

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

KPTL/14-15/557
September 29, 2014

Factory & Registered Office :
101, Part III, G.I.D.C. Estate, Sector-28,
Gandhinagar-382 028, Gujarat. India.
Tel +91 79 232 14000
Fax +91 79 232 11951/52/58/60/66/68/71
Email : mktg@kalpatarupower.com

BSE Ltd.
(Bombay Stock Exchange Limited)
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
MUMBAI - 400 001.

FAX No. 022- 22722039/ 37

National Stock Exchange of India Ltd.
'Exchange Plaza', C-1,
Block 'G', Bandra-Kurla Complex
Bandra (E)
MUMBAI – 400 051.

K/A: The Manager - Listing Department

FAX No. 022- 26598237/ 38

Sub : Outcome of 33rd Annual General Meeting as per Clause 31 of the Listing Agreement

Dear Sirs,

Pursuant to clause 31 and other applicable clauses of the Listing Agreement, we wish to inform that 33rd Annual General Meeting of the members of Kalpataru Power Transmission Limited was held on September 27, 2014 at Kalpa-Vriksha Learning Centre, A-1 & A-2, GIDC Electronic Estate, Sector-25, Gandhinagar - 382 016 wherein members approved following resolutions:

1. Consider and adopt the audited financial statement etc. for the financial year ended on March 31, 2014
2. Declare dividend for the financial year ended March 31, 2014
3. Re-appointment of statutory auditor M/s. Deloitte Haskins & Sells, Chartered Accountants, Ahmedabad for a period of 4 year
4. Adoption of the new set of Articles of Association of the Company
5. Vary the terms of Mr. Ranjit Singh's appointment as a Director by making his office liable to retire by rotation
6. Vary the terms of Mr. Manish Mohnot's appointment as a Director by making his office liable to retire by rotation
7. Appointment of Mr. Parag M. Munot whose term is expiring at this Annual General Meeting being appointed as a Director of the Company whose office shall not be liable to retire by rotation.
8. Vary the terms of Mr. Mofatraj P. Munot's appointment as a Director by making his office not liable to retire by rotation

CIN:L40100GJ1981PLC004281

ISO 9001 CERTIFIED COMPANY

Corporate Office : 81, Kalpataru Synergy, Opp. Grand Hyatt, Santacruz (E), Mumbai 400 055, India.
Tel : +91 22 3064 5000 ■ Fax : +91 22 3064 2500 ■ www.kalpatarupower.com



9. Appointment of Mr. Sajjanraj Mehta as an Independent Director for a period of 5 years w.e.f. 1st April, 2014
10. Appointment of Mr. Vimal Bhandari as an Independent Director for a period of 5 years w.e.f. 1st April, 2014
11. Appointment of Mr. Narayan Seshadri as an Independent Director for a period of 5 years w.e.f. 1st April, 2014
12. Appointment of Mr. Mahendra G. Punatar as an Independent Director for a period of 5 years w.e.f. 1st April, 2014
13. Appointment of Mr. K. V. Mani as a Director and as an Independent Director for a period of 5 years w.e.f. 1st April, 2014
14. Consent to borrow monies not exceeding Rs. 1,000/- Crores over and above the paid up capital and free reserves
15. Consent to create charge on the asset of the Company not exceeding Rs.10,000/- Crores over & above the paid up capital & free reserves of the Company,
16. Issue and allot Secured / Unsecured redeemable non-convertible debentures upto Rs. 500 Crores
17. Ratifying remuneration of cost auditor for the FY 2014-15.

You are requested to take the same on record.

Thanking you,

Yours sincerely,
For **KALPATARU POWER TRANSMISSION LTD.**



Rahul Shah
Company Secretary



Factory & Registered Office :
 101, Part III, G.I.D.C. Estate, Sector-28,
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 September 29, 2014

BSE Ltd. (Bombay Stock Exchange Limited) Phiroze Jeejeebhoy Towers Dalal Street, Fort MUMBAI - 400 001. FAX No. 022- 22722039/ 37	National Stock Exchange of India Ltd. 'Exchange Plaza', C-1, Block 'G', Bandra-Kurla Complex Bandra (E) MUMBAI – 400 051. K/A: The Manager - Listing Department FAX No. 022- 26598237/ 38
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Sub : Details of the voting results of 33rd Annual General Meeting as per Clause 35A of the Listing Agreement

Dear Sirs,

Pursuant to clause 35A and other applicable clauses of the Listing Agreement, we are pleased to submit the voting results of 33rd Annual General Meeting of the members of Kalpataru Power Transmission Limited was held on September 27, 2014 at Kalpa-Vriksha Learning Centre, A-1 & A-2, GIDC Electronic Estate, Sector-25, Gandhinagar - 382 016 the details of which are as under:

Date of AGM	September 27, 2014
Total no. of shareholders on record date	22,069
No. of shareholders present in the meeting either in person or through proxy	
(a) Promoter and Promoter Group	17
(b) Public	27
No. of Shareholders who attend the meeting through video conferencing	Not provided
(a) Promoter and Promoter Group	
(b) Public	



1. Consider and adopt the audited financial statement etc. for the financial year ended on March 31, 2014

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter and Promoter Group	91234663	91234663	100.00	91234663	0	100	0
Public – Institutional holders	49357383	23132795	46.87	23132795	0	100	0
Public-Others	12868524	28615	0.22	28615	0	100	0
Total	153460570	114396073	74.54	114396073	0	100	0

2. Declare dividend for the financial year ended March 31, 2014

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter and Promoter Group	91234663	91234663	100.00	91234663	0	100	0
Public – Institutional holders	49357383	23132795	46.87	23132795	0	100	0
Public-Others	12868524	28615	0.22	28615	0	100	0
Total	153460570	114396073	74.54	114396073	0	100	0

3. Re-appointment of statutory auditor M/s. Deloitte Haskins & Sells, Chartered Accountants, Ahmedabad for a period of 4 year

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter and Promoter Group	91234663	91234663	100.00	91234663	0	100	0
Public – Institutional holders	49357383	23132795	46.87	23132795	0	100	0
Public-Others	12868524	28615	0.22	28615	0	100	0
Total	153460570	114396073	74.54	114396073	0	100	0



4. Adoption of the new set of Articles of Association of the Company

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter and Promoter Group	91234663	91234663	100.00	91234663	0	100	0
Public – Institutional holders	49357383	23132795	46.87	23132795	0	100	0
Public-Others	12868524	28615	0.22	28615	0	100	0
Total	153460570	114396073	74.54	114396073	0	100	0

5. Vary the terms of Mr. Ranjit Singh's appointment as a Director by making his office liable to retire by rotation

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter and Promoter Group	91234663	91234663	100.00	91234663	0	100	0
Public – Institutional holders	49357383	23132795	46.87	23132795	0	100	0
Public-Others	12868524	28615	0.22	28615	0	100	0
Total	153460570	114396073	74.54	114396073	0	100	0

6. Vary the terms of Mr. Manish Mohnot's appointment as a Director by making his office liable to retire by rotation

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter and Promoter Group	91234663	91234663	100.00	91234663	0	100	0
Public – Institutional holders	49357383	23132795	46.87	23132795	0	100	0
Public-Others	12868524	28615	0.22	28615	0	100	0
Total	153460570	114396073	74.54	114396073	0	100	0



7. Appointment of Mr. Parag M. Munot whose term is expiring at this Annual General Meeting being appointed as a Director of the Company whose office shall not be liable to retire by rotation.

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter and Promoter Group	91234663	91234663	100.00	91234663	0	100	0
Public – Institutional holders	49357383	23132795	46.87	23125255	7540	99.967	0.03
Public-Others	12868524	28615	0.22	28615	0	100	0
Total	153460570	114396073	74.54	114388533	7540	99.993	0.007

8. Vary the terms of Mr. Mofatraj P. Munot's appointment as a Director by making his office not liable to retire by rotation

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter and Promoter Group	91234663	91234663	100.00	91234663	0	100	0
Public – Institutional holders	49357383	23132795	46.87	18519107	4613688	80.06	19.94
Public-Others	12868524	28615	0.22	28615	0	100	0
Total	153460570	114396073	74.54	109782385	4613688	95.967	4.033

9. Appointment of Mr. Sajjanraj Mehta as an Independent Director for a period of 5 years w.e.f. 1st April, 2014

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter and Promoter Group	91234663	91234663	100.00	91234663	0	100	0
Public – Institutional holders	49357383	23002282	46.60	18226094	4776188	79.24	20.76
Public-Others	12868524	28615	0.22	28615	0	100	0
Total	153460570	114265560	74.46	109489372	4776188	95.820	4.180



10. Appointment of Mr. Vimal Bhandari as an Independent Director for a period of 5 years w.e.f. 1st April, 2014

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter and Promoter Group	91234663	91234663	100.00	91234663	0	100	0
Public – Institutional holders	49357383	23002282	46.60	22839782	162500	99.29	0.71
Public-Others	12868524	28615	0.22	28615	0	100	0
Total	153460570	114265560	74.46	114103060	162500	99.858	0.142

11. Appointment of Mr. Narayan Seshadri as an Independent Director for a period of 5 years w.e.f. 1st April, 2014

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter and Promoter Group	91234663	91234663	100.00	91234663	0	100	0
Public – Institutional holders	49357383	23132795	46.87	23132795	0	100	0
Public-Others	12868524	28615	0.22	28615	0	100	0
Total	153460570	114396073	74.54	114396073	0	100	0

12. Appointment of Mr. Mahendra G. Punatar as an Independent Director for a period of 5 years w.e.f. 1st April, 2014

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter and Promoter Group	91234663	91234663	100.00	91234663	0	100	0
Public – Institutional holders	49357383	21712664	43.99	16936476	4776188	78.00	22.00
Public-Others	12868524	28615	0.22	28615	0	100	0
Total	153460570	112975942	73.62	108199754	4776188	95.772	4.228



13. Appointment of Mr. K. V. Mani as a Director and as an Independent Director for a period of 5 years w.e.f. 1st April, 2014

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter and Promoter Group	91234663	91234663	100.00	91234663	0	100	0
Public – Institutional holders	49357383	21712664	43.99	21550164	162500	99.25	0.75
Public-Others	12868524	28615	0.22	28615	0	100	0
Total	153460570	112975942	73.62	112813442	162500	99.856	0.144

14. Consent to borrow monies not exceeding Rs. 1,000/- Crores over and above the paid up capital and free reserves

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter and Promoter Group	91234663	91234663	100.00	91234663	0	100	0
Public – Institutional holders	49357383	23132795	46.87	23132795	0	100	0
Public-Others	12868524	28615	0.22	28615	0	100	0
Total	153460570	114396073	74.54	114396073	0	100	0

15. Consent to create charge on the asset of the Company not exceeding Rs. 10,000/- Crores over & above the paid up capital & free reserves of the Company,

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter and Promoter Group	91234663	91234663	100.00	91234663	0	100	0
Public – Institutional holders	49357383	23132795	46.87	18468593	4664202	79.84	20.16
Public-Others	12868524	28615	0.22	28615	0	100	0
Total	153460570	114396073	74.54	109731871	4664202	95.923	4.077



16. Issue and allot Secured / Unsecured redeemable non-convertible debentures upto Rs. 500 Crores

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter and Promoter Group	91234663	91234663	100.00	91234663	0	100	0
Public – Institutional holders	49357383	23132795	46.87	23132795	0	100	0
Public-Others	12868524	28615	0.22	28615	0	100	0
Total	153460570	114396073	74.54	114396073	0	100	0

17. Ratifying remuneration of cost auditor for the FY 2014-15.

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) [(4)/(2)]*100	% of Votes against on votes polled (7) [(5)/(2)]*100
Promoter and Promoter Group	91234663	91234663	100.00	91234663	0	100	0
Public – Institutional holders	49357383	23132795	46.87	23132795	0	100	0
Public-Others	12868524	28615	0.22	28615	0	100	0
Total	153460570	114396073	74.54	114396073	0	100	0

You are requested to take the same on record.

Thanking you,

Yours sincerely,

For KALPATARU POWER TRANSMISSION LTD.

Rahul C. Shah

Rahul Shah
Company Secretary