



Enriching Lives

KIRLOSKAR INDUSTRIES LIMITED

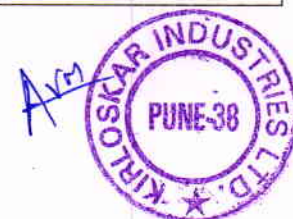
A Kirloskar Group Company

Compliance Report on Corporate Governance

Name of the Company: Kirloskar Industries Limited

Date: As on 30 September 2015

Particulars	Clause of Listing agreement	Compliance Status Yes / No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	-
(B) Independent Directors	49 (IIB)	Yes	Clauses 49 (II) (B) (5) (b) and (7) (b) is disclosed in the Annual Report for the Financial Year 2014 – 15.
(C) Non-executive Directors' compensation and disclosures	49 (IIC)	Yes	-
(D) Other provisions as to Board and Committees	49 (IID)	Yes	-
(E) Code of Conduct	49 (IIE)	Yes	Clause 49 (II) (E) (2) is disclosed in the Annual Report for the Financial Year 2014 – 15.
(F) Whistle Blower Policy	49 (IIF)	Yes	With reference to Clause 49 (II) (F) (3), the disclosure about the policy is made in the Board's Report for the Financial Year 2014 – 15.
III. Audit Committee	49 (III)		
(A) Qualified and Independent Audit Committee	49 (IIIA)	Yes	-
(B) Meeting of Audit Committee	49 (IIIB)	Yes	-
(C) Powers of Audit Committee	49 (IIIC)	Yes	-
(D) Role of Audit Committee	49 (IIID)	Yes	-
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	-
IV. Nomination and Remuneration Committee	49 (IV)	Yes	Nomination and Remuneration Policy and the Evaluation Criteria is disclosed in the Annual Report for the Financial Year 2014 – 15.



Regd. Office : 13 / A, Karve Road, Kothrud, Pune - 411 038, (India)

Phone : +91- (0)20 - 2545 2721 Telefax : +91- (0)20 - 2545 4723 E-mail : investorrelations@kirloskar.com Website : www.kil.net.in

CIN No.: L29112PN1978PLC088972



KIRLOSKAR INDUSTRIES LIMITED

A Kirloskar Group Company

Enriching Lives

Particulars	Clause of Listing agreement	Compliance Status Yes / No	Remarks
V. Subsidiary Companies	49 (V)	Yes	Clause 49 (V) (A, B and C) are not applicable to the Company. A web link of Policy for determining Material Subsidiaries is disclosed in the Annual Report the Financial Year 2014 – 15.
VI. Risk Management	49 (VI)	Yes	Clauses 49 (VI) (C), (D) and (E) are not applicable to the Company as per SEBI Circular CIR/CFD/POLICY CELL/2/2014 dated 17 April 2014.
VII. Related Party Transactions	49 (VII)	Yes	-
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	There are no material transactions with related parties during the quarter from 1 July 2015 to 30 September 2015. The Policy on dealing with Related Party Transactions is disclosed in the Annual Report for the Financial Year 2014 – 15.
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	-
(C) Remuneration of Directors	49 (VIII C)	Yes	The compliance under Clause 49 (VIII C) is complied with in the Annual Report for the Financial Year 2014 – 15.
(D) Management	49 (VIII D)	Yes	The compliance under Clause 49 (VIII) (D) (1) is complied with in the Annual Report for the Financial Year 2014 – 15.
(E) Shareholders	49 (VIII E)	Yes	The compliance under Clause 49 (VIII) (E) (1) and (2) is complied with in the Annual Report for the Financial Year 2014 – 15.
(I) Proceeds from public issues, rights issue, preferential issues, etc.	49 (VIII I)	N.A.	-
IX. CEO/CFO Certification	49 (IX)	Yes	The compliance under Clause 49 (IX) is complied with in the Annual Report for the Financial Year 2014 – 15.
X. Report on Corporate Governance	49 (X)	Yes	The compliance under Clause 49 (X) (A) is complied with in the Annual Report for the Financial Year 2014 – 15.





KIRLOSKAR INDUSTRIES LIMITED

A Kirloskar Group Company

Enriching Lives

Particulars	Clause of Listing agreement	Compliance Status Yes / No	Remarks
XI. Compliance	49 (XI)	Yes	The compliance under Clause 49 (XI) is complied with in the Annual Report for the Financial Year 2014-15.

For Kirloskar Industries Limited

A.V.Mali

Ashwini Mali
Company Secretary &
Compliance Officer



9 October 2015