

To,
The Chairman of the 35th Annual General Meeting
KALPATARU POWER TRANSMISSION LIMITED
Gandhinagar.

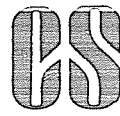
Sir,

Subject: Declaration of Consolidated Results of Remote E-voting and Physical voting through Ballot process in respect of resolutions placed in the notice of 35th Annual General Meeting of members of the Kalpataru Power Transmission Limited held on 12th August, 2016.

I, Urmit Ved, Practicing Company Secretary, has been appointed as the Scrutinizer of Kalpataru Power Transmission Limited ("the Company"), pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the remote e-voting and physical voting through ballot process at the 35th Annual General Meeting ("AGM") of the Company in a fair and transparent manner on the below mentioned resolutions, as mentioned in the Notice dated 28th May, 2016 of AGM of the Equity Shareholders of the Company, held on 12th day of August, 2016 at 4.30 p.m. at Kalpa-Vriksha Learning Centre, A - 1 & A - 2, GIDC Electronics Estate, Sector-25, Gandhinagar, Gujarat-382016.

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and physical voting through ballot process on the resolution contained in the aforesaid notice to the AGM of the members of the company. My responsibility as the scrutinizer is to ensure and scrutinize the voting done through remote e-voting and physical voting through ballot process in a fair and transparent manner and to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the remote e-voting system of Central Depository Services (India) Limited (CDSL) and of physical voting through ballot process.



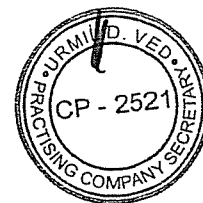


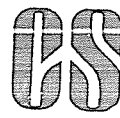
Following resolutions were carried out by the Company at the AGM;

- i. **Ordinary Resolution:** To consider and adopt (a) the Audited Financial Statement of the Company for the financial year ended March 31, 2016, the Reports of the Board of Directors and Auditors thereon and (b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2016.
- ii. **Ordinary Resolution:** To approve the interim dividend of Rs. 1.50 per equity share already paid during the year, for the year ended March 31, 2016.
- iii. **Ordinary Resolution:** Re-appointment of Ms. Anjali Seth (DIN: 05234352) as Director, who retires by rotation and being eligible offers herself for reappointment.
- iv. **Ordinary Resolution:** Ratification of appointment of statutory auditors M/s. Deloitte Haskins & Sells, Chartered Accountants, Ahmedabad (Firm Registration No. 117365W) and to fix their remuneration.
- v. **Ordinary Resolution:** Appointment of Mr. Imtiaz Kanga (DIN: 00136272) as a Director of the Company.
- vi. **Special Resolution:** Issue and allot Secured / Unsecured redeemable non-convertible debentures upto Rs. 300 Crores.
- vii. **Ordinary Resolution:** Ratifying remuneration of Cost Auditor for the FY 2016-17.

I hereby report as under;

1. 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), as on **5th August, 2016**, the Company completed dispatch of the Notice of the AGM:
 - A. by email to Members who had registered their email-ids with the Company on **19th July, 2016** and
 - B. by Courier to Members in physical form on or before **19th July, 2016**.
2. The Company has also placed the Notice of 35th AGM on the Website of the Company as well as website of E-voting agency i.e. CDSL.
3. The Company has given the newspaper advertisement for date and time of

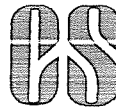




commencement and end of remote e-voting in;

- A. The Economic Times Ahmedabad Edition (Vernacular Language - Gujarati) on 20th July, 2016 and
 - B. The Economic Times, Ahmedabad Edition (English Language) on 20th July, 2016.
4. The Shareholders holding Shares as on the "Cut off" date, i.e 5th August, 2016 were entitled to vote through remote-evoting and voting at the AGM through Physical ballot process on the resolutions as mentioned in the Notice of AGM of the Company.
 5. In terms of the aforesaid Notice, remote e-voting was open for four days from **9.00 a.m. on Monday, 8th August, 2016 to 5.00 p.m. on Thursday, 11th August, 2016** and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolutions and a Special Resolution, on remote e-voting platform provided by Central Depository Services (India) Limited (CDSL).
 6. Further, at the venue of Annual General Meeting, the Company has provided the facility of voting at the meeting through physical ballot papers to those Shareholders who were present at the Meeting and had not voted through remote e-voting.
 7. 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 12th day of August, 2016 around 06:01 p.m. after the completion of voting at the Annual General Meeting, in the presence of two witnesses, namely, Ms. Juhi Chaturvedi and Mr. Ronak Dhruve, who are not in employment of the Company.
 8. The consolidated results of remote e-voting and physical ballot papers voting in respect of resolutions placed in the notice of 35th Annual General Meeting held on 12th August, 2016 is **annexed herewith**.





Urmil Ved (FCS)

PRACTISING COMPANY SECRETARY

410-412, 4th floor, Meghmalhar, Sector-11, Gandhinagar-382 011. Gujarat, INDIA. Ph: +91-79-23245727 E-mail : urmilved@hotmail.com

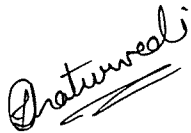
9. The Register, all other papers and relevant records relating to electronic voting and voting at the AGM through physical ballot process shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.
10. The result of the voting by members through remote e-voting and physical ballots at the AGM in respect of the above mentioned resolutions may accordingly be declared by the Chairman or any other Director as decided by the Board of Directors of the Company and who has also countersigned this report.

Place: Gandhinagar
Date: 12th August, 2016

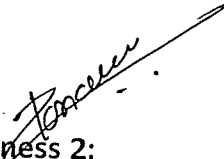

Urmil Ved

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




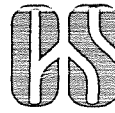


Witness 1:
Ms. Juhi Chaturvedi
2, Somanth Society,
B/h. Kothari Hospital,
Modasa Road, Dehgam,
Dist. Gandhinagar,
Gujarat - 382305


Witness 2:
Mr. Ronak Dhruve
Plot No. 1262/1,
Sector- 5A,
Gandhinagar,
Gujarat - 382007

Counter signed by
For Kalpataru Power Transmission Limited


Chairman / Director authorised by Chairman



KALPATARU POWER TRANSMISSION LIMITED

Detailed Consolidated Results of e-voting and Ballot Forms Voting

Annexure

Item No. 1 - To consider and adopt (a) the Audited Financial Statement of the Company for the financial year ended March 31, 2016, the Reports of the Board of Directors and Auditors thereon and (b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2016. - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	169	180	344	129315925	129316269	100.000
Assent	8	169	177	287	129315925	129316212	100.000
Dissent	0	0	0	0	0	0	0.000
Total	8	169	177	287	129315925	129316212	100.000

Note: 3 Ballots containing 57 votes were found invalid.

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

Item No. 2 - To approve the interim dividend of Rs. 1.50 per equity share already paid during the year, for the year ended March 31, 2016. - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	170	181	344	129325080	129325424	100.000
Assent	8	170	178	287	129325080	129325367	100.000
Dissent	0	0	0	0	0	0	0.000
Total	8	170	178	287	129325080	129325367	100.000

Note: 3 Ballots containing 57 votes were found invalid.

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

Item No. 3 - Re-appointment of Ms. Anjali Seth (DIN: 05234352) as Director, who retires by rotation and being eligible offers herself for reappointment. - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	170	181	344	129325080	129325424	100.000
Assent	8	167	175	287	129296274	129296561	99.978
Dissent	0	3	3	0	28806	28806	0.022
Total	8	170	178	287	129325080	129325367	100.000

Note: 3 Ballots containing 57 votes were found invalid.

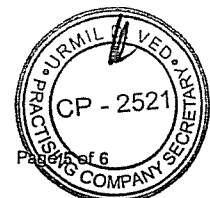
Thus, the Ordinary Resolution as contained in Item No. 3 is passed with requisite majority.

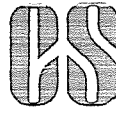
Item No. 4 - Ratification of appointment of statutory auditors M/s. Deloitte Haskins & Sells, Chartered Accountants, Ahmedabad (Firm Registration No. 117365W) and to fix their remuneration. - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	170	181	344	129325080	129325424	100.000
Assent	8	168	176	287	116441565	116441852	90.038
Dissent	0	2	2	0	12883515	12883515	9.962
Total	8	170	178	287	129325080	129325367	100.000

Note: 3 Ballots containing 57 votes were found invalid.

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





KALPATARU POWER TRANSMISSION LIMITED

Item No. 5 - Appointment of Mr. Imtiaz Kanga (DIN: 00136272) as a Director of the Company. - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	170	181	344	129325080	129325424	100.000
Assent	8	167	175	287	129296274	129296561	99.978
Dissent	0	3	3	0	28806	28806	0.022
Total	8	170	178	287	129325080	129325367	100.000

Note: 3 Ballots containing 57 votes were found invalid.

Thus, the Ordinary 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. 300 Crores. - Special Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	170	181	344	129325080	129325424	100.000
Assent	8	169	177	287	129324080	129324367	99.999
Dissent	0	1	1	0	1000	1000	0.001
Total	8	170	178	287	129325080	129325367	100.000

Note: 3 Ballots containing 57 votes were found invalid.

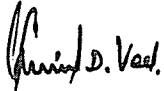
Thus, the Special Resolution as contained in Item No. 6 is passed with requisite majority.

Item No. 7 - Ratifying remuneration of Cost Auditor for the FY 2016-17. - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	170	181	344	129325080	129325424	100.000
Assent	8	169	177	287	129324080	129324367	99.999
Dissent	0	1	1	0	1000	1000	0.001
Total	8	170	178	287	129325080	129325367	100.000

Note: 3 Ballots containing 57 votes were found invalid.

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



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

