

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To
Mr. Atul Kirlosakar
Chairman of Court convened Meeting of the Equity Shareholders of
Kirloskar Oil Engines Limited
Laxmanrao Kirloskar Road, Khadki,
Pune - 411003.

Court convened Meeting of the Equity Shareholders of Kirloskar Oil Engines Limited, held on Wednesday, February 18th 2015 at 2.00 P.M at S. M. Joshi Socialist Foundation (S.M. Joshi Hall), S. No. 191/192, Navi Peth, Near Ganjave Chowk, Pune 411 030

Dear Sir,

We, Mahesh Athavale, shareholder residing at Pune and CS Dinesh Joshi, Partner of M/s KANJ & Associates, Pune were appointed as Scrutinizers, at the Court convened Meeting of the Equity Shareholders of Kirloskar Oil Engines Limited , held on Wednesday, February 18th 2015 at 2.00 P.M.

We submit our report as under:

1. After the time fixed for closing of the poll by Mr. Atul Kirlosakar, Chairman, ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The result of the Poll is as under:

a) Resolution No. 1:

Heading of the resolution:

To consider and if thought fit, approve with or without modification(s), the Composite Scheme of Arrangement and Amalgamation between Kirloskar Brothers Investments Limited and Pneumatic Holdings Limited and Kirloskar Oil Engines Limited and their respective shareholders and creditors.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast
<ul style="list-style-type: none">• Total Number of members present: 97• Total no of members signed attendance: 95• Total no of members voted:94• Number of members voting (in person or by proxy): 83	10,58,32,665	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast
0	0	0

(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
11	11,85,214

*3 members abstained from voting.

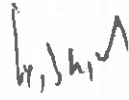
5. A detail report containing a list of shareholders who Voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed as "Annexure 1"
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,



Dinesh Joshi
Partner
KANJ & Associates,
Company Secretaries, Pune
FCS - 3752, CP No.2246



Mahesh Athavale
Shareholder

DETAILS OF INVALID VOTES

SRL	BALLOT NO	FOLIO	NAME OF THE SHAREHOLDER(S)	NO.OF SHARES HELD	VOTED SHARES	FOR	AGAINST	REASON
1	28	IN30005410013410	EMERGING MARKETS CORE EQUITY PORTFOLIO	83823	83823	83823	0	SIGNATURE COULD NOT BE VERIFIED
2	31	IN30015911120941	LALITA MARATHESHRIWAS MARATHESUNITA MARATHE	394	394	394	0	ATTENDANCE NOT SUBMITTED
3	44	IN30014210739642	PINEBRIDGE INDIA EQUITY FUND	40000	40000	40000	0	SIGNATURE COULD NOT BE VERIFIED
4	52	IN30014210669895	PINEBRIDGE INVESTMENTS ASIA LIMITED A/C	556501	556501	556501	0	SIGNATURE COULD NOT BE VERIFIED
5	62	1204470006179691	MADHURI SHEKHAR BHADURI	1000	1000	1000	0	SIGNATURE MISMATCH
6	79	IN30036021411219	OPTIMUM SECURITIES PVT. LTD	92	92	92	0	SIGNATURE COULD NOT BE VERIFIED
7	82	IN30005410064209	L AND T INFRASTRUCTURE FUND	147300	147300	147300	0	SIGNATURE COULD NOT BE VERIFIED
8	83	1201090004540012	VASANT RAMCHANDRA BHAGWATASHA VASANT BHAGWAT	1064	1064	1064	0	SIGNATURE MISMATCH
9	87	IN30005410074069	L&T MUTUAL FUND TRUSTEE LIMITED-L&T EMER	354590	354590	354590	0	SIGNATURE COULD NOT BE VERIFIED
10	56	1201091900069381	SMITA PRASANNA DESHMUKHPRASANNA RAMKRISHNA DESHMUKH	75	75	75	0	NAME MISMATCH, PROXY NOT SUBMITTED
11	66	1201091900137983	BHALCHANDRA JOSHI	375	375	375	0	PROXY NOT SUBMITTED
	TOTAL			1185214	1185214	1185214	0	

DETAILS OF MEMBERS WHO VOTED

SRL	BALLOT NO	FOLIO	NAME OF THE SHAREHOLDER(S)	NO.OF SHARES HELD	VOTED SHARES	FOR	AGAINST
1	1	IN30015911121685	SUNITA SHASHIKANT MARATHESHASHIKANT GAJANAN MARATHELALITA SHASHIKANT MARATHE	2053	2053	2053	0
2	2	IN30015911120872	SHASHIKANT GAJANAN MARATHESUNITA SHASHIKANT MARATHE	535	535	535	0
3	3	IN30109810760721	SNEHAL ARUN ABHYANKARARUN ANIL ABHYANKAR	150	150	150	0
4	4	IN30028010035979	BHASKAR BALKRISHNA SHEVADENEELA BHASKAR SHEVADE	37	37	37	0
5	5	IN30290241532996	WEALTH MANAGERS INDIA PVT LTD ANIL KASHINATH ABHYANKARARUN ANIL	21997	21997	21997	0
6	6	IN30109810187269	ABHYANKARNIRMALA ANIL ABHYANKAR	210	210	210	0
7	7	0059593	SANDEEP S PHALNIKARSUHAS S PHALNIKAR	577	577	577	0
8	8	IN30177415263455	VISHWAS VINAYAK KOKAJE	4	1	1	0
9	9	IN30154930147724	KIRLOSKAR BROTHERS INVESTMENTS LIMITED	67636947	67636947	67636947	0
10	10	IN30109810544075	SURESH SHANKAR INGALE	60	60	60	0
11	11	IN30154932222469	ARTI ATUL KIRLOSKARATUL CHANDRAKANT KIRLOSKAR	3600000	3600000	3600000	0

12	12	0007531	SUNITA SUDHAKAR ATRESUDHAKAR & DIGAMBAR & YOGESHWAR ATREMINORS GUARN SUNITA ATRE	300	300	300	300	0
13	13	IN30109810246905	KANTA JOSHIKAMDAS JOSHI	10	10	10	10	0
14	14	IN30109810767820	ROHIT AVINASH TATKE	480	480	480	480	0
15	15	IN30045080279385	SUMAN CHANDRAKANT KIRLOSKARMRINALINI SHREEKANT KIRLOSKARSAROJINI DINUBHAI AMIN	21427	21427	21427	21427	0
16	16	IN30028010591262	MADHURANI RAMESH PADHYERASHMI SRINIVAS RAOREENA AMARSHEKHAR BHONAGIRI	22177	22177	22177	22177	0
17	17	IN30109810213130	KHANDKAR MANOHAR RAGHUNATHKHANDKAR MAHESH MANOHAR	530	530	530	530	0
18	18	IN30028010658340	ARUN NAHAR	209324	209324	209324	209324	0
19	19	IN30154939649739	RAJENDRA RAMCHANDRA DESHPANDEVEENA RAJENDRA DESHPANDE	11250	11250	11250	11250	0
20	20	IN30154932218200	ALPANA RAHUL KIRLOSKARRAHUL CHANDRAKANT KIRLOSKAR	4240244	4240244	4240244	4240244	0
21	21	IN30028010455789	SUNIL DINKAR GANGOTEASHA SUNIL GANGOTE	7	7	7	7	0
22	22	IN30154914341811	SHUBHA TANDON	150	150	150	150	0
23	23	IN30005410029483	OLD WESTBURY SMALL AND MID CAP FUND - DI	1197	1197	1197	1197	0

24	24	IN30005410040054	DIMENSIONAL EMERGING MARKETS VALUE FUND	293581	293581	293581	0
25	25	0033414	MAHESH ANANT ATHAVALEMRUDANI MAHESH ATHAVALE	150	150	150	0
26	26	IN30154932220188	JYOTSNA GAUTAMI KULKARNIGAUTAM ACHYUT KULKARNI	3857250	3857250	3857250	0
27	27	0017421	CHANDRASHEKHAR KRISHNA KULKARNIKRISHNA MARTAND KULKARNIM K KULKARNI & KUM N K KULKARNI	37	37	37	0
28	29	IN30115122628177	RAJARAM SAKHARAM SAWANT	37	37	37	0
29	30	IN30109810507945	SANDHYA P PAINGANKARPRAVIN J PAINGANKAR	10	10	10	0
30	32	IN30115126446116	MADHURI RAMESH DATARRAMESH VITTHAL DATAR	7	7	7	0
31	33	IN30109810187306	NIRMALA ANIL ABHYANKARANIL KASHINATH ABHYANKARARUN ANIL ABHYANKAR	150	150	150	0
32	34	IN30302854576499	KIRLOSKAR INDUSTRIES LTD	5506519	5506519	5506519	0
33	35	IN30047642554946	ADITI VISHWANATH CHIRMULESUSHEELA VISHWANATH CHIRMULE	11	11	11	0
34	36	IN30112715534345	ANIL ALAWANISHILPA ALAWANI	34260	34260	34260	0
35	37	IN30115123913612	SHRINIWAS SHIVAJIRAO SALUNKESNEHAL SALUNKE	2	2	2	0
36	38	1205810000006729	YASHWANT KESHAVRAO TALENARAYAN KESHAVRAO TALE	877	877	877	0
37	39	1204470000358195	RAVINDRA VITHAL BONAGIR	67	67	67	0

38	40	IN30045080279393	ATUL CHANDRAKANT KIRLOSKAR	375	375	375	375	0
39	41	IN30082911116359	JOSHI MAHESH MUKUNDJOSHI MRUDULA MUKUND	100	100	100	100	0
40	42	IN30154932358632	ATUL CHANDRAKANT KIRLOSKARARTI ATUL KIRLOSKAR	2653901	2653901	2653901	2653901	0
41	43	IN30109810187322	ARUN ANIL ABHYANKARANIL KASHINATH ABHYANKARNIRMALA ANIL ABHYANKAR	150	150	150	150	0
42	45	IN30016710030167	CITY OF NEW YORK GROUP TRUST SHASHIKANT GAJANAN MARATHELALITA SHASHIKANT MARATHESUNITA SHASHIKANT MARATHE	58053	58053	58053	58053	0
43	46	IN30015911087500	CHATUFALE RAMCHANDRA SHAMRAOCHATUFALE NIRMALA RAMCHANDRA	193	193	193	193	0
44	47	IN30028010665185	RAHUL CHANDRAKANT KIRLOSKAR	555	555	555	555	0
45	48	IN30045080279377	DIMENSIONAL FUND ADVISORS EMERGING MARKE	3435	3435	3435	3435	0
46	49	IN30016710068378	VASANT RAGHUNATH GODBOLEVIDYA VASANT GODBOLE	18651	18651	18651	18651	0
47	50	IN30045080080126	RAHUL CHANDRAKANT KIRLOSKARALPANA RAHUL KIRLOSKAR	750	750	750	750	0
48	51	IN30154932221335	KIRLOSKAR BROTHERS INVESTMENTS LIMITED SUCHETA CHANDRAKANT DESHPANDECHANDRAKANT RAMCHANDRA DESHPANDE	12751567	12751567	12751567	12751567	0
49	53	IN30154916106134		1919720	1919720	1919720	1919720	0
50	54	0021766		750	750	750	750	0

51	55	IN30051313376049	ASHOK KALYANRAO KULKARNI	5	5	5	0
52	57	1301930000578505	RAJIV SHRIKRISHNA BAHETI	1	1	1	0
53	58	IN30028010276542	SHRIDHAR VASUDEO TAMHANKARVIMAL SHRIDHAR TAMHANKAR	135	135	135	0
54	59	IN30016710113246	AXIS MUTUAL FUND TRUSTEE LIMITED A/C AXI	150000	150000	150000	0
55	60	IN30154932208420	GAUTAM ACHYUT KULKARNIYOTSNA GAUTAM KULKARNI	2560714	2560714	2560714	0
56	61	0008587	PRAIAP GOVINDRAO PAWAR	5355	5355	5355	0
57	63	IN30115122463404	GIRISH NARAHAR BAKRE	9221	9221	9221	0
58	64	0034376	SATISH SHRIPAD KAPARESUMEDHA SATISH KAPARE	7	7	7	0
59	65	IN30109810562571	ARUDE VITHOBA RAGHUARUDE RUKMINI VITHOBA	750	750	750	0
60	67	IN30109810536288	RAGHUNATH KRISHNAJI PHATAKPADMAJA RAGHUNATH PHATAKROHIT RAGHUNATH PHATAK	100	100	100	0
61	68	IN30292710062603	Ravindra Nivrutti Nigade	85	85	85	0
62	69	IN30028010042154	ARAVIND NILKANTH NAVAREGEETA ARAVIND NAVARE	375	375	375	0
63	70	IN30177410965102	BAKRE PRAMOD SHALIGRAM	1495	1495	1495	0
64	71	0058006	VISHNU GOVIND VAIDYAKSHAMA KASHINATH KSHIRSAGAR	7	7	7	0
65	72	IN30018313552199	SHANTHA N MURTHYN ANANT	90	90	90	0
66	73	IN30302853103914	YOG MADHUKAR SHIDORE	56	56	56	0

67	74	IN30028010507904	SHRIKANT GOPAL KIRPEKAR	7	7	7	0
68	75	0032451	PRAMOD G BHIDPRACHI P BHIDE	375	375	375	0
			LOHAGAONKAR TANMAY				
69	76	IN30109810082814	RAMESHLOHAGAONKAR RAMESH HARI	727	727	727	0
70	77	0000347	VIJAY ANANT TIKEKAR	15	15	15	0
71	78	IN30177417958407	PRANAV BAKRE	275	275	275	0
72	80	IN30005410013268	THE EMERGING MARKETS SMALL CAP SERIES OF	232574	229293	229293	0
73	81	IN30109810509007	ANJANI ARYAMANEARUN ARYAMANE	75	75	75	0
			SAROJ GOPAL KOTHAVALEUSHA GOPAL KOTHAVALEAARATI CHANDRASHEKHAR KOTHAVALE				
74	84	IN30045013971415	KOTHAVALE	1200	1200	1200	0
75	85	IN30045013947005	AARATI CHANDRASHEKHAR KOTHAVALE	250	250	250	0
76	86	IN30045013946512	AARATI CHANDRASHEKHAR KOTHAVALE	250	250	250	0
77	88	IN30131321583184	SHUBHADA SHASHISHEKHAR PUNDLIK	10	10	10	0
78	89	IN30131321580756	SHASHISHEKHAR VAIJANATH PUNDLIK	10	10	10	0
79	90	IN30045013737756	AARATI CHANDRASHEKHAR KOTHAVALE	250	250	250	0
80	91	IN30045080020595	RAMCHANDRA (RAMLAL) PITAMBER TALATHINEETA CHANDRASHEKHAR TALATHI	575	525	525	0
81	92	IN30028010038635	HIRALAL NAVALMAL BALDOTAPUSHPA HIRALAL BALDOTA	140	140	140	0
82	93	IN30154917805761	AVINASH VIMALCHANDRA NENE	45	45	45	0

83			PRAMOD PANDURANG SHALIGRAMSHUBHADA PRAMOD SHALIGRAMRAJESH PRAMOD SHALIGRAM		1			0
TOTAL	94	IN30109810595518			105835999	105832665	105832665	0