

The Secretary, M/s.Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Tower Dalal Street MUMBAI - 400 001 Ref: KEL/SEC/SE-M/2022-23. Dated: 26th September, 2022

Dear Sir,

Sub : Keltech Energies Ltd., Bengaluru – 45th Annual General Scrutinisor's Report.

Please find enclosed herewith the copy of 45th Annual General Meeting's Scrutinisor's Report dated 24th September, 2022 issued by Shri Swaroop Suryanarayana, Practising Company Secretary, Bangaluru, for your reference and records.

Please acknowledge receipt.

Thanking you,

Yours faithfully, For KELTECH ENERGIES LTD.

SHALU TIBRA COMPANY SECRETARY

Encl: A/A.

SWAROOP SURI AND ASSOCIATES

PRACTISING COMPANY SECRETARIES

SCRUTINIZER'S REPORT

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman, 45th Annual General Meeting of the Equity Shareholders of KELTECH ENERGIES LIMITED held on 23rd September 2022, ay 11.00 A.M. IST through Video Conferencing (VC) /Other Audio Visual Means (OAVM).

Dear Sir,

- I, Swaroop S, of Swaroop Suri and Associates, Practising Company Secretaries, have been appointed as Scrutinizer of KELTECH ENERGIES LIMITED ("the Company"), for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out pursuant to section 108 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, (Amendment Rules, 2015) on the below mentioned resolutions proposed at the 45th Annual General Meeting of the Equity Shareholders of the Company held on 23rd September 2022, ay 11.00 A.M. IST, through VC/OAVM, submit my report as under:
- 1. The Company is responsible for the compliance set out in the Companies Act. 2013 and relevant Rules made thereunder with respect to the voting through electronic means (remote e-voting) and electronic voting (e-voting) at the Annual General Meeting.
- 2. My responsibility as Scrutinizer for both remote e-voting and e-voting at AGM is to ensure the voting process is conducted in a fair and transparent manner and to report the voting outcome to the Chairman of the meeting.
- 3. The e-voting facility was made available to shareholders from 9:00 AM of 20th September, 2022 to 05:00 PM of 22nd September, 2022 by NSDL.
- 4. The shareholders holding shares as on "cut off" date, i.e., 16th September 2022 were entitled to vote for the proposed Seven (7) resolutions (item 1 to 7 as set out in the Notice).
- 5. The Shareholders have exercised their remote e-voting during the above mentioned period and those who didn't opt for remote e-voting, cast their votes at e-voting at AGM, immediately after the Chairman called for the voting.
- 6. The votes cast through both remote e-voting and e-voting at AGM were unblocked at 11:30 A.M. on 23rd September, 2022, in the presence of two witnesses who are not in employment of the Company.

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- 7. Further, all the e-voting data containing the list of shareholders, their votes casted "for" or "against" the resolutions were downloaded from portal of National Securities Depository Limited (www.evoting.nsdl.com). NSDL also provided the Report under Regulation 44.
- 8. The remote e-voting and e-voting at Annual General Meeting results were scrutinized, reviewed and results were prepared.
- 9. The result of the e-voting is as under:

a. Resolution 1

To receive, consider and adopt the audited Balance Sheet of the Company as at 31st March, 2022 and the Statement of Profit and Loss for the year ended on that date together with the Reports of the Directors and Auditors there on.

i. Voted in favour of the resolution:

Number of Members voted through electronic voting system provided by NSDL Portal		% of total number of valid votes cast
28	551266	99.99%

ii. Voted against the resolution:

Number of Members voted through electronic voting system provided by NSDL Portal	favour of the resolution	valid votes cast
2	49	0.01%

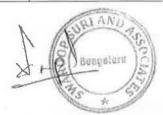
iii.Invalid Votes: Nil

b. Resolution 2

To declare Dividend for the year ended 31st March, 2022.

i. Voted in favour of the resolution:

Number of Members voted through electronic voting system provided by NSDL Portal		% of total number of valid votes cast
28	551266	99.99%



ii. Voted against the resolution:

Number of Members voted through electronic voting system provided by NSDL Portal		% of total number of valid votes cast
2	49	0.01%

iii. Invalid Votes: Nil

c. Resolution 3

To appoint Auditors of the Company to hold office from the conclusion of this Annual General Meetings

"RESOLVED that pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s.CNK & Associates LLP, Chartered Accountants, (FRN 101961W/W-100036), No.501-502, Narain Chambers, M.G.Road, Vile Parle (East), Mumbai-400057 be and is hereby appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting ("AGM") till the conclusion of the Fiftieth Annual General Meeting scheduled to be held during the year 2027, at such remuneration, as may be mutually agreed between the Board of Directors of the Company and the Auditors."

i. Voted in favour of the resolution:

28	551266	99.99%
Number of Members voted through electronic voting system provided by NSDL Portal	favour of the resolution	valid votes cast

ii. Voted against the resolution:

Number of Members voted through electronic voting system provided by NSDL Portal		% of total number of valid votes cast
2	49	0.01%

iii. Invalid Votes: Nil





d. Resolution 4

Appointment of Shri Vijay V. Chowgule (DIN: 00018903) as Non-Executive, Non-Independent Director of the Company. [Special Business- Special Resolution]

"RESOLVED THAT pursuant to section 149 and 152 of the Companies Act, 2013 read with Regulation 17(1A) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, Shri Vijay V. Chowgule, (DIN: 00018903) with his vast experience and valuable contribution to the Company, who held the office up to this date of this Annual General Meeting (AGM), shall continue to hold office up to the Forty-Sixth Annual General Meeting and his appointment shall be subject to Special Resolution passed at every AGM, and in respect of whom the Company has received a notice in writing from a member of the Company pursuant to provisions of Section 160(1) of the Act, along with a deposit of Rs.1,00,000/- proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive, Non-Independent Director of the Company"

i. Voted in favour of the resolution:

Number of Members voted through electronic voting system provided by NSDL Portal	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
28	551266	99.99%

ii. Voted against the resolution:

Number of Members voted through electronic voting system provided by NSDL Portal		in % of total number of valid votes cast
2	49	0.01%

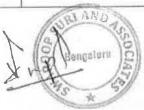
iii Invalid Votes: Nil

e. Resolution 5

Appointment of Shri Ramesh L. Chowgule (DIN: 00018910) as Non-Executive, Non-Independent Director of the Company. [Special Business- Special Resolution]

i. Voted in favour of the resolution:

Number of Members voted through electronic voting system provided by NSDL Portal		% of total number of valid votes cast
28	551266	99.99%





ii. Voted against the resolution:

Number of Members voted through electronic voting system provided by NSDL Portal		% of total number of valid votes cast
2	49	0.01%

iii. Invalid Votes: Nil

f. Resolution 6

To approve the appointment of the Cost Auditor and to fix his remuneration for the financial year 2022-23.

"RESOLVED THAT pursuant to Section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) Shri Vikas Vinayak Deodhar, Practising Cost Accountant, Membership No.3813, appointed by the Board of Directors of the Company as Cost Auditor to conduct the audit of the cost records for the financial year 2022-23 at its meeting held on 30th May, 2022, and the said appointment be and is hereby ratified and shall be paid a remuneration of Rs.60,000/- (Rupees Sixty Thousand only).

i. Voted in favour of the resolution:

Number of Members voted through electronic voting system provided by NSDL Portal	favour of the resolution	% of total number of valid votes cast
28	551266	99.99%

ii. Voted against the resolution:

Number of Members voted through electronic voting system provided by NSDL Portal	favour of the resolution	% of total number of valid votes cast
2	49	0.01%

iii.Invalid Votes: Nil





g. Resolution 7

To Approve the limits to borrow funds for the Company in supersession of the resolution passed at the 36th AGM of the Company held on 8TH July, 2013 and Articles of Association of the Company. [Special Business- Special Resolution]

"RESOLVED THAT in supersession of the resolution passed at the Thirty-sixth Annual General Meeting of the Company held on 8th July, 2013, and pursuant to clause (c) of Section 180 and all other applicable provisions, if any, of the Companies Act, 2013, and Articles of Association of the Company, consent of the Company be and is hereby accorded to the Board of Directors of the Company for borrowing, from time to time, as it may consider fit any sum or sums of money, which together with money already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) exceed the aggregate of the paid-up share capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose. Provided that the total amount of money so borrowed by the Company shall not at any time exceed Rupees Two Hundred Crores."

i. Voted in favour of the resolution:

Number of Members voted through electronic voting system provided by NSDL Portal		% of total number of valid votes cast
28	551266	99.99%

ii. Voted against the resolution:

Number of Members voted through electronic voting system provided by NSDL Portal		% of total number of valid votes cast
2	49	0.01%

iii.Invalid Votes: Nil





10. The registers, documents and other relevant records held in electronic form relating to the e-voting shall remain in my custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and the same were sealed and handed over to the Compliance Officer authorized by the Board for safe keeping.

Thanking you, Yours faithfully,

Place: Bengaluru Dated: 24.09.2022

UDIN: F008977D001034463



Swaroop Suryanarayana FCS: 8997, C P. NO. 9997 Swaroop Suri and Associates Practising Company Secretary Consolidated Report of remote e-voting and e-voting at Annual General Meeting.

Name of the Company	KELTECH ENERGIES LIMITED
Date of AGM and Time	September 23, 2022 11.00 A.M. IST
Mode of Annual General Meetings	VC/OAVM
Total Number of Shareholders on record date	3882
No. of shareholders present in the meeting either in person or through proxy (PHY BALLOT): Promoters & Promoter Group	Not Applicable
Public No. of shareholders attended the meeting through VC & OAVM	
Promoters & Promoter Group	4
Public	100

Segi	ialtion Required (Regualtion Required (Ordinary/Special)	_				ORDINARY			
Whe	Whether Promoter/Promoter Group are interested in the Resolution/Resolution?	moter Group are	interested in the				ON			
9	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 % of votes on votes polled against on polled	% of votes against on votes polled	Invalid Votes
			(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(5)*100	(8)
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	Promoter Group Poll	Poll			%00.0		ð	800.0	0.00%	
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		Total	5,43,263	5,43,263	100.00%	5,43,263		100.00%		
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		Poll		7			*			
		Postal Ballot (if applicable)		*		α.	*			
		Total			3.4	0	0			
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		applicable)								
	and the state of	Total	4,56,737	8,052	1.76%	8,003	49	99.39%	0,61	
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Regu	laltion Required (Regualtion Required (Ordinary/Special)		Regualtion Required (Ordinary/Special)			ORDINARY			
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			(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	(8)
-	Promoter and	E-Voting		5,43,263	100.00%	5,43,263	*	100.00%	0.00%	
	Promoter Group Poll	Poll	E 42 363		00.00%	٠	•	0.00%	60.00%	
		Postal Ballot (if	1,45,203	v	0,00%	Ú	*)	%00.0	%00°0	
		Total	5,43,263	5,43,263	100.00%	5,43,263	•	100.00%	800.0	
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		Poll	- 2				•			
		Postal Ballot (if applicable)		126		V	•			
		Total		*		*	100			
m	Public - Non	E-Voting		8,052	1.76%	8,003	49	99.39%	6 0.61	11
	Instutions	Poll	757 727	3	0.00%	+	4	800.0	00.00	
		Postal Ballot (if		*	0.00%		(8)	%00°0	% 00.00	
		Total	4,56,737	8,052	1.76%	8,003	49	99.39%	6 0.61	
	Total		10,00,000	5.51,315	55.13%	5,51,266	49	866.66	8,013	or .



teso	Resolution No 3: To appoint Auditors of the Company to hold of	appoint Auditors (or the Company IC	noid office from	nce Irom the conclusion of this Annual General Meetings,	מונים שווחשו כוווים	iel al meetiligs,			
Regu	Regualtion Required (Ordinary/Special)	Ordinary/Special					Ordinary			
Whe seso	Whether Promoter/Promoter Group are interested in the Resolution/Resolution?	omoter Group are	interested in the				No			
9	No. Category	Mode of Voting	No. of shares	No. of votes	10	No. of Votes	No. of votes	% of Votes in favour % of votes	% of votes	Invalid
			held	polled	on outstanding shares	in favour	against	on vates polled	against on votes polled	Votes
			(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	(8)
-	Promoter and	E-Voting		5,43,263	100.00%	5,43,263	*	100.00%	%00.0	ĺ
	Promoter Group Poll	Poll	5 47 763		0.00%	X+		%00'0	©0.00	
		Postal Ballot (if	202,250							
		applicable)		34	0.00%		*	0.00%	0.00%	
		Total	5,43,263	5,43,263	100.00%	5,43.263	*	100.00%	第00.0	
7	Public Instutions E-Voting	E-Voting			(#		y -	•	*	
		Poll				(e				
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		applicable)								
		Total	(*	٧	•	•			*	
~	Public · Non	E-Voting		8,052	1.76%	8,003	49	862'66	0.61	
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		applicable)		9	800.0	4	//•	0.00%	0.00%	
		Total	4,56,737	8,052	1.76%	8.003	49	99.39%	0.61%	
	Total		10.00.000	4.51.315	55.13%	5 51 766	49	%66 66	n 01%	



200	MUTION NO 4: App	Resolution No 4: Appointment of Snr Vijay V. Chowguie (DIN: UUD 18903) as Non-Executive, Non-Independent Director of the Company	vijay v. Cilowguie	(בטוטי טטט וטיט)	as Mon-Executive,	anii-iiiqebeiiqu	בונו חוו ברנמו מו	the company		
legu	saltion Required (Regualtion Required (Ordinary/Special)					Special			
Whel	Whether Promoter/Pro Resolution/Resolution?	Whether Promoter/Promoter Group are interested in the Resolution/Resolution?	interested in the				Yes			
0.	No. Category	Made of Vating	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 % of votes on votes polled against on polled	% of votes against on votes polled	Invalid Votes
			(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(5)*100	(8)
-	Promoter and	E-Voting		5,43,263	100.00%	5,43,263	•	100.00%	%00°0	٠
	Promoter Group Poll	Potl	E 42 262		0.00%	•	Ŷ.	0.00%	0.00%	5
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		Total	*()	*70	200					
m	Public - Non	E-Voting		8,052	1.76%	8,003	49	866.99%	6 0.61%	
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		Postal Ballot (if	2,00%	*	3000		4	%00°0	0.00%	
		Total	4.56.737	8,052	1.76%	8,003	49	6		
	Total		000 00 01	E 54 245	55 13%	5 51 266	OF	800 00	510.0	



Š	outrion No 5: Appo	intment of shirting	kesolution no 3: Appointment of and kamesh L. Chowgule (DIN: UVD18910) as Non-Executive, Non-Independent Director of the Company	(DIR : 00010910)	as Non-Executive,	Non-Independen	it Director of th	ne company		
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Whe	Whether Promoter/Promoter Group are interested in the	omoter Group are	interested in the				Yes			
Resc	Resolution/Resolution?	0:								
9	No. Category	Mode of Voting	No. of shares	No. of votes	% of Votes polled No. of Votes	No. of Votes	No. of votes	% of Votes in favour % of votes	% of votes	Invalid
			held	polled	on outstanding	in favour	against	on votes polled	against on votes	Votes
			(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(5)*100	(8)
-	Promoter and	E-Voting		5,43,263	100.00%	5,43,263		100.00%	0.00%	
	Promoter Group Poll	Poll	E 43 263		0.00%	4	:•	%00.0	0.00%	
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		Total	5,43,263	5,43,263	100.00%	5,43,263		100.00%	0.00%	*
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		Total		*			*			
~	Public - Non	E-Voting		8,052	1.76%	8,003	49	99.39	0.61%	£3
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		Total	4,56,737	8,052	1.76%	8,003	49	99.39%	0.61%	6
	Total		10.00.000	5.51.315	55.13%	5.51.266	49	866.66	0.01%	



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Public Instutions E-Voting Roting			Total	5,43,263	5,43,263	100.00%			100,00%		
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Postal Ballot (if applicable) Total Postal Ballot (if applicable) Total applicable Total applicabl	-		Poll		8		*	×			
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Postal Ballot (if applicable) 4,56,737 8,052 1.76% 8,003 49 99,39% Total 10,00,000 5,51,315 55,13% 5,51,266 49 99,99%	_	Instutions	Poll	754 737		0.00%		TO A SE	0.00%		F
applicable) 0.00% 0.00% Total 4,56,737 8,052 1.76% 8,003 49 99.39% Total 10,00,000 5,51,315 55.13% 5,51,266 49 99.99%			Postal Ballot (if	, c, oc, 5							
Total 4,56,737 8,052 1.76% 8,003 49 99.39% 99.003 10,00,000 5,51,315 55.13% 5,51,266 49 99.99%	_		applicable		(4)	0.00%	100	9	0.00%		
10,00,000 5,51,315 55.13% 5,51,266 49 99.99%	_		Total	4,56,737	8,052	1.76%		49	99.39%		
	_	Total		10,00,000	5,51,315	55.13%		49	%66'66		



Articles of Association of the company,				The second secon	The second secon					
Reg	Regualtion Required (Ordinary/Special)	Ordinary/Special)					Special			
Whe	Whether Promoter/Promoter Group are interested in the	moter Group are	interested in the				No			
S.	No. Category	Mode of Voting	No. of shares	No. of votes	% Votes polled No. of Votes	No. of Votes	No. of votes	% of Votes in favour % of votes	% of votes	Invalid
)		held	polled	on outstanding	in favour	against	on votes polled	against on votes polled	Votes
			(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(5)*100	(8)
	Promoter and	E-Voting		5.43,263	100.00%	5,43,263		100.00%	0.00%	
	Promoter Group Poll	Poll		1.4	800.0		·	%00°0	0.00%	3.1
		Postal Ballot (if	5,43,263		0.00%		*	800.0	0.00%	
		Total	5,43,263	5,43,263	100.00%	5,43,263	*	100.00%	3000%	¥
7	Public Instutions E-Voting	E-Voting				4	*		111	
	-	Poll		18.						
		Postal Ballot (if	•	,	6	A	¥			
		Total		•00		141	(4)			9.
~	Public . Non	F.Voting		8,052	1.76%	8,003	49	99.39%	0,618	
1	Instutions	Poll	1000		%00.0		(*	0.00%	0.00%	
		Postal Ballot (if	4,26,737		%00°0		G.	8000	0.00%	
		Total	4.56.737	8,052		8,003	49	100	0.61%	
1						1 1 1 1 1	-	100	278 6	

