

**KALPA-TARU®****KALPATARU POWER TRANSMISSION LIMITED**

Factory & Registered Office :

Plot No. 101, Part-III, G.I.D.C. Estate, Sector-28,
Gandhinagar-382 028, Gujarat. India.

Tel. : +91 79 232 14000

Fax : +91 79 232 11951/52/66/71

E-mail : mktg@kalpatarupower.com

CIN : L40100GJ1981PLC004281

KPTL/20-21
May 20, 2020

BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers Dalal Street, Fort MUMBAI - 400 001. Script Code: 522287 Listing: http://listing.bseindia.com	National Stock Exchange of India Ltd. 'Exchange Plaza', C-1, Block 'G', Bandra-Kurla Complex Bandra (E) MUMBAI – 400 051. Script Code: KALPATPOWR Listing: https://www.connect2nse.com/LISTING/
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Sub.: Outcome of board meeting pursuant to provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Respected Sir(s),

In accordance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**LODR Regulations**") and other applicable provisions of law, and in continuation of our intimation dated May 16, 2020, we wish to inform you that the board of directors (the "**Board**") of Kalpataru Power Transmission Limited (the "**Company**") at its meeting held today, has *inter alia*:

- (1) approved the Audited Financial Results (Standalone and Consolidated) for the quarter and year ended 31st March, 2020 as recommended by the Audit Committee.
- (2) approved the proposal for issuance of secured / unsecured redeemable Non-Convertible Debentures upto Rs. 300 Crores by the Company in one or more tranches.
- (3) approved the buy-back by the Company of its equity shares of face value of Rs. 2/- (Rupees Two) each ("**Equity Shares**") from the open market through the stock exchange mechanism as prescribed under the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("**Buyback Regulations**") and the Companies Act, 2013, as amended ("**Companies Act**"), and other applicable rules law, at a maximum price of Rs. 275/- (Rupees Two Hundred and Seventy Five only) per Equity Share ("**Maximum Buyback Price**") payable in cash, for an aggregate maximum amount of up to Rs. 200,00,00,000/- (Rupees Two Hundred Crores Only), which excludes any expenses incurred or to be incurred such as filing fees payable to the Securities and Exchange Board of India, advisors' fees, stock exchange fee for usage of their platform for Buyback, brokerage, applicable taxes such as

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buyback tax, securities transaction tax, and Goods and Services Tax, stamp duty, public announcement publication expenses, and other incidental and related expenses ("**Transaction Costs**") ("**Maximum Buyback Size**"), which represents 5.80% and 6.11% of the total paid-up Equity Share capital and free reserves (including securities premium account) as per the audited standalone financial statements and audited consolidated financial statements, respectively of the Company for the financial year ended March 31, 2020, from the equity shareholders of the Company, except promoter(s), members of the promoter group and persons in control of the Company ("**Buyback**"), which is within the maximum amount allowed under the board approval route under the Companies Act and the Buyback Regulations, and unless otherwise permitted under applicable law, the Company shall utilize at least 50% of the Maximum Buyback Size.

At the Maximum Buyback Price and for the Maximum Buyback Size, the indicative maximum number of Equity Shares to be bought back would be about 72,72,727 Equity Shares ("**Maximum Buyback Shares**") which is about 4.70% of the total number of paid-up Equity Shares of the Company as at March 31, 2020. If the Equity Shares are bought back at a price below the Maximum Buyback Price, the actual number of Equity Shares bought back could exceed the indicative Maximum Buyback Shares (assuming full deployment of Maximum Buyback Size) but will always be subject to the Maximum Buyback Size and will also be not more than 25% of the paid-up Equity Share capital of the Company as at March 31, 2020.

The Board also approved the formation of a buyback committee ("**Buyback Committee**") and delegated its powers to the Buyback Committee to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper in connection with the Buyback.

The pre and post Buy-back shareholding pattern of the Company as on May 15, 2020, is enclosed hereto as **Annexure- A**.

The above information will also be made available on the website of the Company, www.kalpatarupower.com.

The public announcement setting out the process, timelines and other requisite details will be released in due course in accordance with the Buyback Regulations.

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Pursuant to the provisions of the LODR Regulations, we enclose the following:

- i) Statement of the Audited Financial Results (Standalone and Consolidated) for the quarter and year ended 31st March, 2020 in the prescribed format.
- ii) Auditors' Reports with **unmodified** opinion on the Audited Financial Results – Standalone and Consolidated

Pursuant to Regulation 33(3)(d) and 52(3)(a) of the LODR Regulations as amended from time to time, we declare that M/s. B S R & Co. LLP, Chartered Accountants, Statutory Auditors of the Company have issued audit reports with unmodified opinion.

Certificate of the Debenture Trustee in accordance with Regulation 52 (4) & 52 (5) of the LODR Regulations is being sent shortly.

The meeting of Board of Directors commenced at 4:50 p.m. and concluded at 7:00 p.m.

We request you to take the same on record.

Thanking you,
Yours faithfully,
For **Kalpataru Power Transmission Limited**


Rajeev Kumar
Company Secretary

Encl.: a/a

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Annexure A
Shareholding pattern of the Company as on May 15, 2020*

Category of Shareholder	Pre Buy-back		Post Buy-back	
	Number of equity share held	% to the existing equity share capital	Number of equity share held	% to the existing equity share capital
A) Promoter and Promoter Group	84,114,663	54.37%	84,114,663	57.05%
B) Public Shareholder				
Institutions			633,280,280 (42.95%)	
Mutual Funds	35,713,513	23.08%		
Foreign Portfolio Investor	11,254,685	7.27%		
Financial Institutions / Banks	60,834	0.04%		
Insurance Companies	7,577,474	4.90%		
Alternate Investment Funds	537,534	0.35%		
Non-Institutions				
IEPF	109,606	0.07%		
Foreign Companies	1,254,900	0.81%		
Individuals	10,165,395	6.57%		
Trusts / HUF	370,253	0.24%		
NRIs	1,637,396	1.06%		
Clearing Members	272,976	0.18%		
Bodies Corporate	1,646,241	1.06%		
C) Non Promoter – Non Public	-	-	-	-
TOTAL	154,715,470	100%	147,442,743	100%

* Assuming the full utilisation of the Buy-back Size at the Maximum Buy-back Price. However, the post Buy-back, issued, subscribed and paid-up share capital may differ depending upon the actual number of Equity Shares bought back.

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