



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/21-22
March 28, 2022

BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers Dalal Street, Fort MUMBAI - 400 001. <u>Script Code: 522287</u>	National Stock Exchange of India Ltd. 'Exchange Plaza', C-1, Block 'G', Bandra-Kurla Complex Bandra (E) MUMBAI - 400 051. <u>Script Code: KALPATPOWR</u>
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Sub: Outcome of the Postal Ballot voting results of the Company under Regulation 44(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir(s),

This is in reference to our letter dated 22nd February, 2022 regarding submission of Postal Ballot Notice read with our letter dated 23rd March, 2022, we are pleased to enclose herewith as **Annexure A**, details of voting results of the business transacted through Postal Ballot pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, the Report of the Scrutinizer is also enclosed herewith as **Annexure B**.

The resolution passed through Postal Ballot was passed with requisite majority.

You are requested to take the same on records.

Thanking you,

Yours faithfully,
For Kalpataru Power Transmission Limited

Rajeev Kumar
Company Secretary



Encl. a/a

ISO 9001 CERTIFIED COMPANY

Corporate Office : 81, Kalpataru Synergy, Opp. Grand Hyatt, Santacruz (E), Mumbai-400 055. India.

Tel. : +91 22 3064 2100 ■ Fax : +91 22 3064 2500 ■ www.kalpatarupower.com

ANNEXURE-A

Kalpataru Power Transmission Limited

Resolution Required : (Ordinary)		1 - To appoint Dr. Shailendra Raj Mehta (DIN: 02132246) as an Independent Director of the Company for a period of 5 years commencing from 3rd August, 2021							
Whether promoter/ promoter group are interested in the agenda/resolution?		NO							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
Promoter and Promoter Group	E-Voting	76805863	73669083	95.9160	73669083	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		73669083	95.9160	73669083	0	100.0000	0.0000	0
Public Institutions	E-Voting	60795632	54179777	89.1179	39768361	14411416	73.4007	26.5993	1200713
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		54179777	89.1179	39768361	14411416	73.4007	26.5993	1200713
Public Non Institutions	E-Voting	11307713	26449	0.2339	23721	2728	89.6858	10.3142	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		26449	0.2339	23721	2728	89.6858	10.3142	0
Total		148909208	127875309	85.8747	113461165	14414144	88.7280	11.2720	1200713

Kalpataru Power Transmission Limited

Resolution Required : (Special)			2 - To appoint Mr. Mofatraj P. Munot (DIN: 00046905) as a Non-Executive Director of the Company w.e.f 1st April, 2022						
Whether promoter/ promoter group are interested in the agenda/resolution?			YES						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	76805863	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Institutions	E-Voting	60795632	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	11307713	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Total		148909208	0	0.0000	0	0	0.0000	0.0000	0

Note: Mr. Mofatraj P. Munot vide letter dated 22nd March, 2022 has informed the Company that he was not inclined to be appointed as a Non-Executive Director of the Company for an indefinite period and consequently, has withdrawn his consent to be appointed on such terms. Consequently, the resolution proposed at item no. 2 of the postal ballot notice dated 11th February, 2022 stands infructuous. Hence, the result of remote e-voting for the same has not been provided.



Scrutinizer's Report

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairman
Kalpataru Power Transmission Limited
Plot 101, Part - III,
GIDC Estate, Sector - 28,
Gandhinagar,
Gujarat- 382028.

Scrutinizer's Report on postal ballot voting by way of remote voting by electronic means in respect of passing of the resolutions set-out in the notice dated 11th February, 2022 through Postal Ballot

Dear Sir,

I, Urnil Ved, Company Secretary in Practice have been appointed as Scrutinizer by the Board of Directors of Kalpataru Power Transmission Limited ("the Company") for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process ("e-voting") in a fair and transparent manner on the resolutions contained in the postal ballot notice dated 11th February, 2022 ("Notice") issued in accordance with General Circular Nos. 14/2020 dated 8th April, 2020 and 17/2020 dated 13th April, 2020 read with other relevant circulars including 20/2021 dated 8th December, 2021, issued by Ministry of Corporate Affairs (MCA), Government of India (hereinafter referred to as "MCA Circulars").

The said appointment as Scrutinizer is under the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize the process of e-voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

The Company has availed services of Central Depository Services (India) Limited ("CDSL") as the Service Provider for the purpose of extending the facility of remote e-voting to the members of the Company.

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolutions contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by CDSL, the Service Provider.

The Notice dated 11th February, 2022 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent through electronic mode to those Members whose e-mail addresses were registered with the Company/Depositories.

The Members of the Company as on the "cut-off" date as set out in the Notice i.e. Wednesday, 16th February, 2022 were entitled to vote on the resolutions set out in the Notice.





The remote e-voting period remained open from Thursday, 24th February, 2022 at 9:00 a.m. (IST) to Friday, 25th March, 2022 at 5:00 p.m. (IST).

The votes cast during the remote e-voting were unblocked on Friday, 25th March, 2022 after the conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses, Ms. Dharmistha Kabra and Mr. Rohan Dhruve, who are not in the employment of the Company and/ or CDSL. They have signed below in confirmation of the same.

Ms. Dharmistha Kabra

Mr. Rohan Dhruve

Thereafter, the details containing, inter alia, the list of Members who voted "in favour" or "against" on the resolutions were generated from the remote e-voting website of CDSL, i.e., <https://www.evotingindia.com>. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

I submit herewith the Scrutinizer's Report on the results of the remote e-voting for postal ballot, based on the report generated by CDSL, scrutinized on test-check basis, and relied upon by me as under:

Resolution 1: Ordinary Resolution

To appoint Dr. Shailendra Raj Mehta (DIN: 02132246) as an Independent Director of the Company for a period of 5 years commencing from 3rd August, 2021.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them (Shares)	% of total number of valid votes cast
338	11,34,61,165	88.73%

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them (Shares)	% of total number of valid votes cast
37	1,44,14,144	11.27%

(iii) Invalid Votes:

Number of members Whose votes were declared invalid	Number of invalid votes cast by them (Shares)
2	12,00,713

Aforesaid resolution contained in the Notice is passed with requisite majority by the Members of the Company as specified under the Companies Act, 2013.





Urmil Ved FCS
PRACTICING COMPANY SECRETARY

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

Resolution 2: Special Resolution

To appoint Mr. Mofatraj P. Munot (DIN: 00046905) as a Non-Executive Director of the Company w.e.f. 1st April, 2022.

Mr. Mofatraj P. Munot vide letter dated 22nd March, 2022 has informed the Company that he was not inclined to be appointed as a Non-Executive Director of the Company for an indefinite period and consequently, has withdrawn his consent to be appointed on such terms. Consequently, the resolution proposed at item no. 2 of the postal ballot notice dated 11th February, 2022 stands infructuous. Hence, the result of remote e-voting for the same has not been provided in the report.

The electronic data and all other relevant records relating to remote e-voting are under my safe custody, and will be handed over to the Company Secretary and Compliance Officer, for preserving safely after the Chairman considers, approves and signs the minutes of the Postal Ballot.

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) placing on website of CDSL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking You,

Urmil D. Ved.

Urmil Ved
Practicing Company Secretary
FCS: 8094, COP: 2521



ICSI UDIN: F008094C003144029
ICSI Unique Code: I1996GJ080100
Peer Review Certificate No.: 597/2019
26th March 2022 | Gandhinagar

Countersigned by:
For Kalpataru Power Transmission Limited

Rajeev Kumar
Rajeev Kumar
Company Secretary & Compliance Officer