



AMIT GUPTA & ASSOCIATES

Practicing Company Secretaries

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REPORT OF SCRUTINIZER

To,

The Chairman 57th Annual General Meeting of Equity Shareholders of

M/s PTC Industries Limited

NH-25, Sarai , Sahjadi, Lucknow-227101, Uttar Pradesh

Dear Sir,

At the outset, I would like to thank you for appointing me as scrutinizer for the remote e-voting and voting by your members through Video Conferencing, at the 57th Annual General Meeting of your Company held on Wednesday September 30, 2020 at 03:00 P.M. through Video Conferencing or other audio Visual Means.

I am pleased to submit my Scrutinizer's Report which is comprehensive and self-explanatory in all respect.

Thanking you,

Yours faithfully,

Amit Gupta

Proprietor

Amit Gupta & Associates

Company Secretaries

FCS – 5478, C.P. - 4682

Date: September 30, 2020

UDIN: F005478B000829171

SCRUTINIZER'S REPORT

Name of the Company	PTC INDUSTRIES LIMITED
Meeting	57 th Annual General Meeting
Date and Time	Monday, September 30, 2020 at 03:00 P.M.
Venue	Video Conferencing or other audio Visual Means

1. Appointment as Scrutinizer

I was appointed as Scrutinizer for the remote e-voting as well as the voting to be conducted through Video Conferencing at 57th Annual General Meeting of PTC INDUSTRIES LIMITED (hereinafter referred as “**the Company**”) held on Wednesday September 30, 2020 at 03:00 P.M through Video Conferencing or other audio Visual Means.

2. Dispatch of Notice Convening the Meeting

The Company had informed that, on the basis of Register of Members and the list of Beneficiary Owners (cut of date September 23, 2020) made available to by the depositories viz., National Securities Depositories Limited and Central Depositories Services (India) Limited for the purpose of voting, the Company completed dispatch of notice & 57th annual Report in the following manner:

By email	To 949 members who have registered their e-mail ids with Depository/the RTA on 28.08.2020
By Physical mode	Not Applicable pursuant to the MCA General Circular No. 14/2020 dated April 08, 2020.

3. Cut Off Date

The Voting rights were reckoned as on the September 23, 2020, being the Cut-off date for the purpose of deciding the entitlements of members for remote e voting and voting at the meeting through Video Conferencing.

4. Remote E-Voting

4.1. Agency

The Company had appointed Central Depositories Services (India) Limited as the agency for providing e voting platform.



4.2. Remote E voting

Remote e voting was open from September 27 2020 at 09:00 am to September 29, 2020 at 05:00 pm and Members were required to cast their votes electronically conveying their assent or dissent in respect of all the Ordinary and /or Special Resolutions, on e-voting platform provided by CDSL.

5. Voting at AGM

5.1. As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rule, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the general meeting, after the closure of period of e- voting, the Scrutinizer was provided access to particulars of members such as - their names folio, number of shares held, but not the manner in which they have voted.

5.2. Accordingly CDSL, the e-voting agency provided us the name, DP ID/folio numbers and shareholding of the members who had cast their votes through remote e voting.

5.3. The Company has authorized CDSL to provide necessary support for remote e-voting as well as for voting at the meeting and CDSL provided the same.

6. Counting Process

6.1. On completion of voting at the meeting, the Company provided me with the list of members who had cast their votes, with their holding details and details of vote on each of the resolution.

6.2. The votes were reconciled with the records maintained by the Company and RTA with respect to the authorized representatives/ proxies lodged with the Company.

6.3. I unblocked the remote e voting results on the CDSL E-voting platform and downloaded the e voting details.

7. Result

7.1. I observed that

7.1.1. Nil Members had cast their votes through Video Conferencing at meeting.

7.1.2. 35 Members had casted their votes through remote e-voting.

7.2. The result of remote e-voting and poll as well as consolidated result with respect to each item on the Agenda as set out in the notice of the 57th AGM dated September 08, 2020 is enclosed as Annexure – 1, 2 and 3 respectively.

7.3. Based on the aforesaid result, all the **Ordinary resolutions** as contained in item no. 1 & 2 of the notice dated September 08, 2020, have been passed with the **requisite majority**.

7.4. Based on the aforesaid result, the **Special resolution** as contained in item no. 3, of the notice dated September 08, 2020, have been passed with the **requisite majority**.



- 7.5.** Soft copy of the List of Members, for both voting at AGM as well as remote e-voting containing the details of members who voted “**FOR**”, who voted “**AGAINST**” & whose votes were declared “**INVALID**”, for each resolution will be emailed to the Company, after the announcement of the result by the Company.
- 7.6.** The electronic data and all other relevant records shall also be duly handed over to the Company for keeping in safe records, after the announcement of the result by the Company.

Amit Gupta
Proprietor
Amit Gupta & Associates
Company Secretaries
FCS – 5478, C.P. - 4682
Date: September 30, 2020
UDIN: F005478B000829171

**Results of remote E-Voting conducted at the 57th Annual General Meeting of
PTC INDUSTRIES LIMITED**

1. The result of remote e-voting is as under:

a) **Resolution 1- To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors' and Auditors' thereon; (Ordinary Resolution)**

i. **Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
34	3753641	99.98%

ii. **Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
1	720	0.02

iii. **Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL

- b) **Resolution 2 – To appoint a director in place of Mr. Ashok Kumar Shukla, who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)**

i. **Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
34	3753641	99.98%

ii. **Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
1	720	0.02

iii. **Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL

- c) **Resolution 3 – Approval of Remuneration for remaining period of tenure (Special Resolution)**

i. **Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
34	3753641	99.98%



ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
1	720	0.02

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL

Annexure-2

Results of E-Voting at the 57th Annual General Meeting through Video Conferencing PTC INDUSTRIES LIMITED

1. The result of the e-voting conducted during 57th Annual General Meeting is as under:

- a) **Resolution 1 - To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors' and Auditors' thereon; (Ordinary Resolution)**

i. Voted in favour of the resolution:

Number of members present and voting in favour (through VC)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

ii. Voted against the resolution:

Number of members present and voting against (through VC)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes :

Total number of members (through VC) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

- b) **Resolution 2 - To appoint a director in place of Mr. Ashok Kumar Shukla, who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)**

Voted in favour of the resolution:

Number of members present and voting in	Number of votes casted in favour of the	% of total number of valid votes casted on
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favour (through VC)	resolution	the resolution
NIL	NIL	NIL

i. Voted against the resolution:

Number of members present and voting against (through VC)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

ii. Invalid votes :

Total number of members (through VC) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

c) Resolution 3 - Approval of Remuneration for remaining period of tenure (Special Resolution)

i. Voted in favour of the resolution:

Number of members present and voting in favour (through VC)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

ii. Voted against the resolution:

Number of members present and voting against (through VC)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes :

Total number of members (through VC) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

Annexure -3

**Results of remote E-Voting & Voting conducted at the 57th Annual General Meeting of PTC
INDUSTRES LIMITED**

Particulars	Number of Votes Contained in			Percentage
	Remote E votes	AGM through VC	TOTAL	
Item No. 1: To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors' and Auditors' thereon; (Ordinary Resolution)				
Assent	3753641	Nil	3753641	99.98%
Dissent	720	Nil	720	0.02%
Invalid	Nil	Nil	Nil	Nil
Total	3754361	Nil	3754361	100.00%
Outcome	Passed as an Ordinary Resolution			
Item No. 2: To appoint a director in place of Mr. Ashok Kumar Shukla, who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)				
Assent	3753641	Nil	3753641	99.98%
Dissent	720	Nil	720	0.02%
Invalid	Nil	Nil	Nil	Nil
Total	3754361	Nil	3754361	100.00%
Outcome	Passed as an Ordinary Resolution			
Item No. 3: Approval of Remuneration for remaining period of tenure (Special Resolution)				
Assent	3753641	Nil	3753641	99.98%
Dissent	720	Nil	720	0.02%



Invalid	Nil	Nil	Nil	Nil
Total	3754361	Nil	3754361	100.00%
Outcome	Passed as a Special Resolution			

Amit Gupta
Proprietor
Amit Gupta & Associates
Company Secretaries
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