

ASPIRE . INNOVATE . ACHIEVE

### PTC INDUSTRIES LIMITED

Advanced Manufacturing & Technology Centre NH 25A, Sarai Shahjadi, Lucknow 227 101 Uttar Pradesh, India

Dated: September 30, 2022

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 59th Annual General Meeting (AGM) of the Members of the Company held on Friday September 30, 2022, through Video Conference facility.

Based on the Report of the Scrutinizer, all Resolutions as set out in the Notice of the 59th 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
DIN: 00142885

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 59<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 Friday, September 30, 2022 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, 2022 UDIN: F005478D001105434



### **SCRUTINIZER'S REPORT**

| Name of the Company | PTC INDUSTRIES LIMITED                   |  |
|---------------------|--|--|
| Meeting             | 59 <sup>th</sup> Annual General Meeting  |  |
| Date and Time       | Friday, September 30, 2022 at 03:00 PM   |  |
| 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 59<sup>th</sup> Annual General Meeting of PTC INDUSTRIES LIMITED (hereinafter referred as "**the Company")** held on Friday, September 30, 2022 at 03:00 PM 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, 2022) 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 & 59<sup>th</sup> annual Report in the following manner:

| By email         | To 4085 members who have registered      |  |
|------------------|--|--|
|                  | their e-mail ids with Depository/the RTA |  |
|                  | on September 08, 2022                    |  |
| 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, 2022, 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, 2022 at 09:00 AM to September 29, 2022 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. No member had cast their votes through Video Conferencing at meeting.
- 7.1.2. 41 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 59<sup>th</sup> AGM dated September 05, 2022 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 05, 2022, have been passed with the **requisite majority.**
- **7.4.** Based on the aforesaid result, the **Special resolution** as contained in item no. 3, 4, 5, 6, 7, 8, 9, 10, and 11 of the notice dated September 05, 2022, 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, 2022 UDIN: F005478D001105434



### **Annexure-1**

# 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, 2022 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, 2022 and the report of the Auditors thereon (Ordinary Resolution)
    - i. Voted in favour of the resolution:

| Number of members<br>who voted in favour<br>through remote -<br>electronic voting | Number of votes casted in favour of the resolution | % of total number of<br>valid votes casted on<br>the resolution |
|---|--|---|
| system  |  |   |
| 41  | 9705585  | 100%  |

### ii. Voted against the resolution:

| Number of members<br>who voted against<br>through remote -<br>electronic voting<br>system | 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 whose | Total number of votes casted by |  |
|-------------------------------|---------------------------------|--|
| votes were declared invalid   | members whose votes were        |  |
|                               | declared invalid                |  |
| NIL                           | NIL                             |  |



- b) Resolution 2: To appoint a director in place of Ms. Smita 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   | Number of votes         | % of total number of  |
|---------------------|-------------------------|-----------------------|
| who voted in favour | casted in favour of the | valid votes casted on |
| through remote -    | resolution              | the resolution        |
| electronic voting   |                         |                       |
| system              |                         |                       |
| 41                  | 9705585                 | 100%                  |

| Number of members<br>who voted against<br>through remote -<br>electronic voting<br>system | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
|---|---|---|
| NIL   | NIL   | NIL   |

iii. Invalid votes:

| votes were decidred invalid | declared invalid         |
|-----------------------------|--------------------------|
| votes were declared invalid | members whose votes were |

- c) Resolution 3: Re-appointments of Mr. Sachin Agarwal as Chairman and Managing Director (Special Resolution)
  - i. Voted in favour of the resolution:

| Number of members   | Number of votes         | % of total number of  |
|---------------------|-------------------------|-----------------------|
| who voted in favour | casted in favour of the | valid votes casted on |
| through remote -    | resolution              | the resolution        |
| electronic voting   |                         |                       |
| system              |                         |                       |
| 41                  | 9705585                 | 100%                  |



| Number of men<br>who voted aga<br>through remo<br>electronic vot<br>system | inst cast<br>te - | mber of votes<br>ed against the<br>resolution | % of total number of valid votes casted on the resolution |
|--|-------------------|---|---|
| NIL  |                   | NIL   | NIL   |

### iii. Invalid votes:

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

# d) Resolution 4: To Re-appointment of Mr. Alok Agarwal as Director (Quality and Technical) (Special Resolution)

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

| Number of members<br>who voted in favour<br>through remote -<br>electronic voting | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
|---|--|---|
| system  |  |   |
| 41  | 9705585  | 100%  |

### ii. Voted against the resolution:

| Number of members<br>who voted against<br>through remote -<br>electronic voting | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
|---|---|---|
| system  |   |   |
| NIL   | NIL   | NIL   |

### iii. Invalid votes:

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



## e) Resolution 5: Re-appointment of Mr. Priya Ranjan Agarwal as Director (Marketing) (Special Resolution)

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

| Number of members   | Number of votes         | % of total number of  |
|---------------------|-------------------------|-----------------------|
| who voted in favour | casted in favour of the | valid votes casted on |
| through remote -    | resolution              | the resolution        |
| electronic voting   |                         |                       |
| system              |                         |                       |
| 41                  | 9705585                 | 100%                  |

### ii. Voted against the resolution:

| Number of members<br>who voted against<br>through remote -<br>electronic voting<br>system | 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 whose | Total number of votes casted by |
|-------------------------------|---------------------------------|
| votes were declared invalid   | members whose votes were        |
|                               | declared invalid                |
| NIL                           | NIL                             |

# f) Resolution 6: Re-appointment of Mr. Ashok Kumar Shukla as a whole Time Director (Special Resolution)

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

| Number of members<br>who voted in favour<br>through remote -<br>electronic voting<br>system | Number of votes<br>casted in favour of the<br>resolution | % of total number of valid votes casted on the resolution |
|---|--|---|
| 41  | 9705585  | 100%  |

### ii. Voted against the resolution:

| Number of members | Number of votes    | % of total number of  |
|-------------------|--------------------|-----------------------|
| who voted against | casted against the | valid votes casted on |
| through remote -  | resolution         | the resolution        |



| electronic voting system |     |     |
|--------------------------|-----|-----|
| NIL                      | NIL | NIL |

### iii. Invalid votes:

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

# g) Resolution 7: Re-appointment of Ms. Smita Agarwal, Director and Chief Financial Officer (Special Resolution)

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

| Number of members who voted in favour through remote - electronic voting system | Number of votes<br>casted in favour of the<br>resolution | % of total number of valid votes casted on the resolution |
|---|--|---|
| 41  | 9705585  | 100%  |

### ii. Voted against the resolution:

| Number of members<br>who voted against<br>through remote -<br>electronic voting<br>system | 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 whose votes were declared invalid | Total number of votes casted by members whose votes were |
|---|--|
| votes were declared invalid                               | declared invalid   |
| NIL   | NIL  |



### h) Resolution 8: Appointment of Independent Woman Director (Special Resolution)

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

| Number of members   | Number of votes         | % of total number of  |
|---------------------|-------------------------|-----------------------|
| who voted in favour | casted in favour of the | valid votes casted on |
| through remote -    | resolution              | the resolution        |
| electronic voting   |                         |                       |
| system              |                         |                       |
| 41                  | 9705585                 | 100%                  |

### ii. Voted against the resolution:

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

### iii. Invalid votes:

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

### i) Resolution 9: Increase in Borrowing Powers (Special Resolution)

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

| Number of members   | Number of votes         | % of total number of  |
|---------------------|-------------------------|-----------------------|
| who voted in favour | casted in favour of the | valid votes casted on |
| through remote -    | resolution              | the resolution        |
| electronic voting   |                         |                       |
| system              |                         |                       |
| 41                  | 9705585                 | 100%                  |

### ii. Voted against the resolution:

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



|      | NIL                  | N         | IL        | NIL                    |
|------|----------------------|-----------|-----------|------------------------|
| iii. | Invalid votes:       |           |           |                        |
|      | Total number of memb | ers whose | Total num | ber of votes casted by |
|      | votes were declared  | l invalid | membe     | rs whose votes were    |
|      |                      |           | de        | eclared invalid        |
|      | NIL                  |           |           | NIL                    |

## j) Resolution 10: Creation of Charge for securing borrowings up to limit of Rs. 350 crores (Special Resolution)

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

| Number of members   | Number of votes         | % of total number of  |
|---------------------|-------------------------|-----------------------|
| who voted in favour | casted in favour of the | valid votes casted on |
| through remote -    | resolution              | the resolution        |
| electronic voting   |                         |                       |
| system              |                         |                       |
| 40                  | 9705285                 | 100%                  |

### ii. Voted against the resolution:

| Number of members | Number of votes    | % of total number of  |
|-------------------|--------------------|-----------------------|
| who voted against | casted against the | valid votes casted on |
| through remote -  | resolution         | the resolution        |
| electronic voting |                    |                       |
| system            |                    |                       |
| 1                 | 300                | 000%                  |

### iii. Invalid votes:

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

## k) Resolution 11: To consider and approve Alteration of Article of Association (Special Resolution)

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

| Number of members   | Number of votes         | % of total number of  |
|---------------------|-------------------------|-----------------------|
| who voted in favour | casted in favour of the | valid votes casted on |
| through remote -    | resolution              | the resolution        |



| electronic voting system |         |      |
|--------------------------|---------|------|
| 41                       | 9705585 | 100% |

### ii. Voted against the resolution:

| Number of members<br>who voted against<br>through remote -<br>electronic voting<br>system | 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 whose votes were declared invalid | Total number of votes casted by members whose votes were |
|---|--|
| votes were declared invalid                               | declared invalid   |
| NIL   | NIL  |



# Results of E-Voting at the 59<sup>th</sup> Annual General Meeting through Video Conferencing PTC INDUSTRIES LIMITED

- 1. The result of the e-voting conducted during 59<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, 2022 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, 2022 and the report of the Auditors thereon (Ordinary Resolution)
  - i. Voted in favour of the resolution:

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

ii. Voted against the resolution:

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

iii. Invalid votes:

| Total number of members        | Total number of votes casted by |
|--------------------------------|---------------------------------|
| (through VC ) whose votes were | members whose votes were        |
| declared invalid               | declared invalid                |
| NIL                            | NIL                             |



- b) Resolution 2: To appoint a director in place of Ms. Smita Agarwal, who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution)
  - i. Voted in favour of the resolution:

| present and voting in     | casted in favour of the | valid votes casted on |
|---------------------------|-------------------------|-----------------------|
| favour (through VC )  NIL | resolution  NIL         | the resolution  NIL   |

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

iii. Invalid votes:

| Total number of members        | Total number of votes casted by |
|--------------------------------|---------------------------------|
| (through VC ) whose votes were | members whose votes were        |
| declared invalid               | declared invalid                |
| NIL                            | NIL                             |

- c) Resolution 3: Re-appointments of Mr. Sachin Agarwal as Chairman and Managing Director (Special Resolution)
  - i. Voted in favour of the resolution:

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



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

### iii. Invalid votes:

| Total number of members        | Total number of votes casted by |
|--------------------------------|---------------------------------|
| (through VC ) whose votes were | members whose votes were        |
| declared invalid               | declared invalid                |
| NIL                            | NIL                             |

# d) Resolution 4: To Re-appointment of Mr. Alok Agarwal as Director (Quality and Technical) (Special Resolution)

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

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

### ii. Voted against the resolution:

| Number of members                       | Number of votes                  | % of total number of                    |
|---|----------------------------------|---|
| present and voting against (through VC) | casted against the<br>resolution | valid votes casted on<br>the resolution |
| NII                                     | NII                              | NIL                                     |

### iii. Invalid votes:

| Total number of members        | Total number of votes casted by |
|--------------------------------|---------------------------------|
| (through VC ) whose votes were | members whose votes were        |
| declared invalid               | declared invalid                |
| NIL                            | NIL                             |

# e) Resolution 5: Re-appointment of Mr. Priya Ranjan Agarwal as Director (Marketing) (Special Resolution)

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

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



|      | NIL                        | NIL    | NIL |
|------|----------------------------|--------|-----|
| :: \ | lated against the massicul | i.a.a. |     |

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

### iii. Invalid votes:

| Total number of members        | Total number of votes casted by |
|--------------------------------|---------------------------------|
| (through VC ) whose votes were | members whose votes were        |
| declared invalid               | declared invalid                |
| NIL                            | NIL                             |

# f) Resolution 6: Re-appointment of Mr. Ashok Kumar Shukla as a whole Time Director (Special Resolution)

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

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

### ii. Voted against the resolution:

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

### iii. Invalid votes:

| Total number of members (through VC) whose votes were | Total number of votes casted by members whose votes were |
|---|--|
| declared invalid                                      | declared invalid   |
| NIL   | NIL  |

# g) Resolution 7: Re-appointment of Ms. Smita Agarwal, Director and Chief Financial Officer (Special Resolution)

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



| present and voting in | casted in favour of the | valid votes casted on |
|-----------------------|-------------------------|-----------------------|
| favour (through VC)   | resolution              | the resolution        |
| NIL                   | NIL                     | NIL                   |

### ii. Voted against the resolution:

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

### iii. Invalid votes:

| Total number of members        | Total number of votes casted by |
|--------------------------------|---------------------------------|
| (through VC ) whose votes were | members whose votes were        |
| declared invalid               | declared invalid                |
| NIL                            | NIL                             |

### h) Resolution 8: Appointment of Independent Woman Director (Special Resolution)

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

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

### ii. Voted against the resolution:

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

### iii. Invalid votes:

| Total number of members        | Total number of votes casted by |
|--------------------------------|---------------------------------|
| (through VC ) whose votes were | members whose votes were        |
| declared invalid               | declared invalid                |
| NIL                            | NIL                             |

### i) Resolution 9: Increase in Borrowing Powers (Special Resolution)

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

| Number of members     | Number of votes         | % of total number of  |
|-----------------------|-------------------------|-----------------------|
| present and voting in | casted in favour of the | valid votes casted on |



| favour (through VC ) | resolution | the resolution |
|----------------------|------------|----------------|
| NIL                  | NIL        | NIL            |

### ii. Voted against the resolution:

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

### iii. Invalid votes :

| Total number of members        | Total number of votes casted by |
|--------------------------------|---------------------------------|
| (through VC ) whose votes were | members whose votes were        |
| declared invalid               | declared invalid                |
| NIL                            | NIL                             |

# j) Resolution 10: Creation of Charge for securing borrowings up to limit of Rs. 350 crores (Special Resolution)

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

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

### ii. Voted against the resolution:

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

### iii. Invalid votes:

| Total number of members        | Total number of votes casted by |
|--------------------------------|---------------------------------|
| (through VC ) whose votes were | members whose votes were        |
| declared invalid               | declared invalid                |
| NIL                            | NIL                             |



# k) Resolution 11: To consider and approve Alteration of Article of Association (Special Resolution)

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

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

### ii. Voted against the resolution:

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

### iii. Invalid votes:

| Total number of members        | Total number of votes casted by |
|--------------------------------|---------------------------------|
| (through VC ) whose votes were | members whose votes were        |
| declared invalid               | declared invalid                |
| NIL                            | NIL                             |



### **Annexure -3**

### Results of remote E-Voting & Voting conducted at the 58<sup>th</sup> 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 co    | nsider and adopt (               | a) the audited fina  | ncial statements of | the Company for    |  |
| the financial year   | r ended March 31,                | 2022 and the rep     | orts of the Board   | of Directors' and  |  |
| Auditors' thereon    | ; and (b) the audite             | ed consolidated fina | ancial statement of | the Company fo     |  |
| the financial year   | ended March 31,                  | 2022 and the repo    | rt of the Auditors  | thereon (Ordinary  |  |
| Resolution)          |                                  |                      |                     |                    |  |
| Assent               | 9705585                          | Nil                  | 9705585             | 100                |  |
| Dissent              | Nil                              | Nil                  | Nil                 | Ni                 |  |
| Invalid              | Nil                              | Nil                  | Nil                 | Ni                 |  |
| Total                | 9705585                          | Nil                  | 9705585             | 100                |  |
| Outcome              | Passed as an Ordinary Resolution |                      |                     |                    |  |
| Item No. 2: To ap    | point a director in              | place of Ms. Smita   | Agarwal, who retire | es by rotation and |  |
| being eligible, offe | ers himself for re-ap            | pointment (Ordina    | ry Resolution)      |                    |  |
| Assent               | 9705585                          | Nil                  | 9705585             | 100                |  |
| Dissent              | Nil                              | Nil                  | Nil                 | Ni                 |  |
| Invalid              | Nil                              | Nil                  | Nil                 | Ni                 |  |
| Total                | 9705585                          | Nil                  | 9705585             | 100                |  |
| Outcome              | Passed as an Ordinary Resolution |                      |                     |                    |  |
|                      | <br>ppointments of Mi            |                      |                     |                    |  |



| Assent              | 9705585                        | Nil                            | 9705585             | 100                |  |  |
|---------------------|--------------------------------|--------------------------------|---------------------|--------------------|--|--|
| Dissent             | Nil                            | Nil                            | Nil                 | Nil                |  |  |
| Invalid             | Nil                            | Nil                            | Nil                 | Nil                |  |  |
| Total               | 9705585                        | Nil                            | 9705585             | 100                |  |  |
| Outcome             | Passed as a Specia             | Passed as a Special Resolution |                     |                    |  |  |
| Item No. 4: To      | Re-appointment of              | Mr. Alok Agarwal               | as Director (Quali  | ty and Technical)  |  |  |
| (Special Resolution |                                | J                              | • • •               |                    |  |  |
| Assent              | 9705585                        | Nil                            | 9705585             | 100                |  |  |
| Dissent             | Nil                            | Nil                            | Nil                 | Nil                |  |  |
| Invalid             | Nil                            | Nil                            | Nil                 | Nil                |  |  |
| Total               | 9705585                        | Nil                            | 9705585             | 100                |  |  |
| Outcome             | Passed as a Special Resolution |                                |                     |                    |  |  |
| Item No. 5: Re-     | appointment of Mr.             | Priya Ranjan Aga               | rwal as Director (I | Marketing)(Special |  |  |
| Resolution)         |                                |                                |                     |                    |  |  |
| Assent              | 9705585                        | Nil                            | 9705585             | 100                |  |  |
| Dissent             | Nil                            | Nil                            | Nil                 | Nil                |  |  |
| Invalid             | Nil                            | Nil                            | Nil                 | Nil                |  |  |
| Total               | 9705585                        | Nil                            | 9705585             | 100                |  |  |
| Outcome             | Passed as a Special Resolution |                                |                     |                    |  |  |
| Item No. 6: Re-a    | ppointment of Mr.              | Ashok Kumar Shuk               | da as a whole Time  | Director (Special  |  |  |
| Resolution)         |                                |                                |                     |                    |  |  |
| Assent              | 9705585                        | Nil                            | 9705585             | 100                |  |  |



| Discont   |  |   |  |                          |  |
|---|--|---|--|--------------------------|--|
| Dissent   | Nil  | Nil   | Nil  | Nil                      |  |
| Invalid   | Nil  | Nil   | Nil  | Nil                      |  |
| Total   | 9705585  | Nil   | 9705585                                    | 100                      |  |
| Outcome   | Passed as a Special  | l Resolution  |  |                          |  |
| Item No. 7: Re-   | appointment of Ms.   | . Smita Agarwal,  | Director and Chief                         | Financial Officer        |  |
| (Special Resolution   | on)  |   |  |                          |  |
| Assent  | 9705585  | Nil   | 9705585                                    | 100                      |  |
| Dissent   | Nil  | Nil   | Nil  | Nil                      |  |
| Invalid   | Nil  | Nil   | Nil  | Nil                      |  |
| Total   | 9705585  | Nil   | 9705585                                    | 100                      |  |
| Outcome   | Passed as a Special Resolution                                       |   |  |                          |  |
| Item No. 8: Appo  | intment of Independ  | ent Woman Directo   | or (Special Resolution                     | on)                      |  |
| - ·   | •  |   |  | ,                        |  |
| Assent  | 9705585  | Nil   | 9705585                                    | 100                      |  |
|   |  |   |  |                          |  |
| Assent  | 9705585  | Nil   | 9705585                                    | 100                      |  |
| Assent<br>Dissent   | 9705585<br>Nil   | Nil<br>Nil  | 9705585<br>Nil                             | 100<br>Nil               |  |
| Assent Dissent Invalid  | 9705585<br>Nil<br>Nil  | Nil<br>Nil<br>Nil   | 9705585<br>Nil<br>Nil                      | 100<br>Nil<br>Nil        |  |
| Assent Dissent Invalid Total Outcome                          | 9705585<br>Nil<br>Nil<br>9705585                                     | Nil<br>Nil<br>Nil<br>Nil                                  | 9705585<br>Nil<br>Nil<br>9705585           | 100<br>Nil<br>Nil        |  |
| Assent Dissent Invalid Total Outcome                          | 9705585  Nil  Nil  9705585  Passed as a Special                      | Nil<br>Nil<br>Nil<br>Nil                                  | 9705585<br>Nil<br>Nil<br>9705585           | 100<br>Nil<br>Nil        |  |
| Assent Dissent Invalid Total Outcome Item No. 9: Incre        | 9705585  Nil  Nil  9705585  Passed as a Special ase in Borrowing Pow | Nil<br>Nil<br>Nil<br>I Resolution<br>vers (Special Resolu | 9705585<br>Nil<br>Nil<br>9705585           | 100<br>Nil<br>Nil<br>100 |  |
| Assent Dissent Invalid Total Outcome Item No. 9: Incre Assent | 9705585  Nil  Nil  9705585  Passed as a Special ase in Borrowing Pow | Nil Nil Resolution vers (Special Resolution               | 9705585<br>Nil<br>Nil<br>9705585<br>ution) | 100<br>Nil<br>Nil<br>100 |  |



| Outcome        | Passed as a Special Resolution      |                                |                         |              |  |
|----------------|-------------------------------------|--------------------------------|-------------------------|--------------|--|
| Item No. 10: 0 | <br>Creation of Charge for securing | borrowings up                  | to limit of Rs. 350 cro | res (Special |  |
| Resolution)    |                                     |                                |                         |              |  |
| Assent         | 9705285                             | Nil                            | 9705285                 | 100          |  |
| Dissent        | 300                                 | Nil                            | 300                     | 0.00         |  |
| Invalid        | Nil                                 | Nil                            | Nil                     | Nil          |  |
| Total          | 9705585                             | Nil                            | 9705585                 | 100          |  |
| Outcome        | Passed as a Special Resol           | Passed as a Special Resolution |                         |              |  |
| Item No. 11: T | o consider and approve Altera       | tion of Article of             | Association (Special    | Resolution)  |  |
| Assent         | 9705585                             | Nil                            | 9705585                 | 100          |  |
| Dissent        | Nil                                 | Nil                            | Nil                     | Nil          |  |
| Invalid        | Nil                                 | Nil                            | Nil                     | Nil          |  |
| Total          | 9705585                             | Nil                            | 9705585                 | 100          |  |
| Outcome        | Passed as a Special Resol           | ution                          |                         |              |  |

|                          | Countersigned by Chairman PTC Industries Limited |
|--------------------------|--|
| Amit Gupta               |  |
| Proprietor               |  |
| Amit Gupta & Associates  | Sachin Agarwal                                   |
| Company Secretaries      | Chairman   |
| FCS – 5478, C.P 4682     |  |
| Date: September 30, 2022 |  |
| UDIN: F005478D001105434  |  |