

Form No. MGT-7

Annual Return (other than OPCs and Small Companies)

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L29100PN2009PLC133351

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

☒ Original

☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	KIRLOSKAR OIL ENGINES LIMITED	KIRLOSKAR OIL ENGINES LIMITED
Registered office address	LAXMANRAO KIRLOSKAR ROAD, KHADKI,,NA,PUNE,Maharashtra,India,411003	LAXMANRAO KIRLOSKAR ROAD, KHADKI,,NA,PUNE,Maharashtra,India,411003
Latitude details	18.571785	18.571785
Longitude details	73.840446	73.840446

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Annexure 3_RO Image.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****4H

(c) *e-mail ID of the company

*****tors@kirloskar.com

(d) *Telephone number with STD code

02*****41

(e) Website	<div style="border: 1px solid black; padding: 2px;">https://www.kirloskaroilengines.com/</div>											
iv *Date of Incorporation (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">12/01/2009</div>											
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	<div style="border: 1px solid black; padding: 2px;">Public company</div>											
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	<div style="border: 1px solid black; padding: 2px;">Company limited by shares</div>											
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	<div style="border: 1px solid black; padding: 2px;">Indian Non-Government company</div>											
vi *Whether company is having share capital (as on the financial year end date)	<input checked="" type="radio"/> Yes <input type="radio"/> No											
vii (a) Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes <input type="radio"/> No											
(b) Details of stock exchanges where shares are listed												
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S. No.</th> <th style="width: 50%;">Stock Exchange Name</th> <th style="width: 40%;">Code</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>Bombay Stock Exchange (BSE)</td> <td>A1 - Bombay Stock Exchange (BSE)</td> </tr> <tr> <td style="text-align: center;">2</td> <td>National Stock Exchange (NSE)</td> <td>A1024 - National Stock Exchange (NSE)</td> </tr> </tbody> </table>				S. No.	Stock Exchange Name	Code	1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)	2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
S. No.	Stock Exchange Name	Code										
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)										
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)										
viii Number of Registrar and Transfer Agent	<div style="border: 1px solid black; padding: 2px; width: 100px;">1</div>											
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 20%;">Name of the Registrar and Transfer Agent</th> <th style="width: 30%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 30%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">U67190MH1999PTC118368</td> <td style="text-align: center;">MUFG INTIME INDIA PRIVATE LIMITED</td> <td>C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West),,,Mumbai,Mumbai City,Maharashtra,India,400083</td> <td style="text-align: center;">INR000004058</td> </tr> </tbody> </table>				CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent	U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West),,,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058	
CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent									
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West),,,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058									
ix * (a) Whether Annual General Meeting (AGM) held	<input checked="" type="radio"/> Yes <input type="radio"/> No											
(b) If yes, date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">07/08/2025</div>											
(c) Due date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">30/09/2025</div>											
(d) Whether any extension for AGM granted	<input type="radio"/> Yes <input checked="" type="radio"/> No											

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

2

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	28	Manufacture of machinery and equipment n.e.c.	79
2	C	Manufacturing	27	Manufacture of electrical equipment	21

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

7

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1		NA1	Kirloskar Americas Corporation, USA (earlier known as KOEL Americas Corporation - KAC)	Subsidiary	100
2		NA2	Engines LPG, LLC dba Wildcat Power Gen ,USA	Subsidiary	51
3	U17110GJ1981PTC004263		LA-GAJJAR MACHINERIES PRIVATE LIMITED	Subsidiary	100

4	U65993MH2021PTC363806		ARKA FINANCIAL HOLDINGS PRIVATE LIMITED	Subsidiary	100
5	U65993MH2018PLC308329		ARKA FINCAP LIMITED	Subsidiary	100
6	U67110MH2022PTC379494		ARKA INVESTMENT ADVISORY SERVICES PRIVATE LIMITED	Subsidiary	100
7		NA3	Kirloskar International ME FZE, UAE (KIME)	Subsidiary	100

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	270000000.00	145179689.00	145179689.00	145179224.00
Total amount of equity shares (in rupees)	540000000.00	290359378.00	290359378.00	290358448.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity shares without Differential rights				
Number of equity shares	270000000	145179689	145179689	145179224
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	540000000	290359378	290359378	290358448

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference	0	0	0	0

shares				
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	2550429	142405377	144955806.00	289911612	289911612	
Increase during the year	0.00	535133.00	535133.00	1070266.00	1070266.00	0.00
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	223418	223418.00	446836	446836	0

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify <div>Due to Transfer, Transmission, Purchase etc</div>	0	311715	311715.00	623430	623430	
Decrease during the year	311715.00	0.00	311715.00	623430.00	623430.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div>Due to Transfer, Transmission, sale etc</div>	311715	0	311715.00	623430	623430	
At the end of the year	2238714.00	142940510.00	145179224.00	290358448.00	290358448.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify <div></div>			0			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
iv Others, specify						
NA	0	0	0.00		0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE146L01010

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
Before split / Consolidation		
	Number of shares	
	Face value per share	
After split / consolidation		
	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☐ Nil

Number of transfers

479999

Attachments:

1. Details of shares/Debentures Transfers

Transfer Details.xlsm

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year

Total				
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(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

50727118934

ii * Net worth of the Company

29756207667

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	51371021	35.38	0	0.00

	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	8368287	5.76	0	0.00
10	Others <div></div>	0	0.00	0	0.00
	Total	59739308.00	41.14	0.00	0

Total number of shareholders (promoters)

29

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	27195970	18.73	0	0.00

	(ii) Non-resident Indian (NRI)	818954	0.56	0	0.00
	(iii) Foreign national (other than NRI)	1132	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	2514528	1.73	0	0.00
3	Insurance companies	1078542	0.74	0	0.00
4	Banks	64526	0.04	0	0.00
5	Financial institutions	1502040	1.03	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	34017011	23.43	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	3043968	2.10	0	0.00
10	Others	15203245	10.47	0	0.00
	Others				
	Total	85439916.00	58.83	0.00	0

Total number of shareholders (other than promoters)

112430

Total number of shareholders (Promoters + Public/Other than promoters)

112459.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	20226
2	Individual - Male	45877
3	Individual - Transgender	0
4	Other than individuals	46356
	Total	112459.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	27	29
Members (other than promoters)	79134	112430
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	1	2	1	2	3.96	22.36
B Non-Promoter	0	8	0	8	0.00	0.01
i Non-Independent	0	2	0	2	0	0.01

ii Independent	0	6	0	6	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others						
Total	1	10	1	10	3.96	22.37

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

14

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
ATUL CHANDRAKANT KIRLOSKAR	00007387	Director	14674947	
RAHUL CHANDRAKANT KIRLOSKAR	00007319	Director	17786902	
GAURI ATUL KIRLOSKAR	03366274	Managing Director	5753580	
MAHESH RAMCHAND CHHABRIA	00166049	Director	11552	
VINESH KUMAR JAIRATH	00391684	Director	0	
SATISH JAMDAR	00036653	Director	0	
KANDATHIL MATHEW ABRAHAM	05178826	Director	0	
SHALINI SARIN	06604529	Director	0	
YOGESH KAPUR	00070038	Director	0	
PURVI SHETH	06449636	Director	0	
ARVIND HARI GOEL	02300813	Director	0	
RAHUL SAHAI	BMFPS7959Q	CEO	15000	

SACHIN KEJRIWAL	AFPPK2396R	CFO	0	
FARAH TEHMTON IRANI	AAVPI5166Q	Company Secretary	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

5

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
SMITA ARUN RAICHURKAR	ALQPR0654J	Company Secretary	23/08/2024	Cessation
SACHIN KEJRIWAL	AFPPK2396R	CFO	09/05/2024	Appointment
ASEEM KRISHANMOHAN SRIVASTAV	AXGPS6965F	CEO	31/12/2024	Cessation
FARAH TEHMTON IRANI	AAVPI5166Q	Company Secretary	12/11/2024	Appointment
MAHESH RAMCHAND CHHABRIA	00166049	Director	31/03/2025	Cessation

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	08/08/2024	120323	51	41.13

B BOARD MEETINGS

*Number of meetings held

5

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance
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			Number of directors attended	% of attendance
1	08/05/2024	11	9	81.82
2	07/08/2024	11	11	100
3	12/11/2024	11	11	100
4	11/02/2025	11	9	81.82
5	12/03/2025	11	9	81.82

C COMMITTEE MEETINGS

Number of meetings held

21

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Corporate Social Responsibility Committee	08/05/2024	3	2	66.67
2	Nomination and Remuneration Committee	08/05/2024	3	3	100
3	Nomination and Remuneration Committee	07/08/2024	3	3	100
4	Nomination and Remuneration Committee	12/11/2024	3	3	100
5	Nomination and Remuneration Committee	06/12/2024	3	3	100
6	Nomination and Remuneration Committee	11/03/2025	3	2	66.67
7	Stakeholders Relationship Committee	19/04/2024	3	3	100
8	Stakeholders Relationship Committee	07/06/2024	3	3	100
9	Stakeholders Relationship Committee	26/07/2024	3	3	100
10	Stakeholders Relationship Committee	13/09/2024	3	3	100

11	Stakeholders Relationship Committee	07/11/2024	3	3	100
12	Stakeholders Relationship Committee	19/12/2024	3	3	100
13	Stakeholders Relationship Committee	11/02/2025	3	3	100
14	Risk Management Committee	08/05/2024	3	2	66.67
15	Risk Management Committee	07/08/2024	3	3	100
16	Risk Management Committee	12/11/2024	3	3	100
17	Risk Management Committee	11/02/2025	3	2	66.67
18	Audit Committee	08/05/2024	6	6	100
19	Audit Committee	07/08/2024	6	6	100
20	Audit Committee	12/11/2024	6	6	100
21	Audit Committee	11/02/2025	6	4	66.67

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								07/08/2025 (Y/N/NA)
1	GAURI ATUL KIRLOSKAR	5	5	100	8	8	100	Yes
2	MAHESH RAMCHAND CHHABRIA	5	3	60	9	7	77	Not applicable
3	VINESH KUMAR JAIRATH	5	5	100	4	4	100	Yes
4	ATUL CHANDRAKANT KIRLOSKAR	5	4	80	0	0	0	Yes
5	RAHUL CHANDRAKANT KIRLOSKAR	5	5	100	1	1	100	Yes
6	SHALINI SARIN	5	4	80	5	3	60	Yes
7	YOGESH KAPUR	5	5	100	11	11	100	Yes
8	SATISH JAMDAR	5	4	80	13	11	84	Yes

9	KANDATHIL MATHEW ABRAHAM	5	5	100	8	8	100	Yes
10	PURVI SHETH	5	4	80	12	12	100	Yes
11	ARVIND HARI GOEL	5	5	100	4	4	100	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Gauri Kirloskar	Managing Director	7200000	40900000		4356788	52456788.00
	Total		7200000.00	40900000.00	0.00	4356788.00	52456788.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

5

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SMITA ARUN RAICHURKAR	Company Secretary	3193797	0	1594600	0	4788397.00
2	FARAH TEHMTON IRANI	Company Secretary	2891417	0	0	0	2891417.00
3	ASEEM KRISHANMOHAN SRIVASTAV	CEO	26439208	0	12883810	0	39323018.00
4	SACHIN KEJRIWAL	CFO	11728115	0	0	0	11728115.00
5	RAHUL SAHAI	CEO	37989262	0	11203500	0	49192762.00
	Total		82241799.00	0.00	25681910.00	0.00	107923709.00

C *Number of other directors whose remuneration details to be entered

10

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Atul Kirloskar	Director	0	18200000	0	400000	18600000.00
2	Rahul Kirloskar	Director	0	3000000	0	525000	3525000.00

3	Mahesh Chhabria	Director	0	0	0	725000	725000.00
4	Vinesh Kumar Jairath	Director	0	3100000	0	800000	3900000.00
5	Satish Jamdar	Director	0	2650000	0	1025000	3675000.00
6	Kandathil Mathew Abraham	Director	0	3250000	0	1000000	4250000.00
7	Dr.Shalini Sarin	Director	0	1650000	0	550000	2200000.00
8	Yogesh Kapur	Director	0	2100000	0	975000	3075000.00
9	Purvi Sheth	Director	0	1950000	0	825000	2775000.00
10	Arvind Goel	Director	0	1600000	0	800000	2400000.00
	Total		0.00	37500000.00	0.00	7625000.00	45125000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/
DIRECTORS/OFFICERS

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

112459

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

Annexure A MGT 7.pdf
KOEL_MGT 8_ SIGNED.pdf

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

KIRLOSKAR OIL ENGINES
LIMITED

as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Mahesh J. Risbud

Date (DD/MM/YYYY)

04/10/2025

Place

Pune

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

1*5

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

AAVPI5166Q

*(b) Name of the Designated Person

FARAH TEHMTON IRANI

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 193 dated*
(DD/MM/YYYY) 12/11/2024 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

To be digitally signed by**Designation***(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))*

Director

***DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

0*3*6*7*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

2*1*2

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AB7889942

eForm filing date (DD/MM/YYYY)

04/10/2025

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

FORM NO. MGT-8**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

*[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of
Companies (Management and Administration) Rules, 2014]*

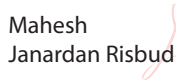
I have examined the registers, records and books and papers of **KIRLOSKAR OIL ENGINES LIMITED** (the Company) CIN L29100PN2009PLC133351 as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March, 2025. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:
 - 1. its status under the Act;
 - 2. maintenance of registers/records & making entries therein within the time prescribed therefor;
 - 3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, ~~Regional Director, Central Government (IEPF), the Tribunal, Court~~ or other authorities within ~~beyond~~ the prescribed time/
 - 4. Calling/convening/holding meetings of Board of Directors or its committees, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given (including shorter notices with consent of all directors wherever required) and the proceedings including circular resolution and resolutions passed by postal ballot, if any, have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed;
 - 5. Closure of Register of Members.
 - 6. Advances/loans to its directors and/or persons or firms or companies referred to in section 185 of the Act; - **Not Applicable as no such incidence during the year;**

7. Contracts/arrangements with related parties as specified in section 188 of the Act;
8. Issue or allotment ~~or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities~~ and issue of security certificates in all instances;
9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act; - **Not Applicable as no such incidence during the year;**
10. Declaration/payment of dividend; transfer of unpaid/unclaimed dividend/transfer of related shares and other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act, IEPF Rules 2017 as amended from time to time;
11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. Constitution/appointment/re-appointments/retirement/~~filling up casual vacancies,~~ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. Appointment/reappointment/~~filling up casual vacancies~~ of auditors as per the provisions of section 139 of the Act;
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act; - **Not Applicable as no such incidence during the year;**
15. Acceptance/renewal/repayment of deposits; - **Not Applicable as no such incidence during the year;**
16. Borrowings from ~~its directors, members,~~ public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable;
17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;
18. Alteration of the provisions of the Memorandum and/or Articles of Association of the Company. **Not Applicable as no such incidence during the year.**

Date: 04TH OCTOBER 2025

Place: Pune

Signature:  Digitally signed by Mahesh Janardan Risbud
DN: cn=Mahesh Janardan Risbud, o=Mahesh Janardan Risbud, email=risbud@maheshrisbud.com, c=IN, postalCode=411004, st=Maharashtra, serialNumber=9894, postalCode=411004, cn=Mahesh Janardan Risbud
Date: 2025.10.04 15:51:50 +05'30'

Mahesh J. Risbud – Proprietor

M. J. Risbud & Co – Practicing Company Secretaries

C.P. No.: 185 PR – 1089/2021

UCN: S1981MH000400

UDIN: F000810G001448784

Annexure A to Form MGT 7 of Kirloskar Oil Engines Limited

With reference to filing of Form MGT-7 of Kirloskar Oil Engines Limited for the Financial Year ended 31st March 2025, you are requested to take note of the following additional information:

- For point no. II- PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY - Number of Business activities are 2 falling under same main activity group code and same Business Activity Code. But as the same business activity code cannot be added for the 2nd business, code no. 27 is selected which is 'Manufacture of electrical equipment' Also, as the % of turnover of the company has to be 100%, the actual numbers which are follows are rounded off to next number:

Sr. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	28	Manufacture of machinery and equipment n.e.c. (Engines Business – NIC code – 281)	78.9%
2	C	Manufacturing	28	Manufacture of electrical equipment (Gensets Business – NIC Code – 271)	20.1%

- For point no. III – PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES) – below are the details of Holding/ Subsidiary/ Associate Companies/ Joint Ventures:

Sr. No.	Name	Whether Holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Remarks
1	Kirloskar Americas Corporation, USA (KAC)	Wholly Owned Subsidiary	100%	As the excel template mandatorily needs CIN/FCRN or Other Registration details – NA is added as this is a foreign entity
2	Engines LPG LLC dba Wildcat Power Gen, USA (ELL)	Subsidiary of KAC	-	As the excel template mandatorily needs CIN/FCRN or Other Registration details – NA is added as this is a foreign entity
3	La-Gajjar Machineries Private Limited, Ahmedabad (LGM)	Wholly Owned Subsidiary	100%	-
4	Arka Financial Holdings Private Limited, Mumbai (AFHPL)	Wholly Owned Subsidiary	100%	-
5	Arka Fincap Limited, Mumbai (AFL)	Subsidiary of AFHPL	-	-

6	Arka Investment Advisory Services Private Limited, Mumbai (AIASPL)	Subsidiary of AFHPL	-	-
7	Kirloskar International ME FZE, UAE (KIME)	KOEL Subsidiary	NA	As the excel template mandatorily needs CIN/FCRN or Other Registration details – NA is added as this is a foreign entity
8	ESVA Pumps India Private Limited, Coimbatore (ESVA)	Associate/Joint Venture of LGM upto 28 th September 2024	-	This entity is not reported in MGT-7 as this entity was a joint venture of La-Gajjar Machineries Private Limited, Ahmedabad (LGM) upto 28 th September 2024

- For point no. IV (i)(a) - Reason for difference between Issued and Paid up capital - 465 equity shares of Rs. 2/- each were kept in abeyance as per Scheme of Arrangement between Kirloskar Industries Limited (earlier known as Kirloskar Oil Engines Limited) and Kirloskar Oil Engines Limited (earlier known as Kirloskar Engines India Limited) as approved by Hon'ble High Court of Judicature at Bombay vide its order dated 31st July 2009 read with its order dated 19th March 2010.
- For point no. VI (B) - Foreign institutional investors are mentioned as 'zero' as in case the actual holding which is reproduced below is entered, column C Details of Foreign institutional investors' (FIIs) holding shares of the company opens which needs the % of shares held to be more than 'zero'. Actual holding of FIIs are added in others category:

SR. NO.	NAME OF THE FII	ADDRESS	NUMBER OF SHARES HELD	% OF SHARES HELD
1	Banco Santander New York Branch A/C Explorer Mauritius	C/O The Hongkong & Shanghai Bkg Corp Ltd, C/O Sec.Dept 52/60 Mahatma Gandhi Road, Post Box No.128 Bombay, Mumbai 400001	1,500	0.0010
2	Morgan Stanley Asset Management Inc A/C Morgan Stanley Institutional Fundinc	C/O Hongkong & Shanghai Banking Corp Ltd, Inv Dpt 52/60 M G Rd Bombay, Mumbai 400001	375	0.0003
TOTAL			1,875	0.0013

- For Breakup of total number of shareholders (Promoters + Other than promoters), the bifurcation of Female, Male, Transgender and other than individuals is done on the basis of information provided by the Registrar and Share Transfer Agent of the Company viz. MUFG Intime India Private Limited.

