

Date: 11<sup>th</sup> August 2023

BSE Scrip Code: **533293**

NSE Scrip Code: **KIRLOSENG**

To  
Corporate Relationship Department  
BSE Limited  
1st Floor, Rotunda Building,  
Dalal Street, Fort,  
Mumbai – 400 001

To  
Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza, C -1, Block G,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai – 400 051

Dear Sir/Madam,

**Subject: Proceedings of the Annual General Meeting**

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR, 2015), including amendments thereunder, this is to inform you that 14<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company was held on Friday, 11<sup>th</sup> August 2023 at 11.30 a.m. (IST) through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM') facility, in compliance with provisions of the Companies Act, 2013 ('the Act') and Rules thereof read with the General Circular No. 14/2020 dated 8<sup>th</sup> April 2020; the General Circular No. 17/2020 dated 13<sup>th</sup> April 2020, the General Circular No. 20/2020 dated 5<sup>th</sup> May 2020, the General Circular No. 02/2021 dated 13<sup>th</sup> January 2021, the General Circular No. 19/2021 dated 8<sup>th</sup> December 2021, the General Circular No. 21/2021 dated 14<sup>th</sup> December 2021, the General Circular No. 2/2022 dated 5<sup>th</sup> May 2022 and General Circular No. 10/2022 dated 28<sup>th</sup> December 2022 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5<sup>th</sup> January 2023 and following business items were transacted at the AGM as detailed out in the AGM Notice for Item no. 1 to 6:

**A. ORDINARY BUSINESSES:**

1. Ordinary Resolution: Adoption of Audited Standalone Financial Statements and the Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March 2023 together with the Reports of the Board of Directors and the Auditors thereon.
2. Ordinary Resolution: Declaration of Final Dividend of Rs. 2.50/- per equity share (i.e. 125%) and confirmation of Interim Dividend of Rs. 2.50/- per equity share (i.e. 125%) already paid during the year for the Financial Year ended 31<sup>st</sup> March 2023.
3. Ordinary Resolution: Re-Appointment of Mr. Rahul Kirloskar (DIN 00007319), who retires by rotation.

**B. SPECIAL BUSINESSES:**

4. Ordinary Resolution: Ratification and confirmation of remuneration payable to Cost Auditors, M/s Parkhi Limaye & Co., Cost Accountants, Pune for the financial year ending 31<sup>st</sup> March, 2024.
5. Special Resolution: Appointment of Mr. Arvind Goel (DIN 02300813) as an Independent Director of the Company to hold office for a first term of five (5) consecutive years with effect from 19<sup>th</sup> May 2023.
6. Special Resolution: Alteration of Object Clause of the Memorandum of Association of the Company.

The Company provided the remote e-voting facility to members on resolutions proposed to be considered in the AGM from 8<sup>th</sup> August 2023 (9:00 am) (IST) to 10<sup>th</sup> August 2023 (5:00 pm) (IST). Further the facility of e-voting at the time of AGM was also provided.

The Results of the voting through e-voting at the AGM and Remote e-voting opted by the members on the resolutions for Item no. 1 to 6 of AGM Notice, will be submitted separately in the format prescribed under Regulation 44 of SEBI LODR, 2015, along with Scrutinizer's report thereon.

You are requested to take the same on record.

Thanking you.

Yours Faithfully,  
For Kirloskar Oil Engines Limited

Smita Raichurkar  
Company Secretary and Head Legal