



Consolidated Report of Scrutinizer
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xii) of
The Companies (Management and Administration) Rules, 2014]

To,
The Chairman
of the 36th Annual General Meeting (AGM) of the Members of
KALPATARU POWER TRANSMISSION LIMITED
held on 11th August, 2017 at 4.00 p.m.
at Kalpa-Vriksha Learning Centre, A - 1 & A - 2, GIDC Electronics Estate, Sector-25,
Gandhinagar-382016.

Dear Sir,

I, CS Urmil Ved, Practising Company Secretary, has been appointed by the Board of Directors of Kalpataru Power Transmission Limited ("the Company") at its meeting dated 19th May, 2017 as a Scrutinizer for the purpose of scrutinizing the remote e-voting and the vote cast through poll/ballot papers at the 36th Annual General Meeting and for ascertaining the majority on voting carried out as per provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time.

The management of the Company is responsible to ensure the compliances with the requirements of the provisions of Companies Act, 2013 and rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting on the resolutions contained in the notice to the 36th AGM of the members of the Company.

My responsibility as a scrutinizer for the voting process is restricted to make Scrutinizer's Report of the votes casted "in favour" or "against" on the resolutions mentioned in the 36th AGM notice based on the scrutiny of the polling papers circulated at the AGM and on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, appointed by the Company.





Report on Scrutiny:

- I. The Company has informed that on the basis of the Register of Members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of the 36th AGM as under:
 - by email to Members who had registered their email-ids with the Company/RTA on 13th July, 2017 and
 - by Courier/Registered Post to Members in physical form on or before 18th July, 2017.
- II. The Company has also placed the notice of 36th AGM on the Website of the Company as well as on the Website of the E-voting agency i.e. CDSL.
- III. As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published atleast 21 days before the date of AGM in The Economic Times, Ahmedabad Edition in Vernacular Language, Gujarati on 19th July, 2017 and The Economic Times, Ahmedabad Edition in English Language on 19th July, 2017.
- IV. The Members of the Company as on "Cut off" date, i.e. 4th August, 2017 were entitled to vote on the resolutions stated in the notice of the 36th Annual General Meeting.
- V. In terms of the aforesaid notice, the remote e-voting was open from Monday, 7th August, 2017 (9.00 a.m.) to Thursday, 10th August, 2017 (5.00 p.m.).
- VI. The poll was conducted to enable the members of the Company who were present at the 36th AGM and could not cast their vote through remote E-voting facility provided by the Company through CDSL.
- VII. The poll was conducted together on all the item nos. 1 to 9 on the agenda at the Annual General Meeting at the end of discussion on all the resolutions.





- VIII. After ensuring that all the members who desire to cast their vote through poll have exercised their right to vote on poll and after seeking permission from the Chairman of the 36th Annual General Meeting, ballot box kept for polling was sealed in my presence.
- IX. The sealed ballot box was subsequently opened in my 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 authorization/proxies lodged with the Company.
- X. The poll/ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- XI. After the conclusion of voting at the Annual General Meeting, I first counted the vote cast at the meeting through physical ballots papers and thereafter unblocked the votes cast through remote e-voting on Friday, the 11th August, 2017 around 05:05 p.m. after the completion of voting at the Annual General Meeting, in the presence of two witnesses, namely, Ms. Pravina Rajatiya and Mr. Parth Patel, who are not in employment of the Company.
- XII. The consolidated results of remote e-voting and physical ballot papers voting in respect of resolutions placed in the notice of 36th Annual General Meeting held on 11th August, 2017 is annexed herewith.
- XIII. The Register, all other papers and relevant records relating to electronic voting and voting at the AGM through physical ballot process shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company for safe keeping.





XIV. The result of the voting by members through remote e-voting and physical ballots at the AGM in respect of the resolutions mentioned in the notice of 36th AGM may accordingly be declared by the Chairman who has also countersigned this report.

Place: Gandhinagar
Date: 12th August, 2017



Urmil Ved
Practising Company Secretary
FCS: 8094, C.P. No.: 2521

The following were the witness to the unblocking the votes cast through remote e-voting.

Witness 1:

Ms. Pravina Rajatiya

Witness 2:

Mr. Parth Patel

Counter signed by
For Kalpataru Power Transmission Limited

Chairman / Authorised Signatory



KALPATARU POWER TRANSMISSION LIMITED

Detailed Consolidated Results of e-Voting and Ballot Voting

ANNEXURE

Item No. 1 - To consider and adopt the (a) the Audited Financial Statement of the Company for the financial year ended March 31, 2017, the Report of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017. - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	8	177	185	16246	127407298	127423544	100.000
Assent	4	177	181	16122	127407298	127423420	100.000
Dissent	0	0	0	0	0	0	0.000
Total	*4	177	181	16122	127407298	127423420	100.000

Note: * 4 Ballots containing 124 votes were found invalid.

Thus, the Ordinary Resolution as contained in Item No. 1 is **passed with requisite majority**.

Item No. 2 - To declare dividend on equity shares at the rate of Rs. 2 per equity share for the financial year ended March 31, 2017. - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	8	184	192	16246	127702772	127719018	100.000
Assent	4	184	188	16122	127702772	127718894	100.000
Dissent	0	0	0	0	0	0	0.000
Total	*4	184	188	16122	127702772	127718894	100.000

Note: * 4 Ballots containing 124 votes were found invalid.

Thus, the Ordinary Resolution as contained in Item No. 2 is **passed with requisite majority**.





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Item No. 3 - Re-appointment of Mr. Manish Mohnot (DIN: 01229696), who retires by rotation and being eligible offers himself for reappointment. - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	8	184	192	16246	127702772	127719018	100.000
Assent	4	179	183	16122	127581609	127597731	99.905
Dissent	0	5	5	0	121163	121163	0.095
Total	*4	184	188	16122	127702772	127718894	100.000

Note: * 4 Ballots containing 124 votes were found invalid.

Thus, the Ordinary Resolution as contained in Item No. 3 is **passed with requisite majority**.

Item No. 4 - Ratification of appointment of statutory auditors M/s. Deloitte Haskins & Sells, Chartered Accountants, Ahmedabad (Firm Registration No. 117365W) and to fix their remuneration. - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	8	184	192	16246	127702772	127719018	100.000
Assent	4	184	188	16122	127702772	127718894	100.000
Dissent	0	0	0	0	0	0	0.000
Total	*4	184	188	16122	127702772	127718894	100.000

Note: * 4 Ballots containing 124 votes were found invalid.

Thus, the Ordinary Resolution as contained in Item No. 4 is **passed with requisite majority**.





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Item No. 5 - Appointment of Mr. Mofatraj P. Munot (DIN: 00046905) as an Executive Chairman of the Company for a period of 5 years beginning from April 1, 2017 to March 31, 2022. - **Special Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	8	184	192	16246	127702772	127719018	100.000
Assent	4	184	188	16122	127702772	127718894	100.000
Dissent	0	0	0	0	0	0	0.000
Total	*4	184	188	16122	127702772	127718894	100.000

Note: * 4 Ballots containing 124 votes were found invalid.

Thus, the Special Resolution as contained in Item No. 5 is **passed with requisite majority**.

Item No. 6 - Issue and allot Secured / Unsecured Redeemable Non-Convertible Debentures upto Rs. 100 Crores - **Special Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	8	184	192	16246	127702772	127719018	100.000
Assent	4	184	188	16122	127702772	127718894	100.000
Dissent	0	0	0	0	0	0	0.000
Total	*4	184	188	16122	127702772	127718894	100.000

Note: * 4 Ballots containing 124 votes were found invalid.

Thus, the Special Resolution as contained in Item No. 6 is **passed with requisite majority**.





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Item No. 7 - Ratifying remuneration of Cost Auditor for the FY 2017-18 - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	8	184	192	16246	127702772	127719018	100.000
Assent	4	184	188	16122	127702772	127718894	100.000
Dissent	0	0	0	0	0	0	0.000
Total	*4	184	188	16122	127702772	127718894	100.000

Note: *4 Ballots containing 124 votes were found invalid.

Thus, the Ordinary Resolution as contained in Item No. 7 is passed with requisite majority.

Item No. 8 – Appointment of Ms. Anjali Sheth (DIN: 05234352) as an Independent Director of the Company for a period of 3 years w.e.f. May 19, 2017 upto May 18, 2020- Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	8	184	192	16246	127702772	127719018	100.000
Assent	4	179	183	16122	127560330	127576452	99.888
Dissent	0	5	5	0	142442	142442	0.112
Total	*4	184	188	16122	127702772	127718894	100.000

Note: * 4 Ballots containing 124 votes were found invalid.

Thus, the Ordinary Resolution as contained in Item No. 8 is passed with requisite majority





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Item No. 9 - Appointment of Mr. Subodh Kumar Jain (DIN: 07085318) as a Director of the Company liable to retire by rotation- Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	8	184	192	16246	127702772	127719018	100.000
Assent	4	179	183	16122	127581609	127597731	99.905
Dissent	0	5	5	0	121163	121163	0.095
Total	*4	184	188	16122	127702772	127718894	100.000

Note: * 4 Ballots containing 124 votes were found invalid.

Thus, the Ordinary Resolution as contained in Item No. 8 is passed with requisite majority.

Urmil Ved
Practicing Company Secretary
FCS: 8094
C.P. No.: 2521

