

Regd. Office & Works :
Shirol, Dist. : Kolhapur - 416 103
Maharashtra. (India)
Tel. : 00-91-2322-661500
Fax : 00-91-2322-661546
E-mail: kpt.ho@kpt.co.in
www.kpt.co.in



CIN - L29130MH1976PLC019147

KPT/SECR/15-16

e-mail / REGD.A.D.

30th September, 2015

Corporate Relationship Department
Bombay Stock Exchange Ltd.,
1st Floor, New Trading Ring,
P.J.Towers, Dalal Street,
MUMBAI 400 001

Kind Atten :- Devika Shah – Dy.G.M.-Listing.

Dear Sir,

To complying with Clause 35A of the Listing Agreement entered into with Stock Exchange, Mumbai, we are enclosing herewith Voting Results of 39th AGM held on Wednesday, 30th September, 2015 of Kulkarni Power Tools Ltd., for your record.

Thanking you,

Yours faithfully,
For Kulkarni Power Tools Ltd.,

Dilip Kulkarni
Compliance Officer

Encl : - a.a



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CIN - L29130MH1976PLC019147

Details of Voting Results

| Sr | Particulars | Details |
|----|--|----------------------|
| 1 | Date of AGM | 30th September, 2015 |
| 2 | Total Number of shareholders as on record date | 4084 |
| 3 | No.of Shareholders present in the meeting either in person or through proxy : Promoter & Promoter Group Public | 5 25 |
| 4 | No. of Shareholders attended the meeting through Video Conferencing Promoter & Promoter Group Public | Not Arranged |

For Kulkarni Power Tools Ltd.

Authorized Signatory/Signatories



Agenda-wise

In cose of Poll / Postal ballot / E-voting

The mode of voting for all resolutions was e-voting, physical ballot at the Meeting.

Resolution No.1 :-

Consideration and adoption of the Audited Balance Sheet of Company as at 31st March,2015, Statement of Profit & Loss Account and Cash flow Statement for the year ended on that date together with the report of the Directors and the Auditors, thereon.

(Ordinary Resolution)

| Promoter / Public | No.of Share 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 |
|--------------------------------|------------------|--------------------|---|-----------------------|---------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)] * 100 | (4) | (5) | (6)=[(4)/(2)] * 100 | (7)=[(5)/(2)] * 100 |
| Promoter & Promoter Group | 1261788 | 1261788 | 100 | 1261788 | 0 | 100 | 0 |
| Public - Institutional holders | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public - Others | 23228 | 23228 | 100 | 23128 | 100 | 99.999 | 0.001 |
| Total | 1285016 | 1285016 | 100 | 1284916 | 100 | 99.999 | 0.001 |

For Kulkarni Power Tools Ltd.



Authorised Signatory/Signatories



Resolution No.2 :-

Declaration of Dividend on Equity Shares for the year ended on 31st March, 2015
(Ordinary Resolution)

| Promoter / Public | No.of Share 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 |
|--------------------------------|------------------|--------------------|---|-----------------------|---------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)] * 100 | (4) | (5) | (6)=[(4)/(2)] * 100 | (7)=[(5)/(2)] * 100 |
| Promoter & Promoter Group | 1261788 | 1261788 | 100 | 1261788 | 0 | 100 | 0 |
| Public - Institutional holders | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public - Others | 23228 | 23228 | 100 | 23128 | 100 | 99.999 | 0.001 |
| Total | 1285016 | 1285016 | 100 | 1284916 | 100 | 99.999 | 0.001 |

Resolution No.3 :-

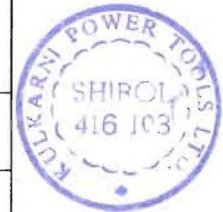
Appointment of Director in place of Shri Prakash Kulkarni, who retires by rotation and being eligible, seeks reappointment
(Ordinary Resolution)

For Kulkarni Power Tools Ltd.



Authorised Signatory/Signatories

| Promoter / Public | No.of Share 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 |
|--------------------------------|------------------|--------------------|---|-----------------------|---------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)] * 100 | (4) | (5) | (6)=[(4)/(2)] * 100 | (7)=[(5)/(2)] * 100 |
| Promoter & Promoter Group | 1261788 | 1261788 | 100 | 1261788 | 0 | 100 | 0 |
| Public - Institutional holders | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public - Others | 22988 | 22988 | 100 | 22888 | 100 | 99.999 | 0.001 |
| Total | 1284776 | 1284776 | 100 | 1284676 | 100 | 99.999 | 0.001 |



Resolution No.4 :-

Appointment of Statutory Auditors of the Company and to fix their remuneration.

(Ordinary Resolution)

| Promoter / Public | No.of Share 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 |
|--------------------------------|------------------|--------------------|---|-----------------------|---------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)] * 100 | (4) | (5) | (6)=[(4)/(2)] * 100 | (7)=[(5)/(2)] * 100 |
| Promoter & Promoter Group | 1261788 | 1261788 | 100 | 1261788 | 0 | 100 | 0 |
| Public - Institutional holders | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public - Others | 23228 | 23228 | 100 | 23128 | 100 | 99.999 | 0.001 |
| Total | 1285016 | 1285016 | 100 | 1284916 | 100 | 99.999 | 0.001 |

Resolution No.5 :-

Appointment of Dr.Ketan Pai as Director.

(Ordinary Resolution)

For Kulkarni Power Tools Ltd.



Authorised Signatory/Signatories

| Promoter / Public | No.of Share 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 |
|--------------------------------|------------------|--------------------|---|-----------------------|---------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)] * 100 | (4) | (5) | (6)=[(4)/(2)] * 100 | (7)=[(5)/(2)] * 100 |
| Promoter & Promoter Group | 1261788 | 1261788 | 100 | 1261788 | 0 | 100 | 0 |
| Public - Institutional holders | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public - Others | 22988 | 22988 | 100 | 22888 | 100 | 99.999 | 0.001 |
| Total | 1284776 | 1284776 | 100 | 1284676 | 100 | 99.999 | 0.001 |



Resolution No.6 :-

Remuneration payable to Managing Director from 1st April,2014 for the remaining tenure of his appointment, in accordance with the Companies Act,2013.

(Special Resolution)

| Promoter / Public | No.of Share 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 |
|--------------------------------|------------------|--------------------|---|-----------------------|---------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)] * 100 | (4) | (5) | (6)=[(4)/(2)] * 100 | (7)=[(5)/(2)] * 100 |
| Promoter & Promoter Group | 1261788 | 1261788 | 100 | 1261788 | 0 | 100 | 0 |
| Public - Institutional holders | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public - Others | 22988 | 22988 | 100 | 22888 | 100 | 99.999 | 0.001 |
| Total | 1284776 | 1284776 | 100 | 1284676 | 100 | 99.999 | 0.001 |

Resolution No.7 :-

Reappointment of Managing Director as per Section 196 and 197 for a period of 5 years and approve the remuneration as per Part II of Schedule V of the Companies Act,2013 for a period of 3 years effective 1st April, 2016

(Special Resolution)

For Kulkarni Power Tools Ltd.

Authorised Signatory/Signatories

| Promoter / Public | No.of Share 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 |
|--------------------------------|------------------|--------------------|---|-----------------------|---------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)] * 100 | (4) | (5) | (6)=[(4)/(2)] * 100 | (7)=[(5)/(2)] * 100 |
| Promoter & Promoter Group | 1261788 | 1261788 | 100 | 1261788 | 0 | 100 | 0 |
| Public - Institutional holders | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public - Others | 22988 | 22988 | 100 | 22888 | 100 | 99.999 | 0.001 |
| Total | 1284776 | 1284776 | 100 | 1284676 | 100 | 99.999 | 0.001 |



Resolution No.8 :-

Revision in Articles of Association of the Company
(Special Resolution)

| Promoter / Public | No. of Share 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 |
|--------------------------------|-------------------|---------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | $(3) = [(2)/(1)] * 100$ | (4) | (5) | $(6) = [(4)/(2)] * 100$ | $(7) = [(5)/(2)] * 100$ |
| Promoter & Promoter Group | 1261788 | 1261788 | 100 | 1261788 | 0 | 100 | 0 |
| Public - Institutional holders | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public - Others | 23228 | 23228 | 100 | 23128 | 100 | 99.999 | 0.001 |
| Total | 1285016 | 1285016 | 100 | 1284916 | 100 | 99.999 | 0.001 |

For Kulkarni Power Tools Ltd.



Authorised Signatory/Signatories



Regd. Office & Works :
Shirol, Dist. : Kolhapur - 416 103
Maharashtra. (India)
Tel. : 00-91-2322-661500
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CIN - L29130MH1976PLC019147

KPT/SECR/15-16

e-mail / REGD.A.D.

30th September, 2015

Corporate Relationship Department
Bombay Stock Exchange Ltd.,
1st Floor, New Trading Ring,
P.J.Towers, Dalal Street,
MUMBAI 400 001

Kind Atten :- Devika Shah – Dy.G.M.-Listing.

Dear Sir,

We are enclosing herewith Scrutinizer Report on E-Voting and Ballot Forms received for passing resolutions at 39th AGM held on Wednesday, 30th September, 2015 of Kulkarni Power Tools Ltd., for your record.

Thanking you,

Yours faithfully,
For Kulkarni Power Tools Ltd.,

Dilip Kulkarni
Compliance Officer

Encl : - a.a



Scrutinizer(s) Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the (Management and Administration) Amendment Rules. 2015]

To,

The Chairman

39th Annual General Meeting of the Equity shareholders of
Kulkarni Power Tools Limited

Shirol 416103

Dear Sir,

I, Milind Kasodekar, Partner, MRM Associates, Company Secretaries, having its office at 77, Vijaya Nagar Colony 2147, Sadashiv Peth Pune 411030, have been appointed as scrutinizer of Kulkarni Power Tools Limited ("the company") having its Registered Office Address at Shirol, Dist.: Kolhapur, 416 103 for the purpose of scrutinizing the e- voting process and ballot process in a fair and transparent manner & ascertaining the requisite majority on e-voting and ballot process carried out as per the provisions of Companies Act, 2013 and Rule 20 of the (Management and Administration) Amendment Rules. 2015 on below mentioned resolution(s), at the 39th Annual General Meeting of the Equity shareholders of Kulkarni Power Tools Limited held on Wednesday the 30th day of September, 2015 at Registered Office at Shirol, Dist.: Kolhapur 416 103 We submit our report as under:

1. The e-voting period remained open from 27th September, 2015 to 29th September, 2015 (Both days inclusive).
2. The shareholders holding shares as on the "cut off" date i.e 23rd September, 2015 were entitled to vote through e-voting and those who were present on the date of the Annual General Meeting, and not opted to vote through e-voting process were entitled to vote through ballot process on the proposed resolutions (item no. 1 to 8 as set out in the Notice of the 39th Annual General Meeting of Kulkarni Power Tools Limited
3. The votes for e-voting process were unblocked on 30th day of September, 2015 around 12:15 P.M in the presence of two witnesses, Ms. Meenal Khare and Ms. Varsha Bhujbal who are not in the employment of the company.

Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "for" and "Against", were downloaded from the e-voting website of Central Depository Services Limited (CDSL).

4. Further, on the date of the Annual General Meeting, 15 shareholders voted through ballot process.
5. The result of the e-voting as well as ballot process is as under:



Resolution 1 – To receive, consider and adopt the Financial Statements for the year ended on 31st March, 2015 and the reports of the Board of Directors and Auditors thereon

(i) Voted in favour of the resolution:

| Type of Voting | Number of members voted | Number of votes cast in favour of resolution | % of total number of valid votes cast |
|----------------|-------------------------|--|---------------------------------------|
| E-Voting | 22 | 12,82,398 | 99.999 |
| Ballot | 15 | 2,518 | 100.00 |
| TOTAL | 37 | 12,84,916 | |

(ii) Voted against the resolution:

| Type of Voting | Number of members voted | Number of votes cast in against of resolution | % of total number of valid votes cast |
|----------------|-------------------------|---|---------------------------------------|
| E-Voting | 1 | 100 | 0.001 |
| Ballot | 0 | 0 | 0 |
| TOTAL | 1 | 100 | |

(iii) Invalid votes:

| Type of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------|---|------------------------------------|
| E-Voting | 0 | 0 |
| Ballot | 0 | 0 |

Resolution 2 – Declaration of Dividend on Equity Shares for the year ended on 31st March, 2015

(i) Voted in favour of the resolution:

| Type of Voting | Number of members voted | Number of votes cast in favour of resolution | % of total number of valid votes cast |
|----------------|-------------------------|--|---------------------------------------|
| E-Voting | 22 | 12,82,398 | 99.999 |
| Ballot | 15 | 2,518 | 100.00 |
| TOTAL | 37 | 12,84,916 | |

(ii) Voted against the resolution:

| Type of Voting | Number of members voted | Number of votes cast in against of resolution | % of total number of valid votes cast |
|----------------|-------------------------|---|---------------------------------------|
| E-Voting | 1 | 100 | 0.001 |
| Ballot | 0 | 0 | 0 |
| TOTAL | 1 | 100 | |



(iii) Invalid votes:

| Type of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------|---|------------------------------------|
| E-Voting | 0 | 0 |
| Ballot | 0 | 0 |

Resolution 3 – To appoint a Director in place of Mr. Prakash Kulkarni, (DIN 00052342), who retires by rotation and, being eligible, seeks re-appointment

(i) Voted in favour of the resolution:

| Type of Voting | Number of members voted | Number of votes cast in favour of resolution | % of total number of valid votes cast |
|----------------|-------------------------|--|---------------------------------------|
| E-Voting | 21 | 12,82,158 | 99.999 |
| Ballot | 15 | 2,518 | 100.00 |
| TOTAL | 36 | 12,84,676 | |

(ii) Voted against the resolution:

| Type of Voting | Number of members voted | Number of votes cast in against of resolution | % of total number of valid votes cast |
|----------------|-------------------------|---|---------------------------------------|
| E-Voting | 1 | 100 | 0.001 |
| Ballot | 0 | 0 | 0 |
| TOTAL | 1 | 100 | |

(iii) Invalid votes:

| Type of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------|---|------------------------------------|
| E-Voting | 0 | 0 |
| Ballot | 0 | 0 |

Resolution 4 – To appoint Auditor and to fix their remuneration

(i) Voted in favour of the resolution:

| Type of Voting | Number of members voted | Number of votes cast in favour of resolution | % of total number of valid votes cast |
|----------------|-------------------------|--|---------------------------------------|
| E-Voting | 22 | 12,82,398 | 99.999 |
| Ballot | 15 | 2,518 | 100.00 |
| TOTAL | 37 | 12,84,916 | |



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

| Type of Voting | Number of members voted | Number of votes cast in against of resolution | % of total number of valid votes cast |
|----------------|-------------------------|---|---------------------------------------|
| E-Voting | 1 | 100 | 0.001 |
| Ballot | 0 | 0 | 0 |
| TOTAL | 1 | 100 | |

(iii) Invalid votes:

| Type of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------|---|------------------------------------|
| E-Voting | 0 | 0 |
| Ballot | 0 | 0 |

Resolution 5 – Appointment of Dr. Ketar: Pai, as a director.(i) Voted **in favour** of the resolution:

| Type of Voting | Number of members voted | Number of votes cast in favour of resolution | % of total number of valid votes cast |
|----------------|-------------------------|--|---------------------------------------|
| E-Voting | 21 | 12,82,158 | 99.999 |
| Ballot | 15 | 2,518 | 100.00 |
| TOTAL | 36 | 12,84,676 | |

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

| Type of Voting | Number of members voted | Number of votes cast in against of resolution | % of total number of valid votes cast |
|----------------|-------------------------|---|---------------------------------------|
| E-Voting | 1 | 100 | 0.001 |
| Ballot | 0 | 0 | 0 |
| TOTAL | 1 | 100 | |

(iii) Invalid votes:

| Type of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------|---|------------------------------------|
| E-Voting | 0 | 0 |
| Ballot | 0 | 0 |



Resolution 6 – Remuneration payable to Managing Director from 01st April, 2014 for the remaining tenure of his appointment, in accordance with the Companies Act, 2013.

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

| Type of Voting | Number of members voted | Number of votes cast in favour of resolution | % of total number of valid votes cast |
|----------------|-------------------------|--|---------------------------------------|
| E-Voting | 21 | 12,82,158 | 99.999 |
| Ballot | 15 | 2,518 | 100.00 |
| TOTAL | 36 | 12,84,676 | |

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

| Type of Voting | Number of members voted | Number of votes cast in against of resolution | % of total number of valid votes cast |
|----------------|-------------------------|---|---------------------------------------|
| E-Voting | 1 | 100 | 0.001 |
| Ballot | 0 | 0 | 0 |
| TOTAL | 1 | 100 | |

(iii) Invalid votes:

| Type of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------|---|------------------------------------|
| E-Voting | 0 | 0 |
| Ballot | 0 | 0 |

Resolution 7 – Reappointment of Managing Director as per section 196 and 197 for a period of 5 years and approve the remuneration as per Part II of schedule V of the Companies Act, 2013 for a period of 3 years, effective 01st April, 2016.

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

| Type of Voting | Number of members voted | Number of votes cast in favour of resolution | % of total number of valid votes cast |
|----------------|-------------------------|--|---------------------------------------|
| E-Voting | 21 | 12,82,158 | 99.999 |
| Ballot | 15 | 2,518 | 100.00 |
| TOTAL | 36 | 12,84,676 | |

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

| Type of Voting | Number of members voted | Number of votes cast in against of resolution | % of total number of valid votes cast |
|----------------|-------------------------|---|---------------------------------------|
| E-Voting | 1 | 100 | 0.001 |
| Ballot | 0 | 0 | 0 |
| TOTAL | 1 | 100 | |



(iii) Invalid votes:

| Type of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------|---|------------------------------------|
| E-Voting | 0 | 0 |
| Ballot | 0 | 0 |

Resolution 8 – Revision in Articles of association of the company.(i) Voted **in favour** of the resolution:

| Type of Voting | Number of members voted | Number of votes cast in favour of resolution | % of total number of valid votes cast |
|----------------|-------------------------|--|---------------------------------------|
| E-Voting | 22 | 12,82,398 | 99.999 |
| Ballot | 15 | 2,518 | 100.00 |
| TOTAL | 37 | 12,84,916 | |

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

| Type of Voting | Number of members voted | Number of votes cast in against of resolution | % of total number of valid votes cast |
|----------------|-------------------------|---|---------------------------------------|
| E-Voting | 1 | 100 | 0.001 |
| Ballot | 0 | 0 | 0 |
| TOTAL | 1 | 100 | |

(iii) Invalid votes:

| Type of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------|---|------------------------------------|
| E-Voting | 0 | 0 |
| Ballot | 0 | 0 |

Voting shall remain in our safe custody until the chairman considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company for safe keeping.

Thanking you,
Yours faithfully,
For MRM Associates
Company Secretaries

Milind Kasodekar

CS Milind Kasodekar
Partner
CP: 1681
Scrutinizer



Place: Shirol
Date: 30th September, 2015