

Ref No. 2708/21

22 December 2021

The Department of Corporate Services
BSE Limited
P. J. Towers, Dalal Street, Fort,
Mumbai 400001
(Scrip Code : 500245)

Kind Attention : Mr. Abhay Mungekar / Mr. Saurabh Poojari / Mr. Mangesh Tayde

Dear Sir,

Subject : Scrutiniser's Report on voting results in respect of Extra Ordinary General Meeting

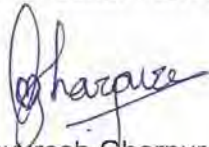
Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; we submit the Scrutiniser's Report on voting results of remote e-voting and e-voting during the meeting in respect of the Extra Ordinary General Meeting held on Tuesday, 21 December 2021 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') facility.

Date of Extra Ordinary General Meeting	Tuesday, 21 December 2021
Total number of shareholders on Record Date (i.e. 14 December 2021)	86,863
Number of shareholders present in the meeting either in person or through proxy Promoters and Promoter Group : Public :	Not Applicable
Number of shareholders attended the meeting through Video Conferencing Promoters and Promoter Group : Public :	11 37

You are requested to take the same on record.

Thanking you,

Yours faithfully,
For Kirloskar Ferrous Industries Limited



Mayuresh Gharpure
Company Secretary



Enclosed : as above

MANASI PARADKAR & ASSOCIATES
COMPANY SECRETARIES

Off. : 9 B, 'Anant Prasad', Anantkrupa Society,
S. No. 119/1, Paud Road, Kothrud,
Pune 411 038

Tel. : 020 – 65204167, Cell No. : 94235 31223
Mail : manasisparadkar@gmail.com

Scrutinizer's Report

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

To,

The Chairman / Director,
Kirloskar Ferrous Industries Limited,
13, Laxmanrao Kirloskar Road,
Khadki, Pune – 411003

Dear Sir,

I, Manasi Paradkar, a Company Secretary in Practice, have been appointed by the Board of Directors of Kirloskar Ferrous Industries Limited. CIN: L27101PN1991PLC063223 ('The Company') as the Scrutinizer for the purpose of scrutinizing the voting process through remote e-voting and e-voting at the Extra Ordinary General Meeting (EOGM) of the Members of the Company held on Tuesday, 21st December 2021 at 11.30 a.m. (IST) through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM') facility and ascertaining the voting result on the resolutions contained in the Notice of EOGM.

The scrutiny of voting process along with ascertaining of voting results is as per the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 & with all the related circulars, notifications and amendments issued by SEBI and MCA.

The Notice dated 25th November 2021 setting out material facts under Section 102 of the Companies Act, 2013 were sent to the Members of the Company only by email in accordance with the Circulars issued by the MCA.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to e-voting. My responsibility as a scrutinizer for the voting process through different modes is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" on the resolutions and "invalid/abstained votes", based on the reports generated and downloaded from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities engaged by the Company.




Further to the above, I submit my report as under:-

- i. The remote e-voting period remained open from Saturday, 18th December 2021, (9.00 A.M.) to Monday, 20th December 2021, (5.00 P.M.)
- ii. The members of the Company as on the "cut-off" date i.e; Tuesday, 14th December, 2021 were entitled to vote on the resolutions as set out in the Notice.
- iii. The facility for e-voting during the Extra Ordinary General Meeting was provided to those members who attended the meeting but not voted through the remote e-voting facility. Remote e-voting along with the e-voting at the Extra Ordinary General Meeting was unblocked after completion of voting process at the Extra Ordinary General Meeting, in the presence of 2 witnesses, who are not in the employment of the Company.
- iv. The details containing *inter alia*, list of equity shareholders, who voted "for", "against" and "invalid/abstained" on each of the resolutions those were put to vote, were generated from the e-voting website of National Securities Depository Limited i.e. <https://evoting.nsdl.com>.
- v. Thereafter, the consolidated report considering remote e-voting and e-voting during the EOGM was prepared. A copy of the same is annexed hereto.

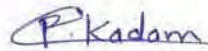
** E-voting contains remote E-voting and E-voting at the Extra Ordinary General meeting. Due to COVID-19 pandemic, the Company has conducted Extra Ordinary General Meeting through video conferencing. Accordingly voting through ballot dispensed with and E-voting at the meeting was provided. Our report is a consolidated report of remote E-voting and E-voting at the Meeting.*

Thanking You
Yours Faithfully,
For Manasi Paradkar & Associates



Manasi Paradkar
Practicing Company Secretary
[FCS- 5447, CP -4385]
PRN 1070/2021
UDIN: F005447C001847925

Witnesses



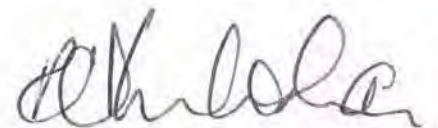
Pratiksha Kadam
Pune.



Shridhar Paradkar
Pune.

Place: Pune
Date: 21/12/2021

Received on 22 December 2021



Rahul C. Kirloskar
Vice Chairman

Kirloskar Ferrous Industries Limited

CIN : L27101PN1991PLC063223

ANNEXURE TO SCRUTINIZER'S REPORT FOR EXTRAORDINARY GENERAL MEETING [EOGM] DATED DECEMBER 21, 2021

Resolution No.	Resolution Description	Mode of Voting	No. of Members voted	Total Votes	In Favour			Against			Invalid/Abstain	
					No. of members	Votes	% to Total Valid Votes	No. of members	Votes	% of Total Valid Votes	No. of members	Votes
	Special Business											
1	<p>Special Resolution : Authority to the Board of Directors of the Company pursuant to provisions of Section 180(1)(c) of the Companies Act, 2013 to borrow from time to time any sum or sums of money, which together with the monies borrowed earlier by the Company, may exceed at any time the aggregate of the paid-up share capital, the free reserves and the securities premium of the Company by a sum of not more than ₹ 1,000 Crores.</p>	E- voting	134	10,03,48,334	120	9,98,35,923	99.49%	14	5,12,411	0.51%	Nil	Nil
2	<p>Special Resolution : Authority to the Board of Directors of the Company pursuant to provisions of Section 186 of the Companies Act, 2013 to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide security in connection with a loan to any other body corporate or person and (iii) acquire whether by way of subscription, purchase or otherwise, the securities of any other body corporate; upto a sum, the aggregate outstanding of which shall not exceed at any time by ₹ 1,000 Crores over and above the aggregate of free reserves and securities premium account.</p>	E- voting	134	10,03,48,334	119	9,98,36,348	99.49%	15	5,11,986	0.51%	Nil	Nil



3	Special Resolution : Authority to the Board of Directors of the Company for borrowing or raising of funds not exceeding ₹ 750 Crores by way of issuance of rated, listed, unsecured, redeemable, non-convertible Debentures on a private placement basis in one or more tranches.	E-voting	134	10,03,48,334	130	10,03,17,587	99.97%	4	30,747	0.03%	Nil	Nil
4	Special Resolution : Appointment of Mr. Venkataramani Sathya Moorthy (DIN : 00229998) as an Independent Director of the Company to hold office for a term upto 21 October 2026.	E-voting	134	10,03,48,334	131	10,03,47,958	100.00%	3	376	0.00%	Nil	Nil



MANASI PARADKAR
FCS-5447 CP-4385
Practicing Company Secretary
Pune 21st December 2021
PRN 1070/2021
UDIN:F005447C001847925

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Authority to the Board or Directors of the Company pursuant to provisions of Section 180(1)(c) of the Companies Act, 2013 to borrow from time to time any sum or sums of money, which together with the monies borrowed earlier by the Company, may exceed at any time the aggregate of 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
Promoter and Promoter Group	E-Voting		81682967	99.8767	81682967	0	100.0000	0.0000
	Poll	81783822	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	81783822	81682967	99.8767	81682967	0	100.0000	0.0000
Public-Institutions	E-Voting		17250036	97.6849	16738366	511670	97.0338	2.9662
	Poll	17658862	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	17658862	17250036	97.6849	16738366	511670	97.0338	2.9662
Public- Non Institutions	E-Voting		1415331	3.6245	1414590	741	99.9476	0.0524
	Poll	39048497	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	39048497	1415331	3.6245	1414590	741	99.9476	0.0524
Total		138491181	100348334	72.4583	99835923	512411	99.4894	0.5106
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution (2)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Special No Authority to the board or directors of the Company pursuant to provisions of section 186 of the Companies Act, 2013 to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide security in connection with a loan to any other body corporate or person and				
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		81682967	99.8767	81682967	0	100.0000	0.0000
	Poll	81783822	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	81783822	81682967	99.8767	81682967	0	100.0000	0.0000
Public- Institutions	E-Voting		17250036	97.6849	16738366	511670	97.0338	2.9662
	Poll	17658862	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	17658862	17250036	97.6849	16738366	511670	97.0338	2.9662
Public- Non Institutions	E-Voting		1415331	3.6245	1415015	316	99.9777	0.0223
	Poll	39048497	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	39048497	1415331	3.6245	1415015	316	99.9777	0.0223
Total		138491181	100348334	72.4583	99836348	511986	99.4898	0.5102
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution (3)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Special No Authority to the Board of Directors of the Company for borrowing or raising of funds not exceeding ₹ 750 Crores by way of issuance of rated, listed, unsecured, redeemable, non-convertible Debentures on a private placement basis in one or more tranches				
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		81682967	99.8767	81682967	0	100.0000	0.0000
	Poll	81783822	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	81783822	81682967	99.8767	81682967	0	100.0000	0.0000
Public- Institutions	E-Voting		17250036	97.6849	17219405	30631	99.8224	0.1776
	Poll	17658862	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	17658862	17250036	97.6849	17219405	30631	99.8224	0.1776
Public- Non Institutions	E-Voting		1415331	3.6245	1415215	116	99.9918	0.0082
	Poll	39048497	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	39048497	1415331	3.6245	1415215	116	99.9918	0.0082
Total		138491181	100348334	72.4583	100317587	30747	99.9694	0.0306
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution (4)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Special No				
Description of resolution considered				Appointment of Mr. Venkataramani Sathya Moorthy (DIN : 00229998) as an Independent Director of the Company to hold office for a term upto 21 October 2026.				
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		81682967	99.8767	81682967	0	100.0000	0.0000
	Poll	81783822	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	81783822	81682967	99.8767	81682967	0	100.0000	0.0000
Public- Institutions	E-Voting		17250036	97.6849	17250036	0	100.0000	0.0000
	Poll	17658862	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	17658862	17250036	97.6849	17250036	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1415331	3.6245	1414955	376	99.9734	0.0266
	Poll	39048497	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	39048497	1415331	3.6245	1414955	376	99.9734	0.0266
Total		138491181	100348334	72.4583	100347958	376	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

