Scrutiniser's Report

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

To,
The Chairman,
Kirloskar Electric Company Limited
No.19, 2nd Main Road, Peenya 1st Stage,
Phase-I, Peenya, Bangalore- 560058.

Dear Sir,

<u>Sub:</u> Consolidated Scrutiniser's Report on votes cast by remote e-voting and e-voting during AGM conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 at the 79th AGM of Kirloskar Electric Company Limited.

I, CS Chandra Sekhar Kandukoori, (ACS: 14441 and COP: 24363), Proprietor of M/s. K. C. Sekhar & Associates, Company Secretaries Firm having office at: No. 41/A2, Navy Layout, Chikkabanavara Post, Bangalore – 560090, have been appointed as Scrutinizer by the Board of Directors of M/s. Kirloskar Electric Company Limited, ("the Company") pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, to scrutinise the remote e-voting process and e-voting at the 79th Annual General Meeting ("AGM") held on Thursday, 13th August, 2026, on the resolution(s) set out in the Notice dated July 16, 2026, submit as under :

1. The Management of the Company is responsible for ensuring compliance with the requirements of:
   i. the Companies Act, 2013 and the Rules made thereunder including various circulars to the effect governing convening of General Meetings;
   ii. the Secretarial Standards – 2 on General Meetings issued by The Institute of Company Secretaries of India, relating to e-voting facility to the shareholders via remote e – voting and voting at the Annual General Meeting.

K. Chandra Sekhar, M.Com, LLB, ACS, ACMA
Company Secretary, Insolvency professional & Regd Valuer
Vivekananda Nilaya, # 41\A2, 3rd Cross, Navy Layout, Chikkabanavara – Post, Bangalore – 560 090,
Office 080 7967 7873, Mobile: +91 99806 99119, email chandra@kcsassociates.co.in, www. kcsassociates.co.in

Our responsibility as Scrutiniser is restricted to scrutinising the votes cast through remote e-voting and e-voting during the AGM and submitting a consolidated Scrutiniser's Report on the voting results in respect of the resolutions contained in the Notice of the 79th AGM.

2. The AGM notice dated July 16, 2026 as confirmed by the Company, was sent to the shareholders through electronic mode to those Members whose email addresses were registered with the Company/Depository Participant ("DP")/Company's Registrar and Transfer Agent ("RTA") on July 21, 2026.

   The Company has sent individual letters providing web-link of the 79th Annual Report of the Company for the financial year 2025-26 to those Members who have not registered their e-mail addresses with the Company / Registrar and Transfer Agents / Depositories.

   A copy of the Notice of this AGM along with integrated Annual Report for the financial year 2025-26 were made available on the website of the Company at www.kirloskarelectric.com , website of the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website at www.evotingindia.com.

   The AGM notice dated July 16, 2026 was sent by e-mail to all the members who had registered their e-mail-ids with the Company/Depositories, and in compliance with the provisions of Secretarial Standard - 2 issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, and 79th AGM of the Company was convened and conducted through video conferencing/ other audio-visual means on August 13, 2026.

3. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Members were provided with the facility to cast their votes electronically, through the remote e-voting prior to

AGM and e-voting during the Annual General Meeting through e-voting platform provided by Integrated Registry Management Services Private Limited on all resolutions set forth in given notice.

4. The members of the Company, holding shares in dematerialized form, as on cut-off date i.e., Thursday, August 6, 2026 were entitled to cast their votes on the resolutions as set out in item no(s) 1 to 8 of the Notice comprising of Ordinary and Special Business(es).

5. The facility provided for remote e-voting which commenced on Monday, August 10, 2026, at 9:00 a.m. (IST) and ended on Wednesday, August 12, 2026 (at 5.00 P.M) (IST). (both days inclusive) and e-voting facility was blocked thereafter.

6. The facility to vote through electronic voting system was also provided for those Members who were present during the Meeting and had not cast their votes through remote e-voting.

7. After the conclusion of e-voting and conclusion of AGM, the votes cast through remote e-voting prior to AGM and e-voting during the AGM were unblocked at 1:04 P.M

I have scrutinized and reviewed the e-voting through electronic means based on the data downloaded from www.evotingindia.com

I now submit my Report (consolidated) on the Result of remote e-voting and e-voting in the AGM in respect of the resolutions proposed in the 79th AGM notice as under:

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Results

I, now submit my report as under on the results of the remote e-voting and e-voting in respect of the following resolutions:

RESOLUTION NO. 1 – AS AN ORDINARY RESOLUTION

Consideration and Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 and Reports of the Board of Directors and the Auditors thereon.

Mode of Voting	Remote E -Voting		Voting at AGM		Total		
	Number	Votes	Number	Votes	Number	Votes	%
In favour	98	33272087	4	152	102	33272239	100.00
Against	6	846	0	0	6	846	0.00
Invalid votes	-	-	-	-	-	-	0.00
Total	104	33272933	4	152	108	33273085	100.00

RESULT:

As the number of votes cast in favour of the resolution exceeded the number of votes cast against, we report that the Ordinary Resolution with regard to Item no.1 as set out in the Postal Ballot Notice dated July 16, 2026, is passed with requisite majority.

RESOLUTION NO. 2 – AS AN ORDINARY RESOLUTION

To appoint a director in place of Ms. Rukmini Kirloskar (DIN: 00309266), who retires by rotation and being eligible, offers herself for re-appointment

Mode of Voting	Remote E -Voting		Voting at AGM		Total		
	Number	Votes	Number	Votes	Number	Votes	%
In favour	95	33271805	4	152	99	33271957	100.00
Against	9	1128	0	0	9	1128	0.00
Invalid votes	-	-	-	-	-	-	0.00
Total	104	33272933	4	152	108	33273085	100.00

RESULT:

As the number of votes cast in favour of the resolution exceeded the number of votes cast against, we report that the Ordinary Resolution with regard to Item no.2 as set out in the Postal Ballot Notice dated July 16, 2026, is passed with requisite majority.

RESOLUTION NO. 3 – AS A SPECIAL RESOLUTION

To re-appoint Mr. Vijay R Kirloskar (DIN: 00031253) as Executive Chairman of the Company (Whole-time Director)

Mode of Voting	**Remote E -Voting**		**Voting at AGM**		**Total**		
	Number	**Votes**	**Number**	**Votes**	**Number**	**Votes**	**%**
In favour	96	33271961	4	152	100	33272113	100.00
Against	8	972	-	-	8	972	0.00
Invalid votes	-	-	-	-	-	-	0.00
Total	104	33272933	4	152	108	33273085	100.00

RESULT:

As the number of votes cast in favour of the resolution is three times or more than the number of votes cast against, we report that the Special Resolution with regard to Item no.3 as set out in the Postal Ballot Notice dated July 16, 2026, is passed with requisite majority.

RESOLUTION NO. 4 – AS AN ORDINARY RESOLUTION

To appoint Ms. Janaki Kirloskar (DIN: 00309238), as Director of the Company

Mode of Voting	**Remote E -Voting**		**Voting at AGM**		**Total**		
	Number	**Votes**	**Number**	**Votes**	**Number**	**Votes**	**%**
In favour	95	33271954	4	152	99	33272106	100.00
Against	9	979	-	-	9	979	0.00
Invalid votes	-	-	-	-	-	-	0.00
Total	104	33272933	4	152	108	33273085	100.00

RESULT:

As the number of votes cast in favour of the resolution exceeded the number of votes cast against, we report that the Ordinary Resolution with regard to Item no.4 as set out in the Postal Ballot Notice dated July 16, 2026, is passed with requisite majority.

RESOLUTION NO. 5 – AS A SPECIAL RESOLUTION

To appoint Ms. Janaki Kirloskar (DIN: 00309238) as Joint Managing Director of the Company

Mode of Voting	Remote E -Voting		Voting at AGM		Total		
	Number	Votes	Number	Votes	Number	Votes	%
In favour	95	33271954	4	152	99	33272106	100.00
Against	9	979	-	-	9	979	0.00
Invalid votes	-	-	-	-	-	-	0.00
Total	104	33272933	4	152	108	33273085	100.00

RESULT:

As the number of votes cast in favour of the resolution is three times or more than the number of votes cast against, we report that the Special Resolution with regard to Item no.5 as set out in the Postal Ballot Notice dated July 16, 2026, is passed with requisite majority.

RESOLUTION NO. 6 – AS AN ORDINARY RESOLUTION

To appoint M/s. BMS Auditing, Chartered Accountants, PO Box no. 80394, Dubai, UAE as Auditor of the Branch office situated at Ajman, UAE

Mode of Voting	Remote E -Voting		Voting at AGM		Total		
	Number	Votes	Number	Votes	Number	Votes	%
In favour	95	33271954	4	152	99	33272106	100.00
Against	9	979	-	-	9	979	0.00
Invalid votes	-	-	-	-	-	-	0.00
Total	104	33272933	4	152	108	33273085	100.00

RESULT:

As the number of votes cast in favour of the resolution exceeded the number of votes cast against, we report that the Ordinary Resolution with regard to Item no.6 as set out in the Postal Ballot Notice dated July 16, 2026, is passed with requisite majority.

RESOLUTION NO. 7 – AS AN ORDINARY RESOLUTION

To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2026

Mode of Voting	**Remote E -Voting**		**Voting at AGM**		**Total**		
	Number	**Votes**	**Number**	**Votes**	**Number**	**Votes**	**%**
In favour	96	33271961	4	152	100	33272113	100.00
Against	8	972	-	-	8	972	0.00
Invalid votes	-	-	-	-	-	-	0.00
Total	104	33272933	4	152	108	33273085	100.00

RESULT:

As the number of votes cast in favour of the resolution exceeded the number of votes cast against, we report that the Ordinary Resolution with regard to Item no.7 as set out in the Postal Ballot Notice dated July 16, 2026, is passed with requisite majority.

RESOLUTION NO. 8 – AS A SPECIAL RESOLUTION

Raising of funds through preferential issue and allotment of equity shares to Kirloskar Power Equipments Limited, a promoter group entity of the company, for cash

Mode of Voting	**Remote E -Voting**		**Voting at AGM**		**Total**		
	Number	**Votes**	**Number**	**Votes**	**Number**	**Votes**	**%**
In favour	95	32125646	4	152	99	32125798	100.00
Against	8	972	-	-	8	972	0.00
Invalid votes	-	-	-	-	-	-	0.00
Total	103	32126618	4	152	107	32126770	100.00

RESULT:

As the number of votes cast in favour of the resolution is three times or more than the number of votes cast against, we report that the Special Resolution with regard to Item no.8 as set out in the Postal Ballot Notice dated July 16, 2026, is passed with requisite majority.

***Note: The percentage of votes against the respective resolution has been rounded off to 0.00%**

Custody of Records

The e-voting results, Scrutiniser's register and other relevant records relating to the e-voting process have been handed over to the Company Secretary of the Company for safe custody

Based on the above information, you may kindly announce the results.

Thanking you,

For K. C. Sekhar & Associates,
Company Secretaries
(FRN: S2021KR794100)

CHANDRA SEKHAR KANDUKOORI
Digitally signed by CHANDRA SEKHAR KANDUKOORI
Date: 2026.08.13 14:33:28 +05'30'

Chandra Sekhar Kandukoori
Practicing Company Secretary
Membership No.: A14441
COP: 24363
UDIN: A014441H001103914
Peer review: 5304/2023

Date: 13-08-2026
Place: Bengaluru

MAHABALES HWAR BHAT
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Date: 2026.08.14 17:45:19 +05'30'