

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: (033) 4001-9900

Date: 20th September, 2023

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 42nd Annual General Meeting of the Company held on 18th September, 2023.

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 42nd Annual General Meeting of the Members of the **M/s. Kalpataru Engineering Limited** held on Monday 18th September, 2023 at 03.30 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


Sandeep Verma
Company Secretary
M. No. 046612



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

Date of the AGM	18.09.2023
Total Number of shareholders on record date	187
No. of shareholders present in the meeting either in person or through proxy:	10
Promoter and promoter Group:	6
Public:	
No. of shareholders attended the meeting through video conferencing:	
Promoter and promoter Group:	NIL
Public:	NIL

Resolution	Adoption of the Audited Financial Statement of the company for the financial year ended 31st March, 2023 together with the report of the Board of Directors and Auditors thereon .	(Ordinary / Special)		Ordinary		No		
Resolution Required:	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
Promoter and promoter group	E-voting	5198109	1783000	34.30	1733000	50000	97.20	2.80
	Poll		1615100	31.07	1615100	0	100	0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		3398100	65.37	3348100	50000	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	975315	7.49	975315	0	100.00	0.00
	Poll		61500	0.47	61500	0	100	0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1036815	7.97	1036815	0	100	0.00
Total		18213400	4434915	24.35	4384915	50000	98.87	1.13



Resolution No. 2 To appoint a director in place of Chandan Shaw (DIN: 08943210), who retires by rotation and being eligible, offers himself for re-appointment.

Whether promoter/ promoter group are interested in the agenda/ resolution?		(Ordinary / Special)		Ordinary				
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
Promoter and promoter group	E-voting		1783000	34.30	1733000	50000	97.20	2.80
	Poll		1615100	31.07	1615100	0	100	0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	5198109	3398100	65.37	3348100	50000	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	0	N.A.	0	N.A.	N.A.	0	N.A.
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-voting		975315	7.49	975315	0	100.00	0.00
	Poll		61500	0.47	61500	0	100	0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	13015291	1036815	7.97	1036815	0	100	0.00
Total		18213400	4434915	24.35	4384915	50000	98.87	1.13

Resolution No. 3 Re-appointment of the Statutory Auditors of the Company, and to fix their remuneration

Whether promoter/ promoter group are interested in the agenda/ resolution?		(Ordinary / Special)		Ordinary				
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
Promoter and promoter group	E-voting		1783000	34.30	1733000	50000	97.20	2.80
	Poll		1615100	31.07	1615100	0	100	0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	5198109	3398100	65.37	3348100	50000	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	0	N.A.	0	N.A.	N.A.	0	N.A.
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-voting		975315	7.49	975315	0	100.00	0.00
	Poll		61500	0.47	61500	0	100	0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	13015291	1036815	7.97	1036815	0	100	0.00
Total		18213400	4434915	24.35	3549200	885715	80.03	19.97



Resolution No.4	APPOINTMENT OF MS. Guddi Soni (DIN: 09814314) AS NON-EXECUTIVE INDEPENDENT DIRECTOR									
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		
Promoter and promoter group	E-voting		1783000	34.30	1723000	60000	96.63	3.37		
	Poll		1615100	31.07	1615100	0	100	0		
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	5198109	3398100	65.37	3338100	60000	100	0		
Public Institutions	E-voting		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	0		
	Total	0	0	0	0	0	0	0		
Public- Non Institutions	E-voting		975315	7.49	935315	40000	95.90	4.10		
	Poll		61500	0.47	61500	0	100	0		
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	13015291	1036815	7.97	996815	40000	96	3.86		
Total		18213400	4434915	24.35	4334915	100000	97.75	2.25		

Resolution No.5	APPOINTMENT OF MR. ANIL SHAW (DIN: 08243482) AS NON-EXECUTIVE INDEPENDENT DIRECTOR									
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		
Promoter and promoter group	E-voting		1783000	34.30	1783000	0	100.00	0.00		
	Poll		1615100	31.07	1615100	0	100	0		
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	5198109	3398100	65.37	3398100	0	100	0		
Public Institutions	E-voting		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	0		
Public- Non Institutions	E-voting		975315	7.49	975315	0	100.00	0.00		
	Poll		61500	0.47	61500	0	100	0		
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	13015291	1036815	7.97	1036815	0	100	0.00		
Total		18213400	4434915	24.35	4434915	0	100.00	0.00		



Resolution No.6 APPOINTMENT OF MR. SAILEN ROY (DIN: 09673558) AS WHOLETIME DIRECTOR

Resolution Required:		(Ordinary / Special)						Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
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
Promoter and promoter group	E-voting	5198109	1783000	34.30	1733000	50000	97.20	2.80
	Poll		1615100	31.07	1615100	0	100	0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		3398100	65.37	3348100	50000	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	
Public- Non Institutions	E-voting	13015291	975315	7.49	179600	795715	18.41	0.00
	Poll		61500	0.47	61500	0	100	0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1036815	7.97	241100	795715	23	76.75
Total		18213400	4434915	24.35	3589200	845715	80.93	19.07



Akhil Agarwal, B.Com, ACS

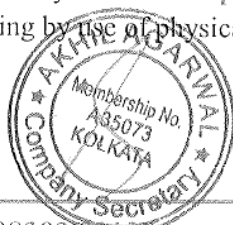
**506/1, Grand Trunk Road, 2nd Floor
Howrah (South) - 711 101, INDIA**

To,
The Chairman,
KALPATARU ENGINEERING LIMITED
18, Rabindra Sarani, Poddar Court,
Gate No.4, 4th Floor, Room No.4,
Kolkata-700001

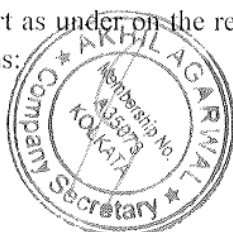
Dear Sir,

Sub: Scrutinizer's report on remote e-voting 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 and the Poll taken at the Annual General Meeting (AGM) of the Equity Shareholders of KALPATARU ENGINEERING LIMITED held on Monday, the 18th day of September, 2023 at 03:30 PM at the registered office of the Company at 18 Rabindra Sarani, Poddar Court Gate No.4, 4th Floor, Room No.4 Kolkata -700001.

- 1. The Board of Directors of KALPATARU ENGINEERING LIMITED (the Company) for the purpose of scrutinizing e-voting process (remote e- voting) and voting through physical paper at the meeting pursuant to Section 108 of the Companies Act , 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules ,2015) in respect of the below mentioned resolutions proposed at the Annual General Meeting of the Equity Shareholders of the Company held on Monday, the 18th day of September, 2023 at 03:30 PM at the registered office of the Company at 18 Rabindra Sarani, Poddar Court Gate No.4, 4th Floor, Room No.4 Kolkata - 700001, India in addition to physical Ballot at the venue of AGM, for determining the result of voting on resolutions.**
- 2. I, Akhil Agarwal, Company Secretary in Practice, having Membership No. PCS 16313, has been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on 23rd August, 2023, 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 scrutinizing the aforesaid voting process in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice convening the 42nd Annual General Meeting of the Company held on 18th September, 2023.**
- 3. The compliance with the Provisions of the Companies Act , 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and voting by use of ballots by the shareholders on the resolutions proposed in the Notice of the Annual General meeting of the Company is the responsibility of the management .My responsibility as Scrutinizer is to ensure that the voting process both through electronic means and by use of physical paper at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favor or in against if any, to the Chairman on the resolution , based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL) and the report generated electronically for voting by use of physical paper at the meeting.**



4. The notice dated August 23, 2023 along with statement setting out material facts under section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM of the company and e-voting opened at 9.00 a.m. on Friday, 15th day of September, 2023 and will end at 5.00 p.m. on Sunday, 17th day of September, 2023.
5. The Equity Shareholders holding shares as on September 11th, 2023, "Cut- off date", were entitled to vote on the resolutions stated in the Notice of the Annual General Meeting of the Company
6. After declaration of voting by use of ballot by the Chairman at the meeting, ballot boxes were locked and kept for voting duly marked by identification mark placed on them. The ballot boxes subsequently on close of voting hours, were opened in the presence of two witnesses who are not the employees of the company, and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialed by me. The ballots were reconciled with the records maintained by the Company / Registrar and Transfer Agents (R & TA) of the Company and the authorizations \ proxies lodged with the company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e., on remote e-voting through **Central Depository Services Limited (CDSL)** facility had been blocked and ballots duly numbered serially by print were issued only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting.
7. The ballots, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately. The votes cast by use of ballots at the meeting were first counted electronically.
8. After the conclusion of voting at the AGM, the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.
9. The electronic votes cast at the meeting were thereafter unblocked in the presence of two witnesses who are not the employees of the Company and the e-voting results\ list of equity shareholders who have voted for and against were downloaded from the e-voting website of **Central Depository Services Limited (CDSL)** (<https://www.cdslindia.com>) and the same are being handed over to the chairman.
10. The Management of the company is responsible to ensure compliance with the requirements of the Act and rules relating to e-voting and the voting through physical paper at the meeting on the resolutions contained in the notice of the AGM.
11. My responsibility as scrutinizer for the e-voting and voting through physical paper at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favor or against the resolutions.
12. I now submit my consolidated Report as under on the result of the e-voting and voting by poll at the AGM in respect of the said resolutions:



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

To receive, consider and adopt the Audited Balance Sheet as at March 31, 2023, 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	10	2708315	61.07
Voting by poll	10	1676600	37.80
Total	20	4384915	98.87

(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	1	50000	1.13
Voting by poll	0	0	0
Total	1	50000	1.13

(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 Chandan Shaw (DIN: 08943210), who retires by rotation and being eligible, offers himself for re-appointment. as an Ordinary Resolution.

(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	10	2708315	91.07
Voting by poll	10	1676600	37.80
Total	20	4384915	98.87

(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	1	50000	1.13
Voting by poll	0	0	0
Total	1	50000	1.13

(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:**

Re-appointment of the Statutory Auditors of the Company, and to fix their remuneration.

(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	8	1872600	42.22
Voting by poll	10	1676600	37.80
Total	18	3549200	80.03

(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	3	885715	19.97
Voting by poll	0	0	0
Total	3	885715	19.97

(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:

Appointment of Ms. Guddi Soni (Din: 09814314) as Non-Executive Independent Director.

(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	8	2658315	59.94
Voting by poll	10	1676600	37.80
Total	18	4334915	97.75

(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	3	100000	2.25
Voting by poll	0	0	0
Total	3	100000	2.25

(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:**

Appointment of Mr. Anil Shaw (Din: 08243482) as Non-Executive Independent Director.

(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	11	2758315	62.20
Voting by poll	10	1676600	37.80
Total	21	4434915	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



f) Resolution-6: Ordinary Resolution:

Appointment Of Mr. Sailen Roy (Din: 09673558) As Whole-Time Director.

(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	1912600	43.13
Voting by poll	10	1676600	37.80
Total	19	3589200	80.93

(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	2	845715	19.07
Voting by poll	0	0	0
Total	2	845715	19.07

(iii) Invalid votes :

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



13. RESULTS:

- My report includes the result of voting through the physical poll papers in addition to votes cast through e-voting.
- I have scrutinized the votes cast through electronic means and also through physical poll papers for the purpose of this report.
- The particulars of all the electronic votes cast by the members through remote e-voting process and votes cast by the members through physical poll papers have been recorded in a register separately maintained for the purpose.

14. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

15. RECOMMENDATION:

- 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,

A. S.



Akhil Agarwal
Practicing Company Secretary
Membership No. ACS35073
COP NO.16313
UDIN: A035073E001036117

Place: Kolkata

Date: 19.09.2023