

Kalpataru Engineering Ltd.

18, Rabindra Sarani Poddar Court, Gate No. 4, 4th Floor, Room No. 4 Kolkata-700001
CIN No. L27104WB1980PLC033133; Website: www.kalpataruengineering.co.in
Email ID: kalpataruenggltd@gmail.com; Phone: 88204 58360

Date: 26th September, 2024

To,
The Calcutta Stock Exchange Limited,
7, Lyons Range,
Kolkata- 700 001
Scrip Code: 021104

Sub: Declaration of Voting Result under Regulation 44(3) of the Security Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 of 43rd Annual General Meeting of the Company held on 24th September, 2024.

Dear Sir,

In compliance with Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we now attach herewith in the prescribed format, the details regarding the voting results of the business transacted at 43rd Annual General Meeting of the Members of the **M/s. Kalpataru Engineering Limited** held on Tuesday 24th September, 2024 at 03.00 P.M. at the 18 Rabindra Sarani, Poddar Court Gate No.4, 4th Floor, Room No. 4 Kolkata -700001.

We also enclosed herewith: -.

1. Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements') Regulation 2015.
2. Scrutinizer Report on E-Voting and Poll as per the provisions of Section 108 and 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rule, 2014.

Please take the same on your record and acknowledge the receipt of the same.

Thanking You.
Yours Faithfully,

For Kalpataru Engineering Ltd

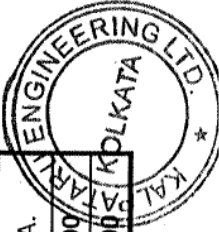

SAILESH ROY
Managing Director
DIN No. 09673558



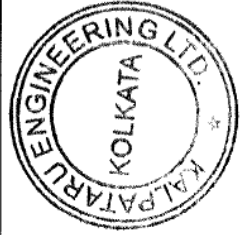
KALPATARU ENGINEERING LMTIED

Disclosures in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

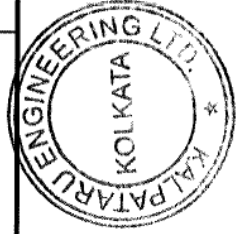
Date of the AGM		24.09.2024						
Total Number of shareholders on record date		179						
No. of shareholders present in the meeting either in person or through proxy:								
Promoter and promoter Group:		9						
Public:		8						
No. of shareholders attended the meeting through video conferencing:								
Promoter and promoter Group:		NIL						
Public:		NIL						
Resolution No.1	Adoption of the Audited Financial Statement of the company for the financial year ended 31st March, 2024 together with the report of the Board of Directors and Auditors thereon .							
Resolution Required:		(Ordinary / Special)						
Whether promoter/ promoter group are interested in the agenda/ resolution?		Ordinary						
Cateogory	Mode of Voting	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	No.of votes- against	% of votes in favour on votes polled(6)=[(4)/(2)]*100	% of votes in against on votes polled(7)=[(5)/(2)]
Promoter and promoter group	E-voting	5198109	107000	2.06	107000	0	100.00	0.00
	Poll		2081609	40.05	2081609	0	100	0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		2188609	42.10	2188609	0	100	0
Public Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		N.A.	0	N.A.	N.A.	0	N.A.
	Total		0	0	0	0	0	0
Public- Non Institutions	E-voting	13015291	2406351	18.49	2406351	0	100.00	0.00
	Poll		1561500	12.00	1561500	0	100	0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		3967851	30.49	3967851	0	100	0.00
Total		18213400	6156460	33.80	6156460	0	100.00	0.00



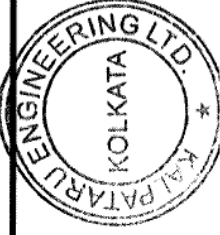
Resolution No.2	To appoint a director in place of Mr. Chandan Shaw (DIN: 08943210) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.									
(Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/ resolution?										
Category	Mode of Voting	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	No.of votes- against	% of votes in favour on votes polled(6)=[(4)/(2)]	% of votes in against on votes	Ordinary	
Promoter and promoter group	E-voting	5198109	107000	2.06	107000	0	100.00	0.00	No	
	Poll		2081609	40.05	2081609	0	100	0		
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total		2188609	42.10	2188609	0	100	0		
Public Institutions	E-voting	0	0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
	Postal Ballot(if applicable)		N.A.	0	N.A.	N.A.	0	N.A.		
	Total		0	0	0	0	0	0		
Public- Non Institutions	E-voting	13015291	2406351	18.49	2406351	0	100.00	0.00		
	Poll		1561500	12.00	1561500	0	100	0		
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total		3967851	30.49	3967851	0	100	0.00		
Total		18213400	6156460	33.80	6156460	0	100.00	0.00		



Resolution No.3	Appointment of Mr. Saiten Roy as a Managing Director for the period of 5 Years of the Company and to fix their remuneration.									
Resolution Required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/ resolution?										
Category	Mode of Voting	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	No.of votes- against	% of votes in favour on votes polled(6)=[(4)/(2)]*100	% of votes against on votes polled(7)=[(5)/(2)]*100	Ordinary	
Promoter and promoter group	E-voting	5198109	107000	2.06	107000	0	100.00	0.00	No	
	Poll		2081609	40.05	2081609	0	100	0		
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total		2188609	42.10	2188609	0	100	0		
Public Institutions	E-voting	0	0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
	Postal Ballot(if applicable)		N.A.	0	N.A.	N.A.	0	N.A.		
	Total		0	0	0	0	0	0		
Public- Non Institutions	E-voting	13015291	2406351	18.49	2406351	0	100.00	0.00		
	Poll		1561500	12.00	1561500	0	100	0		
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total		3967851	30.49	3967851	0	100	0.00		
Total		18213400	6156460	33.80	6156460	0	100.00	0.00		



Resolution No.4	To Approve increasing Borrowing limit of the Company upto Rs. 25 Crores.									
Resolution Required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/ resolution?										
Category	Mode of Voting	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	No. of votes- against	% of votes in favour on votes polled(6)=[(4)/(2)]*100	% of votes in against on votes polled(7)=[(5)/(2)]*100	Special	
Promoter and promoter group	E-voting	5198109	107000	2.06	107000	0	100.00	0.00	No	
	Poll		2081609	40.05	2081609	0	100	0		
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total		2188609	42.10	2188609	0	100	0		
Public Institutions	E-voting	0	0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
	Postal Ballot(if applicable)		N.A.	0	N.A.	N.A.	0	N.A.		
	Total		0	0	0	0	0	0		
Public- Non Institutions	E-voting	13015291	2406351	18.49	2406351	0	100.00	0.00		
	Poll		1561500	12.00	1561500	0	100	0		
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total		3967851	30.49	3967851	0	100	0.00		
Total		18213400	6156460	33.80	6156460	0	100.00	0.00		



Resolution No.5 To Approval for increasing the Loan and investment limits upto Rs. 20 Crores

Resolution Required: (Ordinary / Special)									
Whether promoter/ promoter group are interested in the agenda/ resolution?									
Category	Mode of Voting	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	No. of votes- against	% of votes in favour on votes polled(6)=[(4)/(2)]	% of votes in against on votes	Special No
Promoter and promoter group	E-voting	5198109	107000	2.06	107000	0	100.00	0.00	
	Poll		2081609	40.05	2081609	0	100	0	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		2188609	42.10	2188609	0	100	0	
Public Institutions	E-voting	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot(if applicable)		N.A.	0	N.A.	N.A.	0	N.A.	
	Total		0	0	0	0	0	0	
Public- Non Institutions	E-voting	13015291	2406351	18.49	2406351	0	100.00	0.00	
	Poll		1561500	12.00	1561500	0	100	0	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		3967851	30.49	3967851	0	100	0.00	
Total		18213400	6156460	33.80	6156460	0	100.00	0.00	





AKHIL AGARWAL

Practising Company Secretary

Akhil Agarwal, B.Com, ACS

506/1, Grand Trunk Road, 2nd Floor,
Howrah (South) - 711 101, INDIA

To,
The Chairman,
Kalpataru Engineering Limited
18, Rabindra Sarani, Poddar Court,
Gate No.4, 4th Floor,
Room No.4, Kolkata – 700001,

Dear Sir,

Sub: Scrutinizer's report on remote e-voting/ physical ballot forms and voting conducted pursuant to 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 by Companies (Management and Administration) Amendment Rules, 2015 at the Annual General Meeting (AGM) of M/s. Kalpataru Engineering Limited held on Tuesday, 24th September, 2024 at 03:00 P.M. at 18, Rabindra Sarani, Poddar Court, Gate No.4, 4th Floor, Room No.4, Kolkata – 700001, West Bengal.

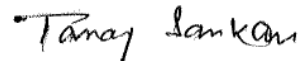
1. I, **Akhil Agarwal, Company Secretary in Practice, having CP No. 16313 and Peer Review No. 4237/2023**, has been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on 28th August, 2024, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (ix) of the Companies (Management and Administration) Rules, 2014, as amended, for the purpose of conducting remote e-voting process in a fair and transparent manner and to scrutinize the physical ballot forms cast by the shareholders in respect of the below mentioned resolution(s), contained in the notice convening the 43rd Annual General Meeting of the Company held on **24th day of September, 2024 at 03:00 P.M. at 18, Rabindra Sarani, Poddar Court, Gate No.4, 4th Floor, Room No.4, Kolkata – 700001, West Bengal.**
2. The Management of the Company is responsible to ensure Compliance with the requirements of the Companies Act , 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) on the resolutions proposed in the Notice of 43rd Annual General meeting of the members of the Company. My responsibility as Scrutinizer is to ensure that the voting process through electronic means at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes casted in favour or in against if any, to the Chairman of the Company on the resolution, based on the reports generated from the electronic voting system provided by **Central Depository Services Limited (CDSL)** and the votes casted at the meeting by use of ballot paper.
3. The Chairman of AGM allowed poll by Polling papers for all those Members who are present at the general meeting and have not cast their votes by availing the remote E-voting facility.
4. The remote e-voting period remained opened from 9:00 A.M. on Saturday, 21st September, 2024 to 5:00 P.M. on Monday, 23rd September, 2024.
5. The Members of the Company as on "**cut-off date**", i.e., 17th September, 2024 were entitled to vote on the resolutions stated in the Notice of the Annual General Meeting of the Company.
6. The votes casted through e-voting and found not in accordance to the rules provided were treated as invalid.



7. As per the Information given by the Company, the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who attended meeting and had not voted through remote e-voting, were allowed to cast their vote during the AGM by use of poll conducted by the Chairman of the Company.
8. The locked ballot box was subsequently opened in my presence and polling papers were diligently scrutinized. Thereafter, votes casted at the meeting were unblocked on 24th September, 2024 in the presence of two witnesses, Mr. Dinesh Bharti and Mr. Tanoy Sarkar, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Dinesh Bharti



Name: Tanoy Sarkar

9. The details containing, inter-alia, list of Equity Shareholders who have voted "for" or "against" were downloaded from e-voting website of Central Depository Services Limited (CDSL) i.e., <https://www.evotingindia.com>.
10. I have scrutinized and reviewed the remote e-voting based on the data downloaded from the Central Depository Services Limited (CDSL) e-voting system and the ballot forms cast at the meeting.
11. The combined results of remote e-voting and voting by ballot at the AGM stands as under:



a) **Resolution -1: Ordinary Resolution**

To receive, consider and adopt the Audited Balance Sheet as on March 31, 2024, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.

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

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% Of total number of valid votes cast
Remote e-voting	9	2513351	40.82
Voting by poll	15	3643109	59.18
Total	24	6156460	100

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

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Nil	Nil	Nil
Voting by poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



b) **Resolution-2: Ordinary Resolution**

To appoint a director in place of Mr. Chandan Shaw (DIN: 08943210) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

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

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% Of total number of valid votes cast
Remote e-voting	9	2513351	40.82
Voting by poll	15	3643109	59.18
Total	24	6156460	100

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

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Nil	Nil	Nil
Voting by poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



c) **Resolution-3: Ordinary Resolution**

Approval for Appointment of Mr. Sailen Roy as Managing Director of the Company.

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

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% Of total number of valid votes cast
Remote e-voting	9	2513351	40.82
Voting by poll	15	3643109	59.18
Total	24	6156460	100

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

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Nil	Nil	Nil
Voting by poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



d) **Resolution-4: Special Resolution**

Approval for increasing Borrowing limit of the Company upto Rs. 25 Crores:

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

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% Of total number of valid votes cast
Remote e-voting	9	2513351	40.82
Voting by poll	15	3643109	59.18
Total	24	6156460	100

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

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Nil	Nil	Nil
Voting by poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



e) **Resolution-5: Special Resolution**

Approval for increasing the Loan and investment limits upto Rs. 20 Crores:

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

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% Of total number of valid votes cast
Remote e-voting	9	2513351	40.82
Voting by poll	15	3643109	59.18
Total	24	6156460	100

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

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Nil	Nil	Nil
Voting by poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



12. RESULTS:

- a. My report includes the result of votes cast through e-voting process as well as votes tendered during the AGM.
 - b. The particulars of all the votes casted by the members through remote e- voting process and by use of ballot paper have been recorded in a register separately maintained for the purpose.
13. All relevant records of voting will remain in my custody until the Chairperson considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Chairperson/ Company Secretary for safe keeping.

14. RECOMMENDATION:

- a. All the resolutions having secured requisite majority of votes, the respective resolutions may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking You,

Yours Truly,

AKHIL

AGARWAL

Digitally signed by AKHIL AGARWAL
DN: c=IN, o=Personal, uid=7640,
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49111d38406785e664b28d2050ba30a7757,
cn=AKHIL AGARWAL
Date: 2024.09.26 12:39:01 +05'30'

Akhil Agarwal
Practicing Company Secretary
Membership No. ACS35073
CP NO.16313
Peer Review No. 4237/2023
UDIN: A035073F001320016

Place: Kolkata

Date: 26.09.2024