

**August 30, 2022**

**To,**

BSE Limited

P.J. Towers, Dalal Street,

Mumbai 400 001, India.

Dear Sir/Madam,

**Sub: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEDI (LODR) Regulations, 2015) - Adjustment in the Options under PTC Employees Stock Option Scheme 2019 ("Scheme") pursuant to the Rights Issue**

The PTC Employees Stock Option Scheme 2019 ('PTC-ESOS 2019') was adopted by the shareholders at the 56<sup>th</sup> Annual General Meeting held on September 28, 2019. The ESOPs are normally allotted after annual performance review and pay-revision cycles. The Company has got in-principle approval from BSE Limited vide letter no. DCS/FL/PB/ESOP-IP/1457/2021-22 dated September 07, 2021 for 1,57,170 Equity shares of Rs. 10/- each to be issued under 'PTC-ESOS 2019'.

In terms of provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and relevant provisions of Circular No. CIR/CFD/CMD/ 4/2015 dated September 9, 2015, issued by the Securities and Exchange Board of India, we hereby inform that, in terms of PTC-ESOS 2019, the Compensation Committee (Nomination & Remuneration Committee) at its meeting held on August 30, 2022 approved the adjustment in the Options, pursuant to the issue of up to 78,58,594 fully paid-up equity shares of the face value of ₹ 10 each ("rights equity shares") of our company for cash at a price of ₹ 10/- per rights equity share aggregating up to ₹ 785.86 lakh on a rights basis to the eligible equity shareholders of our company in the ratio of 3 rights equity shares for every 2 fully paid-up equity shares held by the eligible equity shareholders of our company on the record date, that is, on July 22, 2022, in the following manner:

Details	Existing	Adjusted pursuant to the Rights Issue
Total Pool	1,57,170	3,92,925 (2,35,755 additional)
Exercise Price	990/- per share	402/- per share

Accordingly, the Company is filing necessary application for seeking in-principle approval for listing of 2,35,755 shares, arising due to Rights Issue adjustment.

The Compensation Committee (Nomination & Remuneration Committee) at its meeting held on August 30, 2022 has also approved the below mentioned adjustments in respect of previous grants:

**(i) Adjustment in number of options granted:**

Tranche	Existing	Adjusted pursuant to the Rights Issue
Tranche 1 (15.09.2021)	10965	27412.50 (*16447.50 additional)
Tranche 2 (11.06.2022)	2255	5637.50 (*3382.50 additional)

\*Note: The additional options shall be granted after the receipt of in-principle approval of the Stock Exchange.

(ii) **Adjustment in Exercise price:** The exercise price shall be adjusted to Rs. 402/- per share.

(iii) Other terms: other terms shall remain same.

We request you to take note of the above and arrange to bring this to the notice of all concerned.

With regards,

Yours faithfully,

**For PTC Industries Limited,**

**Smita Agarwal**  
Director and CFO  
DIN - 00276903