

Dated: January 25, 2020

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001

Dear Sirs,

Sub: Results of Postal Ballot- Notice dated December 21, 2019.

Further to our letter dated December 21, 2019 and pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, please find enclosed herewith the voting results with regard to the Postal Ballot Notice dated December 21, 2019 along with the Scrutinizers Report dated January 25, 2020 issued by Mr. Amit Gupta w.r.t. the below Resolution(s):

Resolution No.	Description
1.	<u>Special Resolution</u> Reappointment of Mr. Brij Lal Gupta (DIN: 06503805) as an Independent Director for a second term of five consecutive years
2.	<u>Special Resolution</u> Consent of Members for enabling the conversion of Loan in to Equity as per the provisions of Section 62(3) of the Companies Act, 2013

We would like to inform you that the above Special Resolution(s) as mentioned in the Notice dated December 21, 2019 have been approved by the Members with requisite majority. The approval is considered to have been received on the last date of receipt of the duly completed Postal Ballot Forms and e-voting i.e., January 24, 2020.

The result along with the Scrutinizer's Report is also available at the registered office and website of the Company www.ptcil.com.

We request you to kindly take the above information on record.

Thanking you,

For **PTC Industries Limited**

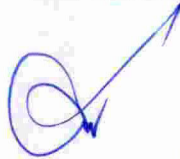



Anuj Nigam
Company Secretary
FCS-9515

General information about company	
Scrip code	539006
NSE Symbol	
MSEI Symbol	
ISIN	INE596F01018
Name of the company	PTC INDUSTRIES LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	24-01-2020
Start time of the meeting	
End time of the meeting	



Scrutinizer Details	
Name of the Scrutinizer	Amit Gupta
Firms Name	AMIT GUPTA & ASSOCIATES
Qualification	CS
Membership Number	5478
Date of Board Meeting in which appointed	12-12-2019
Date of Issuance of Report to the company	25-01-2020



Voting results	
Record date	13-12-2019
Total number of shareholders on record date	1302
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution(2)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Consent of Members for enabling the conversion of Loan in to Equity as per the provisions of Section 62(3) of the Companies Act, 2013					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3288420	2598970	79.034	2598970	0	100	0
	Poll							
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3288420	2598970	79.034	2598970	0	100
Public- Institutions	E-Voting	1047	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1047	0	0	0	0	0
Public- Non Institutions	E-Voting	1949596	136832	7.0185	136832	0	100	0
	Poll							
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1949596	136832	7.0185	136832	0	100
Total		5239063	2735802	52.2193	2735802	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



AMIT GUPTA & ASSOCIATES

Practicing Company Secretaries

B-12, Basement, Murli Bhawan, 10-A, Ashok Marg, Lucknow – 226 001

Phone : 0522 – 4024033, Mobile : 94150 05108, 7905798954

E-mail: amitguptacs@gmail.com



REPORT OF SCRUTINIZER

To,
The Chairman
M/s PTC INDUSTRIES LIMITED
AMTC, NH-25A, Sarai Shahjadi, Lucknow-227101,
Uttar Pradesh, India.

Scrutinizer's Report on postal ballot voting including voting by electronic means in respect of passing of the resolutions contained in the Notice dated December 21, 2019 through Postal Ballot

Dear Sir,

I, Amit Gupta, of Amit Gupta & Associates, Practising Company Secretaries (FCS – 5478, C.P. No.- 4682) Firm having its office at B-12, Basement, Murli Bhawan, 10-A, Ashok Marg, Lucknow – 226 001, have been appointed as a Scrutinizer of PTC Industries Limited (“the Company”) pursuant to section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and administration) Rules, 2014, for the purpose of Scrutinizing the e-voting and Postal Ballot process in a fair and transparent manner and ascertaining the requisite majority on e-voting and Postal Ballot carried out as per the provision of Companies Act, 2013 on the below mentioned resolution.

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

Thanking you,
Yours faithfully,



Amit Gupta
CPNO.4682

Amit Gupta
Proprietor
Amit Gupta & Associates
Company Secretaries
FCS – 5478, C.P. - 4682
Date: 25th January, 2020



SCRUTINIZER'S REPORT

1. Appointment as Scrutinizer

I was appointed as Scrutinizer for the e-voting and conducting Postal Ballot in a fair and transparent manner of **PTC INDUSTRIES LIMITED** (hereinafter referred as “the Company”) on its Board Meeting dated December 12, 2019.

2. Dispatch of Notice

The Company had informed that, Notice along with the Postal Ballot Form is being sent to all the members, whose names appear on the register of members/ list of beneficial owners as received from National Securities Depository Limited (‘NSDL’)/ Central Depository Services (India) Limited (‘CDSL’) as on Friday, December 13, 2019.

By email	To 635 members who have registered their e-mail ids with Depository/the RTA on December 23, 2019
By permitted mode	To 667 members in physical form on December 23, 2019

3. Cut Off Date

The Voting rights were reckoned as on the December 13, 2019, being the Cut-off date for the purpose of deciding the entitlements of members for e voting and voting by postal ballot.

4. E-Voting and Postal Ballot

4.1. Agency

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

4.2. E-voting

E-voting was open from December 26, 2019 at 09:00 a.m. to January 24, 2020 at 05.00 p.m 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 by Postal Ballot

5.1. Voting through physical Postal Ballot was open from December 26, 2019 at 09:00 a.m. to January 24, 2020 at 05.00 p.m. The Company has provided postage prepaid self-addressed Business Reply envelope to all the members who has not registered their email ids for sending postal ballot form at the expense of the company.

5.2. The Company has authorized M/s Link Intime India Pvt. Ltd. (RTA), Registrar and

Transfer Agent of the Company to provide necessary support for e-voting as well as postal ballot and RTA provided the same.

6. The e-voting results on the CDSL, e-voting platform were unblocked and the results were downloaded on January 25, 2020. As no physical postal ballot was received, the scrutiny of physical ballots was not required.

7. Result

7.1. I observed that

7.1.1. No Members had cast their votes by sending physical postal ballots.

7.1.2. 22 Members had casted their votes through e-voting.

7.2. Based on the aforesaid result, all the **Special resolutions** as contained in item no. 1 & 2 of the notice dated December 21, 2019, have been passed with the **requisite majority** as per consolidated report placed at **Annexure - 1**.

7.3. Soft copy of the List of Members, for both 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.



CPNO.4682

Amit Gupta
Proprietor
Amit Gupta & Associates
Company Secretaries
FCS – 5478, C.P. - 4682
Date: January, 25th 2020

**Consolidated Results of E-Voting & voting through postal ballot
PTC INDUSTRIES LIMITED**

1. The result of voting is as under:

a) **Resolution 1 - Reappointment of Mr. Brij Lal Gupta (DIN: 06503805) as an Independent Director for a second term of five consecutive years**

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

Particulars	Number of members who voted in favour	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
Assent (E-voting)	20	2735060	99.97
Assent (Physical)	Nil	Nil	Nil
Total	20	2735060	99.97

ii. **Voted against the resolution:**

Particulars	Number of members who voted against	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
Dissent (E-voting)	2	742	0.03
Dissent (Physical)	Nil	Nil	Nil
Total	2	742	0.03

iii. **Invalid votes :**

Particulars	Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Invalid (E-voting)	Nil	Nil
Invalid (Physical)	Nil	Nil
Total	Nil	Nil

b) **Resolution 2 –Consent of Members for enabling the conversion of Loan in to Equity as per the provisions of Section 62(3) of the Companies Act, 2013**

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

Particulars	Number of members who voted in favour	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
Assent (E-voting)	22	2735802	100
Assent (Physical)	Nil	Nil	Nil
Total	22	2735802	100

ii. Voted against the resolution:

Particulars	Number of members who voted against	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
Dissent (E-voting)	Nil	Nil	Nil
Dissent (Physical)	Nil	Nil	Nil
Total	Nil	Nil	Nil

iii. Invalid votes :

Particulars	Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Invalid (E-voting)	Nil	Nil
Invalid (Physical)	Nil	Nil
Total	Nil	Nil



Amit Gupta
CP No. 4682

Amit Gupta
Proprietor
Amit Gupta & Associates
Company Secretaries
FCS – 5478, C.P. - 4682
Date: January 25, 2020