



KALPATARU PROJECTS INTERNATIONAL LIMITED  
(Formerly Kalpataru Power Transmission Limited)

**KPIL/24-25**  
**20<sup>th</sup> May, 2024**

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

Dear Sir(s),

This is in reference to our letter dated 16<sup>th</sup> April, 2024 regarding submission of Postal Ballot Notice dated 08<sup>th</sup> April, 2024. 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 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

The resolutions proposed through Postal Ballot were passed with requisite majority.

You are requested to take the same on records.

Thanking you,

Yours faithfully,  
For **Kalpataru Projects International Limited**

**Shweta Girotra**  
**Company Secretary**

Encl. a/a



KALPATARU PROJECTS INTERNATIONAL LIMITED  
(Formerly Kalpataru Power Transmission Limited)

**ANNEXURE A**

**DETAILS OF VOTING RESULTS**

<b>Date of AGM/EGM</b>	Not Applicable  (Resolutions passed through Postal Ballot on 17 <sup>th</sup> May, 2024)
<b>Total number of shareholders on record date</b>	81,172 (As on Cut-off date i.e. 05 <sup>th</sup> April, 2024)
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
(a) Promoters and Promoters Group	Not Applicable
(b) Public	Not Applicable
<b>No. of Shareholders attended the meeting through video conferencing</b>	
(a) Promoters and Promoters Group	Not Applicable
(b) Public	Not Applicable

## Kalpataru Projects International Limited

Resolution Required :Special			1 - Appointment of Mr. Dhananjay Mungale (DIN: 00007563) as an Independent Director of the Company for a period of 5 years commencing from 01st April, 2024						
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	65934454	65920594	99.9790	65920594	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
	<b>Total</b>		<b>65920594</b>	<b>99.9790</b>	<b>65920594</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	84053172	78728176	93.6647	56081271	22646905	71.2341	28.7659	2596
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>78728176</b>	<b>93.6647</b>	<b>56081271</b>	<b>22646905</b>	<b>71.2341</b>	<b>28.7659</b>	<b>2596</b>
Public Non Institutions	E-Voting	12458526	447711	3.5936	446048	1663	99.6286	0.3714	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>447711</b>	<b>3.5936</b>	<b>446048</b>	<b>1663</b>	<b>99.6286</b>	<b>0.3714</b>	<b>0</b>
<b>Total</b>		<b>162446152</b>	<b>145096481</b>	<b>89.3197</b>	<b>122447913</b>	<b>22648568</b>	<b>84.3907</b>	<b>15.6093</b>	<b>2596</b>

## Kalpataru Projects International Limited

Resolution Required :Special			2 - Appointment of Mr. Bimal Tanna (DIN: 06767157) as an Independent Director of the Company for a period of 5 years commencing from 01st April, 2024						
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	65934454	65920594	99.9790	65920594	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
	<b>Total</b>		<b>65920594</b>	<b>99.9790</b>	<b>65920594</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	84053172	78728176	93.6647	78724694	3482	99.9956	0.0044	2596
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>78728176</b>	<b>93.6647</b>	<b>78724694</b>	<b>3482</b>	<b>99.9956</b>	<b>0.0044</b>	<b>2596</b>
Public Non Institutions	E-Voting	12458526	447706	3.5936	446091	1615	99.6393	0.3607	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>447706</b>	<b>3.5936</b>	<b>446091</b>	<b>1615</b>	<b>99.6393</b>	<b>0.3607</b>	<b>0</b>
<b>Total</b>		<b>162446152</b>	<b>145096476</b>	<b>89.3197</b>	<b>145091379</b>	<b>5097</b>	<b>99.9965</b>	<b>0.0035</b>	<b>2596</b>

**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 Projects International 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 8<sup>th</sup> April, 2024**

Dear Sir,

I, Urmil Ved, Company Secretary in Practice have been appointed as Scrutinizer by the Board of Directors of Kalpataru Projects International Limited (formerly known as 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 8<sup>th</sup> April, 2024 ("Notice") issued in accordance with General Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020 and 17/2020 dated 13<sup>th</sup> April, 2020 read with other relevant circulars including 11/2022 dated 28<sup>th</sup> December, 2022 and 09/2023 dated 25<sup>th</sup> September, 2023, 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 8<sup>th</sup> April, 2024 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. Friday, 5<sup>th</sup> April, 2024 were entitled to vote on the resolutions set out in the Notice.





The remote e-voting period remained open from Thursday, 18<sup>th</sup> April, 2024 at 9:00 a.m. (IST) to Friday, 17<sup>th</sup> May, 2024 at 5:00 p.m. (IST).

The votes cast during the remote e-voting were unblocked on Friday, 17<sup>th</sup> May, 2024 after the conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses, who are not in the employment of the Company and/or CDSL.

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 duly scrutinized.

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 and relied upon by me as under:

**Resolution 1: Special Resolution**

**To appoint Mr. Dhananjay Mungale (DIN: 00007563) as an Independent Director of the Company for a period of 5 years commencing from 01<sup>st</sup> April, 2024.**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them (Equity Shares)	% of total number of valid votes cast
517	12,24,47,913	84.39

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them (Equity Shares)	% of total number of valid votes cast
64	2,26,48,568	15.61

(iii) Invalid Votes:

Number of members Whose votes were declared invalid	Number of invalid votes cast by them (Equity Shares)
1	2596

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





**Resolution 2: Special Resolution**

To appoint Mr. Bimal Tanna (DIN: 06767157) as an Independent Director of the Company for a period of 5 years commencing from 01<sup>st</sup> April, 2024.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them (Equity Shares)	% of total number of valid votes cast
565	14,50,91,379	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them (Equity Shares)	% of total number of valid votes cast
10	5097	0.00

(iii) Invalid Votes:

Number of members Whose votes were declared invalid	Number of invalid votes cast by them (Equity Shares)
1	2596

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

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 Chairman/Person authorized by him, 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 Ved  
Practising Company Secretary  
FCS:8094, COP: 2521



ICSI UDIN: F008094F000397197  
ICSI Unique Code: I1996GJ080100  
Peer Review Certificate No.: 597/2019  
18<sup>th</sup> May, 2024 | Gandhinagar

The following were the witness to the unblocking of the votes on 17<sup>th</sup> May, 2024.

Mr. Kiran Rathod

Mr. Virendrasinh Sarvaiya

Countersigned by:

For Kalpataru Projects International Limited

**SHWETA** Digitally signed by  
**GIROTRA** SHWETA GIROTRA  
Date: 2024.05.20  
12:41:30 +05'30'

Chairman/Person Authorised by Chairman