



KIRLOSKAR PNEUMATIC COMPANY LIMITED

A Kirloskar Group Company

Enriching Lives

July 30, 2015

Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001
Scrip Code 505283

Kind Atten.: Ms. Bharti Bhambwani, Relationship Manager

Dear Sir / Madam,

Sub.: 40th Annual General Meeting

We wish to inform you that the 40th Annual General Meeting ("AGM") of the Company was held on Wednesday the 29th July, 2015 at 2.30 pm at SM Joshi Socialist Foundation (SM Joshi Hall), S. No. 191/192 Navi Peth, Ganjave Chowk, Near Patrakar Bhavan, Pune 411030.

Pursuant to Clause 35B of the Listing Agreement, facility of remote e-voting was made available to the shareholders as on 22nd July, 2015 (being the cut-off date for the purpose of e-voting) for Annual General Meeting from July 26, 2015 to July 28, 2015.

At the said meeting, the Chairman of the Company ordered a Poll on all the resolutions from Item No. 1 to 6 of the Notice of the 40th Annual General Meeting.

The Scrutinizer Mr. S. V. Deulkar, Partner of SVD & Associates, Company Secretaries (Membership No. FCS : 1321) has submitted his reports.

The details regarding voting results of the Annual General Meeting of Kirloskar Pneumatic Company Limited held on July 29, 2015 :

Date of Annual General Meeting	29 July 2015
Total number of shareholders on 22 July 2015 – Cut Off Date for voting purpose)	17,614
No. of shareholders present in the meeting either in person or through proxies	51
Promoters and Promoter Group	7
Public	44
No. of shareholders attended the meeting through Video Conferencing	-
Promoters and Promoter Group	-
Public	-





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Agenda-wise

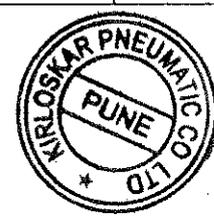
The mode of voting for all resolutions was remote e-voting which was conducted between 26 July 2015 (from 9.00 am) to 28 July 2015 (upto 5.00 pm) (both days inclusive) and voting at the Annual General Meeting by Polling paper

Resolution No. 1 : To receive, consider and adopt the Financial Statements of the Company for year ended 31 March, 2015 together with the Report of the Auditors' and Board of Directors thereon and Consolidated Financial Statements of the Company for year ended 31 March, 2015 (Ordinary Resolution) :

Promoter / Public	No. of shares held (as on the cut-off date i.e. 22 July, 2015)	No. of votes polled	% of Votes Polled on out standing 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) = $[(5)/(2)] * 100$
Promoter and Promoter Group	87,20,124	87,18,224	99.98	87,18,224	0	100.00	0.00
Public - Institutional holders	23,94,655	19,13,085	79.89	19,13,085	0	100.00	0.00
Public Others	17,29,559	1,970	0.11	1,970	0	100.00	0.00
Total	1,28,44,338	1,06,33,279	82.79	1,06,33,279	0	100.00	0.00

Resolution No. 2 : To declare dividend on equity shares for the financial year ended on 31st March, 2015 (Ordinary Resolution):

Promoter / Public	No. of shares held (as on the cut-off date i.e. 22 July, 2015)	No. of votes polled	% of Votes Polled on out standing 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) = $[(5)/(2)] * 100$
Promoter and Promoter Group	87,20,124	87,18,224	99.98	87,18,224	0	100.00	0.00





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Public - Institutional holders	23,94,655	23,27,452	97.19	23,27,452	0	100.00	0.00
Public Others	17,29,559	1,970	0.11	1,970	0	100.00	0.00
Total	1,28,44,338	1,10,47,646	86.01	1,10,47,646	0	100.00	0.00

Resolution No. 3 : To appoint a Director in place of Mr Atul C Kirloskar (holding DIN 00007387), who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution) :

Promoter / Public	No. of shares held (as on the cut-off date i.e. 22 July, 2015)	No. of votes polled	% of Votes Polled on out standing 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) = $[(5)/(2)] * 100$
Promoter and Promoter Group	87,20,124	87,18,224	99.98	87,18,224	0	100.00	0.00
Public - Institutional holders	23,94,655	23,27,452	97.19	23,27,452	0	100.00	0.00
Public Others	17,29,559	1,970	0.11	1,970	0	100.00	0.00
Total	1,28,44,338	1,10,47,646	86.01	1,10,47,646	0	100.00	0.00

Resolution No. 4 : To ratify the appointment of M/s P G Bhagwat (Firm Registration No.101118W) Chartered Accountants, as Statutory Auditors. (Ordinary Resolution) :

Promoter / Public	No. of shares held (as on the cut-off date i.e. 22 July, 2015)	No. of votes polled	% of Votes Polled on out stand ing hares	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) = $[(5)/(2)] * 100$
Promoter & Promoter Group	87,20,124	87,18,174	99.98	87,18,174	0	100.00	0.00





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Public - Institutional holders	23,94,655	23,27,452	97.19	23,27,452	0	100.00	0.00
Public Others	17,29,559	1,970	0.11	1,970	0	100.00	0.00
Total	1,28,44,338	1,10,47,596	86.01	1,10,47,596	0	100.00	0.00

Resolution No. 5 (SPECIAL BUSINESS) : RESOLVED that pursuant to the provisions of Section 148 and any other applicable provisions of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) consent of the Company be and is hereby accorded for the payment of remuneration of Rs. 5 Lacs (Rupees Five Lacs only) to Company's Cost Auditor, M/s S G Jog, a proprietary firm of Cost Accountant, for auditing the cost records maintained by the Company for the financial year ending 31 March, 2016. (Ordinary Resolution) :

Promoter / Public	No. of shares held (as on the cut-off date i.e. 22 July, 2015)	No. of votes polled	% of Votes Polled on out standing 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) = $[(5)/(2)] * 100$
Promoter and Promoter Group	87,20,124	87,18,224	99.98	87,18,224	0	100.00	0.00
Public - Institutional holders	23,94,655	23,27,452	97.19	23,27,452	0	100.00	0.00
Public Others	17,29,559	1,970	0.11	1,970	0	100.00	0.00
Total	1,28,44,338	1,10,47,646	86.01	1,10,47,646	0	100.00	0.00

Resolution No. 6 (SPECIAL BUSINESS) : RESOLVED that pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Dr Aditi Pant (holding DIN 06930011), Director of the Company who was appointed as an additional director, in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director, be and is hereby





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appointed as an Independent Director of the Company to hold office for a term of 3 consecutive years up to 28 July, 2018.

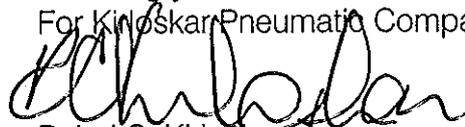
RESOLVED FURTHER that pursuant to the provisions of Sections 149, 197 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Dr Aditi Pant be paid such fees and remuneration and profit related commission as the Board may approve from time to time and subject to such limits, prescribed or as may be prescribed from time to time" (Ordinary Resolution):

Promoter / Public	No. of shares held (as on the cut-off date i.e. 22 July, 2015)	No. of votes polled	% of Votes Polled on out standing 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) = $[(5)/(2)] * 100$
Promoter and Promoter Group	87,20,124	87,18,224	99.98	87,18,224	0	100.00	0.00
Public - Institutional holders	23,94,655	23,27,452	97.19	23,27,452	0	100.00	0.00
Public Others	17,29,559	1,970	0.11	1,970	0	100.00	0.00
Total	1,28,44,338	1,10,47,646	86.01	1,10,47,646	0	100.00	0.00

Accordingly, all the above 6 (Six) Resolutions as per the Notice of the 40th Annual General Meeting of the Company have been passed by the requisite majority.

A copy of the Scrutinizer's Report is also enclosed.

Thanking you,
For Kirloskar Pneumatic Company Limited


Rahul C. Kirloskar
Executive Chairman
DIN 00007319



Encl.: As above



SVD & Associates

Company Secretaries

4th Floor, Vedwati Apartments, Shivajinagar, Pune - 411005
Ph. : 020 69000666, E-mail: deulkarcs@gmail.com



To
The Chairman,
Kirloskar Pneumatic Company Limited,
Hadapsar Industrial Estate,
Pune- 411013

Sub: Results of E-voting and Poll

Dear Sir,

I undersigned, S. V. Deulkar, Partner, SVD & Associates, Company Secretaries, have been appointed as Scrutinizer of Kirloskar Pneumatic Company Limited ("the Company") for scrutinizing the e-voting process (during July 26, 2015 to July 28, 2015) and voting by poll (at 40th Annual General Meeting (AGM) held on July 29, 2015) conducted as per the provisions of the Companies Act, 2013.

The Compliance with the provisions of the Companies Act, 2013 and the rules made thereunder and Listing Agreement entered into by the Company with the Stock exchanges on which the shares of the Company are listed relating to voting through electronic means (by remote e-voting) and voting by poll by the shareholders on the resolutions proposed in the Notice of the 40th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means and by poll at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and the report of poll at the meeting.:

I hereby enclose below reports relating to the voting on the resolutions proposed at the 40th Annual General Meeting of the Company held on July 29, 2015:

- a) Report on E-voting;
- b) Report on Poll; and
- c) Combined report of e-voting and Poll

Received
S. V. Deulkar

I hereby declare that all the 6 (Six) resolutions as per the aforesaid Notice of the Annual General Meeting the Company have been passed by requisite majority..

Thanking you,
Yours faithfully,

For SVD & Associates



S. V. Deulkar
Partner
C. P. No. 965

Place: Pune
Date: July 29, 2015

S. V. Deulkar
Practicing Company Secretary
63, Ashoknagar, Pune -411007

Scrutinizer Report

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

To,

The Chairman

40th Annual General Meeting of the Equity shareholders of Kirloskar Pneumatic Company Limited held on Wednesday, July 29, 2015 at 2:30 PM at SM Joshi Socialist Foundation (SM Joshi Hall), S. No. 191/192 Navi Peth, Ganjave Chowk, Near Patrakar Bhavan, Pune-411030.

Dear Sir,

I, S. V. Deulkar, Partner, SVD & Associates, Company Secretaries, have been appointed as scrutinizer of Kirloskar Pneumatic Company Limited ("the company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner & ascertaining the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on below mentioned resolution(s), at the 40th Annual General Meeting of the Equity shareholders of Kirloskar Pneumatic Company Limited held on Wednesday, July 29, 2015 at 2:30 PM at SM Joshi Socialist Foundation (SM Joshi Hall), S. No. 191/192 Navi Peth, Ganjave Chowk, Near Patrakar Bhavan, Pune-411030. I submit my report as under:

1. The e-voting period remained open from July 26, 2015 (9.00 a.m.) to July 28, 2015 (5.00 p.m.)
2. The shareholders holding shares as on the "cut off" date i.e. July 22, 2015 were entitled to vote on the proposed resolutions (item no. 1 to 6 as set out in the Notice of the 40th Annual General Meeting (AGM) of Kirloskar Pneumatic Company Limited.)
3. The votes were unblocked on July 29, 2015 at around 4.00 PM in the presence of two witnesses, Mrs. Amruta Jana, (Ganj Peth, Pune-411042) and Ms. Purva Pandit (Kothrud, Pune 411038) who



are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "for" and "Against", were downloaded from the e-voting website of National Securities Depository Limited (URL: <https://www.evoting.nsdl.com/>)


Name: Purna Pandit
Kothrud, Pune-38


Name: AMRUTA JANA
787 GANJ PETH
PUNE -411042



5. The result of the e-voting is as under:

- a) Resolution 1 – Adoption of the Financial Statements for the year ended 31st March, 2015 and the Reports of the Directors and Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
37	10633076	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	414367

- b) Resolution 2 – Approval of dividend for the Financial Year ended 31st March, 2015

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
38	11047443	100%



(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

c) Resolution 3 – Re-appointment of Mr. Atul C. Kirloskar (DIN: 00007387), who retires by rotation.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
38	11047443	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



- d) Resolution 4 – To ratify the appointment of M/S. P. G Bhagwat, Chartered Accountants, as statutory auditors.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
37	11047393	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	50

- e) Resolution 5 – To approve the remuneration of M/s. S.G. Jog, Cost Accountant as Cost Auditor.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
38	11047443	100%



(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

f) Resolution 6 – Confirmation and appointment of Dr. Aditi Pant as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
38	11047443	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



6. The register, all other papers and relevant records relating to electronic 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 Company Secretary for safe keeping.

Thanking you,

Yours faithfully,



S. V. Deulkar

Practicing Company Secretary

C. P. No. 965

Place: Pune

Date: July 29, 2015

Kirloskar Pneumatic Company Limited
Annual General Meeting held on July 29, 2015
Annexure to E-voting Report

Sr No.	Folio/ DPID	Name	Shares	Resolution No. 1			Resolution No. 2			Resolution No. 3		
				Voting			Voting			Voting		
				For	Against	Invalid	For	Against	Invalid	For	Against	Invalid
1	'IN30103910293428	UDAY NATVARLAL SHAH	6	6	0	0	6	0	0	6	0	0
2	'IN30045014390269	THITE AJAY ACHYUT	25	25	0	0	25	0	0	25	0	0
3	'IN30131320663862	VENKATARAMAN SRINIVASAN	50	50	0	0	50	0	0	50	0	0
4	'IN30036022106814	VENKATARAMAN SHIVAKUMAR	50	50	0	0	50	0	0	50	0	0
5	'IN30018313524495	K SRINIVASAN	12	12	0	0	12	0	0	12	0	0
6	'IN30267931208906	S BHOOMA	12	12	0	0	12	0	0	12	0	0
7	'IN30302857284431	SIREESHA GUTTI	10	10	0	0	10	0	0	10	0	0
8	'IN30012611183570	HDFC TRUSTEE COMPANY LTD HDFC CORE AND SATELLITE FUND	120000	120000	0	0	120000	0	0	120000	0	0
9	'IN30012611181455	HDFC TRUSTEE COMPANY LTD HDFC INDEX FUND SENSEX PLUS PLAN	12000	12000	0	0	12000	0	0	12000	0	0
10	'IN30005410009134	HDFC TRUSTEE COMPANY LIMITED - HDFC PRUDENCE FUND	156140	156140	0	0	156140	0	0	156140	0	0
11	'IN30005410009126	HDFC TRUSTEE COMPANY LIMITED HDFC TAX SAVERFUND	506706	506706	0	0	506706	0	0	506706	0	0
12	'IN30045080476084	CHANDRASHEKHAR ASHOK BAPAT	50	50	0	0	50	0	0	50	0	0
13	'102028P03629	PRATIKSHA TRUNESH GUJAR	36	36	0	0	36	0	0	36	0	0
14	'IN30133019470319	SAMIR GANESH JOSHI	900	900	0	0	900	0	0	900	0	0
15	'IN30154932221335	RAHUL CHANDRAKANT KIRLOSKAR	115309	115309	0	0	115309	0	0	115309	0	0
16	'IN30154932358632	ATUL CHANDRAKANT KIRLOSKAR	114330	114330	0	0	114330	0	0	114330	0	0
17	'IN30154932220188	JYOTSNA GAUTAM KULKARNI	25125	25125	0	0	25125	0	0	25125	0	0
18	'IN30012610406154	ASHWIN RADHESHYAM AGARWAL	202	202	0	0	202	0	0	202	0	0
19	'IN30115123969433	KALAWATI RADHESHYAM AGARWAL	4	4	0	0	4	0	0	4	0	0
20	'IN30302854576499	KIRLOSKAR INDUSTRIES LTD	1186866	1186866	0	0	1186866	0	0	1186866	0	0
21	'IN30154932208420	GAUTAM ACHYUT KULKARNI	135522	135522	0	0	135522	0	0	135522	0	0
22	'IN30131320278803	VENKATARAMAN RAVI VARMA	150	150	0	0	150	0	0	150	0	0
23	'IN30154930147724	KIRLOSKAR BROTHERS INVESTMENTS LIMITED	6994176	6994176	0	0	6994176	0	0	6994176	0	0



Kirloskar Pneumatic Company Limited
Annual General Meeting held on July 29, 2015

Annexure to E-voting Report

Sr No.	Folio/ DPID	Name	Shares	Resolution No. 1			Resolution No. 2			Resolution No. 3		
				Voting			Voting			Voting		
				For	Against	Invalid	For	Against	Invalid	For	Against	Invalid
24	'IN30016710014466	RELIANCE CAPITAL TRUSTEE CO LTD A C RELIANCE DIVERSIFIED POWER SECTOR FUND	830717	830717	0	0	830717	0	0	830717	0	0
25	'IN30016710049887	IDFC PREMIER EQUITY FUND	414367	0	0	414367	414367			414367		
26	'IN30016710081207	RELIANCE CAPITAL TRUSTEE CO. LTD- A/C RELIANCE SMALL CAP FUND	274899	274899	0	0	274899	0	0	274899	0	0
27	'IN30016710109481	RELIANCE CAPITAL TRUSTEE CO. LTD- A/C RELIANCE DUAL ADVANTAGE FTF III PLAN B	12623	12623	0	0	12623	0	0	12623	0	0
28	'IN30115121113194	ANURADHA RAJENDRA PATIL	60	60	0	0	60	0	0	60	0	0
29	'IN30154932218200	ALPANA RAHUL KIRLOSKAR	93754	93754	0	0	93754	0	0	93754	0	0
30	'IN30154932222469	ARTI ATUL KIRLOSKAR	40000	40000	0	0	40000	0	0	40000	0	0
31	'IN30028010314623	ALPAK INVESTMENTS PRIVATE LIMITED	50	50	0	0	50	0	0	50	0	0
32	'IN30028010230666	NAVSAI INVESTMENTS PRIVATE LTD ACHYUT AND NEETA HOLDINGS AND FINANCE PVT LTD	50	50	0	0	50	0	0	50	0	0
33	'IN30028010130605	ALIKA RAHUL KIRLOSKAR	12152	12152	0	0	12152	0	0	12152	0	0
34	'IN30045080279810	GAURI ATUL KIRLOSKAR	33	33	0	0	33	0	0	33	0	0
35	'IN30045080279828	RAHUL CHANDRAKANT KIRLOSKAR	270	270	0	0	270	0	0	270	0	0
36	'IN30045080283437	ALPANA RAHUL KIRLOSKAR	537	537	0	0	537	0	0	537	0	0
37	'IN30045080283453	ELA SWAPAN DUTTA	200	200	0	0	200	0	0	200	0	0
38	'IN30290247304698											
		Total	11047443	10633076	0	414367	11047443	0	0	11047443	0	0



Kirloskar Pneumatic Company Limited
Annual General Meeting held on July 29, 2015

Annexure to E-voting Report

Sr No.	Folio/ DPID	Name	Shares	Resolution o. 4			Resolution No.5			Resolution No. 6		
				Voting			Voting			Voting		
				For	Against	Invalid	For	Against	Invalid	For	Against	Invalid
1	'IN30103910293428	UDAY NATVARLAL SHAH	6	6	0	0	6	0	0	6	0	0
2	'IN30045014390269	THITE AJAY ACHYUT	25	25	0	0	25	0	0	25	0	0
3	'IN30131320663862	VENKATARAMAN SRINIVASAN	50	50	0	0	50	0	0	50	0	0
4	'IN30036022106814	VENKATARAMAN SHIVAKUMAR	50	50	0	0	50	0	0	50	0	0
5	'IN30018313524495	K SRINIVASAN	12	12	0	0	12	0	0	12	0	0
6	'IN30267931208906	S BHOOMA	12	12	0	0	12	0	0	12	0	0
7	'IN30302857284431	SIREESHA GUTTI	10	10	0	0	10	0	0	10	0	0
8	'IN30012611183570	HDFC TRUSTEE COMPANY LTD HDFC CORE AND SATELLITE FUND	120000	120000	0	0	120000	0	0	120000	0	0
9	'IN30012611181455	HDFC TRUSTEE COMPANY LTD HDFC INDEX FUND SENSEX PLUS PLAN	12000	12000	0	0	12000	0	0	12000	0	0
10	'IN30005410009134	HDFC TRUSTEE COMPANY LIMITED - HDFC PRUDENCE FUND	156140	156140	0	0	156140	0	0	156140	0	0
11	'IN30005410009126	HDFC TRUSTEE COMPANY LIMITED HDFC TAX SAVERFUND	506706	506706	0	0	506706	0	0	506706	0	0
12	'IN30045080476084	CHANDRASHEKHAR ASHOK BAPAT	50	50	0	0	50	0	0	50	0	0
13	'102028P03629	PRATIKSHA TRUNESH GUJAR	36	36	0	0	36	0	0	36	0	0
14	'IN30133019470319	SAMIR GANESH JOSHI	900	900	0	0	900	0	0	900	0	0
15	'IN30154932221335	RAHUL CHANDRAKANT KIRLOS KAR	115309	115309	0	0	115309	0	0	115309	0	0
16	'IN30154932358632	ATUL CHANDRAKANT KIRLOS KAR	114330	114330	0	0	114330	0	0	114330	0	0
17	'IN30154932220188	JYOTSNA GAUTAM KULKARNI	25125	25125	0	0	25125	0	0	25125	0	0
18	'IN30012610406154	ASHWIN RADHESHYAM AGARWAL	202	202	0	0	202	0	0	202	0	0
19	'IN30115123969433	KALAWATI RADHESHYAM AGARWAL	4	4	0	0	4	0	0	4	0	0
20	'IN30302854576499	KIRLOS KAR INDUSTRIES LTD	1186866	1186866	0	0	1186866	0	0	1186866	0	0
21	'IN30154932208420	GAUTAM ACHYUT KULKARNI	135522	135522	0	0	135522	0	0	135522	0	0
22	'IN30131320278803	VENKATARAMAN RAVI VARMA	150	150	0	0	150	0	0	150	0	0
23	'IN30154930147724	KIRLOS KAR BROTHERS INVESTMENTS LIMITED	6994176	6994176	0	0	6994176	0	0	6994176	0	0
24	'IN30016710014466	RELIANCE CAPITAL TRUSTEE CO LTD A C RELIANCE DIVERSIFIED POWER SECTOR FUND	830717	830717	0	0	830717	0	0	830717	0	0
25	'IN30016710049887	IDFC PREMIER EQUITY FUND	414367	414367	0	0	414367	0	0	414367	0	0



Kirloskar Pneumatic Company Limited
Annual General Meeting held on July 29, 2015
Annexure to E-voting Report

Sr No.	Folio/ DPID	Name	Shares	Resolution No. 4			Resolution No.5			Resolution No. 6		
				Voting			Voting			Voting		
				For	Against	Invalid	For	Against	Invalid	For	Against	Invalid
26	'IN30016710081207	RELIANCE CAPITAL TRUSTEE CO. LTD-A/C RELIANCESMALL CAP FUND	274899	274899	0	0	274899	0	0	274899	0	0
27	'IN30016710109481	RELIANCE CAPITAL TRUSTEE CO. LTD-A/C RELIANCE DUAL ADVANTAGE FTF III PLAN B	12623	12623	0	0	12623	0	0	12623	0	0
28	'IN30115121113194	ANURADHA RAJENDRA PATIL	60	60	0	0	60	0	0	60	0	0
29	'IN30154932218200	ALPANA RAHUL KIRLOSAR	93754	93754	0	0	93754	0	0	93754	0	0
30	'IN3015493222469	ARTI ATUL KIRLOSAR	40000	40000	0	0	40000	0	0	40000	0	0
31	'IN30028010314623	ALPAK INVESTMENTS PRIVATE LIMITED	50	50	0	0	50	0	0	50	0	0
32	'IN30028010230666	NAVSAI INVESTMENTS PRIVATE LTD	50	50	0	0	50	0	0	50	0	0
33	'IN30028010130605	ACHYUT AND NEETA HOLDINGS AND FINANCE PVT LTD	50	0	0	50	50	0	0	50	0	0
34	'IN30045080279810	ALIKA RAHUL KIRLOSAR	12152	12152	0	0	12152	0	0	12152	0	0
35	'IN30045080279828	GAURI ATUL KIRLOSAR	33	33	0	0	33	0	0	33	0	0
36	'IN30045080283437	RAHUL CHANDRAKANT KIRLOSAR	270	270	0	0	270	0	0	270	0	0
37	'IN30045080283453	ALPANA RAHUL KIRLOSAR	537	537	0	0	537	0	0	537	0	0
38	'IN30290247304698	ELA SWAPAN DUTTA	200	200	0	0	200	0	0	200	0	0
		Total	11047443	11047393	0	50	11047443	0	0	11047443	0	0



Pandit
Purva Pandit
100thrud, Pune-411038

Jyona
AMRUTA JANA
787 GAMJ PETH
PUNE-411042

S.V. Deulkar
S.V. DEULKAR
COMPANY SECRETARY
FCS 1321 CP 965
63 Ashok Nagar-Pune-411007

S. V. Deulkar
Practicing Company Secretary
63, Ashoknagar, Pune -411007

Scrutinizer's Report

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
40th Annual General Meeting of the Equity shareholders of Kirloskar Pneumatic Company Limited held on Wednesday, July 29, 2015 at 02:30 PM at SM Joshi Socialist Foundation (SM Joshi Hall), S. No. 191/192 Navi Peth, Ganjave Chowk, Near Patrakar Bhavan, Pune-411030.

Dear Sir,

I, S. V. Deulkar, Partner, SVD & Associates, Company Secretaries have been appointed as scrutinizers of Kirloskar Pneumatic Company Limited ("the company") for the purpose of the poll taken on below mentioned resolution(s), at the 40th Annual General Meeting of the Equity shareholders of Kirloskar Pneumatic Company Limited held on Wednesday, July 29, 2015 at 02:30 PM at SM Joshi Socialist Foundation (SM Joshi Hall), S. No. 191/192 Navi Peth, Ganjave Chowk, Near Patrakar Bhavan, Pune-411030. I submit my report as under:

1. After the time fixed for closing of the poll by the chairman, one ballot box kept for polling was locked in my presence with due identification marks placed.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.
3. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.



4. The result of the Poll is as under:

a) Resolution 1 – Adoption of the Financial Statements for the year ended 31st March, 2015 and the Reports of the Directors and Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	203	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	68

b) Resolution 2 – Approval of dividend for the Financial Year ended 31st March, 2015

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	203	100%



(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	68

c) Resolution 3 – Re-appointment of Mr. Atul C. Kirloskar (DIN: 00007387), who retires by rotation.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	203	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	68



- d) Resolution 4 – To ratify the appointment of M/S. P. G Bhagwat, Chartered Accountants, as Statutory Auditors.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	203	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	68

- e) Resolution 5 – To approve the remuneration of M/s. S.G. Jog, Cost Accountant, Cost Auditor.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
16	203	100%



(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	68

f) Resolution 6 – Confirmation and appointment of Dr. Aditi Pant (DIN 06930011) as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
16	203	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	68



5. A list of equity shareholders who voted " FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed
6. The poll papers and other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully,



S. V. Deulkar
Practicing Company Secretary
C. P. No. 965

Place: Pune
Date: July 29, 2015

Kirloskar Pneumatic Company Limited
Annual General Meeting held on July 29, 2015
Annexure to Poll Report

Sr No.	Folio/ DPID	Name	Shares	Resolution No. 1			Resolution No. 2		
				Voting			Voting		
				For	Against	Invalid	For	Against	Invalid
1	IN30177415996322	KASHINATH KHANDERAO MAHADIK	10	10	0	0	10	0	0
2	IN30109810246905	KANTA JOSHI	3	3	0	0	3	0	0
3	S06450	SHILPA ATUL KALE	16	16	0	0	16	0	0
4	IN30045080080126	VASANT RAGHUNATH GODBOLE	12	12	0	0	12	0	0
5	N01226	DIPAK RAMKRISHNA NEWALKAR	13	13	0	0	13	0	0
6	1301930000578505	RAJIV SHRIKRISHNA BAHETI	1	1	0	0	1	0	0
7	K01931	MRPRAKASH SHANKAR KULKARNI	5	5	0	0	5	0	0
8	J01400	MRPANDURANG MADHUKAR JOSHI	5	5	0	0	5	0	0
9	IN30267932931167	PRADEEP SITARAM GHARE	5	5	0	0	5	0	0
10	P02452	MRKISHOR RAGHUNATH PAWAR	15	15	0	0	15	0	0
11	1204470000358195	RAVINDRA VITHAL BONAGIR	5	5	0	0	5	0	0
12	IN30045080119239	SHALIGRAM RAJENDRA	77	77	0	0	77	0	0
13	1203320005535612	ANILKUMAR KULKARNI	2	2	0	0	2	0	0
14	S03752	MRVISHNU SHANKARRAO SHIRKE	8	8	0	0	8	0	0
15	IN30045013464162	BALKRISHNA RAJARAM INAMDAR	16	16	0	0	16	0	0
16	P02419	PRABHUMIRASHI AVINASH ATMARAM	10	10	0	0	10	0	0
17	IN30154951709119	SUCHETA DESHPANDE	40	0	0	40	0	0	40
18	A01582	MRPURUSHOTTAM RAMAKANT ATRE	28	0	0	28	0	0	28
		Total	271	203	0	68	203	0	68



S.V. Deulkar
S.V. DEULKAR
COMPANY SECRETARY
FCS 1321 C P 965
63 Ashok Nagar-Pune-411007

Kirloskar Pneumatic Company Limited
Annual General Meeting held on July 29, 2015
Annexure to Poll Report

Sr No.	Folio/ DPID	Name	Shares	Resolution No. 3			Resolution No. 4		
				Voting			Voting		
				For	Against	Invalid	For	Against	Invalid
1	IN30177415996322	KASHINATH KHANDERAO MAHADIK	10	10	0	0	10	0	0
2	IN30109810246905	KANTA JOSHI	3	3	0	0	3	0	0
3	S06450	SHILPA ATUL KALE	16	16	0	0	16	0	0
4	IN30045080080126	VASANT RAGHUNATH GODBOLE	12	12	0	0	12	0	0
5	N01226	DIPAK RAMKRISHNA NEWALKAR	13	13	0	0	13	0	0
6	1301930000578505	RAJIV SHRIKRISHNA BAHETI	1	1	0	0	1	0	0
7	K01931	MRPRAKASH SHANKAR KULKARNI	5	5	0	0	5	0	0
8	J01400	MRPANDURANG MADHUKAR JOSHI	5	5	0	0	5	0	0
9	IN30267932931167	PRADEEP SITARAM GHARE	5	5	0	0	5	0	0
10	P02452	MRKISHOR RAGHUNATH PAWAR	15	15	0	0	15	0	0
11	1204470000358195	RAVINDRA VITHAL BONAGIR	5	5	0	0	5	0	0
12	IN30045080119239	SHALIGRAM RAJENDRA	77	77	0	0	77	0	0
13	1203320005535612	ANILKUMAR KULKARNI	2	2	0	0	2	0	0
14	S03752	MRVISHNU SHANKARRAO SHIRKE	8	8	0	0	8	0	0
15	IN30045013464162	BALKRISHNA RAJARAM INAMDAR	16	16	0	0	16	0	0
16	P02419	PRABHUMIRASHI AVINASH ATMARAM	10	10	0	0	10	0	0
17	IN30154951709119	SUCHETA DESHPANDE	40	0	0	40	0	0	40
18	A01582	MRPURUSHOTTAM RAMAKANT ATRE	28	0	0	28	0	0	28
		Total	271	203	0	68	203	0	68



S.V. DEULKAR
COMPANY SECRETARY
FCS 1321 C P 965
63 Ashok Nagar-Pune-411007

Kirloskar Pneumatic Company Limited
Annual General Meeting held on July 29, 2015
Annexure to Poll Report

Sr No.	Folio/ DPID	Name	Shares	Resolution No. 5			Resolution No. 6		
				Voting			Voting		
				For	Against	Invalid	For	Against	Invalid
1	IN30177415996322	KASHINATH KHANDERAO MAHADIK	10	10	0	0	10	0	0
2	IN30109810246905	KANTA JOSHI	3	3	0	0	3	0	0
3	S06450	SHILPA ATUL KALE	16	16	0	0	16	0	0
4	IN30045080080126	VASANT RAGHUNATH GODBOLE	12	12	0	0	12	0	0
5	N01226	DIPAK RAMKRISHNA NEWALKAR	13	13	0	0	13	0	0
6	1301930000578505	RAJIV SHRIKRISHNA BAHETI	1	1	0	0	1	0	0
7	K01931	MRPRAKASH SHANKAR KULKARNI	5	5	0	0	5	0	0
8	J01400	MRPANDURANG MADHUKAR JOSHI	5	5	0	0	5	0	0
9	IN30267932931167	PRADEEP SITARAM GHARE	5	5	0	0	5	0	0
10	P02452	MRKISHOR RAGHUNATH PAWAR	15	15	0	0	15	0	0
11	1204470000358195	RAVINDRA VITHAL BONAGIR	5	5	0	0	5	0	0
12	IN30045080119239	SHALIGRAM RAJENDRA	77	77	0	0	77	0	0
13	1203320005535612	ANILKUMAR KULKARNI	2	2	0	0	2	0	0
14	S03752	MRVISHNU SHANKARRAO SHIRKE	8	8	0	0	8	0	0
15	IN30045013464162	BALKRISHNA RAJARAM INAMDAR	16	16	0	0	16	0	0
16	P02419	PRABHUMIRASHI AVINASH ATMARAM	10	10	0	0	10	0	0
17	IN30154951709119	SUCHETA DESHPANDE	40	0	0	40	0	0	40
18	A01582	MRPURUSHOTTAM RAMAKANT ATRE	28	0	0	28	0	0	28
		Total	271	203	0	68	203	0	68




S.V. DEULKAR
 COMPANY SECRETARY
 FCS 1321 C P 965
 63 Ashok Nagar-Pune-411007

S. V.Deulkar
Practicing Company Secretary
63, Ashok Nagar, Pune 411007

Combined Report
Kirloskar Pneumatic Company Limited
Annual General Meeting held on July 29, 2015

Sr. No	Resolutions	E - voting		Voting by poll		Total		Result
		No. of Votes		No. of Votes		No. of Votes		
		For	Against	For	Against	For	Against	
1	Adoption of the Financial Statements for the year ended 31 st March, 2015 and the Reports of the Directors and Auditors thereon.	10633076	0	203	0	10633279	0	Resolution passed unanimously
2	Approval of dividend for the Financial Year ended 31st March, 2015	11047443	0	203	0	11047646	0	Resolution passed unanimously
3	Re-appointment of Mr. Atul C. Kirloskar (DIN: 00007387), who retires by rotation.	11047443	0	203	0	11047646	0	Resolution passed unanimously
4	To ratify the appointment of M/S. P. G Bhagwat, Chartered Accountants, as Statutory Auditors.	11047393	0	203	0	11047596	0	Resolution passed unanimously
5	To approve the remuneration of M/s. S.G. Jog, Cost Accountant, Cost Auditor.	11047443	0	203	0	11047646	0	Resolution passed unanimously
6	Confirmation and appointment of Dr. Aditi Pant (DIN 06930011) as an Independent Director.	11047443	0	203	0	11047646	0	Resolution passed unanimously




S.V. DEULKAR
COMPANY SECRETARY
FCS 1321 C P 965
63 Ashok Nagar-Pune-411007