KIRLOSKAR BROTHERS LIMITED
A Kirloskar Group Company

Manufacturing Pumps Since 1926
A Century Strong. Infinite Motion.

Enriching Lives

SEC/ F:26

September 15, 2026

BSE Limited
Corporate Relationship Department,
2nd Floor, New Trading Ring,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001.

(BSE Scrip Code – 500241)

National Stock Exchange of India Ltd.
5th Floor, Exchange Plaza,
Bandra (East),
Mumbai – 400 051.

(NSE Symbol - KIRLOSBROS)

Dear Sir/Madam,

Sub.: Postal Ballot Notice

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that:

1. In terms of the subject referred regulations, please find enclosed a copy of the Postal Ballot Notice (including e-voting instructions) which is being sent to the members of the Company, for seeking their approval through e-voting only for the appointment of Dr. Madhuri Kanitkar (DIN 11062719) as an Independent Director of the Company effective from September 15, 2026. The said Postal Ballot Notice has also been uploaded on Company's website www.kirloskarpums.com.

2. In Compliance with Ministry of Corporate Affairs' (MCA) General Circular Nos. 14/2020 dated April 8, 2020 and subsequent circulars issued by MCA in this regard, the latest being 03/2025 dated September 22, 2025,(hereinafter collectively referred to as 'MCA Circulars'), this Postal Ballot Notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. **Friday, September 11, 2026**.

3. The **remote e-voting period** for the Postal Ballot will commence on **Wednesday, September 16, 2026 at 9.00 A.M. (IST)** and shall end **on Thursday, October 15, 2026 at 5.00 P.M. (IST).**

You are requested to take the same on your records.

Thanking you,

Yours faithfully,
For **KIRLOSKAR BROTHERS LIMITED**

Devang B Trivedi
Digitally signed by Devang B Trivedi
Date: 2026.09.15 16:51:02 +05'30'

Devang Trivedi
Company Secretary
Encl.: As above

NOTICE OF POSTAL BALLOT AND E-VOTING

Dear Member(s),

NOTICE is hereby given that pursuant to the provisions of Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("**the Act**") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**") and Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India 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 No(s). 14/2020 dated April 8, 2020, read with the subsequent circulars issued from time to time, the latest one being General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, Government of India (Collectively the "**MCA Circulars**") and all other applicable rules framed under the Act, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") and other applicable laws and regulations including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force and as may be enacted hereinafter, the consent of the members ("**Members**") of **Kirloskar Brothers Limited** ("**the Company**") is being sought for the Special Resolution appended herein below which is proposed to be passed through postal ballot by way of remote electronic voting ("**e- voting**" or "**remote e-voting**").

The proposed resolution as per this Notice **("Notice" or "Postal Ballot Notice")** along with the Explanatory Statement pursuant to Section 102 and other applicable provisions of the Act, if any, and details as required under Regulation 36 of the Listing Regulations, Secretarial Standard on General meetings (SS-2), is also annexed hereto for your consideration.

MCA vide the abovementioned circulars has advised the companies to take all decisions requiring members' approval (other than items of ordinary business or business where any person has a right to be heard) through the mechanism of postal ballot / e-voting in accordance with the provisions of the Act. MCA has further clarified that for companies that are required to provide e-voting facility under the Act while they are transacting any business(es) by postal ballot till further orders, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable *mutatis mutandis*. Further, the Company should send the postal ballot notice by email to all its members who have registered their email addresses with the company or depository / depository participant and the communication of assent / dissent of the members will take place through the remote e-voting system only. This postal ballot is accordingly being initiated in compliance with the MCA Circulars.

In compliance with the MCA Circulars, the Company is sending this Notice ONLY in electronic form to those Members whose e-mail addresses are registered with the Company/its Registrar and Transfer Agent/Depositories. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members for this

Registered Office & Global Headquarters: "Yamuna", Survey No. 98/(3 to 7), Plot No. 3, Baner, Pune - 411 045, Maharashtra, India.
Tel: +91 20 2721 4444, 6721 4444 | **Fax:** +91 20 6721 1060 | **Email:** marketing@kbl.co.in | **Website:** www.kirloskarpumps.com
CIN No.: L29113PN1920PLC000670

Postal Ballot. The communication of the assent or dissent of the Members would only take place through the remote e-Voting system. The detailed procedure for remote e-Voting forms part of the 'Notes' section to this Notice.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with Rule 20 and 22 of the Rules and the MCA Circulars, the Company is pleased to provide remote e-voting facility to all its Members, to enable them to cast their votes electronically. The Company has engaged the services of National Securities Depositories Limited ("**NSDL**") for the purpose of providing e-voting facility to enable the Members to cast their votes electronically. The e-voting period shall commence on **Wednesday, September 16, 2026 at 9.00 A.M. (IST)** and shall end on **Thursday, October 15, 2026 at 5.00 P.M. (IST)**. For this purpose, please read the instructions for remote e-voting carefully, as mentioned in the Notes. Assent or dissent of the Members on the resolution mentioned in the Notice would only be taken through the remote e-voting system as per the aforementioned MCA Circulars.

The Scrutinizer shall submit his final report and other papers within the prescribed time to the Chairman or any other person authorised by him after completion of scrutiny of the e-voting and the results of the Postal Ballot shall be declared within statutory timelines accordingly by the Chairman or any other person authorised by him. The result of the Postal Ballot along with the Scrutinizers' Report will be placed on the Company's website i.e. www.kirloskarpumps.com and shall be communicated to the BSE Limited and National Stock Exchange of India Limited on which the shares of the Company are listed.

You are requested to peruse the proposed resolution along with the Explanatory Statement and thereafter record your assent or dissent by means of remote e-voting facility, as provided by the Company.

SPECIAL BUSINESS:

Item No. 1

Appointment of Dr. Madhuri Kanitkar (DIN: 11062719) as an Independent Director of the Company.

To consider and if thought fit, to pass the following resolution as **a Special Resolution** [subject to (i) Regulation 25(2A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and (ii) what is stated in the Explanatory Statement to the Notice]:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ('the Act'), the Companies (Appointment and Qualification of Directors) Rules, 2014, the Articles of Association of the Company and Regulations 17, 25 (2A) and any other applicable regulations, if any, of the

Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations'), [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and as recommended by the Nomination and Remuneration Committee of the Board, Dr. Madhuri Kanitkar (DIN: 11062719), who was appointed by the Board as an Additional Director in the category of Non-Executive Independent Director, with effect from September 15, 2026 pursuant to the provisions of Section 161 of the Act read with Article 166 of the Articles of Association of the Company and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act, from a Member proposing her candidature for the office of director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, with effect from September 15, 2026, to hold the office for a term of 5 (Five) consecutive years from September 15, 2026 to September 14, 2031 (both days inclusive).

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and any other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 made thereunder and Regulation 17 of the Listing Regulations [including any statutory modification(s) or re-enactment thereof for the time being in force], Dr. Madhuri Kanitkar be paid such fees and profit related commission as the Nomination and Remuneration Committee and the Board of Directors may approve, subject to such limits as may be prescribed from time to time.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds and things and take all steps and actions as may be incidental, necessary, proper or expedient to give effect to this resolution."

By order of the Board of Directors
For **KIRLOSKAR BROTHERS LIMITED**

Devang Trivedi
Company Secretary
ICSI Membership No. A13339

Pune, September 07, 2026

NOTES AND INSTRUCTIONS:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") and other applicable provisions, setting out all material facts and reasons relating to the proposed resolution and additional information pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed hereto, for your information and consideration.

2. The Notice is being sent to/ published/ displayed for all the Members, whose names appear in the Register of Members/ list of Beneficial Owners as received from National Securities Depository Limited ("**NSDL**") / Central Depository Services (India) Limited ("**CDSL**") on **Friday, September 11, 2026**, which is considered as cut-off date ("**Cut-Off Date**") for the purposes of remote e-voting and who have registered their e-mail addresses in respect of their holdings with the Company or with the depositories/depository participants or with the Company's Registrar and Share Transfer Agent i.e., Bigshare Services Private Limited ("**RTA**") in accordance with the provisions of the Act, read with the Rules made thereunder and the framework provided under MCA Circulars.

3. The Notice has also been placed on Company's website: www.kirloskarpumps.com and NSDL's e-voting website: www.evoting.nsdl.com; and will also be available on the websites of stock exchanges i.e., www.bseindia.com and www.nseindia.com.

4. In compliance with the provisions of Sections 108 and Section 110 of the Companies Act read with Rule 20 and Rule 22 of the Rules and SS–2, the Company is providing e-voting facility to enable members to cast their votes electronically (instead of dispatching Postal Ballot Form for this Postal Ballot) on the matters included in this Notice. In terms of MCA Circulars, voting can be done by remote e-voting only.

5. The voting rights of the Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on the Cut-Off Date.

6. The Cut-Off Date is for determining the eligibility to receive this Notice and to vote by electronic means. Only those persons whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the Cut-Off Date, shall be entitled to avail the facility of remote e-voting.

7. Mr. Dinesh Birla, Practicing Company Secretary, Pune or failing him, Ms. Kavita Sethi Jain, Practicing Company Secretary, Pune ("**Scrutinizer**"), has been appointed as the Scrutinizer to conduct the process of the postal ballot in a fair and transparent manner. The Scrutinizer will submit his/her report after completion of the scrutiny and the results of the postal ballot will be posted on the Company's website www.kirloskarpumps.com besides communicating to the stock exchanges on which the securities of the Company are listed and on the website of NSDL at www.evoting.nsdl.com.

8. The last date specified by the Company for remote e-voting shall be the date on which the resolution shall be deemed to have been passed, if approved by the requisite majority. Resolutions passed by the Members through Postal Ballot are deemed to have been passed as if they were duly passed at a general meeting of the Members convened in that regard.

9. **Voting through electronic means**

Pursuant to the provisions of Sections 108, 110 and other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of Listing Regulations, MCA Circulars and any other applicable provisions, if any, the Company has extended remote e-voting facility to enable the Members to cast their votes electronically through the remote e-voting services provided by NSDL.

The remote e-voting facility will be available during the following period:

Commencement of remote e-voting	**Wednesday, September 16, 2026** from 9:00 A.M.(IST)
End of remote e-voting	**Thursday, October 15, 2026** upto 5:00 P.M. (IST)

The remote e-voting will not be allowed beyond the aforesaid date and time. The remote e-voting module shall be disabled by NSDL for voting from **5:00 P.M. (IST) on Thursday, October 15, 2026**. Once the vote on the resolution is cast by a Member, he or she will not be allowed to change it subsequently.

a. The details of the process and manner for remote e-Voting are explained herein below:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and

Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner**" icon under "**Login**" which is available under '**IDeAS**' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "**Access to e-Voting**" under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "**Register Online for IDeAS Portal**" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login"

Type of shareholders	Login Method
	which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing **Myeasi** username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

Type of shareholders	Login Method
	3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000.
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911.

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

<u>How to Log-in to NSDL e-Voting website?</u>

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. ***IDeAS****, you can log-in at https://eservices.nsdl.com/ with your existing* ***IDeAS*** *login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

   (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

   (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

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<u>Step 2: Cast your vote electronically on NSDL e-Voting system.</u>

<u>How to cast your vote electronically on NSDL e-Voting system?</u>

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email ids for e-voting for the resolution set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhaar Card) by email to <u>grievance.redressal@kbl.co.in</u>.

2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) to <u>grievance.redressal@kbl.co.in</u>. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. **<u>Login method for e-Voting for Individual shareholders holding securities in demat mode</u>**.

3. Alternatively, shareholder/members may send a request to <u>evoting@nsdl.com</u> for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account, maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csdineshbirla@gmail.com / jainandbirla@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or 022-2499 4561 or send a request to Mr. Amit Vishal, Deputy Vice President or Ms. Pallavi Mhatre, Senior Manager, NSDL, 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400 051, at the designated email IDs: evoting@nsdl.com who will also address the grievances connected with the voting by electronic means. Members may also write to the Secretarial Department at the Company's email address grievance.redressal@kbl.co.in.

4. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the 'cut-off date' only shall be entitled to avail the facility of remote e-Voting.

5. Electronic copies of all the documents referred to in the Notice and the Explanatory Statement thereto shall be available for inspection electronically.

6. The Scrutinizer will submit his/her report to the Chairman or any other person authorised by him, after completion of the scrutiny of votes cast. The Chairman or any other person authorised by him shall declare the results of the postal ballot as per the statutory timelines. The results along with the Scrutinizer's report will also be posted on the websites of the Company i.e., www.kirloskarpumps.com, NSDL i.e. https://www.evoting.nsdl.com and stock exchanges i.e., www.bseindia.com and www.nseindia.com. The resolution, if passed by the requisite majority, shall be deemed to have been passed on the last date specified for remote e-voting i.e. **Thursday, October 15, 2026.**

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ('THE ACT')

With a view to strengthen the Board with professionals from diversified background, the Board of Directors by way of its Circular Resolution passed on September 07, 2026, based on the recommendations of the Nomination & Remuneration Committee (NRC) and subject to approval of the shareholders, appointed Dr. Madhuri Kanitkar (DIN: 11062719), as an Additional Director with effect from September 15, 2026 and as an Independent Director of the Company for a term of 5 (Five) consecutive years with effect from September 15, 2026 to September 14, 2031 (both days inclusive).

Details of Dr. Madhuri Kanitkar as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings ("SS-2") are given in the Annexure to this notice.

Dr. Kanitkar possesses requisite skills, capabilities, vast experience and expertise in the fields of strategy, management, administration, governance and institution building. Therefore, her association would immensely benefit the Company, and it is desirable to appoint Dr. Madhuri Kanitkar as an Independent Director.

Dr. Madhuri Kanitkar will be entitled to sitting fees as may be decided by the Board from time to time and commission, if any, as may be approved by the Board.

The Company has received a notice under Section 160 (1) of the Act, from a Member proposing her candidature to the office of a Director of the Company.

Dr. Madhuri Kanitkar is not disqualified as per the provisions of Section 164 of the Companies Act, 2013 and she has given her consent to act as a Director of the Company. She is not debarred from being appointed as a director in terms of provisions of Companies Act, 2013 or by the Ministry of Corporate Affairs or the Securities and Exchange Board of India (SEBI) or by any other authority. In the opinion of the Board, she fulfils the conditions for the said appointment as prescribed under the relevant provisions of the Companies Act, 2013 and the relevant Rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations').

In accordance with the provisions of Regulation 25(2A) of the Listing Regulations, the appointment of an Independent Director shall be subject to the approval of Members by way of a special resolution. In view of the stipulations as contained in the first proviso to Regulation 25(2A) of the Listing Regulations, if a special resolution for the appointment of Dr. Madhuri Kanitkar as an Independent Director fails to get the requisite majority of votes but the votes cast in favour of the resolution exceed the votes cast against the resolution and votes cast by the public shareholders in favour of the resolution, exceed the votes cast against the resolution then the appointment shall be deemed to have been made under Regulation 25(2A) of the Listing Regulations.

In view of the above, the approval of the Members for appointment of Dr. Madhuri Kanitkar as an Independent Director, is being sought as a Special Resolution (but subject to the provisions contained in Regulation 25(2A) of the Listing Regulations). The draft letter of appointment to be issued to Dr. Madhuri Kanitkar setting out all the terms and conditions of appointment as an Independent Director is available on the website of the Company at www.kirloskarpumps.com.

Apart from Dr. Madhuri Kanitkar, none of the Directors, Key Managerial Personnel of the Company and/or their relatives are concerned or interested, directly or indirectly, financially or otherwise, in the proposed resolution.

The Board recommends appointment of Dr. Madhuri Kanitkar as an Independent Director of the Company for a term of 5 (Five) consecutive years with effect from September 15, 2026 to September 14, 2031, not liable to retire by rotation, and passing of this resolution as a Special Resolution [but subject to the provisions contained in Regulation 25(2A) of the Listing Regulations].

By order of the Board of Directors
For **KIRLOSKAR BROTHERS LIMITED**

Devang Trivedi
Company Secretary
ICSI Membership No. A13339

Pune, September 07, 2026

ANNEXURE TO THE NOTICE OF POSTAL BALLOT

DETAILS OF DIRECTOR(S) SEEKING APPOINTMENT/RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS (SS-2)

Name (Director Identification No.)	Dr. Madhuri Kanitkar (DIN 11062719)
Category	Non-Executive and Independent Director
Age	65 Years
Date of first Appointment	September 15, 2026
Expertise in functional areas	As a distinguished military physician with around 39 years of service, she is a leader known for exceptional administrative acumen, institution building, and strategic health-care governance.
Qualifications and Brief Profile	Lieutenant General (Dr.) Madhuri Kanitkar, PVSM, AVSM, VSM is a retired General Officer in the Indian Army. She is the third woman in the Indian Armed Forces to be promoted to a Three-star rank. She last served as the Deputy Chief of Integrated Defence Staff (Medical) under the Chief of Defence Staff. Dr. Kanitkar serves as a member on the Prime Minister's Science, Technology and Innovation Advisory Council (PM-STIAC), contributing to national science and health policy. She joined the Armed Forces Medical College, Pune in 1978. She was placed first in Pune University in all three phases of her Bachelor of Medicine and Bachelor of Surgery (MBBS). She was awarded the President's Gold Medal for the best outgoing student of the graduate wing in academics and extra-curricular activities, apart from the Kalinga Trophy for excellence in academics.

	Dr. Kanitkar was commissioned in the Army Medical Corps in December 1982. She did her post-graduation in 1990, earning the Doctor of Medicine (MD) degree in Pediatrics. Post that she underwent training in Pediatric Nephrology at the All-India Institute of Medical Sciences, New Delhi. Dr. Kanitkar has also completed fellowships at the National University Hospital, Singapore and the Great Ormond Street Hospital, London and the FAIMER fellowship in Medical Education. She has tenanted appointments of associate professor, professor and Head of Department of Pediatrics at the Armed Forces Medical College, Pune. She has also served as a Professor at the Army College of Medical Sciences and at the Army hospital (Research & Referral). Dr. Kanitkar was instrumental in setting up the first Pediatric Nephrology service in the Army Medical Corps and has served as the President of The Indian Society of Pediatric Nephrology. Dr. Kanitkar has served as the Deputy Director General Armed Forces Medical Services (Dy DGAFMS) in the office of the DGAFMS in New Delhi. On 28 January 2017, she assumed the office of Dean and Deputy Commandant of her alma-mater Armed Forces Medical College, Pune. Dr. Kanitkar then served as Major General Medical at the Northern Command at Udhampur. Dr. Kanitkar was promoted to the rank of Lieutenant General on 29 February 2020. Dr. Kanitkar has been awarded the GOC-in-C Commendation Card once and the Chief of the Army Staff Commendation Card five times. She was also awarded the Vishisht Seva Medal (VSM) in 2014, the Ati Vishisht Seva Medal (AVSM) in 2018, and the Param Vishisht Seva Medal (PVSM) in January 2022. Dr. Kanitkar was the Vice-Chancellor of the Maharashtra University of Health Sciences, Nashik (MUHS) during July 2021 to October 2025, appointed by the Governor of Maharashtra. She also served as a Director on the Boards of MUHS Department of

	Innovations and Systems for Healthcare Association, and Centre for Health Applied Knowledge and Research Autonomy Nashik, Maharashtra.
Shareholding in the Company of the director (including shareholding as beneficial owner)	Nil
Shareholding in the Company of immediate relatives of director	Nil
Disclosure of relationships between directors inter-se	She is not related to any other director of the Company.
No. of board meetings attended during FY 2025-26	Not Applicable
Chairman/Member of committee of Board of Directors of the Company	Chairman: Nil Committee Membership: Nil
Listed entities in which the person also holds the directorship and the membership of Committees of the board [along with listed entities from which the person has resigned in the past three years]	She does not hold any directorships or committee memberships in any other listed entity. She has not resigned from any listed entities in the past three years.
List of other directorships held	Nil
Chairman/Member of Committee of Boards of other public limited companies in which she is a director	Nil

Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	NRC and Board of Directors are of the view that Dr. Kanitkar possesses requisite skills, and capabilities in the fields of strategy, management, administration, governance in addition to her vast experience and expertise in the functional areas as stated above. Therefore, her association with the Company would immensely benefit the Company and it is desirable to appoint Dr. Madhuri Kanitkar as an Independent Director.
Terms and conditions of appointment	As per the details provided in the Explanatory Statement.
Last drawn remuneration	Not Applicable
Details of proposed remuneration	As per the details provided in the Explanatory Statement.