## KALPATARU PROJECTS INTERNATIONAL LIMITED (Formerly Kalpataru Power Transmission Limited)

KPIL/24-25 16<sup>th</sup> July, 2024

**BSE Limited** 

Corporate Relationship Department Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai - 400 001

**Scrip Code: 522287** 

National Stock Exchange of India Ltd.

'Exchange Plaza', C-1,

Block 'G', Bandra-Kurla Complex

Bandra (E)

Mumbai - 400 051

Scrip Code: KPIL

Sub.: <u>Details of voting results of the 43<sup>rd</sup> Annual General Meeting of the Company under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements)</u>
Regulations, 2015 ("LODR Regulations")

Respected Sir(s),

We are pleased to enclose herewith as *Annexure A*, details of voting results of the business transacted at the 43<sup>rd</sup> Annual General Meeting ("AGM") of the members of the Company held on Monday, 15<sup>th</sup> July, 2024 at 11:30 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") pursuant to Regulation 44(3) of the LODR Regulations.

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

All the resolutions as set forth in the 43<sup>rd</sup> AGM Notice 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

## **ANNEXURE-A**

# DETAILS OF VOTING RESULTS OF 43<sup>rd</sup> ANNUAL GENERAL MEETING HELD ON 15<sup>th</sup> JULY, 2024

Date of AGM <del>/EGM</del>	15 <sup>th</sup> July, 2024
Total number of shareholders on record date	92,453
	(As on Cut-off date i.e. 08 <sup>th</sup> July, 2024)
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	11
(b) Public	82

	Kalpataru Projects International Limited								
Resolution Required :Or	1 - To receive (a) the Audit 2024, the Re (b) the Audit 2024 and the	e, consider and adop ed Standalone Fina ports of the Board o	ot: ncial Statemer of Directors an ancial Statem	nts of the Co	thereon; and	ancial year ended M nancial year ended N			
the agenda/resolution?  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	E-Voting		57221801	99.9703	57221801	0	100.0000	0.0000	0
	Poll	57238801	0	0.0000	0	0	0.0000	0.0000	0
Group	Postal Ballot	37230001	0	0.0000	0	0	0.0000	0.0000	0
	Total		57221801	99.9703	57221801	0	100.0000	0.0000	0
	E-Voting		83799997	92.0613	83799997	0	100.0000	0.0000	3610
Public Institutions	Poll	91026319	0	0.0000	0	0	0.0000	0.0000	0
ablic ilistitutions	Postal Ballot	31020313	0	0.0000	0	0	0.0000	0.0000	0
	Total		83799997	92.0613	83799997	0	100.0000	0.0000	3610
	E-Voting		233122	1.6439	232730	392	99.8318	0.1682	0
Public Non Institutions	Poll	14181032	14043	0.0990	14043	0	100.0000	0.0000	0
ablic Noil Histitutions	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		247165	1.7429	246773	392	99.8414	0.1586	0
Total		162446152	141268963	86.9636	141268571	392	99.9997	0.0003	3610

Kalpataru Projects International Limited									
Resolution Required :Or	dinary		2 - To declare ended March		juity shares at	the rate of	Rs. 8/- per equity sh	nare for the financia	l year
Whether promoter/ pro the agenda/resolution?	moter group ar	e interested in	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]
	E-Voting	ting 57238801	57221801	99.9703	57221801	0	100.0000	0.0000	0
Promoter and Promoter	er Poll		0	0.0000	0	0	0.0000	0.0000	0
Group	Postal Ballot	3/238601	0	0.0000	0	0	0.0000	0.0000	0
	Total		57221801	99.9703	57221801	0	100.0000	0.0000	0
	E-Voting		84125907	92.4193	83142216	983691	98.8307	1.1693	3610
Dublic Institutions	Poll	91026319	0	0.0000	0	0	0.0000	0.0000	0
<u> </u>	Postal Ballot	91020319	0	0.0000	0	0	0.0000	0.0000	0
	Total		84125907	92.4193	83142216	983691	98.8307	1.1693	3610
	E-Voting		233122	1.6439	232908	214	99.9082	0.0918	0
Public Non Institutions	Poll	14181032	14043	0.0990	14043	0	100.0000	0.0000	0
רעטווג ואטוו ווואנונענוטווא	Postal Ballot	Postal Ballot	0	0.0000	0	0	0.0000	0.0000	0
	Total		247165	1.7429	246951	214	99.9134	0.0866	0
Total		162446152	141594873	87.1642	140610968	983905	99.3051	0.6949	3610

	Kalpataru Projects International Limited								
Resolution Required :Or	dinary			et a Director in place e, offers himself for	_	-	DIN: 00136337), wh	o retires by rotation	n and
Whether promoter/ pro the agenda/resolution?		e interested in	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]
	E-Voting	5	57221801	99.9703	57221801	0	100.0000	0.0000	0
Promoter and Promoter	Poll	57238801	0	0.0000	0	0	0.0000	0.0000	0
Group	Postal Ballot	37238801	0	0.0000	0	0	0.0000	0.0000	0
	Total		57221801	99.9703	57221801	0	100.0000	0.0000	0
	E-Voting		84118553	92.4112	82379388	1739165	97.9325	2.0675	3610
Public Institutions	Poll	01026210	0	0.0000	0	0	0.0000	0.0000	0
Public institutions	Postal Ballot	91026319	0	0.0000	0	0	0.0000	0.0000	0
	Total		84118553	92.4112	82379388	1739165	97.9325	2.0675	3610
Dublic Non Institutions	E-Voting		233122	1.6439	232613	509	99.7817	0.2183	0
	Poll	4.44.04.022	14043	0.0990	14043	0	100.0000	0.0000	0
Public Non Institutions	Postal Ballot	14181032	0	0.0000	0	0	0.0000	0.0000	0
	Total		247165	1.7429	246656	509	99.7941	0.2059	0
Total		162446152	141587519	87.1597	139847845	1739674	98.7713	1.2287	3610

	Kalpataru Projects International Limited								
Resolution Required :Ordinary			•	emuneration of the			ancial Year ending N	Лarch 31, 2025.	
Whether promoter/ pro the agenda/resolution?	moter group ar	e interested in	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]
	E-Voting		57221801	99.9703	57221801	0	100.0000	0.0000	0
Promoter and Promoter	Poll	57238801	0	0.0000	0	0	0.0000	0.0000	0
Group	Postal Ballot	3/230001	0	0.0000	0	0	0.0000	0.0000	0
	Total		57221801	99.9703	57221801	0	100.0000	0.0000	0
	E-Voting		84118553	92.4112	84118553	0	100.0000	0.0000	3610
Dublic Institutions	Poll	01026210	0	0.0000	0	0	0.0000	0.0000	0
Public Institutions	Postal Ballot	91026319	0	0.0000	0	0	0.0000	0.0000	0
Total	Total		84118553	92.4112	84118553	0	100.0000	0.0000	3610
	E-Voting		233122	1.6439	232403	719	99.6916	0.3084	0
Duklia Nam Institutiana	Poll	14101022	14043	0.0990	13043	1000	92.8790	7.1210	0
Public Non Institutions	Postal Ballot	14181032	0	0.0000	0	0	0.0000	0.0000	0
	Total	<u> </u>	247165	1.7429	245446	1719	99.3045	0.6955	0
Total		162446152	141587519	87.1597	141585800	1719	99.9988	0.0012	3610

	Kalpataru Projects International Limited								
Resolution Required :Sp			er and grant author			(a) of the Compani	es Act, 2013.		
Whether promoter/ pro the agenda/resolution?	moter group are	e interested in	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]
	E-Voting		57221801	99.9703	57221801	0	100.0000	0.0000	0
Promoter and Promoter	Poll	57238801	0	0.0000	0	0	0.0000	0.0000	0
Group	Postal Ballot	37238801	0	0.0000	0	0	0.0000	0.0000	0
	Total		57221801	99.9703	57221801	0	100.0000	0.0000	0
	E-Voting		84118553	92.4112	73739969	10378584	87.6620	12.3380	3610
Public Institutions	Poll	91026319	0	0.0000	0	0	0.0000	0.0000	0
Public institutions	Postal Ballot	91020319	0	0.0000	0	0	0.0000	0.0000	0
	Total		84118553	92.4112	73739969	10378584	87.6620	12.3380	3610
	E-Voting		233122	1.6439	232719	403	99.8271	0.1729	0
Public Non Institutions	Poll	14181032	14043	0.0990	13043	1000	92.8790	7.1210	0
רעטווכ ואטוו ווואנונענוטווא	Postal Ballot  Total	0	0.0000	0	0	0.0000	0.0000	0	
			247165	1.7429	245762	1403	99.4324	0.5676	0
Total		162446152	141587519	87.1597	131207532	10379987	92.6689	7.3311	3610

#### Annexure B



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

#### **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 43<sup>rd</sup> Annual General Meeting of the Equity Shareholders of **Kalpataru Projects International Limited** (formerly known as Kalpataru Power Transmission Limited) held on Monday, 15 July 2024 at 11:30 a.m. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir,

I, Urmil Ved, Company Secretary in Practice have been appointed as the Scrutinizer by the Board of Directors of Kalpataru Projects International Limited ("the Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dt. 8 May 2024 ("Notice") issued in accordance with Circular No. 14/2020 dt. 8 April 2020, 17/2020 dt. 13 April 2020, 20/2020 dt. 5 May 2020, 02/2021 dt. 13 January 2021, 02/2022 dt. 5 May 2022, 10/2022 dt. 28 December 2022 and Circular 09/23 dated 25 September 2023 issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "MCA Circulars") and Circular dt. 12 May 2020, 15 January 2021, 13 May 2022, 5 January 2023 and 7 October, 2023 issued by Securities and Exchange Board of India (hereinafter referred to as "SEBI Circulars") calling the 43<sup>rd</sup> Annual General Meeting of its Equity Shareholders ("the Meeting"/"AGM") through VC/OAVM. The AGM was convened on Monday, 15 July 2024 at 11:30 a.m. IST through VC/OAVM.

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting") and (ii) process of e-voting at AGM ("e-voting at AGM").

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 and for voting electronically at the AGM 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 (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") and (iv) SEBI Circulars 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.

The AGM notice dt. 8 May 2024 as confirmed by the Company was sent to the shareholders on 19<sup>th</sup> June 2024 through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories/Registrar. An intimation of holding AGM was published in Economic Times (English Newspaper) and in Jai Hind (Gujarati Newspaper) on 8 June 2024 and Notice was published in Economic Times (English Newspaper) and in Jai Hind (Gujarati Newspaper) on 20 June 2024 specifying the date & time of the AGM, availability of the notice on the Company's website and website of Stock Exchanges, manner of registration of email ids by the shareholders (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

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

Voting rights were reckoned as on Monday, 8 July 2024 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 Thursday, 11 July 2024 at 9.00 a.m. (IST) and concluded on Sunday, 14 July 2024 at 5.00 p.m. (IST) and thereafter the CDSL e-voting platform was blocked and then reopened during the AGM.

The Chairman at the 43<sup>rd</sup> AGM held on Monday, 15 July 2024 through two way Video Conferencing announced to the members that who have not exercised their votes through remote e-voting, if they wish so, exercise their votes through electronic voting system of CDSL which is opened during the AGM.

The votes cast were unblocked on Monday, 15 July 2024 after the conclusion of AGM and was witnessed by two witnesses, i.e. Ms. Sangita Lalwani and Mr. Kiran Rathod who are not in the employment of the Company.

Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the 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 e-voting was scrutinized.

I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting at AGM, based on the reports generated by CDSL and relied upon by me as under:

#### **Resolution 1: Ordinary Resolution**

#### To receive, consider and adopt:

- (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, 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, 2024 and the report of Auditors thereon.
  - (i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes
		cast
455	14,12,68,571	100.00

#### (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes
		cast
4	392	0.00

#### (iii) Invalid Votes:

Number of members whose votes	Number of invalid votes cast by
were declared invalid	them
1	3610



## **Resolution 2: Ordinary Resolution**

To declare final dividend on equity shares at the rate of Rs. 8/- per equity share for the financial year ended March 31, 2024.

## (i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes
		cast
456	14,06,10,968	99.31

## (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes
		cast
5	9,83,905	0.69

#### (iii) Invalid Votes:

Number of members whose votes	Number of invalid votes cast by
were declared invalid	them
1	3610

#### **Resolution 3: Ordinary Resolution**

To appoint a Director in place of Mr. Parag M. Munot (DIN: 00136337), who retires by rotation and being eligible, offers himself for re-appointment.

#### (i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes
		cast
419	13,98,47,845	98.77

#### (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes
		cast
46	17,39,674	1.23

#### (iii) Invalid Votes:

Number of members whose votes	Number of invalid votes cast by
were declared invalid	them
1	3610



## **Resolution 4: Ordinary Resolution**

## To ratify remuneration of the Cost Auditor for the Financial Year ending March 31, 2025.

## (i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes
		cast
451	14,15,85,800	100.00

## (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes
		cast
9	1719	0.00

## (iii) Invalid Votes:

Number of members whose votes	Number of invalid votes cast by
were declared invalid	them
1	3610

#### **Resolution 5: Special Resolution**

## To consider and grant authority under Section 180 (1) (a)of the Companies Act, 2013.

## (i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes
		cast
378	13,12,07,532	92.67

## (ii) Voted against the resolution:

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes
			cast
Г	88	1,03,79,987	7.33

#### (iii) Invalid Votes:

Number of members whose votes	Number of invalid votes cast by
were declared invalid	them
1	3610

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The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Chairman/Officer Authorized by Chairman, 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 Digitally signed by URMIL DHIRAJLAL VED Date: 2024.07.15 18:12:56 +05'30'

Urmil Ved

**Practicing Company Secretary** 

FCS: 8094, COP: 2521

ICSI UDIN: F008094F000745215 ICSI Unique Code: I1996GJ080100 Peer Review Certificate No.: 5847/2024

15 July, 2024 | Gandhinagar

Countersigned by: For Kalpataru Projects International Limited

SHWETA Digitally signed by SHWETA GIROTRA Date: 2024.07.15
18:52:30 +05'30'

Shweta Girotra Company Secretary