executive - Non Independent Director	Not Applicable		27-12-1958	NA		04-07-2017				5	3	7	0		
7	Mr	Tejas Deshpande	AHXP9121D	01942507	Non-Executive - Independent Director	Not Applicable		09-04-1981	NA		19-05-2015	28-08-2020		60	2	2	3	0		
8	Mr	Sunil Shah Singh	AHCPS2504E	00233918	Non-Executive - Independent Director	Not Applicable		10-12-1946	NA		19-10-2016			60	4	4	5	3		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Wether 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 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	D. Sivanandhan	AAVPD7633B	03607203	Non-Executive - Independent Director	Not Applicable		03-02-1951	NA		11-05-2017			60	5	5	9	2		
10	Mr	Ashit Parekh	ABEPP3871H	00821577	Non-Executive - Independent Director	Not Applicable		05-06-1959	NA		04-07-2017			60	1	1	0	0		
11	Mr	Satish Jamdar	AADPJ1858L	00036653	Non-Executive - Independent Director	Not Applicable		09-05-1952	NA		17-05-2018			60	2	2	2	0		
12	Mrs	Mrunalini Deshmukh	AELPD7498C	07092728	Non-Executive - Independent Director	Not Applicable		10-10-1957	NA		17-05-2018			60	2	2	0	0		

**Text Block**

Textual Information(1)

1. Mr. Anil Alawani - The members of the Company in their meeting held on 27 August 2020, passed the Special Resolution for approval to the continuation of Directorship of Mr. Anil Alawani (Holding DIN 00036153) after attainment of age of 75 years, as a 'Non-Executive Non-Independent Director' of the Company, liable to retire by rotation.

2. Mr. Tejas Deshpande - The Members of the Company in their meeting held on 27 August 2020, passed the Special Resolution for the approval to the re-appointment Mr. Tejas Deshpande (Holding DIN 01942507) as an Independent Director of the Company, for second term of 5 years with effect from 28 August 2020.

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	00233918	Sunil Shah Singh	Non-Executive - Independent Director	Chairperson	19-10-2016		
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	00036653	Satish Jamdar	Non-Executive - Independent Director	Member	14-06-2018		
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	00036653	Satish Jamdar	Non-Executive - Independent Director	Chairperson	14-06-2018		
2	00007387	Atul Kirloskar	Non-Executive - Non Independent Director	Member	18-07-2014		
3	00036153	Anil Alawani	Non-Executive - Non Independent Director	Member	15-05-2014		
4	00233918	Sunil Shah Singh	Non-Executive - Independent Director	Member	18-01-2017		

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	00233918	Sunil Shah Singh	Non-Executive - Independent Director	Member	01-11-2017		



Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

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	16-10-2014		
3	00233918	Sunil Shah Singh	Non-Executive - Independent Director	Member	11-05-2017		

**Other Committee**

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

**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory				Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	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)				
1	22-06-2020				Yes	12	6
2		13-08-2020	51		Yes	12	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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	22-06-2020				Yes	6	4
2	Audit Committee	13-08-2020				Yes	6	4
3	Nomination and remuneration committee	22-06-2020				Yes	4	2
4	Corporate Social Responsibility Committee	13-08-2020				Yes	3	1

**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	NA	

**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 500 listed entities)	NA
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	Ashwini Mali
2	Designation	Company Secretary and Compliance Officer



**Text Block**

Textual Information(1)	<p>Point No. 5 : Risk Management Committee is not applicable to the Company. However, the said Committee has been constituted voluntarily with effect from 22 January 2019.</p> <p>Point No. 8 : The Corporate Governance Report submitted for the quarter ended 30 June 2020, was placed before the Board in its meeting held on 13 August 2020, and the same was approved by the Board. The Corporate Governance Report for the quarter ended 30 September 2020, will be placed before the Board at its ensuing Board Meeting.</p>
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**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	Ashwini Mali
2	Designation	Company Secretary and Compliance Officer

**Signatory Details**

Name of signatory	Ashwini Mali
Designation of person	Company Secretary and Compliance Officer
Place	Pune
Date	06-10-2020

