

**Dated: November 22, 2021**

**To,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400001.**

Dear Sir/Madam,

**Sub: Scrutinizer's report pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the Scrutinizer Report for the business transacted at 58th Annual General Meeting (AGM) of the Members of the Company held on Monday November 22, 2021, through Video Conference facility.

Based on the Report of the Scrutinizer, all Resolutions as set out in the Notice of the 58th AGM have been duly approved by the Shareholders with requisite majority.

We request you to acknowledge and take it on your record.

Thanking you,

Yours truly,

For **PTC Industries Limited**



**Sachin Agarwal**  
**Chairman and Managing Director**

**Enclosure:** as above



**AMIT GUPTA & ASSOCIATES**  
Practicing Company Secretaries

C-17, Vinay Nagar, Krishna Nagar, Lucknow -226 023  
Phone : 94150 05108, 79057 98954

E-mail:amitguptacs@gmail.com

**REPORT OF SCRUTINIZER**

To,  
The Chairman 58<sup>th</sup> 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 58<sup>th</sup> Annual General Meeting of your Company held on Monday, November 22, 2021 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**  
Amit Gupta

Digitally signed by AMIT GUPTA  
DN: cn=Amit Gupta, o=PTC Industries Limited, ou=PTC Industries Limited, postalCode=220023, street=NH-25, sarai, sahadia, lucknow, state=Uttar Pradesh, serialNumber=14, c=IN  
14776251849714461115402001070520  
46, cn=Amit Gupta, o=AMIT GUPTA,  
postalCode=220023, street=NH-25, sarai, sahadia, lucknow, state=Uttar Pradesh, serialNumber=14, c=IN  
Date: 2021.11.22 20:23:32 +05'30'

**Proprietor**

**Amit Gupta & Associates**

**Company Secretaries**

**FCS – 5478, C.P. - 4682**

**Date: November 22, 2021**

**UDIN: F005478C001502875**



### SCRUTINIZER'S REPORT

Name of the Company	<b>PTC INDUSTRIES LIMITED</b>
Meeting	58 <sup>th</sup> Annual General Meeting
Date and Time	Monday, November 22, 2021 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 58<sup>th</sup> Annual General Meeting of PTC INDUSTRIES LIMITED (hereinafter referred as “**the Company**”) held on Monday, November 22, 2021 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 November 15, 2021) 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 & 58<sup>th</sup> annual Report in the following manner:

By email	To 2047 members who have registered their e-mail ids with Depository/the RTA on 30.10.2021
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 November 15, 2021, 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 November 19, 2021 at 09:00 am to November 21, 2021 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. 3 Members had cast their votes through Video Conferencing at meeting.

7.1.2. 19 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 58<sup>th</sup> AGM dated October 30, 2021 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 October 30, 2021, have been passed with the **requisite majority**.

7.4. Based on the aforesaid result, the **Special resolution** as contained in item no. 3, 4, and 5 of the notice dated October 30, 2021, 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**

Digitally signed by AMIT GUPTA  
DN: c=IN, st=Uttar Pradesh,  
2.5.4.20=24554450096a351599a8112546f4cf  
7c99d7a7d41a1c290031855d8f3b213,  
postalCode=226023, street=VINAY NAGAR,  
85SHANA NAGAR, MANSANAGAR S. O.,  
serialNumber=8a3c4b4c039f5c234ed8d3396,  
374c251d4e91346981e15480284090a75594d,  
o=Personal, cn=AMIT GUPTA,  
pseudoym=88af33644cb4b67097a8691f  
a80  
Date: 2021.11.22 20:22:57 +05'30'

**Amit Gupta**  
**Proprietor**  
**Amit Gupta & Associates**  
**Company Secretaries**  
**FCS – 5478, C.P. - 4682**  
**Date: November 22, 2021**  
**UDIN: F005478C001502875**

**Results of remote E-Voting conducted at the 58<sup>th</sup> Annual General Meeting of  
PTC INDUSTRIES LIMITED**

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

- a) **Resolution 1- To consider and adopt (a) the audited financial statements of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors' and Auditors' thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2021 and the report of the 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
<b>19</b>	<b>3507529</b>	<b>100%</b>

**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
<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

**iii. Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

- b) **Resolution 2 –To appoint a director in place of Mr. Priya Ranjan Agarwal, 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
<b>19</b>	<b>3507529</b>	<b>100%</b>

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
<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

iii. **Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

- c) **Resolution 3 – Approval To consider and approve the reclassification and increase of Authorised Share Capital and consequent Alteration of Memorandum of Association (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
<b>19</b>	<b>3507529</b>	<b>100%</b>

**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
<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

**iii. Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**d) Resolution 4 - To consider and approve the amendment in the “PTC Employees Stock Option Scheme 2019” (‘PTC-ESOS 2019’). (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
<b>19</b>	<b>3507529</b>	<b>100%</b>

**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
<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

**iii. Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>





**e) To consider and approve the further issue of equity shares on rights basis (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
<b>19</b>	<b>3507529</b>	<b>100%</b>

**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
<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

**iii. Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**AMIT GUPTA**  
Digitally signed by AMIT GUPTA  
DN: c=IN, st=Uttar Pradesh, 2.5.4.20=2ab544da09a3615f9a81325d804c7c99d37a7641a1c20031855d873a213, postalCode=226023, street=VINAY NAHAR KRISHANA NAGAR MANSANAGAR S, O, serialNumber=8a3c4b4c0395f3c234ed3319b37ae251da6913ab981e15b802b45f3a732940, ou=Personal, cn=AMIT GUPTA, pseudonym=4f8af633644e8b4b6709f7d869f1a80  
Date: 2021.11.22 20:23:18 +05'30'

**Results of E-Voting at the 58<sup>th</sup> Annual General Meeting through Video Conferencing PTC INDUSTRIES LIMITED**

1. The result of the e-voting conducted during 58<sup>th</sup> Annual General Meeting is as under:

- a) **Resolution 1 -To consider and adopt (a) the audited financial statements of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors' and Auditors' thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2021 and the report of the 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
<b>3</b>	<b>1150</b>	<b>100%</b>

**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
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**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
<b>Nil</b>	<b>Nil</b>

- b) **Resolution 2 – To appoint a director in place of Mr. Priya Ranjan Agarwal, 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
-----------------------------------------	-----------------------------------------	--------------------------------------------

favour (through VC )	resolution	the resolution
<b>3</b>	<b>1150</b>	<b>100%</b>

**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
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**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
<b>Nil</b>	<b>Nil</b>

**c) Resolution 3 - Approval To consider and approve the reclassification and increase of Authorised Share Capital and consequent Alteration of Memorandum of Association (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
<b>3</b>	<b>1150</b>	<b>100%</b>

**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
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**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
<b>Nil</b>	<b>Nil</b>

**d) Resolution 4 - To consider and approve the amendment in the “PTC Employees Stock Option Scheme 2019” (‘PTC-ESOS 2019’). (Special Resolution)**

**i. 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
-----------------------------------------	-----------------------------------------	--------------------------------------------



favour (through VC )	resolution	the resolution
<b>1</b>	<b>400</b>	<b>34.78%</b>

**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
<b>2</b>	<b>750</b>	<b>65.22%</b>

**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
<b>Nil</b>	<b>Nil</b>

**e) To consider and approve the further issue of equity shares on rights basis (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
<b>3</b>	<b>1150</b>	<b>100%</b>

**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
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**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
<b>Nil</b>	<b>Nil</b>


**AMIT GUPTA**  
Digitally signed by AMIT GUPTA  
DN: c=IN, st=Uttar Pradesh, 2.5.4.20=26544d4d996a3615f9a81325d0  
4cf7c99d3767d41a1c290031855d0f0213,  
postalCode=226023, street=VINAY NAGAR  
95RESHANA NAGAR MANSANGANCRS, O  
serialNumber=B3c4b4c0395f3234ed33  
19b374e251da6913eb981e15b802b450a7  
50296, cn=AMIT GUPTA,  
pseudonym=4f8af33644c8b4b67097d86  
9f1fa80  
Date: 2021.11.22 20:23:40 +05'30'

Results of remote E-Voting & Voting conducted at the 58<sup>th</sup> Annual General Meeting of  
PTC INDUSTRIES LIMITED

Particulars	Number of Votes Contained in			Percentage
	Remote E votes	AGM through VC	TOTAL	
<b>Item No. 1: To consider and adopt (a) the audited financial statements of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors' and Auditors' thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2021 and the report of the Auditors thereon (Ordinary Resolution)</b>				
Assent	3507529	1150	3508679	100%
Dissent	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil
<b>Total</b>	<b>3507529</b>	<b>1150</b>	<b>3508679</b>	<b>100%</b>
<b>Outcome</b>	<b>Passed as an Ordinary Resolution</b>			
<b>Item No. 2: To appoint a director in place of Mr. Priya Ranjan Agarwal, who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution)</b>				
Assent	3507529	1150	3508679	100%
Dissent	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil
<b>Total</b>	<b>3507529</b>	<b>1150</b>	<b>3508679</b>	<b>100%</b>
<b>Outcome</b>	<b>Passed as an Ordinary Resolution</b>			
<b>Item No. 3: Approval To consider and approve the reclassification and increase of Authorised Share Capital and consequent Alteration of Memorandum of Association (Special Resolution)</b>				
Assent	3507529	1150	3508679	100%
Dissent	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil



<b>Total</b>	<b>3507529</b>	<b>1150</b>	<b>3508679</b>	<b>100%</b>
<b>Outcome</b>	<b>Passed as a Special Resolution</b>			
<b>Item No. 4: To consider and approve the amendment in the "PTC Employees Stock Option Scheme 2019" ('PTC-ESOS 2019'). (Special Resolution)</b>				
Assent	3507529	400	3507929	99.98%
Dissent	Nil	750	750	0.02%
Invalid	Nil	Nil	Nil	Nil
<b>Total</b>	<b>3507529</b>	<b>1150</b>	<b>3508679</b>	<b>100%</b>
<b>Outcome</b>	<b>Passed as a Special Resolution</b>			
<b>Item No. 5: To consider and approve the further issue of equity shares on rights basis (Special Resolution)</b>				
Assent	3507529	1150	3508679	100%
Dissent	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil
<b>Total</b>	<b>3507529</b>	<b>1150</b>	<b>3508679</b>	<b>100%</b>
<b>Outcome</b>	<b>Passed as a Special Resolution</b>			

<p><b>AMIT GUPTA</b></p> <p><small>Digitally signed by AMIT GUPTA DN: c=IN, st=Uttar Pradesh, 2.5.4.20=20b5445454096a3615f9ba811254804c7c- 99d37a7d41a1c390031855d0f8213, postalCode=226023, street=VINAY NAGAR, 8025HANA NAGAR, MANSABAGAR S. O., serialNumber=8a3c4b4c039f9c234ed3119b37 4c25fd69134b051e15100324c40a79f2940, o=Personal, cn=AMIT GUPTA, pseudoym=4f84c33644cb4b67097a8b9f1b8 0 Date: 2021.11.22 20:24:04 +05'30'</small></p> <p><b>Amit Gupta</b> Proprietor Amit Gupta &amp; Associates Company Secretaries FCS – 5478, C.P. - 4682 Date: November 22, 2021 UDIN: F005478C001502875</p>	<p><b>Countersigned by Chairman</b> <b>PTC Industries Limited</b></p>  <p><b>Sachin Agarwal</b> Chairman</p>
---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------