

Ref.: SEC&LEG/410

July 21, 2022 Through Online Portal

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai 400 001 Scrip Code - 505283

Kind Atten: Ms. Bharti Bhambwani, Relationship Manager

Dear Madam,

In continuation of our letter No. SEC&LEG/406 dated July 20, 2022 and pursuant to Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"); we are enclosing the following:

- a) Voting Results as required under Regulation 44 of the Listing Regulations Annexure A; and
- b) The consolidated report of the Scrutinizer on remote E-Voting and E-Voting during the AGM Annexure B.

The above are also being uploaded on the Company's website www.kirloskarpneumatic.com and on the website of National Securities Depository Limited www.evoting.nsdlcom

This is for your information and record.

Thanking You.

For Kirloskar Pneumatic Company Limited

Rahul C Kirloskar Executive Chairman

DIN: 00007319

Encl.: As above

Kirloskar Pneumatic Company Limited

A Kirloskar Group Company

Regd. Office: Plot No. 1, Hadapsar Industrial Estate, Hadapsar,

Pune, Maharashtra 411013 Tel: +91 (20) 26727000 Fax: +91 (20) 26870297

Email: sec@kirloskar.com | Website: www.kirloskarpneumatic.com

CIN: L29120PN1974PLC110307



Anexure A

| A) DE | TAILS OF THE PROCEEDINGS OF THE MEETING | |
|------------|---|---|
| Sr. No. | Particulars | Details |
| 1 | Date of the AGM | Wednesday, July 20, 2022 |
| 2 | Total number of shareholders as on cut-off date | As of Cut-off date i.e. July 12, 2022 26,434 |
| 3 | No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public: | Not applicable |
| 4 | No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: | 10 |
| | Public: | 52 |

Email: infokpol@kirloskar.com | Website: www.kirloskarpneumatio.com

CIN: L29120PN1974PLC110307

| | | | Res | olution (1) | | | | | | |
|----------------|-------------------------------|-------------------------|---------------------|---|---|---------------------------|--------------------------------------|------------------------------------|--|--|
| | Re | solution required: (Or | dinary / Special) | | | Ordinary | | | | |
| Whether | promoter/promoter group are | e interested in the age | nda/resolution? | No | | | | | | |
| | | Description of resolu | ition considered | · · | udited Financial State gether with the Rep | | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled | | |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | | |
| | E-Voting | | 32243516 | 93.2203 | 32243516 | 0 | 100.0000 | 0.0000 | | |
| Promoter and | Poll | 34588510 | | | | | | | | |
| Promoter Group | Postal Ballot (if applicable) | | | | | | | | | |
| | Total | 34588510 | 32243516 | 93.2203 | 32243516 | 0 | 100.0000 | 0.0000 | | |
| | E-Voting | | 9401912 | 75.5170 | 9401912 | 0 | 100.0000 | 0.0000 | | |
| Public- | Poll | 12450066 | | | | | | | | |
| Institutions | Postal Ballot (if applicable) | | | | | | | | | |
| | Total | 12450066 | 9401912 | 75.5170 | 9401912 | 0 | 100.0000 | 0.0000 | | |
| | E-Voting | | 294151 | 1.6847 | 294136 | 15 | 99.9949 | 0.0051 | | |
| Public- Non | Poll | 17460214 | | | | | | | | |
| Institutions | Postal Ballot (if applicable) | | | | | | | | | |
| | Total | 17460214 | 294151 | 1.6847 | 294136 | 15 | 99.9949 | 0.0051 | | |
| (Fisher) | Total | 64498790 | 41939579 | 65.0238 | 41939564 | 15 | 100.0000 | 0.0000 | | |
| | | | | | Whether resolution | is Pass or Not. | Υ | es | | |

| | | of the same of | Res | olution (2) | | | | | | |
|----------------|-------------------------------|-------------------------|----------------------|---|--------------------------|---------------------------|--------------------------------------|---------------------------------------|--|--|
| | Re | solution required: (Or | dinary / Special) | | | Ordinary | | | | |
| Whether | promoter/promoter group are | e interested in the age | nda/resolution? | No | | | | | | |
| | | Declaration of | dividend on equity s | hares for the financ | ial year ended on N | larch 31, 2022. | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled | | |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | | |
| | E-Voting | | 32243516 | 93.2203 | 32243516 | 0 | 100.0000 | 0.0000 | | |
| Promoter and | Poll | 34588510 | | | | | | | | |
| Promoter Group | Postal Ballot (if applicable) | | | | | | | | | |
| | Total | 34588510 | 32243516 | 93.2203 | 32243516 | 0 | 100.0000 | 0.0000 | | |
| | E-Voting | | 9414269 | 75.6162 | 9414269 | 0 | 100.0000 | 0.0000 | | |
| Public- | Poll | 12450066 | | | | | | | | |
| Institutions | Postal Ballot (if applicable) | | | | | | | | | |
| | Total | 12450066 | 9414269 | 75.6162 | 9414269 | 0 | 100.0000 | 0.0000 | | |
| | E-Voting | | 294146 | 1.6847 | 294146 | 0 | 100.0000 | 0.0000 | | |
| Public- Non | Poll | 17460214 | | | | | | | | |
| Institutions | Postal Ballot (if applicable) | | | | | | | | | |
| | Total | 17460214 | 294146 | 1.6847 | 294146 | 0 | 100.0000 | 0.0000 | | |
| Lotal | Total | 64498790 | 41951931 | 65.0430 | 41951931 | 0 | 100.0000 | 0.0000 | | |
| | | | | | Whether resolution | is Pass or Not. | Υ | es | | |

| | الخار حصيصا على | The Control | Res | olution (3) | | | | | | |
|----------------|-------------------------------|-------------------------|------------------------|---|-----------------------------|---------------------------|--------------------------------------|---------------------------------------|--|--|
| | Re | solution required: (Or | dinary / Special) | | | Ordinary | | | | |
| Whether | promoter/promoter group ar | e interested in the age | nda/resolution? | Yes | | | | | | |
| | | Description of resolu | ition considered | Re-appointment of | Mr. Atul C. Kirloskar | (holding DIN 0000) | 7387), Director who | retires by rotation. | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled | | |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | | |
| | E-Voting | | 15556506 | 44.9759 | 15556506 | 0 | 100.0000 | 0.0000 | | |
| Promoter and | Poll | 34588510 | | | | | | | | |
| Promoter Group | Postal Ballot (if applicable) | | | | | | | | | |
| | Total | 34588510 | 15556506 | 44.9759 | 15556506 | 0 | 100.0000 | 0.0000 | | |
| Public- | E-Voting Poll | 12450066 | 9414269 | 75.6162 | 9351728 | 62541 | 99.3357 | 0.6643 | | |
| Institutions | Postal Ballot (if applicable) | | | | | | | | | |
| | Total | 12450066 | 9414269 | 75.6162 | 9351728 | 62541 | 99.3357 | 0.6643 | | |
| | E-Voting | | 294146 | 1.6847 | 285356 | 8790 | 97.0117 | 2.9883 | | |
| Public- Non | Poll | 17460214 | | | | | | | | |
| Institutions | Postal Ballot (if applicable) | | | | | | | | | |
| | Total | 17460214 | 294146 | 1.6847 | 285356 | 8790 | 97.0117 | 2.9883 | | |
| Total | Total | 64498790 | 25264921 | 39.1712 | 25193590 | 71331 | 99.7177 | 0.2823 | | |
| | | | | | Whether resolution | is Pass or Not. | Υ | es | | |

| | | | Rese | olution (4) | | | | | | |
|----------------|-------------------------------|-------------------------|--|---|--------------------------|---------------------------|--------------------------------------|---------------------------------------|--|--|
| | Re | esolution required: (Or | dinary / Special) | | | Ordinary | | | | |
| Whether | promoter/promoter group ar | e interested in the age | nda/resolution? | No | | | | | | |
| | | _ | Non-filling of the vacancy caused by the retirement of Mr D. R. Swar (DIN 00007495), Director, who retires by rotation and does not seek re-appointment. | | | | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled | | |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | | |
| | E-Voting | | 32243516 | 93.2203 | 32243516 | 0 | 100.0000 | 0.0000 | | |
| Promoter and | Poll | 34588510 | | | | | | | | |
| Promoter Group | Postal Ballot (if applicable) | | | | | | | | | |
| | Total | 34588510 | 32243516 | 93.2203 | 32243516 | 0 | 100.0000 | 0.0000 | | |
| | E-Voting | | 9414269 | 75.6162 | 9414269 | 0 | 100.0000 | 0.0000 | | |
| Public- | Poll | 12450066 | | | | | | | | |
| Institutions | Postal Ballot (if applicable) | | | | | | | | | |
| | Total | 12450066 | 9414269 | 75.6162 | 9414269 | 0 | 100.0000 | 0.0000 | | |
| | E-Voting | | 294146 | 1.6847 | 294131 | 15 | 99.9949 | 0.0051 | | |
| Public- Non | Poll | 17460214 | | | | | | | | |
| Institutions | Postal Ballot (if applicable) | | | | | | | | | |
| | Total | 17460214 | 294146 | 1.6847 | 294131 | 15 | 99.9949 | 0.0051 | | |
| Count | Total | 64498790 | 41951931 | 65.0430 | 41951916 | 15 | 100.0000 | 0.0000 | | |
| | | | | | Whether resolution | is Pass or Not. | Y | es | | |

| | | | Res | olution (5) | | | | | | | |
|----------------|-------------------------------|-------------------------|------------------------|---|-----------------------------|---------------------------|--------------------------------------|---------------------------------------|--|--|--|
| | Re | solution required: (Or | dinary / Special) | Ordinary | | | | | | | |
| Whether | promoter/promoter group ar | e interested in the age | nda/resolution? | No | | | | | | | |
| | | Description of resolu | ition considered | Ratification of remuneration of M/s Sudhir Govind Jog, a proprietary firm of Cost Accountant, a Cost Auditor | | | | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled | | | |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | | | |
| | E-Voting | | 32243516 | 93.2203 | 32243516 | 0 | 100.0000 | 0.0000 | | | |
| Promoter and | Poll | 34588510 | | | | | | | | | |
| Promoter Group | Postal Ballot (if applicable) | | | | | | | | | | |
| | Total | 34588510 | 32243516 | 93.2203 | 32243516 | 0 | 100.0000 | 0.0000 | | | |
| | E-Voting | | 9414269 | 75.6162 | 9414269 | 0 | 100.0000 | 0.0000 | | | |
| Public- | Poll | 12450066 | | | | | | | | | |
| Institutions | Postal Ballot (if applicable) | | | | | | | | | | |
| | Total | 12450066 | 9414269 | 75.6162 | 9414269 | 0 | 100.0000 | 0.0000 | | | |
| | E-Voting | | 294146 | 1.6847 | 293781 | 365 | 99.8759 | 0.1241 | | | |
| Public- Non | Poll | 17460214 | | | | | | | | | |
| Institutions | Postal Ballot (if applicable) | | | | | | | | | | |
| | Total | 17460214 | 294146 | 1.6847 | 293781 | 365 | 99.8759 | 0.1241 | | | |
| Total | Total | 64498790 | 41951931 | 65.0430 | 41951566 | 365 | 99.9991 | 0.0009 | | | |
| | | | | | Whether resolution | is Pass or Not. | Υ | es | | | |

| | | | Rese | olution (6) | | | | | |
|----------------|-------------------------------|--|------------------------|---|-----------------------------|---------------------------|--------------------------------------|---------------------------------------|--|
| | Re | solution required: (Or | dinary / Special) | | | Ordinary | | | |
| Whether | promoter/promoter group ar | e interested in the age Description of resolu | | Yes Holding office or place of profit in the Company by Ivir Aman Kirloskar on such terms and conditions upto a maximum remuneration of Rupees Sixty Lakhs Only per annum as set out in the | | | | | |
| | | conditions apto a n | | ory statement of th | | am as set out in the | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled | |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | |
| | E-Voting | | 22706446 | 65.6474 | 22706446 | 0 | 100.0000 | 0.0000 | |
| Promoter and | Poll | 34588510 | | | | | | | |
| Promoter Group | Postal Ballot (if applicable) | | | | | | | | |
| | Total | 34588510 | 22706446 | 65.6474 | 22706446 | 0 | 100.0000 | 0.0000 | |
| | E-Voting | | 9414269 | 75.6162 | 9363632 | 50637 | 99.4621 | 0.5379 | |
| Public- | Poll | 12450066 | | | | | | | |
| Institutions | Postal Ballot (if applicable) | | | | | | | | |
| | Total | 12450066 | 9414269 | 75.6162 | 9363632 | 50637 | 99.4621 | 0.5379 | |
| | E-Voting | | 256646 | 1.4699 | 246976 | 9670 | 96.2322 | 3.7678 | |
| Public- Non | Poll | 17460214 | | | | | | | |
| Institutions | Postal Ballot (if applicable) | | | | | | | | |
| | Total | 17460214 | 256646 | 1.4699 | 246976 | 9670 | 96.2322 | 3.7678 | |
| Lotal | Total | 64498790 | 32377361 | 50.1984 | 32317054 | 60307 | 99.8137 | 0.1863 | |
| | | | | | Whether resolution | is Pass or Not. | Y | es | |

| | 1_20 Http://www. | | Res | olution (7) | | | | | | | |
|----------------|-------------------------------|-------------------------|------------------------|---|--|---------------------------|--------------------------------------|------------------------------------|--|--|--|
| | Re | solution required: (Or | dinary / Special) | Special | | | | | | | |
| Whether | promoter/promoter group are | e interested in the age | nda/resolution? | Yes | | | | | | | |
| | | Description of resolu | ition considered | | payment of remune exceeding the thresh | | | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled | | | |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | | | |
| | E-Voting | | 16603323 | 48.0024 | 16603323 | 0 | 100.0000 | 0.0000 | | | |
| Promoter and | Poll | 34588510 | | | | | | | | | |
| Promoter Group | Postal Ballot (if applicable) | | | | | | | | | | |
| | Total | 34588510 | 16603323 | 48.0024 | 16603323 | 0 | 100.0000 | 0.0000 | | | |
| | E-Voting | | 9414269 | 75.6162 | 9345080 | 69189 | 99.2651 | 0.7349 | | | |
| Public- | Poll | 12450066 | | | | | | | | | |
| Institutions | Postal Ballot (if applicable) | | | | | | | | | | |
| | Total | 12450066 | 9414269 | 75.6162 | 9345080 | 69189 | 99.2651 | 0.7349 | | | |
| | E-Voting | | 256646 | 1.4699 | 247196 | 9450 | 96.3179 | 3.6821 | | | |
| Public- Non | Poll | 17460214 | | | | | | | | | |
| Institutions | Postal Ballot (if applicable) | | | | | | | | | | |
| | Total | 17460214 | 256646 | 1.4699 | 247196 | 9450 | 96.3179 | 3.6821 | | | |
| Total | Total | 64498790 | 26274238 | 40.7360 | 26195599 | 78639 | 99.7007 | 0.2993 | | | |
| | | | | | Whether resolution | is Pass or Not. | Υ | es | | | |



Company Secretaries

503, Ashok Sankul - II, Range Hill Road, Pune - 411 007 Ph.: 8484035465, E-mail: deulkarcs@gmail.com



Annexure B

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014]

To, The Chairman,

| Name of the Company | Kirloskar Pneumatic Company Limited (the |
|---------------------|---|
| | Company) |
| Meeting | 47 th Annual General Meeting of the members of |
| | the Company (47 th AGM) |
| Day, Date & Time | Wednesday, July 20, 2022 at 10.30 a.m. (IST) |
| Mode | Video Conferencing ("VC")/Other Audio –Visual |
| | Means ("OAVM") |

Dear Sir,

I, Sridhar Mudaliar, Partner of SVD & Associates, Company Secretaries, have been appointed as scrutinizer by Pneumatic Company Limited ("the Company") Board of Directors of Kirloskar L29120PN1974PLC110307 at its meeting held on April 28, 2022 for the purpose of scrutinizing the remote evoting and e-voting conducted at the AGM pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, read with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 General Circular No. 20/2020 dated May 05, 2020, and General Circular No. 02/2021 dated January 13, 2021, General Circular No. 2/2022 and 03/2022 both dated May 05, 2022 issued by Ministry of Corporate Affairs and the Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15, 2021 and Circular No. January SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by the Securities and Exchange Board of India (SEBI) (hereinafter referred to as the "Circulars") that provide relaxation for the manner in which the AGM shall be held and conducted.

The Circulars inter alia provide for relaxation in the manner in which the AGM to be held including the manner of sending the Notices and Annual Reports to the members and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID -19 pandemic. Further pursuant to these Circulars physical attendance of members has been dispensed with and accordingly the facility for appointment of proxies by the members is also dispensed with. Members who attended the meeting through VC or OAVM were counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.

I submit herewith my report with respect to the resolutions proposed at the AGM of the members of the

Company:



1. Responsibility of the Management, and the Scrutinizer:

The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder read along with the Circulars as mentioned above and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and e-voting during the meeting by the members on the resolutions proposed in the Notice of the AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to scrutinize the votes cast by remote e-voting and e-voting conducted at the meeting held through VC/OAVM in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against to the Chairman, on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited ("NSDL")

2. Notice of AGM, advertisement and remote e-voting period:

In accordance with the notice of the AGM sent to the members by way of email on June 28, 2022 and uploaded on the website of the Company at www.kirloskarpneumatic.com and the 'Advertisement' published on June 29, 2022 pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the Circulars mentioned above, the remote e-voting period remained open from Sunday, July 17, 2022 (9.00 a.m.) (IST) to Tuesday, July 19, 2022 (5.00 p.m.) (IST).

3. Cut-off Date:

The members holding shares as on the "cut off" date i.e. Tuesday, July 12, 2022, were entitled to vote on the proposed resolutions (item nos. 1 to 7 as set out in the Notice of the AGM of the Company).

4. Process of remote e-voting:

The remote e-voting system was blocked forthwith at the end of the remote e-voting period. The votes cast through remote e-voting system were unblocked after conclusion of the AGM in the presence of two witnesses who are not in the employment of the Company. Thereafter, the details containing, inter-alia, list of members, who voted "for" and "against", were downloaded from the e-voting website of NSDL.

5. Process of Voting at the AGM:

After declaration of commencement of e-voting during the conduct of the AGM, the members who had not voted through the remote e-voting process were instructed to cast their vote on the e-voting platform provided by e-voting website of NSDL (www.evoting.nsdl.com). Thereafter, the details containing, interalia, list of members, who voted "for" and "against", were downloaded from the e-voting website of NSDL (www.evoting.nsdl.com) and the same are being handed over to the authorized representative of the Chairman. The votes cast through remote e-voting and e-voting conducted during the meeting were reconciled with the records maintained by the Company/ Registrar and Share Transfer Agents of the Company and the authorizations lodged with the Company. The e-voting that was found defective for want of authorization has been treated as invalid and kept separately.

6. Counting Process and results:

- 6.1 The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:
- a) **Ordinary Resolution No. 1** Adoption of the Audited Financial Statement of the Company for the financial year ended March 31, 2022 together with the Report of the Auditors and Board of Directors thereon.

Summary of Voting

| Particulars | Remote e- voting | AG th | oting at M held rough OAVM | Total | | % of total number of valid votes cast | |
|---|---------------------|----------|--|----------|--------------|--|--|
| (a) Voted in Favour | | | | | | | |
| Number of members voted | 112 | | 11 | | 123 | | |
| Number of votes cast by them | 4,18,55,812 | | 83,752 | 4,19,39, | 564 | 100 | |
| (b) Voted against | | | | | | | |
| Number of members voted | 1 | | 0 | 1 | | | |
| Number of votes cast by them | 15 | | 0 | 15 | | 0.00 | |
| (c) Total | | | | | | | |
| Total number of members voted | 113 | | 11 | 124 | | | |
| Total number of votes cast by them | 4,18,55,827 | | 83,752 | 4,19,39, | 5 7 9 | 100 | |
| (ii) Not voted/Invalid votes: | | | | | | | |
| Particulars | Remote e-vo | ting | e-voting at AGM Total held through VC/OAVM | | al | | |
| Total number of members who have not voted/ partially not voted and whose votes were declared invalid | | 2 | | 0 | | *#2 | |
| Total Number of shares involved | 16,23 | 3 3 9 7 | | 0 | | *#16,23,39 | |

^{*} Vote cast by 1 shareholder by remote e-voting for 16,11,040 shares is considered invalid. # 1 shareholder has not voted for 12,357 shares.

b) **Ordinary Resolution No. 2**— Declaration of dividend on equity shares for the financial year ended on March 31, 2022.

Summary of Voting

| Particulars | Remote e- voting | e-vot AGM throu VC/C | held | 1 | Γotal | % of total number of valid votes cast |
|------------------------------------|---------------------|-------------------------------|----------------------------|-------------|-------|--|
| (a) Voted in Favour | | | | | | |
| Number of members voted | 113 | | 11 | | 124 | •••• |
| Number of votes cast by them | 4,18,68,179 | | 83,752 | 4,19,51,931 | | 100 |
| (b) Voted against | | | | | | |
| Number of members voted | 0 | | 0 | 0 | | *** |
| Number of votes cast by them | 0 | | 0 | 0 | | 0.00 |
| (c) Total | | | | | | |
| Total number of members voted | 113 | | 11 | 124 | | |
| Total number of votes cast by them | 4,18,68,179 | | 83752 | 4,19,51 | ,931 | 100 |
| (ii) Not voted/Invalid votes: | | | | | | |
| Particulars | Remote e-vo | ting | e-voting held VC/OAV | through | Total | |
| Total number of members who | | | #2 | | | |
| have not voted/ partially not | | | | | | |
| voted and whose votes were | | | | | | |
| declared invalid | | | | | | |
| Total Number of shares involved | 16,13 | 1,045 | | 0 | | #16,11,04 |

^{# 2} shareholders have not voted for 16,11,045 shares.

c) **Ordinary Resolution No. 3**— Re-appointment of Mr. Atul C. Kirloskar (holding DIN 00007387), Director who retires by rotation.

Summary of Voting

| (i) Voted in favour of or against | the resolution: | | | | |
|-----------------------------------|---------------------|---|-------------|--|--|
| Particulars | Remote e- voting | e-voting at AGM held through VC/OAVM | Total | % of total number of valid votes cast | |
| (a) Voted in Favour | • | | | | |
| Number of members voted | 89 | 11 | 100 | | |
| Number of votes cast by them | 2,51,09,838 | 83,752 | 2,51,93,590 | 99.72 | |

| (b) Voted against | | | | | | |
|------------------------------------|-------------|-------|----------------|--------------|------|--------------|
| Number of members voted | 14 | | 0 | | 14 | |
| Number of votes cast by them | 71,331 | | 0 | 71 | ,331 | 0.28 |
| (c) Total | | | | | | |
| Total number of members voted | 103 | | 11 | | 114 | |
| Total number of votes cast by them | 2,51,81,169 | | 83,752 | 2,52,64 | ,921 | 100 |
| (ii) Not voted/Invalid votes: | | | | | | |
| Particulars | Remote e-vo | ting | e-voting | at AGM | | Total |
| | | | held VC/OAV | through M | | |
| Total number of members who | | 12 | | 0 | | #12 |
| have not voted/ partially not | | | | | | |
| voted and whose votes were | | | | | | |
| declared invalid | | | | | | |
| Total Number of shares involved | 1,82,9 | 8,055 | | 0 | | #1,82,98,055 |

^{# 12} shareholders have not voted for 1,82,98,055 shares.

d) Ordinary Resolution No. 4— Non-filling of the vacancy caused by the retirement of Mr D. R. Swar (DIN 00007495), Director, who retires by rotation and does not seek re-appointment.Summary of Voting

| Particulars | culars Remote e- voting | | e-voting at AGM held through VC/OAVM | | Total | % of total number of valid votes cast | |
|---|---|--------|--------------------------------------|-------------|-------|--|--|
| (a) Voted in Favour | | | | | 10 | | |
| Number of members voted | 112 | | 11 | | 123 | | |
| Number of votes cast by them | 4,18,68,164 | | 83,752 | 4,19,51 | ,916 | 100 | |
| (b) Voted against | | | | | | | |
| Number of members voted | 1 | 0 | | 1 | | | |
| Number of votes cast by them | 15 | 0 | | 15 | | 0.00 | |
| (c) Total | | | | | | | |
| Total number of members | 113 | | 11 | 124 | | | |
| voted | | | | | | | |
| Total number of votes cast by | 4,18,68,179 | 83,752 | | 4,19,51,931 | | 100 | |
| them | | | | | | | |
| (ii) Not voted/Invalid votes: | | | | | | | |
| Particulars | Remote e-voting e-voting a held the VC/OAVM | | through | | Total | | |
| Total number of members who have not voted/ partially not | 2 | | | 0 | | #2 | |
| nave not voted, partially not | | | | | | /2 | |

| voted and whose votes were | | | |
|---------------------------------|-----------|---|------------|
| declared invalid | | | |
| Total Number of shares involved | 16,11,045 | 0 | #16,11,045 |

^{# 2} shareholders have not voted for 16,11,045 shares.

e) **Ordinary Resolution No. 5**— Ratification of remuneration of M/s Sudhir Govind Jog, a proprietary firm of Cost Accountant, as Cost Auditor.

Summary of Voting

| Particulars | Remote e- voting | e-vot AGM throu VC/C | l held | • | Total | % of total number of valid votes cast |
|---|---|-------------------------------|----------------------------|---------|-------|--|
| (a) Voted in Favour | | | | | | |
| Number of members voted | 111 | | 11 | | 122 | |
| Number of votes cast by them | 4,18,67,814 | 83,752 | | 4,19,51 | ,566 | 100 |
| (b) Voted against | ======================================= | | , | | | |
| Number of members voted | 2 | | 0 | | 2 | •••• |
| Number of votes cast by them | 365 | | 0 36 | | 365 | 0.00 |
| (c) Total | | | | | | |
| Total number of members voted | 113 | | 11 | | 124 | •••• |
| Total number of votes cast by them | 4,18,68,179 | | 83,752 | 4,19,51 | l,931 | 100 |
| (ii) Not voted/Invalid votes: | | | | | | |
| Particulars | Remote e-vo | ting | e-voting held VC/OAV | through | ŝ | Total |
| Total number of members who | | 2 | | 0 | | #2 |
| have not voted/ partially not voted and whose votes were declared invalid | | | | | | |
| Total Number of shares involved | 16,1 | 1,045 | | 0 | | #16,11,045 |

^{# 2} shareholders have not voted for 16,11,045 shares.

f) Ordinary Resolution No. 6— Holding office or place of profit in the Company by Mr Aman Kirloskar on such terms and conditions upto a maximum remuneration of Rupees Sixty Lakhs Only per annum as set out in the explanatory statement of the Notice.

| Particulars | Remote e- voting | e-vot AGN throu VC/C | l held | - | Γotal | % of total number of valid votes cast |
|---------------------------------|---------------------|-------------------------------|----------------------------|-------------|--------------|--|
| (a) Voted in Favour | | | | | | |
| Number of members voted | 91 | | 10 | 101 | | |
| Number of votes cast by them | 3,22,70,802 | | 46,252 | 3,23,17 | ,054 | 99.81 |
| (b) Voted against | | | | | | ı |
| Number of members voted | 16 | | 0 | 0 16 | | |
| Number of votes cast by them | 60,307 | 0 | | 60,307 | | 0.19 |
| (c) Total | | | | | | |
| Total number of members | 107 | | 10 | 117 | | |
| voted | | | | | | |
| Total number of votes cast by | 3,23,31,109 | | 46,252 | 3,23,77,361 | | 100 |
| them | | | | | | |
| (ii) Not voted/Invalid votes: | | | | | | |
| Particulars | Remote e-vo | ting | e-voting held VC/OAV | through | | Total |
| Total number of members who | | 8 | 1 | | #9 | |
| have not voted/ partially not | | | | | | |
| voted and whose votes were | | | | | | |
| declared invalid | | | | | | |
| Total Number of shares involved | 1,11,48 | 3,115 | 37,500 | | #1,11,85,615 | |

^{# 9} shareholders have not voted for 1,11,85,615 shares.

g) Special Resolution No: 7- Continuation of payment of remuneration to Mr Rahul C. Kirloskar, Executive Chairman and Promoter exceeding the threshold limits prescribed under SEBI LODR Regulations.

Summary of Voting

| (i) Voted in favour of or against | the resolution: | | | | |
|-----------------------------------|---------------------|---|-------------|--|--|
| Particulars | Remote e- voting | e-voting at AGM held through VC/OAVM | Total | % of total number of valid votes cast | |
| (a) Voted in Favour | <u>*</u> | | | | |
| Number of members voted | 86 | 10 | 96 | | |
| Number of votes cast by them | 2,61,49,347 | 46,252 | 2,61,95,599 | 99.70 | |
| (b) Voted against | 10 | | | | |
| Number of members voted | 19 | 0 | 19 | **** | |
| Number of votes cast by them | 78,639 | 0 | 78,639 | 0.30 | |

| (c) Total | | | | | | |
|---------------------------------|-------------|-------|----------------------|--------|-------------|--------------|
| Total number of members | 105 | | 10 | | 115 | |
| voted | | | | | | |
| Total number of votes cast by | 2,62,27,986 | | 46,252 2,62,74 | | 2,62,74,238 | |
| them | | | | | | |
| (ii) Not voted/Invalid votes: | | | | | | |
| Particulars | Remote e-vo | ting | e-voting at AGM | | Total | |
| | | | held through VC/OAVM | | | |
| Total number of members who | | 10 | 1 | | | #11 |
| have not voted/ partially not | | | | | | |
| voted and whose votes were | | | | | | |
| declared invalid | | | | | | |
| Total Number of shares involved | 1,72,51 | L,238 | | 37,500 | | #1,72,88,738 |

^{# 11} shareholders have not voted for 1,72,88,738 shares.

6.2 Accordingly, resolution no.2 has been passed unanimously and all other resolutions are passed with requisite majority as stated in the notice of AGM of the Company.

7. Electronic data and relevant Records:

All electronic data and relevant records relating to voting shall remain in my safe custody until the Chairman considers, approves, signs the minutes of the aforesaid Annual General Meeting and the same will be handed over to the authorized representative of the Chairman for safe keeping thereafter.

Thanking you.

Yours faithfully,
For SVD and Associates
Company Secretaries

Sridhar G. Mudaliar

Partner

FCS. No.: 6156 C. P. No.: 2664

Place: Pune

Date: July 21, 2022

Peer Review number: P2013MH075200

UDIN: F006156D000659171