

## General Instructions

1. Blank Warrant Exercise Application Forms can be downloaded from the website – [www.kirloskar.com](http://www.kirloskar.com) The Forms can also be obtained from M/s. Intime Spectrum Registry Limited, the Registrar and Transfer Agent of the Company. (Hereinafter referred to as “Intime”)
2. Each Warrant Exercise Application Form shall be accompanied by a single instrument of payment. Clubbing of folios / securities for the purpose of making a consolidated payment is not permitted
- 3. Documents required for Conversion of Warrants into Equity shares**
  - A) For warrants held in Physical Form
    1. A Cheque / DD **payable at Mumbai** for requisite amount
    2. Duly filled and signed the Warrants Exercise Application Form
    3. Original Warrant Certificate duly discharged
    4. Photocopy of PAN card of all holders
    5. FCNR Certificate (In case of applications from Non – Resident Indians with repatriation benefits)
  - B) For Warrants held in electronic (Demat) mode
    1. A Cheque / DD **payable at Mumbai** for requisite amount
    2. Duly filled and signed the Warrants Exercise Application Form
    3. A photocopy of the Delivery Instruction Slip duly acknowledged by the Depository Participant, evidencing the transfer of warrants to the Special Depository account.
    4. Photocopy of PAN card of all holders
    5. FCNR Certificate (In case of applications from Non – Resident Indians with repatriation benefits)
4. If the warrants are held in physical (certificate) form, then it should be surrendered, by discharging the same on the reverse of the certificate alongwith the warrant exercise application form.
5. If the warrants are held in electronic (demat) form, the application should be sent along with a photocopy of the delivery instruction slip, tendering the warrants to the Special Depository Account with NSDL under the name and style – **“Kirloskar Ferrous – Warrant Conversion Escrow Account”** opened for this purpose with the Depository Participant, **Stock Holding Corporation of India Limited. (DP ID – IN301330 & Client ID – 20507386)**.
6. The Warranholders having the Depository Account with CDSL must use the Inter Depository Delivery Instruction Slip for the purpose of crediting their warrants in favour of the Special Depository Account with NSDL.
7. In case of a request from the warrant holder for the partial conversion of warrants held in the physical form, then that consolidated warrant certificate will be split and that warrant holder will receive a new warrant certificate for balance warrants held in physical form.
8. In case of the warrants held in electronic (demat) form, the equity shares pursuant to the conversion of warrants shall be credited only to that Depository Account, from which the warrants have been tendered.
9. In case of the warrants held in physical form, the warrant holders have the option to obtain the allotment of equity shares in electronic form. In that case, the warrant holder must provide the details of Demat account in the warrant exercise application form.
10. In case of an application under the Power of Attorney or by a Body Corporate or by a society, a certified true copy of the relevant power of attorney or relevant resolution or authority to the signatory to make the relevant investment under this conversion and to sign the application and a copy of the Memorandum and Articles of Association and / or bye laws of such body corporate or society must be lodged with the Intime alongwith the Warrant Exercise Application Form.

### 11. Mode of Payment –

- For Resident & Non – Resident Warranholders on a non – repatriation basis  
A Cheque or DD **payable at Mumbai** drawn in favour of **“Kirloskar Ferrous Industries Limited – Warrant Issue A/c”**
- For Non – Resident Warranholders on a repatriation basis  
A Cheque or DD **payable at Mumbai** drawn in favour of **“Kirloskar Ferrous Industries Limited – Warrant Issue – NRA/c”**

12. Warrants with payments for lesser amounts shall be rejected and returned.
13. Cheques/Demand Draft should be **payable at Mumbai** for the full amount and upcountry instructions / payments for lesser amount shall be rejected.
14. Outstation cheques / outstation Demand Drafts or post dated cheques and postal /money orders will not be accepted and applications accompanied by such cheques / demand drafts / money orders or postal orders will be rejected. The Registrar will not accept payment against application if made in cash.
15. In case of Non – Resident Applicants on a non – repatriation basis, the payment may be made by way of a cheque drawn on Non – Resident (Ordinary) Account maintained in Mumbai or Rupee draft purchased out of NRO Account maintained elsewhere in India but **payable at Mumbai**.
16. In case of Non – Resident Applicants on a repatriation basis, the payment may be made by Indian Rupee drafts purchased from abroad and **payable at Mumbai** or funds remitted from abroad (submitted along with Foreign Inward Remittance Certificate) or by cheque/draft on a Non–Resident External Account (NRE) or FCNR Account maintained in Mumbai or Rupee draft purchased by debit to NRE/FCNR Account maintained elsewhere in India and payable at Mumbai, or FIIs registered with SEBI must remit funds from special non – resident rupee deposit account.
17. All applications irrespective of the value or in case of applications in joint names, each of the applicant should mention his / her PAN number allotted under the Income Tax Act, 1961 and also submit a copy of PAN card or a communication from the Income Tax Authorities indicating allotment of a PAN (“PAN Communication”) alongwith the application for the verification of the number.
18. Investors are advised not to close or transfer their DEMAT account between the period of application for exercise of warrants till the time of allotment/receipt of credit in their account so as to avoid rejection of credit from the Depositories and resultant delay in receiving the intimation of allotment.
19. All communication in connection with the application for the conversion of warrants into equity shares, including any change in the address of equity shareholders should be addressed to the Intime prior to the allotment of equity shares.
20. Valid applications received in a calendar month upto the last date of a calendar month shall be deemed to have been allotted on the 10<sup>th</sup> day of the succeeding month (if the 10<sup>th</sup> day is holiday, the allotment will be deemed to have been on succeeding working day).
21. Signatures in the warrant exercise application form should be either in English or Hindi or in any other language specified in the Eighth Schedule to the Constitution of India. Signatures other than in English or Hindi and thumb impression must be attested by a Notary Public or a Special Executive Magistrate under his / her official seal.
22. In case of joint holders, all joint holders must sign the relevant part of the warrant exercise application form in the same order and as per specimen signature(s) recorded with the company. Further, in case of joint applicants, the reference, if any, will be made to the first applicant's name and all communication will be addressed to the first applicant.
23. Allotment of Equity shares to Non Residents / NRIs shall be subject to the conditions as may be imposed from time to time by RBI and FEMA, in the matter of refund of application money, export of share certificates, etc.
24. Warrants may not be exercised from the United States by / on behalf of a US Citizen.
25. The Equity Shares arising from the conversion of Warrants shall be subject to the Memorandum and Articles of Association of the Company and shall rank pari passu in all respects with existing Equity Shares of the Company, including dividends. Except that the Equity Shares arising from conversion of Warrants shall be eligible for dividends only after the payment of Exercise Conversion Price and allotment of the Equity Shares.
26. All other terms and conditions should be read together with the Letter of Offer dated January 2, 2007, a copy of which is available with the Company and M/s. Intime Spectrum Registry Limited.