



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
August 13, 2020

<p>BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers Dalal Street, Fort MUMBAI - 400 001.</p> <p>Script Code: 522287</p> <p>Listing: http://listing.bseindia.com</p>	<p>National Stock Exchange of India Ltd. 'Exchange Plaza', C-1, Block 'G', Bandra-Kurla Complex Bandra (E) MUMBAI – 400 051.</p> <p>Script Code: KALPATPOWR</p> <p>Listing: https://www.connect2nse.com/LISTING/</p>
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Sub: Details of the voting results of the 39th Annual General Meeting of the Company under Regulation 44(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Respected Sir(s),

We are pleased to enclose herewith as **Annexure A**, details of voting results of the business transacted at the 39th Annual General Meeting ("AGM") of the members of the Company held on 12th August, 2020 at 2:00 p.m through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Report of the Scrutinizer is also enclosed herewith as **Annexure B**. All the resolutions at AGM were 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

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

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Gandhinagar-382 028, Gujarat. India.

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**DETAILS OF VOTING RESULTS OF 39TH ANNUAL GENERAL MEETING HELD ON
12TH AUGUST, 2020**

Date of AGM/EGM	12 th August, 2020
Total number of shareholders on record date	52,927 (As on Cut-off date i.e. 5 th August, 2020)
No. of shareholders present in the meeting either in person or through proxy	
(a) Promoters and Promoters Group	Not Applicable
(b) Public	Not Applicable
No. of Shareholders attended the meeting through video conferencing	
(a) Promoters and Promoters Group	21
(b) Public	57

**ISO 9001 CERTIFIED COMPANY**

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Kalpataru Power Transmission Limited

Resolution Required : (Ordinary)		<p>1 - To consider and adopt the</p> <p>a) the Audited Financial Statements for the financial year ended March 31, 2020, the Reports of the Board of Directors and Auditors thereon</p> <p>b) the Audited Consolidated Financial Statements for the financial year ended March 31, 2020 and the Report of Auditors thereon.</p>								
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	84114663	84094663	99.9762	84094663	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		84094663	99.9762	84094663	0	100.0000	0.0000	0	
Public Institutions	E-Voting	52754713	40291795	76.3757	40291795	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		40291795	76.3757	40291795	0	100.0000	0.0000	0	
Public Non Institutions	E-Voting	17469704	30965	0.1772	30965	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		30965	0.1772	30965	0	100.0000	0.0000	0	
Total		154339080	124417423	80.6130	124417423	0	100.0000	0.0000	0	

Kalpataru Power Transmission Limited

Resolution Required : (Ordinary)			2 - To confirm the payment of interim dividend of Rs. 3.50 per equity share, already paid, for the year ended March 31, 2020						
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	84114663	84094663	99.9762	84094663	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		84094663	99.9762	84094663	0	100.0000	0.0000	0
Public Institutions	E-Voting	52754713	45186767	85.6545	45186767	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		45186767	85.6545	45186767	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	17469704	30965	0.1772	30955	10	99.9677	0.0323	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		30965	0.1772	30955	10	99.9677	0.0323	0
Total		154339080	129312395	83.7846	129312385	10	100.0000	0.0000	0

Kalpataru Power Transmission Limited

Resolution Required : (Ordinary)			3 - Re-appointment of Mr. Imtiaz Kanga who retires by rotation and being eligible offers himself for reappointment						
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	84114663	84094663	99.9762	84094663	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		84094663	99.9762	84094663	0	100.0000	0.0000	0
Public Institutions	E-Voting	52754713	40261559	76.3184	38346676	1914883	95.2439	4.7561	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		40261559	76.3184	38346676	1914883	95.2439	4.7561	0
Public Non Institutions	E-Voting	17469704	30949	0.1772	28933	2016	93.4861	6.5139	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		30949	0.1772	28933	2016	93.4861	6.5139	0
Total		154339080	124387171	80.5934	122470272	1916899	98.4589	1.5411	0

Kalpataru Power Transmission Limited

Resolution Required : (Ordinary)			4 - Ratifying remuneration of cost auditor for the FY 2020-21						
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	84114663	84094663	99.9762	84094663	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		84094663	99.9762	84094663	0	100.0000	0.0000	0
Public Institutions	E-Voting	52754713	45186767	85.6545	45186767	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		45186767	85.6545	45186767	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	17469704	30965	0.1772	29895	1070	96.5445	3.4555	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		30965	0.1772	29895	1070	96.5445	3.4555	0
Total		154339080	129312395	83.7846	129311325	1070	99.9992	0.0008	0

Kalpataru Power Transmission Limited

Resolution Required : (Special)			5 - Re-appointment of Mr. Manish Mohnot (DIN: 01229696) as Managing Director & CEO of the Company						
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	84114663	84094663	99.9762	84094663	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		84094663	99.9762	84094663	0	100.0000	0.0000	0
Public Institutions	E-Voting	52754713	45144767	85.5749	39404703	5740064	87.2852	12.7148	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		45144767	85.5749	39404703	5740064	87.2852	12.7148	0
Public Non Institutions	E-Voting	17469704	30949	0.1772	29150	1799	94.1872	5.8128	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		30949	0.1772	29150	1799	94.1872	5.8128	0
Total		154339080	129270379	83.7574	123528516	5741863	95.5583	4.4417	0

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Resolution Required : (Special)			6 - To re-appoint Ms. Anjali Seth (DIN:05234352) as an Independent Director						
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	84114663	84094663	99.9762	84094663	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		84094663	99.9762	84094663	0	100.0000	0.0000	0
Public Institutions	E-Voting	52754713	40261559	76.3184	40107426	154133	99.6172	0.3828	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		40261559	76.3184	40107426	154133	99.6172	0.3828	0
Public Non Institutions	E-Voting	17469704	30949	0.1772	29150	1799	94.1872	5.8128	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		30949	0.1772	29150	1799	94.1872	5.8128	0
Total		154339080	124387171	80.5934	124231239	155932	99.8746	0.1254	0

**Consolidated Scrutinizer's Report**

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To,

The Chairman of Thirty Ninth Annual General Meeting of the Equity Shareholders of Kalpataru Power Transmission Limited held on Wednesday, 12th August, 2020 at 2.00 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

The Board of Directors of Kalpataru Power Transmission Limited (hereinafter referred to as "Company") at its meeting held on May 20, 2020 has appointed me as the Scrutinizer for the remote e-voting as well as the e-voting by members at the 39th Annual General Meeting ("AGM") of the Company scheduled on Wednesday, 12th August, 2020 at 2.00 p.m. held through Video Conferencing / Other Audio Visual Means pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") as amended by the applicable Circulars issued in this connection both by MCA and SEBI, providing relaxation for the manner in which the AGM shall be held and conducted.

Report on Scrutiny:

The Company had appointed Central Depository Services (India) Limited ("CDSL") as the Service Provider for the purpose of extending the facility of remote e-voting and for voting electronically at the AGM to the members of the Company.

Link Intime India Private Limited are the Registrars and Transfer Agents ("RTA") for the Company.

The Service provider had provided a system for recording the votes of the members electronically through remote e-voting as well as at the AGM on all items of business sought to be transacted at the 39th AGM of the Company.

The Service Provider had set up electronic voting facility on their website <https://www.evotingindia.com>. The Company had uploaded all the items of business to be transacted at the AGM on the website of the Company, on the website of its Service Provider and also on the websites of Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited to facilitate their members to cast their votes through remote e-voting.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules made thereunder, the MCA Circulars and SEBI LODR Regulations relating to e-voting on the resolutions contained in the notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

My responsibility as the Scrutinizer for e-voting process (i.e. remote e-voting and e-voting at AGM) is restricted to scrutinize the e-voting process in a fair and transparent manner and to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the notice, based on the reports generated from the e-voting system provided by CDSL, the Service Provider.





As prescribed in Clause IV of MCA Circular dated May 5, 2020 the Company released an advertisement prior to sending notices to the shareholders which was published in English in "The Economic Times" newspaper having countrywide circulation dated 14th July, 2020 and in Gujarati in "Economic Times" newspaper dated 14th July, 2020.

As prescribed in Clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published 21 days before the date of AGM in English in "The Economic Times" newspaper having countrywide circulation dated 20th July, 2020 and in Gujarati in "Economic Times" newspaper dated 20th July, 2020.

The AGM notice dated 30th June, 2020 as confirmed by the Company was sent to the shareholders through electronic mode to those members whose e-mail addresses are registered with the Company / Depositories and to those members who registered their e-mail Ids pursuant to advertisement published by the Company.

Voting rights were reckoned as on Wednesday, 5th August, 2020, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

The remote e-voting commenced on Saturday, 8th August, 2020 at 11.15 a.m. (IST) and concluded on Tuesday, 11th August, 2020 at 5.00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter and then reopened during the AGM and kept opened during the AGM.

The Chairman at the 39th AGM held on Wednesday, 12th August, 2020 through two way Video Conferencing announced the members that who have not exercised their votes through remote e-voting, if they wish so, exercise their votes through electronic voting system being provided during the meeting.

The votes cast were unblocked on Wednesday, 12th August, 2020 after the conclusion of AGM and was witnessed by two witnesses, Ms. Khyati Raval and Mr. Dhwanik Adeshara, who are not in the employment of the Company. They have signed below in confirmation of the same.


Khyati Raval


Dhwanik Adeshara

Also on completion of e-voting during AGM, I unblocked the results of the remote e-voting and e-voting by members at the AGM, on CDSL e-voting platform and downloaded the results.

Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 30th June, 2020 is enclosed herewith.

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





This report has been issued at the request of the Company for (i) submission to the Stock Exchanges, (ii) placing on website of the Company and (iii) 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: F008094B000573780
ICSI Unique Code: I1996GJ080100
Peer Review Certificate No.: 597/2019
12th August, 2020 | Gandhinagar



CONSOLIDATED RESULTS

Item No. 1: To consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2020, the Reports of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 and the report of Auditors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	227	124416695	3	728	230	124417423	100.00
Dissent	0	0	0	0	0	0	0.00
Total	227	124416695	3	728	230	124417423	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated 30th June, 2020 has been passed with requisite majority.

Item No. 2: To confirm the payment of interim dividend of Rs. 3.50/- per equity share, already paid, for the year ended March 31, 2020.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	230	129311657	3	728	233	129312385	100.00
Dissent	1	10	0	0	1	10	0.00
Total	231	129311667	3	728	234	129312395	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 30th June, 2020 has been passed with requisite majority.

Item No. 3: To appoint a Director in place of Mr. Imtiaz Kanga (DIN: 00136272), who retires by rotation and being eligible offers himself for re-appointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	177	122469544	3	728	180	122470272	98.46
Dissent	41	1916899	0	0	41	1916899	1.54
Total	218	124386443	3	728	221	124387171	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the AGM dated 30th June, 2020 has been passed with requisite majority.

Item No. 4: Ratifying remuneration of Cost Auditor for the FY 2020-21.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	229	129310597	3	728	232	129311325	100.00
Dissent	2	1070	0	0	2	1070	0.00
Total	231	129311667	3	728	234	129312395	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 4** of the Notice of the AGM dated 30th June, 2020 has been passed with requisite majority.





Item No. 5: Re-appointment of Mr. Manish Mohnot (DIN: 01229696) as Managing Director & CEO of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	187	123527788	3	728	190	123528516	95.56
Dissent	42	5741863	0	0	42	5741863	4.44
Total	229	129269651	3	728	232	129270379	100.00

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 5** of the Notice of the AGM dated 30th June, 2020 has been **passed with requisite majority**.

Item No. 6: Re-appointment of Ms. Anjali Seth (DIN: 05234352) as an Independent Director.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	204	124230511	3	728	207	124231239	99.87
Dissent	14	155932	0	0	14	155932	0.13
Total	218	124386443	3	728	221	124387171	100.00

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 6** of the Notice of the AGM dated 30th June, 2020 has been **passed with requisite majority**.

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



ICSI UDIN: F008094B000573780
ICSI Unique Code: I1996GJ080100
Peer Review Certificate No.: 597/2019
12th August, 2020 | Gandhinagar