



Dated: 23<sup>rd</sup> September, 2020

To

Manager Listing Department/ Department of Corporate Relations <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code : 533344	General Manager <b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G, Bandra- Kurla Complex, Bandra (East), Mumbai- 51 Scrip Code : PFS
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**Sub : Proceedings of 21<sup>st</sup> Annual General Meeting held on 22<sup>nd</sup> September, 2020 along with the Voting Results and Scrutinizer's Report**

**Sir/Madam,**

The 14<sup>th</sup> Annual General Meeting ("AGM") of PTC India Limited was held on Tuesday, 22<sup>nd</sup> September 2020 at 03: 00 P.M. through Video Conferencing.

In this regard, we would like to submit the following documents:-

- Summary of Proceedings of AGM, as required under Regulation 30 of SEBI (Listing Obligations and Disclosures Requirement's) Regulations, 2015;
- Voting Results and Report of Scrutinizer dated 23<sup>rd</sup> September 2020, pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosures Requirement's) Regulations, 2015 and Section 108 of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2015.

This is for your record and information.

Thanking You,

(Rajiv Maheshwari)

Company Secretary

Enclsod : a/a

**RAJIV MAHESHWARI**  
Company Secretary  
PTC India Limited  
Formerly known as Power Trading Corporation of India Limited)  
2nd Floor, NBCC Tower, 15 Bhikaji Cama Place New Delhi - 110 066 Tel: 011-41659500. Fax: 011-41659144  
15, Bhikaji Cama Place, New Delhi-110066 Website: www.ptcindia.com

FCS-4998



**21<sup>ST</sup> ANNUAL GENERAL MEETING OF PTC INDIA LTD. HELD ON TUESDAY,  
SEPTEMBER 22, 2020 AT 03.00 P.M**

The 21<sup>st</sup> Annual General Meeting (AGM) of the Members of PTC India Limited (“PTC” or “the Company”) was held on Tuesday, 22<sup>nd</sup> September 2020 at 03.00 p.m. through Video Conference (“VC”)/ Other Audio Visual Means (“OAVM”). The meeting was held in compliance with the General Circular nos. 20/2020, 14/2020, 17/2020 issued by the Ministry of Corporate Affairs (“MCA”) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (“SEBI”) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

As per the provisions of the Companies Act, 2013, read with relevant rules, thereunder and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI), the Company had provided the facility of remote e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 21<sup>st</sup> Annual General Meeting (AGM) dated August 21, 2020. The e-voting was open from Saturday, September 19, 2020 (9:00 am) to Monday, September 21, 2020 (5:00 pm).

The AGM was attended by the Directors (includes Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholder’s Relationship Committee), Senior Officers of the Company, representatives of Statutory Auditor’s, Secretarial Auditor’s and also by the Scrutinizer.

In line with the circulars issued by SEBI & MCA to hold its Annual General Meeting through VC/OAVM, the voting at the general meeting has been offered to the Shareholders through e-voting system provided by NSDL Therefore, at the 21<sup>st</sup> AGM, voting was conducted by means of VC.

M/s. Ashish Kapoor & Associates, Practicing Company Secretaries was appointed as the Scrutinizer for conducting remote e-voting and voting through electronic voting system at AGM in fair and transparent manner. The Scrutinizer(s) have carried out the scrutiny of all the electronic votes received through remote e-voting up to 5:00 P.M. on September 21, 2020 and votes received through e-voting at AGM till the conclusion of the meeting, i.e. September 22, 2020, and submitted their report on September 23, 2020.

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During the AGM, the Shareholder's queries were duly replied by the Company and the suggestions given by the Shareholders were also noted.

The Consolidated Results, as per the Scrutinizers' Report dated September 23, 2020, are as follows:

S. No.	Particulars	% of votes in favour (approx.)	% of votes Against (approx.)
1.	<b>Resolution 1:</b> Ordinary Resolution  To receive, consider and adopt the (a) Audited Standalone Financial Statements of the Company for the year ended 31st March, 2020, together with Boards Report, and report of Auditors thereon and (b) Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2020 and report of Auditors thereon.	99.9830	0.0170
2.	<b>Resolution 2:</b> Ordinary Resolution  To consider declaration of dividend for the Financial Year 2019-20.	99.9838	0.0162
3.	<b>Resolution 3:</b> Ordinary Resolution  To appoint a Director in the place of Dr. Ajit Kumar (DIN: 06518591) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.	96.6860	3.3140
4.	<b>Resolution 4:</b> Ordinary Resolution  To appoint Shri Mritunjay Kumar Narayan (DIN: 03426753) as Non-Executive Nominee Director.	96.1618	3.8382
5.	<b>Resolution 5:</b> Ordinary Resolution  To appoint Smt. Parminder Chopra (DIN: 08530587) as	96.7388	3.2612

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	Non-Executive Nominee Director.		
6.	<b>Resolution 6:</b> Ordinary Resolution To appoint Shri C.K. Mondol (DIN: 08535016 ) as Non-Executive Nominee Director.	96.6820	3.3180
7.	<b>Resolution 7:</b> Ordinary Resolution Appointment of Shri Subhash S. Mundra (DIN: 00979731) as an Independent Director.	99.4226	0.5774
8.	<b>Resolution 8:</b> Ordinary Resolution Appointment of Smt. Preeti Saran (DIN: 08606546) as an Independent Director.	99.9770	0.0230
9.	<b>Resolution 9:</b> Ordinary Resolution Re-appointment of Dr. Ajit Kumar (DIN: 06518591) as Wholetime Director.	96.7433	3.2567
10.	<b>Resolution 10:</b> Ordinary Resolution Re-appointment of Dr. Rajib Kumar Mishra (DIN: 06836268) as Whole-time Director.	98.9113	1.0887
11.	<b>Resolution 11:</b> Special Resolution Re-appointment of Shri Jayant Purushottam Gokhale (DIN:00190075) as an Independent Director.	99.7205	0.2795
12.	<b>Resolution 12:</b> Special Resolution Re-appointment of Shri Rakesh Kacker (DIN: 03620666) as an Independent Director.	97.1808	2.8192
13.	<b>Resolution 9:</b> Special Resolution	99.9794	0.0206

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	Re-appointment of Shri Ramesh Narain Misra (DIN: 03109225) as an Independent Director.		
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Based on the consolidated Report for the Scrutinizer(s), all Resolutions as set out in the Notice of 21<sup>st</sup> AGM of PTC India Limited have been duly approved by the Shareholders with requisite majority.

**Date: 23.09.2020**  
**Place: New Delhi**

Sd/-  
**Deepak Amitabh**  
**(DIN 01061535)**  
**Chairman & Managing Director**  
**PTC India Ltd.**

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### Details of Voting Results

**(i) Attendance of members:**

Date of the Annual General Meeting	<b>September 22, 2020</b>
Total Number of Shareholders as on cut-off Date i.e. September 15, 2020	<b>164349</b>
Number of shareholders present in the meeting either in person or through proxy:	<b>No arrangement for a physical meeting or appointment of proxy was made as the AGM was held through Video Conferencing / Other Audio-Visual Means</b>
Promoters and Promoter Group	
Public-Institutional	
Public-Others	
<b>No. of Shareholders attended the Annual General Meeting through Video Conferencing / Other Audio-Visual Means:</b>	
Promoters and Promoter Group:	<b>4</b>
Public-Institutional:	<b>0</b>
Public-Others:	<b>152</b>
Total	<b>156</b>

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**(ii) Voting by members:**

**Agenda-wise**

<b>Item No in the Notice</b>	<b>Subject</b>	<b>Resolution (Ordinary/Special)</b>	<b>Mode of Voting</b>	<b>Remarks</b>
1	To receive, consider and adopt the (a) Audited Standalone Financial Statements of the Company for the year ended 31st March, 2020, together with Boards Report, and report of Auditors thereon and (b) Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2020 and report of Auditors thereon.	Ordinary	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority
2	To consider declaration of dividend for the Financial Year 2019-20.	Ordinary	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority
3	To appoint a Director in the place of Dr. Ajit Kumar (DIN: 06518591) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.	Ordinary	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority
4	To appoint Shri Mritunjay Kumar Narayan (DIN: 03426753) as Non-Executive Nominee Director.	Ordinary	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority
5	To appoint Smt. Parminder Chopra (DIN: 08530587) as Non-Executive Nominee Director.	Ordinary	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority
6	To appoint Shri C.K. Mondol (DIN: 08535016 ) as Non-Executive Nominee Director.	Ordinary	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority
7	Appointment of Shri Subhash S. Mundra (DIN: 00979731) as an Independent Director.	Ordinary	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority

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8	Appointment of Smt. Preeti Saran (DIN: 08606546) as an Independent Director.	Ordinary	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority
9	Re-appointment of Dr. Ajit Kumar (DIN: 06518591) as Wholetime Director.	Ordinary	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority
10.	Re-appointment of Dr. Rajib Kumar Mishra (DIN: 06836268) as Whole-time Director	Ordinary	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority
11.	Re-appointment of Shri Jayant Purushottam Gokhale (DIN:00190075) as an Independent Director	Special	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority
12.	Re-appointment of Shri Rakesh Kacker (DIN: 03620666) as an Independent Director	Special	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority
13.	Re-appointment of Shri Ramesh Narain Misra (DIN: 03109225) as an Independent Director	Special	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority

**(iii) Results of Remote E-Voting and E-Voting at AGM by members:**

The Mode of Voting for all resolution was:

- a) Remote E Voting; and
- b) E-Voting at AGM by members who did not participate in the remote e -voting process to exercise their votes and who attended the AGM through VC.

Results of Voting in the prescribed format are annexed herewith.

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## Voting Results

Date of AGM 22 September 2020		Total number of shareholders on record date 164349		No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: NA Public: NA		No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: 4 Public: 152		
1	Resolution 1: To receive, consider and adopt the (a) Audited Standalone Financial Statements of the Company for the year ended 31st March, 2020, together with Boards Report, and report of Auditors thereon and (b) Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2020 and report of Auditors thereon.							
	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
Promoters and Promoter Group	(1) 4,80,00,000	Remote e-voting Poll (E-Voting)	(2) 3,60,00,000	(3)=(2)/(1)*100 75.0000	(4) 3,60,00,000	(5) 0	(6)=(4)/(2)*100 100.0000	(7)=(5)/(2)*100 0.0000
Public-Institutional	12,22,46,034	Postal Ballot (if applicable) Sub-total	1,20,00,000	25.0000	1,20,00,000	0	100.0000	0.0000
Public-Others	12,57,62,287	Remote e-voting Poll (E-Voting)	4,80,00,000	100.0000	4,80,00,000	0	100.0000	0.0000
		Postal Ballot (if applicable) Sub-total	10,52,10,032	86.0642	10,52,10,032	0	100.0000	0.0000
		Remote e-voting Poll (E-Voting)	0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (if applicable) Sub-total	0	0.0000	0	0	0.0000	0.0000
		Remote e-voting Poll (E-Voting)	10,52,10,032	86.0642	10,52,10,032	28,006	100.0000	0.0000
		Postal Ballot (if applicable) Sub-total	1,09,60,610	8.7153	1,09,32,604	0	99.7445	0.2555
		Remote e-voting Poll (E-Voting)	130071.00	0.1034	130071.00	0	100.0000	0.0000
		Postal Ballot (if applicable) Sub-total	0	0.0000	0	0	0.0000	0.0000
		Remote e-voting Poll (E-Voting)	11090681	8.8188	1,10,62,675	28,006	99.7475	0.2525



(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	Remote e-voting Poll (E-Voting)	3,60,00,000	3,60,00,000	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0	0.00	0.00
	<b>Sub-total</b>	<b>4,80,00,000</b>	<b>4,80,00,000</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutional	Remote e-voting Poll (E-Voting)	10,55,10,985	10,00,90,314	54,20,671	94.8625	5.1375
	Postal Ballot (if applicable)	0	0	0	0.0000	0.0000
	<b>Sub-total</b>	<b>10,55,10,985</b>	<b>10,00,90,314</b>	<b>54,20,671</b>	<b>94.8625</b>	<b>5.1375</b>
Public-Others	Remote e-voting Poll (E-Voting)	1,09,60,510	1,09,28,263	32,247	99.7058	0.2942
	Postal Ballot (if applicable)	1,30,071	128071	2000	98.4624	1.5376
	<b>Sub-total</b>	<b>1,10,90,581</b>	<b>11056334</b>	<b>34247</b>	<b>99.6912</b>	<b>0.3088</b>
<b>Total</b>		<b>16,46,01,566</b>	<b>15,91,46,648</b>	<b>54,54,918</b>	<b>96.6860</b>	<b>3.3140</b>

#### Special Business

4	Resolution 4: To appoint Shri Mritunjay Kumar Narayan (DIN: 03426753) as Non-Executive Nominee Director.							
Ordinary Resolution								
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	4,80,00,000	Remote e-voting Poll (E-Voting)	3,60,00,000	75.0000	3,60,00,000	0	100.0000	0.0000
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000
		<b>Sub-total</b>	<b>4,80,00,000</b>	<b>100.0000</b>	<b>4,80,00,000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

Public-Institutional	12,22,46,034	Remote e-voting Poll (E-Voting)	10,55,10,985	86.3104	9,92,33,971	62,77,014	94.0508	5.9492
		Postal Ballot (if applicable)	0	0.0000	0	0.00	0.0000	0.0000
		<b>Sub-total</b>	<b>10,55,10,985</b>	<b>86.3104</b>	<b>9,92,33,971</b>	<b>62,77,014</b>	<b>94.0508</b>	<b>5.9492</b>
Public-Others	12,57,62,287	Remote e-voting Poll (E-Voting)	1,09,60,510	8.7153	1,09,27,329	33,181	99.6973	0.3027
		Postal Ballot (if applicable)	1,30,071	0.1034	1,22,571	7,500	94.2339	5.7661
		<b>Sub-total</b>	<b>1,10,90,581</b>	<b>8.8187</b>	<b>1,10,49,900</b>	<b>40,681</b>	<b>99.6332</b>	<b>0.3668</b>
<b>Total</b>	<b>29,60,08,321</b>		<b>16,46,01,566</b>	<b>55.6071</b>	<b>15,82,83,871</b>	<b>63,17,695</b>	<b>96.1618</b>	<b>3.8382</b>

Resolution 5: To appoint Smt. Parminder Chopra (DIN: 08530587) as Non-Executive Nominee Director.									
Ordinary Resolution									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	No. of shares Held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled		
	(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100		
Promoters and Promoter Group	4,80,00,000	3,60,00,000	75.0000	3,60,00,000	0.00	100.0000	0.0000		
		Poll (E-Voting)	25.0000	1,20,00,000	0.00	100.0000	0.0000		
		Postal Ballot (if applicable)	0.0000	0	0.00	0.0000	0.0000		
		<b>Sub-total</b>	<b>100.0000</b>	<b>4,80,00,000</b>	<b>0.00</b>	<b>100.0000</b>	<b>0.0000</b>		
Public-Institutional	12,22,46,034	Remote e-voting Poll (E-Voting)	10,55,10,985	86.3104	10,01,80,976	53,30,009	94.9484	5,0516	
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000	
		<b>Sub-total</b>	<b>10,55,10,985</b>	<b>86.3104</b>	<b>10,01,80,976</b>	<b>53,30,009</b>	<b>94.9484</b>	<b>5,0516</b>	
Public-Others	12,57,62,287	Remote e-voting Poll (E-Voting)	1,09,59,858	8.7147	1,09,27,391	32,467	99.7038	0.2962	
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000	
		<b>Sub-total</b>	<b>1,10,69,716</b>	<b>8.7147</b>	<b>1,09,27,391</b>	<b>32,467</b>	<b>99.7038</b>	<b>0.2962</b>	
<b>Total</b>			<b>1,30,071</b>	<b>0.1034</b>	<b>1,24,571</b>	<b>5,500</b>	<b>95.7715</b>	<b>4.2285</b>	



Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	4,80,00,000	Remote e-voting Poll (E-Voting)	3,60,00,000	75.0000	3,60,00,000	0.00	100.0000	0.0000
		Postal Ballot (if applicable)	0	0.0000	0	0.00	0.0000	0.0000
		Postal Ballot (if applicable)	0	0.0000	0	0.00	0.0000	0.0000
		<b>Sub-total</b>	<b>3,60,00,000</b>	<b>75.0000</b>	<b>3,60,00,000</b>	<b>0.00</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutional	12,22,46,034	Remote e-voting Poll (E-Voting)	10,55,10,985	86.3104	10,46,70,451	8,40,534	99.2034	0.7966
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000
		<b>Sub-total</b>	<b>10,55,10,985</b>	<b>86.3104</b>	<b>10,46,70,451</b>	<b>8,40,534</b>	<b>99.2034</b>	<b>0.7966</b>
Public-Others	12,57,62,287	Remote e-voting Poll (E-Voting)	1,09,59,858	8.7147	1,09,26,726	33,132	99.6977	0.3023
		Postal Ballot (if applicable)	1,30,071	0.1034	1,22,571	7,500	94.2339	5.7661
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000
		<b>Sub-total</b>	<b>1,10,89,929</b>	<b>8.8182</b>	<b>1,10,49,297</b>	<b>40,632</b>	<b>99.6336</b>	<b>0.3664</b>
<b>Total</b>	<b>29,60,08,321</b>		<b>15,26,00,914</b>	<b>51.5529</b>	<b>15,17,19,748</b>	<b>8,81,166</b>	<b>99.4226</b>	<b>0.5774</b>

Resolution 8: Appointment of Smt. Preeti Saran (DIN: 08606546) as an Independent Director.								
Ordinary Resolution								
Whether promoter/ promoter group are interested in								
Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	4,80,00,000	Remote e-voting Poll (E-Voting)	3,60,00,000	0.0000	3,60,00,000	0	100.0000	0.0000
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000
		<b>Sub-total</b>	<b>3,60,00,000</b>	<b>75.0000</b>	<b>3,60,00,000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutional	12,22,46,034	Remote e-voting	10,55,10,985	86.3104	10,55,10,985	0	100.0000	0.0000

		Poll (E-Voting)	0	0.0000	0	0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0	0	0.0000	0.0000
		<b>Sub-total</b>	<b>10,55,10,985</b>	<b>86.3104</b>	<b>10,55,10,985</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Others	12,57,62,287	Remote e-voting	1,09,60,510	8.7153	1,09,30,897	29,613	99.7298	99.7298	0	99.7298	0.2702
		Poll (E-Voting)	1,30,071	0.1034	1,24,571	5,500	95.7715	95.7715	0	95.7715	4.2285
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000	0	0.0000	0.0000
		<b>Sub-total</b>	<b>1,10,90,581</b>	<b>8.8187</b>	<b>1,10,55,468</b>	<b>35,113</b>	<b>99.6834</b>	<b>99.6834</b>	<b>35,113</b>	<b>99.6834</b>	<b>0.3166</b>
<b>Total</b>	<b>29,60,08,321</b>		<b>15,26,01,566</b>	<b>51.5531</b>	<b>15,25,66,453</b>	<b>35,113</b>	<b>99.9770</b>	<b>99.9770</b>	<b>35,113</b>	<b>99.9770</b>	<b>0.0230</b>

Resolution 9: Re-appointment of Dr. Ajit Kumar (DIN: 06518591) as Wholetime Director.											
Ordinary Resolution											
Whether promoter/ promoter group are interested in											
Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled			
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100			
Promoters and Promoter Group	4,80,00,000	Remote e-voting	3,60,00,000	75.0000	3,60,00,000	0	100.0000	0.0000			
		Poll (E-Voting)	1,20,00,000	25.0000	1,20,00,000	0	100.0000	0.0000			
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000			
		<b>Sub-total</b>	<b>4,80,00,000</b>	<b>100.0000</b>	<b>4,80,00,000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
Public-Institutional	12,22,46,034	Remote e-voting	10,55,10,985	86.3104	10,01,80,976	53,30,009	94.9484	5.0516			
		Poll (E-Voting)	0	0.0000	0	0	0.0000	0.0000			
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000			
		<b>Sub-total</b>	<b>10,55,10,985</b>	<b>86.3104</b>	<b>10,01,80,976</b>	<b>53,30,009</b>	<b>94.9484</b>	<b>5.0516</b>			
Public-Others	12,57,62,287	Remote e-voting	1,09,60,510	8.7153	1,09,30,018	30,492	99.7218	0.2782			
		Poll (E-Voting)	1,30,071	0.1034	1,30,071	0	100.0000	0.0000			
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000			
		<b>Sub-total</b>	<b>1,10,90,581</b>	<b>8.8187</b>	<b>1,10,60,089</b>	<b>30,492</b>	<b>99.7251</b>	<b>0.2749</b>			
<b>Total</b>	<b>29,60,08,321</b>		<b>16,46,01,566</b>	<b>55.6071</b>	<b>15,92,41,065</b>	<b>53,60,501</b>	<b>96.7433</b>	<b>3.2567</b>			





		Postal Ballot (if applicable)	0	0.0000	0	0	0	0.0000	0	0	0.0000	0.0000
		<b>Sub-total</b>	<b>4,80,00,000</b>	100.0000	<b>4,80,00,000</b>	<b>4,80,00,000</b>	<b>4,80,00,000</b>	100.0000	<b>0</b>	<b>0</b>	100.0000	0.0000
Public-Institutional	12,22,46,034	Remote e-voting	10,55,10,985	86.3104	10,50,86,799	4,24,186	10,50,86,799	86.3104	4,24,186	4,24,186	99.5980	0.4020
		Poll (E-Voting)	0	0.0000	0	0	0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (if applicable)	0	0.0000	0	0	0	0.0000	0	0	0.0000	0.0000
		<b>Sub-total</b>	<b>10,55,10,985</b>	86.3104	<b>10,50,86,799</b>	<b>4,24,186</b>	<b>10,50,86,799</b>	86.3104	<b>4,24,186</b>	<b>4,24,186</b>	99.5980	0.4020
Public-Others	12,57,62,287	Remote e-voting	1,09,60,610	8.7153	1,09,26,668	33,942	1,09,26,668	8.7153	33,942	33,942	99.6903	0.3097
		Poll (E-Voting)	1,30,071	0.1034	1,28,071	2,000	1,28,071	0.1034	2,000	2,000	98.4624	1.5376
		Postal Ballot (if applicable)	0	0.0000	0	0	0	0.0000	0	0	0.0000	0.0000
		<b>Sub-total</b>	<b>1,10,90,681</b>	8.8188	<b>1,10,54,739</b>	<b>35,942</b>	<b>1,10,54,739</b>	8.8188	<b>35,942</b>	<b>35,942</b>	99.6759	0.3241
<b>Total</b>	<b>29,60,08,321</b>		<b>16,46,01,666</b>	<b>55.6071</b>	<b>16,41,41,538</b>	<b>4,60,128</b>	<b>16,41,41,538</b>	<b>55.6071</b>	<b>4,60,128</b>	<b>4,60,128</b>	<b>99.7205</b>	<b>0.2795</b>

12 Resolution 12: Re-appointment of Shri Rakesh Kacker (DIN: 03620666) as an Independent Director.												
Special Resolution												
Whether promoter/ promoter group are interested in												
Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled				
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100				
Promoters and Promoter Group	4,80,00,000	Remote e-voting	3,60,00,000	75.0000	3,60,00,000	0	100.0000	0.0000				
		Poll (E-Voting)	1,20,00,000	25.0000	1,20,00,000	0	100.0000	0.0000				
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000				
		<b>Sub-total</b>	<b>4,80,00,000</b>	100.0000	<b>4,80,00,000</b>	<b>0</b>	100.0000	0.0000				
Public-Institutional	12,22,46,034	Remote e-voting	10,55,10,985	86.3104	10,09,06,423	46,04,562	95.6359	4.3641				
		Poll (E-Voting)	0	0.0000	0	0	0.0000	0.0000				
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000				
		<b>Sub-total</b>	<b>10,55,10,985</b>	86.3104	<b>10,09,06,423</b>	<b>46,04,562</b>	95.6359	4.3641				
Public-Others	12,57,62,287	Remote e-voting	1,09,60,610	8.7153	1,09,26,668	33,942	99.6903	0.3097				

		Poll (E-Voting)	1,30,071	0.1034	1,28,071	2000	98.4624	1.5376
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000
		<b>Sub-total</b>	<b>1,10,90,681</b>	<b>8.8188</b>	<b>1,10,54,739</b>	<b>35,942</b>	<b>99.6759</b>	<b>0.3241</b>
<b>Total</b>	<b>29,60,08,321</b>		<b>16,46,01,666</b>	<b>55.6071</b>	<b>15,99,61,162</b>	<b>46,40,504</b>	<b>97.1808</b>	<b>2.8192</b>

<b>13</b>	<b>Resolution 13: Re-appointment of Shri Ramesh Narain Misra (DIN: 03109225) as an Independent Director.</b>								
<b>Special Resolution</b>									
<b>Whether promoter/ promoter group are interested in</b>									
<b>Category</b>	<b>No. of shares Held</b>	<b>Mode of Voting</b>	<b>No</b>	<b>No of Valid Votes Polled</b>	<b>% of Votes Polled on Outstanding Shares</b>	<b>No. of Votes in Favour</b>	<b>No. of Votes in Against</b>	<b>% of votes in favour over Votes Polled</b>	<b>% of votes in against over Votes Polled</b>
	<b>(1)</b>		<b>(2)</b>	<b>(3)=(2)/(1)*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=(4)/(2)*100</b>	<b>(7)=(5)/(2)*100</b>	
Promoters and Promoter Group	4,80,00,000	Remote e-voting	3,60,00,000	75.0000	3,60,00,000	0	100.0000	0.0000	
		Poll (E-Voting)	1,20,00,000	25.0000	1,20,00,000	0	100.0000	0.0000	
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000	
		<b>Sub-total</b>	<b>4,80,00,000</b>	<b>100.0000</b>	<b>4,80,00,000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public-Institutional	12,22,46,034	Remote e-voting	10,55,10,985	86.3104	10,55,10,985	0	100.0000	0.0000	
		Poll (E-Voting)	0	0.0000	0	0	0.0000	0.0000	
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000	
		<b>Sub-total</b>	<b>10,55,10,985</b>	<b>86.3104</b>	<b>10,55,10,985</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public-Others	12,57,62,287	Remote e-voting	1,09,60,610	8.7153	1,09,28,768	31842	99.7095	0.2905	
		Poll (E-Voting)	1,30,071	0.1034	1,28,071	2000	98.4624	1.5376	
		Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000	
		<b>Sub-total</b>	<b>1,10,90,681</b>	<b>8.8188</b>	<b>1,10,56,839</b>	<b>33842</b>	<b>99.6949</b>	<b>0.3051</b>	
<b>Total</b>	<b>29,60,08,321</b>		<b>16,46,01,666</b>	<b>55.6071</b>	<b>16,45,67,824</b>	<b>33842</b>	<b>99.9794</b>	<b>0.0206</b>	

# Ashish Kapoor & Associates

## Company Secretaries

Off.: F-150, Venus Appt, Sector-9, Rohini, New Delhi-110085  
Email: ashishkapoorandassociates@gmail.com  
Mobile: 9871444755, Landline: 011-47037706



Date:

Ref. No.:

### REPORT OF SCRUTINIZER

*[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015*

To,  
Shri. Deepak Amitabh  
The Chairman & Managing Director  
PTC India Limited  
CIN: L40105DL1999PLC099328  
2<sup>nd</sup> Floor, NBCC Tower,  
15, Bhikaji Cama Place, New Delhi - 110 066

21<sup>st</sup> (Twenty First) Annual General Meeting (“AGM”) of the Members of PTC India Limited (“PTC” or “the Company”) held on Tuesday, 22<sup>nd</sup> September 2020 at 03:00 P.M. through Video Conferencing (“VC”) or Other Audio-Visual Means (“OAVM”).

Dear Sir,

I, **Ashish Kapoor**, Practicing Company Secretaries, appointed as the Scrutinizer pursuant to provisions of Section 108 & 109 of Companies Act, 2013 (“the Act”) read with rule 20 & 21 of Companies (Management and Administration) Rules, 2014 as amended and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), for the purpose of:



- (i) Scrutinizing the remote e-voting process under Section 108 of the Act read with rule 20 of Companies (Management and Administration) Rules, 2014 as amended and pursuant to Regulation 44 of the SEBI Listing Regulations.
- (ii) Voting through electronic voting system at the AGM.

Due to present COVID-19 pandemic, Securities and Exchange Board of India ("SEBI") vide its circular dated May 12, 2020, in line with the Ministry of Corporate Affairs ("MCA") circular dated May 5, 2020 read together with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "Circulars") provided relaxation to Companies to hold their AGM through VC/OAVM instead of holding of physical AGM.

The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules and circulars issued by MCA and SEBI relating to conducting of the AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of Twenty First (21<sup>st</sup>) AGM of the Company dated September 22, 2020.

My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the report generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM.

In respect resolutions proposed at the 21<sup>st</sup> AGM of the Company held on September 22, 2020 at 3.00 PM through VC/OAVM, I hereby submit that:

1. The remote e-voting period remained open from 9.00 a.m. Saturday, September 19 2020 up to 5.00 p.m. Monday, September 21 2020.
2. The Annual Report for FY 2019-2020, the Notice of the 21<sup>st</sup> AGM and the e-voting instructions were sent only by the electronic mode (e-mail to those members whose email addresses were registered with the Company / Depository Participants / Registrar and Share Transfer Agent in terms of Circulars issued by MCA/ SEBI..



3. The voting rights were reckoned as on closing hours of Tuesday, September 15, 2020 being the cut-off date for the purpose of deciding the entitlements of members for the voting.
4. After the conclusion of the AGM, the votes cast through remote e-voting were unblocked on September 22, 2020 at 04:43 PM in the presence of two witnesses:
  - i. Ankit Sharma
  - ii. Sachin Kasturiawho are not in the employment of the Company.

Thereafter, the details containing, inter-alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL i.e., <https://www.evoting.nsdl.com/>. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized and results were prepared.
5. After the commencement of e-voting at the AGM, the shareholders present at the AGM through VC voted through e-voting facility provided by NSDL.
6. As per the information given by the RTA the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL was blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) at the AGM was locked by NSDL under my instructions.
8. The e-voting system was scrutinized. The e-votes were reconciled with the records maintained by the Company / NSDL and the authorizations lodged with the Company/ NSDL.
9. The e-votes cast at the AGM were unblocked at 04:43 PM on Tuesday, 22<sup>nd</sup> September 2020 after the conclusion of the AGM.
10. We observed that:
  - a) 25 Members had cast their votes during the AGM through e-voting facility.
  - b) 551 Members had cast their votes through remote e-voting before AGM.
11. Based on the data provided by NSDL e-voting system, I hereby submit:
  - a) The result of the remote e-voting resolution wise, annexed herewith as **Annexure-A**.



- b) The result of e-voting at the AGM through VC, resolution wise, annexed herewith as **Annexure-B**.
- c) The Consolidated result resolution wise of remote e-voting and e-voting at the AGM through VC, annexed herewith as **Annexure-C**.

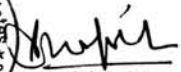
Based on the aforesaid results, we report that 10 Ordinary Resolution as set out in Item No.1 to Item No. 10 of the Notice of the AGM, have been passed with the requisite majority and we further report that 3 Special Resolutions as set out in Item No 11 to Item 13 of the Notice of the AGM, have been passed with the requisite majority.

The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting.

Thanking you,  
Yours faithfully,

**For Ashish Kapoor & Associates  
Company Secretaries  
ICSI Unique Code: S2007DE093800**



  
**Ashish Kapoor  
Proprietor  
C.P. No.: 7504**

**UDIN: F008002B000758796**

**Place: New Delhi  
Date: 23.09.2020**

**ANNEXURE-A**  
**Remote E-Voting Results**

**Item No. 1 – (ORDINARY RESOLUTION):**

To receive, consider and adopt the (a) Audited Standalone Financial Statements of the Company for the year ended 31st March, 2020, together with Board's Report, and report of Auditor's thereon and (b) Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2020 and report of Auditor's thereon.

<b>(i) Voted in favour of the resolution:</b>			
	Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
	539	152142636	99.9816
<b>(ii) Voted against the resolution:</b>			
	Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
	11	28006	0.0184
<b>(iii) Abstain Votes:</b>			
	Number of members voted by remote e-voting	Total number of votes cast by them	
	0	0	

**Item No. 2 – (ORDINARY RESOLUTION):**

To consider declaration of dividend for the Financial Year 2019-20.

<b>(i) Voted in favour of the resolution:</b>			
	Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
	542	152444989	99.9826
<b>(ii) Voted against the resolution:</b>			
	Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
	9	26606	0.0174
<b>(iii) Abstain Votes:</b>			
	Number of members voted by remote e-voting	Total number of votes cast by them	
	0	0	



**Item No. 3 – (ORDINARY RESOLUTION):**

To appoint a Director in the place of Dr. Ajit Kumar (DIN: 06518591) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

(i) Voted in favour of the resolution:			
	Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
	518	147018577	96.4236
(ii) Voted against the resolution:			
	Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
	32	5452918	3.5764
(iii) Abstain Votes:			
	Number of members voted by remote e-voting	Total number of votes cast by them	
	0	0	

**Item No. 4 – (ORDINARY RESOLUTION):**

To appoint Shri Mritunjay Kumar Narayan (DIN: 03426753) as Non-Executive Nominee Director.

(i) Voted in favour of the resolution:			
	Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
	516	146161300	95.8614
(ii) Voted against the resolution:			
	Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
	34	6310195	4.1386
(iii) Abstain Votes:			
	Number of members voted by remote e-voting	Total number of votes cast by them	
	0	0	





**Item No. 5 – (ORDINARY RESOLUTION):**

**To appoint Smt. Parminder Chopra (DIN: 08530587) as Non-Executive Nominee Director.**

<b>(i) Voted in favour of the resolution:</b>		
Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
524	147108367	96.4829
<b>(ii) Voted against the resolution:</b>		
Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
25	5362476	3.5171
<b>(iii) Abstain Votes:</b>		
Number of members voted by remote e-voting	Total number of votes cast by them	
0	0	

**Item No. 6 – (ORDINARY RESOLUTION):**

**To appoint Shri C.K. Mondol (DIN: 08535016 ) as Non-Executive Nominee Director.**

<b>(i) Voted in favour of the resolution:</b>		
Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
518	147016941	96.4230
<b>(ii) Voted against the resolution:</b>		
Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
31	5453902	3.5770
<b>(iii) Abstain Votes:</b>		
Number of members voted by remote e-voting	Total number of votes cast by them	
0	0	



**Item No. 7 – (ORDINARY RESOLUTION):**

**Appointment of Shri Subhash S. Mundra (DIN: 00979731) as an Independent Director.**

(i) Voted in favour of the resolution:			
	Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
	518	151597177	99.4270
(ii) Voted against the resolution:			
	Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
	31	873666	0.5730
(iii) Abstain Votes:			
	Number of members voted by remote e-voting	Total number of votes cast by them	
	0	0	

**Item No. 8 – (ORDINARY RESOLUTION):**

**Appointment of Smt. Preeti Saran (DIN: 08606546) as an Independent Director.**

(i) Voted in favour of the resolution:			
	Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
	527	152441882	99.9806
(ii) Voted against the resolution:			
	Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
	23	29613	0.0194
(iii) Abstain Votes:			
	Number of members voted by remote e-voting	Total number of votes cast by them	
	0	0	



**Item No. 9 – (ORDINARY RESOLUTION):**

**Re-appointment of Dr. Ajit Kumar (DIN: 06518591) as Wholetime Director**

(i) Voted in favour of the resolution:		
Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
521	147110994	96.4843
(ii) Voted against the resolution:		
Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
29	5360501	3.5157
(iii) Abstain Votes:		
Number of members voted by remote e-voting	Total number of votes cast by them	
0	0	

**Item No. 10 – (ORDINARY RESOLUTION):**

**Re-appointment of Dr. Rajib Kumar Mishra (DIN: 06836268) as Whole-time Director**

(i) Voted in favour of the resolution:		
Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
524	150679546	98.8247
(ii) Voted against the resolution:		
Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
26	1791949	1.1753
(iii) Abstain Votes:		
Number of members voted by remote e-voting	Total number of votes cast by them	
0	0	



**Item No. 11 – (SPECIAL RESOLUTION):**

**Re-appointment of Shri Jayant Purushottam Gokhale (DIN:00190075) as an Independent Director**

(i) Voted <b>in favour</b> of the resolution:		
Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
520	152013467	99.6995
(ii) Voted <b>against</b> the resolution:		
Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
31	458128	0.3005
(iii) <b>Abstain</b> Votes:		
Number of members voted by remote e-voting	Total number of votes cast by them	
0	0	

**Item No. 12 – (SPECIAL RESOLUTION):**

**Re-appointment of Shri Rakesh Kacker (DIN: 03620666) as an Independent Director**

(i) Voted <b>in favour</b> of the resolution:		
Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
517	147833091	96.9578
(ii) Voted <b>against</b> the resolution:		
Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
34	4638504	3.0422
(iii) <b>Abstain</b> Votes:		
Number of members voted by remote e-voting	Total number of votes cast by them	
0	0	



**Item No. 13 – (SPECIAL RESOLUTION):**

**Re-appointment of Shri Ramesh Narain Misra (DIN: 03109225) as an Independent Director**

(i)	Voted <b>in favour</b> of the resolution:		
	Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
	522	152439753	99.9791
(ii)	Voted <b>against</b> the resolution:		
	Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
	29	31842	0.0209
(iii)	<b>Abstain</b> Votes:		
	Number of members voted by remote e-voting	Total number of votes cast by them	
	0	0	



**ANNEXURE-B**  
**Results of E-Voting at AGM**

**Item No. 1 – (ORDINARY RESOLUTION):**

To receive, consider and adopt the (a) Audited Standalone Financial Statements of the Company for the year ended 31st March, 2020, together with Board's Report, and report of Auditor's thereon and (b) Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2020 and report of Auditor's thereon.

<b>(i) Voted in favour of the resolution:</b>		
Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
25	12130071	100.0000
<b>(ii) Voted against the resolution:</b>		
Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
0	0	0.0000
<b>(iii) Abstain Votes:</b>		
Number of members voted through VC	Total number of votes cast by them	
0	0	

**Item No. 2 – (ORDINARY RESOLUTION):**

To consider declaration of dividend for the Financial Year 2019-20.

<b>(i) Voted in favour of the resolution:</b>		
Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
25	12130071	100.0000
<b>(ii) Voted against the resolution:</b>		
Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
0	0	0.0000
<b>(iii) Abstain Votes:</b>		
Number of members voted through VC	Total number of votes cast by them	
0	0	



**Item No. 3 – (ORDINARY RESOLUTION):**

To appoint a Director in the place of Dr. Ajit Kumar (DIN: 06518591) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

(i)	Voted in favour of the resolution:		
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	24	12128071	99.9835
(ii)	Voted against the resolution:		
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	1	2000	0.0165
(iii)	Abstain Votes:		
	Number of members voted through VC	Total number of votes cast by them	
	0	0	

**Item No. 4 – (ORDINARY RESOLUTION):**

To appoint Shri Mritunjay Kumar Narayan (DIN: 03426753) as Non-Executive Nominee Director.

(i)	Voted in favour of the resolution:		
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	23	12122571	99.9382
(ii)	Voted against the resolution:		
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	2	7500	0.0618
(iii)	Abstain Votes:		
	Number of members voted through VC	Total number of votes cast by them	
	0	0	



**Item No. 5 – (ORDINARY RESOLUTION):**

**To appoint Smt. Parminder Chopra (DIN: 08530587) as Non-Executive Nominee Director.**

(i) Voted in favour of the resolution:		
Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
24	12124571	99.9547
(ii) Voted against the resolution:		
Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
1	5500	0.0453
(iii) Abstain Votes:		
Number of members voted through VC	Total number of votes cast by them	
0	0	

**Item No. 6 – (ORDINARY RESOLUTION):**

**To appoint Shri C.K. Mondol (DIN: 08535016) as Non-Executive Nominee Director.**

(i) Voted in favour of the resolution:		
Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
23	12122571	99.9382
(ii) Voted against the resolution:		
Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
2	7500	0.0618
(iii) Abstain Votes:		
Number of members voted through VC	Total number of votes cast by them	
0	0	





**Item No. 7 – (ORDINARY RESOLUTION):**

**Appointment of Shri Subhash S. Mundra (DIN: 00979731) as an Independent Director.**

(i) Voted in favour of the resolution:			
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	22	122571	94.2339
(ii) Voted against the resolution:			
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	2	7500	5.7661
(iii) Abstain Votes:			
	Number of members voted through VC	Total number of votes cast by them	
	0	0	

**Item No. 8 – (ORDINARY RESOLUTION):**

**Appointment of Smt. Preeti Saran (DIN: 08606546) as an Independent Director.**

(i) Voted in favour of the resolution:			
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	23	124571	95.7715
(ii) Voted against the resolution:			
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	1	5500	4.2285
(iii) Abstain Votes:			
	Number of members voted through VC	Total number of votes cast by them	
	0	0	



**Item No. 9 – (ORDINARY RESOLUTION):**

**Re-appointment of Dr. Ajit Kumar (DIN: 06518591) as Wholetime Director**

(i) Voted <b>in favour</b> of the resolution:		
Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
25	12130071	100.0000
(ii) Voted <b>against</b> the resolution:		
Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
0	0	0.0000
(iii) <b>Abstain</b> Votes:		
Number of members voted through VC	Total number of votes cast by them	
0	0	

**Item No. 10 – (ORDINARY RESOLUTION):**

**Re-appointment of Dr. Rajib Kumar Mishra (DIN: 06836268) as Whole-time Director**

(i) Voted <b>in favour</b> of the resolution:		
Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
24	12127571	100.0000
(ii) Voted <b>against</b> the resolution:		
Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
0	0	0.0000
(iii) <b>Abstain</b> Votes:		
Number of members voted through VC	Total number of votes cast by them	
0	0	



**Item No. 11 – (SPECIAL RESOLUTION):**

**Re-appointment of Shri Jayant Purushottam Gokhale (DIN:00190075) as an Independent Director**

(i) Voted <b>in favour</b> of the resolution:			
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	24	12128071	99.9835
(ii) Voted <b>against</b> the resolution:			
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	1	2000	0.0165
(iii) <b>Abstain</b> Votes:			
	Number of members voted through VC	Total number of votes cast by them	
	0	0	

**Item No. 12 – (SPECIAL RESOLUTION):**

**Re-appointment of Shri Rakesh Kacker (DIN: 03620666) as an Independent Director**

(i) Voted <b>in favour</b> of the resolution:			
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	24	12128071	99.9835
(ii) Voted <b>against</b> the resolution:			
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	1	2000	0.0165
(iii) <b>Abstain</b> Votes:			
	Number of members voted through VC	Total number of votes cast by them	
	0	0	



**Item No. 13 – (SPECIAL RESOLUTION):**

**Re-appointment of Shri Ramesh Narain Misra (DIN: 03109225) as an Independent Director**

(i) Voted <b>in favour</b> of the resolution:			
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	24	12128071	99.9835
(ii) Voted <b>against</b> the resolution:			
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	1	2000	0.0165
(iii) <b>Abstain</b> Votes:			
	Number of members voted through VC	Total number of votes cast by them	
	0	0	



**ANNEXURE-C**  
**Consolidated Results**

**Item No. 1 – (ORDINARY RESOLUTION):**

To receive, consider and adopt the (a) Audited Standalone Financial Statements of the Company for the year ended 31st March, 2020, together with Board's Report, and report of Auditor's thereon and (b) Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2020 and report of Auditor's thereon.

Particulars	Number of members voted through Remote E-voting & VC at AGM	Number of votes cast in			% of total number of valid votes
		Remote E-votes	Votes through VC	Total	
Voted in favour	564	152142636	12130071	164272707	99.9830
Voted against	11	28006	0	28006	0.0170
<b>Total</b>	<b>575</b>	<b>152170642</b>	<b>12130071</b>	<b>164300713</b>	<b>100</b>

Abstained	0	0	0	0
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**RESULT:** Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 1 of the Notice of the AGM dated August 21, 2020 has been passed with requisite majority.

**Item No. 2 – (ORDINARY RESOLUTION):**

To consider declaration of dividend for the Financial Year 2019-20.

Particulars	Number of members voted through Remote E-voting & VC at AGM	Number of votes cast in			% of total number of valid votes
		Remote E-votes	Votes through VC	Total	
Voted in favour	567	152444989	12130071	164575060	99.9838
Voted against	9	26606	0	26606	0.0162
<b>Total</b>	<b>576</b>	<b>152471595</b>	<b>12130071</b>	<b>164601666</b>	<b>100</b>

Abstained	0	0	0	0
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**RESULT:** Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the AGM dated August 21, 2020 has been passed with requisite majority.



**Item No. 3 – (ORDINARY RESOLUTION):**

To appoint a Director in the place of Dr. Ajit Kumar (DIN: 06518591) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

Particulars	Number of members voted through Remote E-voting & VC at AGM	Number of votes cast in			% of total number of valid votes
		Remote E-votes	Votes through VC	Total	
Voted in favour	542	147018577	12128071	159146648	96.6860
Voted against	33	5452918	2000	5454918	3.3140
Total	575	152471495	12130071	164601566	100

Abstained	0	0	0	0
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RESULT: Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 3 of the Notice of the AGM dated August 21, 2020 has been passed with requisite majority.

**Item No. 4 – (ORDINARY RESOLUTION):**

To appoint Shri Mritunjay Kumar Narayan (DIN: 03426753) as Non-Executive Nominee Director.

Particulars	Number of members voted through Remote E-voting & VC at AGM	Number of votes cast in			% of total number of valid votes
		Remote E-votes	Votes through VC	Total	
Voted in favour	539	146161300	12122571	158283871	96.1618
Voted against	36	6310195	7500	6317695	3.8382
Total	575	152471495	12130071	164601566	100

Abstained	0	0	0	0
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RESULT: Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 4 of the Notice of the AGM dated August 21, 2020 has been passed with requisite majority.



**Item No. 5 – (ORDINARY RESOLUTION):**

To appoint Smt. Parminder Chopra (DIN: 08530587) as Non-Executive Nominee Director.

Particulars	Number of members voted through Remote E-voting & VC at AGM	Number of votes cast in			% of total number of valid votes
		Remote E-votes	Votes through VC	Total	
Voted in favour	548	147108367	12124571	159232938	96.7388
Voted against	26	5362476	5500	5367976	3.2612
Total	574	152470843	12130071	164600914	100

Abstained	0	0	0	0
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RESULT: Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 5 of the Notice of the AGM dated August 21, 2020 has been passed with requisite majority.

**Item No. 6 – (ORDINARY RESOLUTION):**

To appoint Shri C.K. Mondol (DIN: 08535016 ) as Non-Executive Nominee Director.

Particulars	Number of members voted through Remote E-voting & VC at AGM	Number of votes cast in			% of total number of valid votes
		Remote E-votes	Votes through VC	Total	
Voted in favour	541	147016941	12122571	159139512	96.6820
Voted against	33	5453902	7500	5461402	3.3180
Total	574	152470843	12130071	164600914	100

Abstained	0	0	0	0
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RESULT: Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 6 of the Notice of the AGM dated August 21, 2020 has been passed with requisite majority.



**Item No. 7 – (ORDINARY RESOLUTION):**

**Appointment of Shri Subhash S. Mundra (DIN: 00979731) as an Independent Director.**

Particulars	Number of members voted through Remote E-voting & VC at AGM	Number of votes cast in			% of total number of valid votes
		Remote E-votes	Votes through VC	Total	
Voted in favour	540	151597177	122571	151719748	99.4226
Voted against	33	873666	7500	881166	0.5774
<b>Total</b>	<b>573</b>	<b>152470843</b>	<b>130071</b>	<b>152600914</b>	<b>100</b>

Abstained	0	0	0	0
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**RESULT:** Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 7 of the Notice of the AGM dated August 21, 2020 has been passed with requisite majority.

**Item No. 8 – (ORDINARY RESOLUTION):**

**Appointment of Smt. Preeti Saran (DIN: 08606546) as an Independent Director.**

Particulars	Number of members voted through Remote E-voting & VC at AGM	Number of votes cast in			% of total number of valid votes
		Remote E-votes	Votes through VC	Total	
Voted in favour	550	152441882	124571	152566453	99.9770
Voted against	24	29613	5500	35113	0.0230
<b>Total</b>	<b>574</b>	<b>152471495</b>	<b>130071</b>	<b>152601566</b>	<b>100</b>

Abstained	0	0	0	0
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**RESULT:** Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 8 of the Notice of the AGM dated August 21, 2020 has been passed with requisite majority.





**Item No. 9 – (ORDINARY RESOLUTION):**

**Re-appointment of Dr. Ajit Kumar (DIN: 06518591) as Whole-time-Director**

Particulars	Number of members voted through Remote E-voting & VC at AGM	Number of votes cast in			% of total number of valid votes
		Remote E-votes	Votes through VC	Total	
Voted in favour	546	147110994	12130071	159241065	96.7433
Voted against	29	5360501	0	5360501	3.2567
<b>Total</b>	<b>575</b>	<b>152471495</b>	<b>12130071</b>	<b>164601566</b>	<b>100</b>

Abstained	0	0	0	0
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**RESULT:** Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 9 of the Notice of the AGM dated August 21, 2020 has been passed with requisite majority.

**Item No. 10 – (ORDINARY RESOLUTION):**

**Re-appointment of Dr. Rajib Kumar Mishra (DIN: 06836268) as Whole-time Director**

Particulars	Number of members voted through Remote E-voting & VC at AGM	Number of votes cast in			% of total number of valid votes
		Remote E-votes	Votes through VC	Total	
Voted in favour	548	150679546	12127571	162807117	98.9113
Voted against	26	1791949	0	1791949	1.0887
<b>Total</b>	<b>574</b>	<b>152471495</b>	<b>12127571</b>	<b>164599066</b>	<b>100</b>

Abstained	0	0	0	0
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**RESULT:** Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 10 of the Notice of the AGM dated August 21, 2020 has been passed with requisite majority.



**Item No. 11 – (SPECIAL RESOLUTION):**

**Re-appointment of Shri Jayant Purushottam Gokhale (DIN:00190075) as an Independent Director**

Particulars	Number of members voted through Remote E-voting & VC at AGM	Number of votes cast in			% of total number of valid votes
		Remote E-votes	Votes through VC	Total	
Voted in favour	544	152013467	12128071	164141538	99.7205
Voted against	32	458128	2000	460128	0.2795
<b>Total</b>	<b>576</b>	<b>152471595</b>	<b>12130071</b>	<b>164601666</b>	<b>100</b>

Abstained	0	0	0	0
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**RESULT:** Based on the aforesaid result, I report that the Special Resolution as set out in Item No. 11 of the Notice of the AGM dated August 21, 2020 has been passed with requisite majority.

**Item No. 12 – (SPECIAL RESOLUTION):**

**Re-appointment of Shri Rakesh Kacker (DIN: 03620666) as an Independent Director**

Particulars	Number of members voted through Remote E-voting & VC at AGM	Number of votes cast in			% of total number of valid votes
		Remote E-votes	Votes through VC	Total	
Voted in favour	541	147833091	12128071	159961162	97.1808
Voted against	35	4638504	2000	4640504	2.8192
<b>Total</b>	<b>576</b>	<b>152471595</b>	<b>12130071</b>	<b>164601666</b>	<b>100</b>

Abstained	0	0	0	0
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**RESULT:** Based on the aforesaid result, I report that the Special Resolution as set out in Item No. 12 of the Notice of the AGM dated August 21, 2020 has been passed with requisite majority.



**Item No. 13 – (SPECIAL RESOLUTION):**

**Re-appointment of Shri Ramesh Narain Misra (DIN: 03109225) as an Independent Director**

Particulars	Number of members voted through Remote E-voting & VC at AGM	Number of votes cast in			% of total number of valid votes
		Remote E-votes	Votes through VC	Total	
Voted in favour	546	152439753	12128071	164567824	99.9794
Voted against	30	31842	2000	33842	0.0206
Total	576	152471595	12130071	164601666	100

Abstained	0	0	0	0
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**RESULT:** Based on the aforesaid result, I report that the Special Resolution as set out in Item No. 13 of the Notice of the AGM dated August 21, 2020 has been passed with requisite majority.

Thanking you,  
Yours faithfully,

For Ashish Kapoor & Associates  
Company Secretaries  
ICSI Unique Code: S2007DE093800



*Ashish Kapoor*  
Ashish Kapoor  
Proprietor

C.P. No.: 7504

UDIN: F008002B000758796

Place: New Delhi  
Date: 23.09.2020