

Ref.: SEC& LEG/538

December 29, 2022
Through online portal

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

Kind Atten.: Ms. Bharti Bhambwani, Corporate Relationship Manager

Dear Madam,

Sub.: Results of the Postal Ballot


In continuation of our letter No. SEC&LEG/ 516 dated November 24, 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;
- b) Report of the Scrutinizer on Postal Ballot remote E-voting – Annexure B;

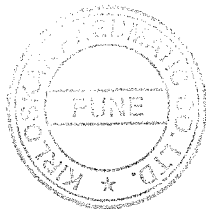
The above are also being uploaded on the Company's website www.kirloskarpneumatic.com and on the website of National Securities Depository Limited www.evoting.nsdl.com

This is for your information and record.

Thanking you
For Kirloskar Pneumatic Company Limited



K Srinivasan
Managing Director
DIN 00088424



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

Annexure A**A) DETAILS OF THE PROCEEDINGS OF THE MEETING**

Sr. No.	Particulars	Details
1	Date of the AGM / EOGM / Postal Ballot	Wednesday, December 28, 2022
2	Total number of shareholders as on cut-off date	As of Cut-off date i.e. November 25, 2022 29,535
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: Public:	Not applicable

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR. PRAVIR KUMAR VOHRA (DIN : 00082545) AS AN INDEPENDENT DIRECTOR				
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
Promoter and Promoter Group	E-Voting		25208435	99.78	25208435	0	100.0000	0.0000
	Poll	25263235						
	Postal Ballot (if applicable)							
	Total	25263235	25208435	99.7831	25208435	0	100.0000	0.0000
Public- Institutions	E-Voting		16562163	87.7454	16550658	11505	99.9305	0.0695
	Poll	18875245						
	Postal Ballot (if applicable)							
	Total	18875245	16562163	87.7454	16550658	11505	99.9305	0.0695
Public- Non Institutions	E-Voting		1199188	5.8671	1198681	507	99.9577	0.0423
	Poll	20439210						
	Postal Ballot (if applicable)							
	Total	20439210	1199188	5.8671	1198681	507	99.9577	0.0423
Total	Total	64577690	42969786	66.5397	42957774	12012	99.9720	0.0280
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

To,
The Chairman,
Kirloskar Pneumatic Company Limited,
Pune.

Sub.: Report on the voting process of the postal ballot through electronic mode [herein after referred to as the 'postal ballot(s)'] pursuant to notice of postal ballot dated November 24, 2022.


Dear Sir,

I, CS Sridhar Mudaliar, Partner of SVD & Associates, thank you for appointing us as Scrutinizers for conducting the voting process of the postal ballot on the resolution as mentioned in the captioned postal ballot notice of Kirloskar Pneumatic Company Limited ('the Company').

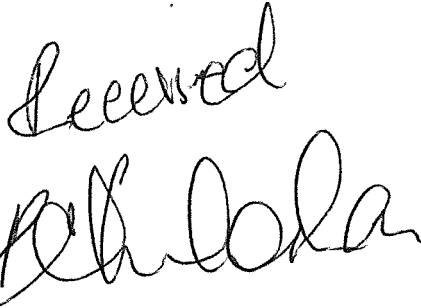
The Company, for the postal ballot event, had provided e-voting facility to all its Members, to enable them to cast their votes electronically by engaging the services of National Securities Depository Limited ('e-voting agency'). The votes cast on the website of the e-voting agency from Tuesday, 29, November, 2022 up to Wednesday, 28 December 2022 at 5:00 p.m. (IST) were scrutinized and a report on the votes so received is annexed herewith as 'Annexure I'.

We hereby declare that Special Resolution at Item No. 1 as per the aforesaid notice of the Postal Ballot of the Company, has been passed with Requisite Majority.

For SVD & Associates
Company Secretaries


Sridhar Mudaliar
Partner
C.P. No.: 2664
FCS No: 6156





Place: Pune
Date: December 29, 2022

UDIN: F006156D002824796
Peer Review No: P2013MH075200

Encl:
Postal Ballot Report – Annexure - I

Annexure - I

Postal Ballot Report pursuant to notice of postal ballot dated November 24, 2022 of Kirloskar Pneumatic Company Limited

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020 and 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 03/2022 dated May 5, 2022, issued by the Ministry of Corporate Affairs]

We hereby submit as follows-

1. The compliance with the provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 03/2022 dated May 5, 2022 (hereinafter referred to as the 'MCA Circulars'), relating to postal ballot voting by electronic means by the shareholders of Kirloskar Pneumatic Company Limited (hereinafter referred to as 'the Company') on the resolution proposed in the captioned notice of the postal ballot is the responsibility of the management. Our responsibility as a Scrutinizer is to render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, on the resolution.
2. On November 28, 2022 the Company had completed the dispatch of Postal Ballot Notice to its Members whose name(s) appeared in the Register of Members/List of Beneficial Owners received from National Securities Depository Limited/Central Depository Services (India) Limited as on the cut-off date i.e. November 25, 2022 and whose e-mail addresses were available with the Company or with the Depositories/ Depository Participant or the Registrar and Share Transfer Agent of the Company ("RTA"). Pursuant to the MCA Circulars, the Company had sent the notices only through e-mails. The Company had not sent the Postal Ballot Notice to those members whose e-mail address were not available with the Company or Depositories/ Depository Participant or RTA. However, the Company had, vide a newspaper advertisement published, also given an additional option to Members to vote on the resolution covered in the captioned notice, including the process to the Members to register their e-mail address with the Company or with RTA.



3. In accordance with the captioned notice of the postal ballot which was sent to the shareholders by email on Monday, November 28, 2022 and the Advertisement published on Tuesday, November 29, 2022 pursuant to Rule 22 (3) of the Companies (Management and Administration) Rules, 2014, the voting commenced on Tuesday, November 29, 2022 (9.00 A.M.) and ended on Wednesday, December 28, 2022 (5.00 P.M.) for ballot through electronic mode being the electronic voting (e-voting) facility that was provided by National Securities Depository Limited (NSDL).
4. The votes were unblocked at around at 5.05 P.M. on Wednesday, December 28, 2022 in the presence of 2 (Two) witnesses, neither of whom are in the employment of the Company and the e-voting summary statement was downloaded from e-voting website of NSDL. (www.evoting.nSDL.com).
5. Report on the results of the voting is based on the data downloaded from the e-voting website of NSDL in respect of the resolution contained in the captioned notice of the postal ballot. The report on the voting process is as under:

Special Resolution at item No. 1 – Appointment of Mr. Pravir Kumar Vohra (DIN: 00082545) as an Independent Director.

Particulars		E-Voting	
		Number of Shareholders	Number of votes cast
I.	Total votes cast	199	4,29,81,995
II.	Number of votes rejected /not voted/less voted	^1	12,209
III.	Total No. of valid votes cast	198	4,29,69,786
	Number of valid votes in favour	189	4,29,57,774
	Number of valid votes against	9	12,012
	Votes in favour of the resolution as a percentage of valid votes exercised		99.97%

^Votes cast by 1 shareholder holding 12,209 shares have been considered invalid.



6. Register of Postal Ballot and all other relevant records of voting process given/ provided/ maintained in electronic mode, will remain in our custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman/ person authorized by him for safe keeping.

For SVD & Associates
Company Secretaries



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

Place: Pune
Date: December 29, 2022

UDIN: F006156D002824796
Peer Review No: P2013MH075200