

Dated: 26th September 2017

To

Manager	ConceptM
	General Manager
Listing Department/ Department of Corporate Relations	National Stock Exchange of India Limited
BSE Limited	Exchange Plaza, C-1, Block G,
Phiroze Jeejeebhoy Towers, Dalal Street,	Bandra- Kurla Complex, Bandra (East),
Mumbai- 400001	Mumbai- 51
Scrip Code: 533344	Scrip Code : PFS

Sub:

- 1. Proceedings of 11th Annual General Meeting held on 25th September, 2017
 (Reg. 30 of SEBI (Listing and Obligations and Disclosure Requirements) Regulations 2015)
 ("referred herein as Listing Regulations")
- 2. Details of voting results and proceedings of 11th Annual General Meeting of PTC India Financial Services Limited (Reg. 44 of Listing Regulation)

Sir/Madam,

The 11th Annual General Meeting of PTC India Financial Services Limited was held on Monday, 25th September, 2017, at 11.00 A.M. at Dr. Sarvepalli Radhakrishnan Auditorium, Kendriya Vidyalaya No. 2, APS Colony, Delhi-Gurgaon Road, Delhi Cantt, New Delhi- 110010.

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

- (a) Proceedings and Voting results of the 11th Annual General Meeting held on 25th September, 2017 as per Regulation 30 of Listing Regulations;
- (b) Report of Scrutinizer dated 26th September, 2017, pursuant to Regulation 44 of Listing Regulations as well as Section 108 of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014

This is for your record and information.

Thanking You,

For PTC India Financial Services Limited

Vishal Goyal

(Company Secretary) Enclosed: as above

PTC India Financial Services Ltd. (CIN: L65999DL2006PLC153373)

(A subsidiary of PTC India Limited)

Registered Office: 7th Floor, Telephone Exchange Building, 8 Bhikaji Cama Place, New Delhi - 110 066, India Board: +91 11 26737300 / 26737400 Fax: 26737373 / 26737374, Website: www. ptcfinancial.com, E-mail: info@ptcfinancial.com



11TH ANNUAL GENERAL MEETING OF PTC INDIA FINANCIAL SERVICES LIMITED HELD ON MONDAY, SEPTEMBER, 25, 2017 AT 11:00 A.M.

Declaration of Results of e-voting and poll

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 e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 11th Annual General Meeting (AGM) dated August 14, 2017. The e-voting was open from Friday, September 22, 2017 (9:00 am) to Sunday, September 24, 2017 (5:00 pm).

In line with the relevant provisions of the Companies Act, 2013, read with relevant rules, thereunder and in terms of the clarification issued by MCA, voting by show of hands was not permitted at the general meeting where evoting has been offered to the Shareholders. Therefore, at the 11th AGM, voting was conducted by means of the poll.

M/s. Ashish Kapoor & Associates, Practicing Company Secretaries was appointed as the Scrutinizer for conducting e-voting and polling at AGM in a fair and transparent manner. The Scrutinizer(s) have carried out the scrutiny of all the electronic votes received up to 5:00 P.M. on 24th September 2017 and poll received till the conclusion of the meeting and submitted their report on 26.09.2017

The Consolidated Results, as per the Scrutinizers' Report dated 26.09.2017 are as follows:

S. No.	Particulars	% of votes in favour (Approx.)	% of votes Against (Approx.)
1,	Resolution: 1: Ordinary Resolution To receive, consider and adopt the (a) Audited Standalone Financial Statements of the Company for the year ended 31st March, 2017, 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, 2017 and report of Auditor's thereon.	100.00	0.00
2.	Resolution -2: Ordinary Resolution To consider declaration of dividend for the Financial Year 2016-17	100.00	0.00
3.	Resolution -3: Ordinary Resolution To re-appoint Dr. Ashok Haldia (DIN: 00818489) who retires	100.00	0.00





	by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.		
4.	Resolution -4: Ordinary Resolution To ratify the appointment of the Statutory Auditors and to fix their remuneration.	100.00	0.00
5.	Resolution -5: Ordinary Resolution To appoint Shri Arun Kumar (DIN: 01853255) as Nominee Director.	96.80	3.20
6.	Resolution -6: Ordinary Resolution To appoint Shri Kulamani Biswal (DIN: 03318539) as Nominee Director.	96.84	3.16
7.	Resolution -7: Ordinary Resolution To appoint Dr. Rajib Kumar Mishra (DIN: 06836268) as Nominee Director.	97.44	2.56
8.	Resolution -8: Ordinary Resolution To appoint Dr. Pawan Singh (DIN: 00044987) as Whole- Time Director of the Company.	100.00	0.00
9.	Resolution -9: Special Resolution Increase in borrowing power of the Board of Directors of the Company.	97.44	2.56
10.	Resolution -10: Special Resolution Creation of security on the properties of the Company in favour of the lenders.	97.44	2.56
11.	Resolution -11: Special Resolution Issuance of Non-Convertible Debentures on private placement basis.	96.89	3.11





Based on the consolidated Report for the Scrutinizer(s), all Resolutions as set out in the Notice of 11th AGM have been duly approved by the Shareholders with requisite majority.

Date: 26.09.2017

Place: New Delhi

Deepak Amitabh (DIN 01061535)

Chairman

PTC India Financial Services Ltd.

%



Details of Voting Results

(i) Attendance of members:

Date of the Annual General Meeting	September 25,	2017	
Total Number of Shareholders as on cut-off Date i.e. September 18, 2017	125609	·	
Number of shareholders present in the meeting either in person or through proxy:	Present in Person	Present Through Proxy	Total
Promoters and Promoter Group	1	0	1
Public-Institutional	0	0	0
Public-Others	323	0	323
Total	324	0	324
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public-Institutional: Public-Others:		Not Arranged	



(ii) Voting by members:

Agenda-wise

Item No in the Notice	Subject	Resolution (Ordinary/ Special)	Mode of Voting	Remarks	
1	To receive, consider and adopt the (a) Audited Standalone Financial Statements of the Company for the year ended 31st March, 2017, 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, 2017 and report of Auditor's thereon.	Ordinary	E Voting & Ballot Papers	The resolution was passed with requisite majority	
2	To consider declaration of dividend for the Financial Year 2016-17	Ordinary	E Voting & Ballot Papers	The resolution was passed with requisite majority	
3	To re-appoint Dr. Ashok Haldia (DIN: 00818489) who retires by rotation at this Annual General Meeting and being eligible has offered himself for reappointment	Ordinary	E Voting & Ballot Papers	The resolution was passed with requisite majority	
4	To ratify the appointment of the Statutory Auditors and to fix their remuneration.	Ordinary	E Voting & Ballot Papers	The resolution was passed with requisite majority	
5	To appoint Shri Arun Kumar (DIN: 01853255) as Nominee Director.	Ordinary	E Voting & Ballot Papers	The resolution was passed with requisite majority	
6	To appoint Shri Kulamani Biswal (DIN: 03318539) as Nominee Director	Ordinary	E Voting & Ballot Papers	The resolution was passed with requisite majority	



7	To appoint Dr. Rajib Kumar Mishra (DIN: 06836268) as Nominee Director	Ordinary	E Voting & Ballot Papers	The resolution was passed with requisite majority
8	To appoint Dr. Pawan Singh (DIN: 00044987) as Whole-Time Director of the Company	Ordinary	E Voting & Ballot Papers	The resolution was passed with requisite majority
9	Increase in borrowing power of the Board of Directors of the Company.	Special	E Voting & Ballot Papers	The resolution was passed with requisite majority
10	Creation of security on the properties of the Company in favour of the lenders.	Special	E Voting & Ballot Papers	The resolution was passed with requisite majority
11	Issuance of Non-Convertible Debentures on private placement basis.	Special	E Voting & Ballot Papers	The resolution was passed with requisite majority

(iii) Results of poll/Postal ballot/E Voting by members:

The Mode of Voting for all resolution was:

- a) E Voting; and
- b) Physical Ballot Papers provided to those shareholders and proxies who did not participate in the E Voting process to exercise their votes and who attended the AGM personally.

Results of Voting in the prescribed format are annexed herewith.

Date of the AGM/EGM			PTC INDIA FINANI	CIAL SERVICES LTD				
Total number of shareholders on record date			25-09-2017 125609					
No. of shareholders present in the meeting ei	ther in person or thro	ugh proxy:	122003					
Promoters and Promoter Group:			1					
Public:			323					
No. of Shareholders attended the meeting thr Promoters and Promoter Group:	ough Video Conteren	cing	Not Applicable					
Public:	· · · · · · ·		Not Applicable					
Resolution No.	1							
Resolution required: (Ordinary/ Special)	DRDINARY - Adopt	tion of Audited Sta	ındalone & Consolii	lated Financial Stat	tements for the yea	ır ended 31st Marc	h 2017	
Whether promoter/ promoter group are			1		1	1	1,2027	
interested in the agenda/resolution?	No							
								Ť
				% of Votes Polled	1		% of Votes in	% of Votes
				on outstanding			favour on votes	against on vote
·		No. of shares	No. of votes	shares	No. of Votes - in	No. of Votes -	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)={(2)/(1)}* 100		against (5)	(6)=[(4)/(2)]*100	
	E-Voting Poli		417450001	0.00				
	Postal Ballot (if	417450001	41/450001	100.00	41/450001		100.00	0.0
Promoter and Promoter Group	applicable)	v	1 0	0.00	00		0.00	0.0
	Total		417450001	100.00	417450001		100.00	
	E-Voting		15002884	38.15	15002884			
	Poil Postal Ballot (if	39329509		0.00	00		0.00	0.0
Public-Institutions	applicable)		. n	0.00	. 00		0.00	0.0
	Total		15002884	38.15	15002884	Č		
	E-Voting		2527070	1.36	2520570	6500	99.74	0,2
	Poli	185503825	6600	0.00	6600	ΕΕ	100.00	0.0
Public- Non Institutions	Postal Sallot (if applicable)		1 .	0.00	00.00		0.00	0.0
i della rico materialia	Total		2533670	1.37	2527170		 	
	Total	642283335		67.73		6500		
Resolution No. Resolution required: (Ordinary/ Special)	2		for the Financial Y	2015 57				
Whether promoter/ promoter group are	OKDINARI - 10 FEC	ommena dividena	TOT THE FINANCIAL Y	2016-17			1	1
interested in the agenda/resolution?	No				•			
						: .		
								1
			ļ	% of Votes Polled		1	% of Votes in	% of Votes
		No. of shares	No. of votes	on outstanding shares	No. of Votes - in	No. of Votes	favour on votes polled	against on votes
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)		(7)=[(5)/(2)]*100
	E-Voting		0	0,00	: 00	0	0.00	
	Poli	417450001	417450001	100.00	417450001	0	100.00	0.0
Promoter and Promoter Group	Postal 8allot (if applicable)			0.00	00	a	0.00	0.0
Tromoco and Tromoco Group	Total		417450001	100.00	417450001	C		
	E-Voting		15002884	38.15	15002884	0		
	Poll	39329509	0	0.00	00	0	0.00	0.0
Public-Institutions	Postal Ballot (if	·	_	* **				
Lanes werindous	applicable) Total		15002884	0.00 38.15	15002884	0		
	E-Voting		2527070	1.36	2527070		10.00	
	Poll	185503825	6600	0,00	6600	0	100.00	
Public ties institutions	Postal 8affot (if					1		
Public- Non Institutions	applicable) Total		2533670	0.00 1.37	2533670	0	-	
	Total	642283335	434986555	67.73	434986555	0		
Resolution No.	3							
Resolution required: (Ordinary/ Special)	DRDINARY - Re-app	pointment of Dr. A	Shok Haldia (DIN: 0	00818489) as a Dire	ector, who retires b	y rotation		
Whether promoter/ promoter group are		_						
interested in the agenda/resolution?	No							
	1			•	i			
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
l		No. of shares	No. of votes	shares	No. of Votes in	No. of Votes -	polled	polled
Category	Mode of Voting E-Voting	heid (1)	poiled (Z)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100 0.00	(7)=[(5)/(2)]*100
+	Poll		417450001	100.00	00 417450001	0		0.00
	Postal Ballot (if	417450001				· · · · · · · · · · · · · · · · · · ·	20,070	
Promoter and Promoter Group	applicable)			0.00	00	0	0.00	0.00
· · · · · · · · · · · · · · · · · · ·	Total		417450001	100.00	417450001			
	E-Voting Poli	į	15002884 0	38.15 0.00	15002884 00	0		
	Postal Ballot (if	39329509	v	0,00			0.00	0.00
Public- Institutions	applicable)		·	0.00	00	. 0	0.00	0.00
	Total		15002884	38.15	15002884		100.00	0.0
	E-Voting		2524770	1.36	2524566 6600	204	99,99 100.00	0.0
	Poli							1 0.04
	Poli Postal Sallot (if	185503825	6600	0.00	9600		100:00	
Public- Non Institutions	Polf Postal 8allot (if applicable)	185503825	6600	0.00	00		0.00	
Public- Non Institutions	Postal Sallot (if	185503825 642283335						



Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Foll Postal Ballot (if applicable) Postal Ballot (if applicable) Foll Postal Ballot (if applicable)	No. of votes polled (2) (1) 41745000; 41745000; 1500288	% of Votes Polled on outstanding stares (3)=[(2)/(1))* 100 0.00	No. of Votes — in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on vote: polled
Whether promoter f promoter group are interested in the agenda/tesolution? Category Mode of Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Poll 3932956	No. of votes polled (2) (1) 41745000; 41745000; 1500288	% of Votes Polled on outstanding stares (3)=[(2)/(1))* 100 0.00	No. of Votes — in favour (4)	No. of Votes against (5)	favour on votes polled	against on vote polled
Category Mode of Voting Polt	polled (2) (1) 417450001 417450001 1500288	on outstanding shares (3)=[(2)/(1)]* 100 0.00	No. of Votes – in favour (4)	against (5)	favour on votes polled	against on vote polled
Category Mode of Voting held (1)	polled (2) (1) 417450001 417450001 1500288	on outstanding shares (3)=[(2)/(1)]* 100 0.00	No. of Votes – in favour (4)	against (5)	favour on votes polled	against on vote polled
Category Mode of Voting held (1)	polled (2) (1) 417450001 417450001 1500288	on outstanding shares (3)=[(2)/(1)]* 100 0.00	No. of Votes – in favour (4)	against (5)	favour on votes polled	against on vote polled
Category Mode of Voting held (1)	polled (2) (1) 417450001 417450001 1500288	on outstanding shares (3)=[(2)/(1)]* 100 0.00	No. of Votes – in favour (4)	against (5)	favour on votes polled	against on vote polled
Category Mode of Voting held (1)	polled (2) (1) 417450001 417450001 1500288	shares (3)=[(2)/(1))* 100 0.00 100.00	favour (4) 00	against (5)	polled	polled
E-Voting Poll 41745000	01 41745000 41745000 41745000 1500288	100.00	00		(6)=[(4)/(2)]*100	
Promoter and Promoter Group applicable) Total E. Voting Poll 393295	01 417450001 (417450001 15002884	100.00	1			
Postal Ballot (if applicable) Total E-Voting Poll 393295	417450001 15002884		41/450001			
Promoter and Promoter Group applicable	41745000 15002884	0.00			100.00	0.0
E-Voting Poll 393295(1500288		00		0.00	0.0
Poll 3937950			417450001		100.00	
1 3937951						
	9	0.00	00		0.00	0.0
Public-Institutions applicable)	1 (0.00	00		0.00	0.0
Total	15002884					
E-Voting	2524870			254		
Polt 18550382	25 6600	0.00	6600	0	100.00	0.0
Public- Non Institutions applicable)		0.00	00		0.00	0.0
Total	2531470			254	99.99	
Total 64228333	434984355	67.72		254	100.00	
Resolution No. S						
	un Kumas (aut) ===	F2255) as 11	. Dianatan			
Resolution required: (Ordinary/ Special) OROINARY - Appointment of Shri A Whether promoter/ promoter group are	tun Komar (OIN: 018	23233) as Nominee	UIFECTOF	I	ı	r
interested in the agenda/resolution?						
	1		•			
	1	% of Votes Polled on outstanding			% of Votes in favour on votes	% of Votes against on votes
No. of shares	No. of votes	shares	No. of Votes — in	No. of Votes -	polled	against on votes
Category Mode of Voting held (1)	polied (2)	(3)=[(2)/(1))* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
E-Voting	0			0	0.00	0.00
Poll 41745000	417450001	100.00	417450001	0	100.00	0.00
Promoter and Promoter Group applicable)	6	0.00	00		0.00	0,00
Total	417450001	100.00	417450001	0	100.00	0.00
E-Voting	15002884	38.15	1109867	13893017	7.40	92.60
Poll 3932950	9 0	0.00	00	0	0.00	0.00
Public- Institutions applicable)		0.00	00	0	0.00	0.00
Total	15002884	38.15	1109867	13893017	7.40	92.60
E-Voting E-Voting	2524770	1.36	2518103	6667	99.74	0.26
Poli 18550382	5 6600	0.00	6600	0	100.00	0,00
Postal 8allot (if Public- Non institutions applicable)	,	0.00	00	,	0.00	0.00
Total	2531370		2524703	6667	99.74	0.26
Total 64228333	5 434984255	67.72	421084571	13899684	96.80	3.20
Perplution No.						
Resolution No. 6 Resolution required: (Ordinary/ Special) ORDINARY - Appointment of Shri Ku	January I Bloom Francis	02240526, **				
Resolution required: (Ordinary/ Special) ORDINARY - Appointment of Shri Ku Whether promoter/ promoter group are	namani biswai (DIN:	U2316233) as NOM	uree Director			
interested in the agenda/resolution?	1	-11			}	
	1					
	1	W =£150+========	4		ar -e11 · · ·	n/ -E
		% of Votes Polled on outstanding			% of Votes in favour on votes	% of Votes against on votes
No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes -	polled	agamst on votes
Category Mode of Voting heid (1)	polled (2)	(3)={(2)/(1)}* 100	favour (4)	against (5)		(7)=[(5)/(2)]*100
E-Voting Poll	417450001	0.00	00	0	6.00	0.00
Postal Ballot (if	1 41/450001	100.00	417450001	0	100.00	0.00
Promoter and Promoter Group applicable)	0	0.00	00	o.	0.00	0.00
Total	417450001	100.00	417450001	0	100.00	0.00
E-Vating	15002884	38,15	1263393	13739491	8.42	91.58
Poll 3932950 Postal Ballot (if	0	0.00	00	0	0.00	0.00
Public- Institutions applicable)		0.00	00	0	0.00	0.00
Total	15002884	38.15	1263393	13739491	8.42	91.58
E-Voting	2524770	1,36	2518103	6667	99.74	0.26
Poli 18550382	6600	0.00	6600	. 0	100.00	0.00
Public Non Institutions applicable)		0,00	00		0.00	0.00
Total	2531370	1.36	2524703	6667	99.74	0.26
Total 64228333		67.72	421238097	13746158	96.84	3.16



Resolution No.	[7							
Resolution required: (Ordinary/ Special)	ORDINARY - Anno	intment of Oc Raii	h Kumar Michea (f	DIN: 06836268) as N	Inmines Director			
Whether promoter/ promoter group are		The state of the s	T TOTAL IVESTILE (E	##4. 00030200) as 14	oninee prector	 	T	1
interested in the agenda/resolution?	Yes				-	1		
				T		· · · · · · · · · · · · · · · · · · ·	7,11111111	
							į	1
		l		% of Votes Polled	ıl		% of Votes in	% of Votes
		1	1	on outstanding			favour on votes	against on vot
		No. of shares	No. of votes	shares	No. of Votes - in	No. of Votes -	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100		against (5)	1 -	(7)=[(5)/(2)]*1
	E-Voting	172.12 (2)	poned (2)			against (5)	(6)=[(4)/(2)]*100	
	Poll	1	41745000					0
		417450001	41745000	1 100.00	417450001		100.00	. 0
	Postal Ballot (if	i	l	1				
Promoter and Promoter Group	applicable)			0.00				
	Total		417450001	1 100.00	417450001		100,00	C
	E-Voting]	15002884	4 38.15	3891157	11111727	25.94	74
	Poli	39329509		0.00	00		0.00	
	Postal Ballot (if	35325305						
Public-Institutions	applicable)		1 .	0.00	00	، ا	0.00	ا ا
	Total		15002884			11111727		
	E-Voting			****				74
		1	2524770		2518103	6667	99.74	0
	Poll	185503825	6600	0,00	6600	C	100.00	C
	Postal Ballot (if	ŀ	1				1	
Public- Non Institutions	applicable)		<u> </u>	0.00			0.00	0
	Total		2531370	1.36		6667	99.74	0
	Total	642283335				11118394	97.44	2
				1	12000000	11110334	27.44	<u> </u>
Resolution No.	8							
	- 							
Resolution required: (Ordinary/ Special)	ORDINARY - Appoi	ntment of Dr. Paw	an Singh (DIN : 000	044987) as Whole-T	ime Director of the	Company		
Whether promoter/ promoter group are				1]		1	
interested in the agenda/resolution?	No	· '		1	į			

_		1						
•	1	1		1				
		į l	İ	% of Votes Polled			% of Votes in	% of Votes
		i t	1	on outstanding			favour on votes	against on vot
		No. of shares	No. of votes	shares	No. of Votes - in	No. of Votes -	polled	polled
Category	Mode of Voting	held (1)	polied (2)	(3)={(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	
	E-Voting		0		GO	0	0.00	0.
	Po!!		417450001		417450001	0		
	Postal Ballot (if	417450001	127 450001	100.00	41/450001	. · ·	100,00	0.
Promoter and Promoter Group	applicable)						_	
Tromoter and Promoter dioup			<u>0</u>	0.00	00	0	0.00	0.
	Total		417450001		417450001	0	100.00	0.
	E-Voting		15002884	38.15	15002884		100.00	0.
	Poli	39329509	0	0.00	00	0	0.00	0.
	Postal Ballot (if	0,32,303						
Public- Institutions	applicable)		0	0.00	OC.	o	0.00	D.
	Total		15002884		15002884	0	100.00	0.
	E-Voting		2524770		2517656			
	Poll	. 1				7114	99.72	0.
		185503825	6600	0.00	6600	: 0	100.00	0.
	Postal Ballot (if	,		1 1			1	
Public- Non Institutions			1	1 !				
	applicable)		0	0.00	00	. 0	0.00	. 0.
	Total		0 2531370	0.00	00 2524256	0 7114	0.00 99.72	
		642283335		1.36	2524256	7114	99.72	0.
	Total	642283335	2531370	1.36				0.
Resolution No.	Total	642283335	2531370	1.36	2524256	7114	99.72	0.
	Total Total		2531370 434984255	1.36 67.72	2524256 434977141	7114	99.72	0.
Resolution required: (Ordinary/ Special)	Total Total		2531370 434984255	1.36	2524256 434977141	7114	99.72	0.
lesolution required: (Ordinary/ Special) Whether promoter/ promoter group are	Total Total 9 SPECIAL - Increase		2531370 434984255	1.36 67.72	2524256 434977141	7114	99.72	0.
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are	Total Total		2531370 434984255	1.36 67.72	2524256 434977141	7114	99.72	0. 0. 0.
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lesolution required: (Ordinary/ Special) Whether promoter/ promoter group are	Total Total 9 SPECIAL - Increase		2531370 434984255	1.36 67.72	2524256 434977141	7114	99.72	0.
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are	Total Total 9 SPECIAL - Increase		2531370 434984255	1.36 67.72	2524256 434977141	7114	99.72	0.
tesolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are nterested in the agenda/resolution?	Total Total 9 SPECIAL - Increase		2531370 434984255	1.36 67.72 Directors of the Com	2524256 434977141	7114	99.72 100.00	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are	Total Total 9 SPECIAL - Increase	in borrowing powe	2531370 434984255 er of the Board of D	Directors of the Com % of Votes Polled on outstanding	2524256 434977141	7114	99.72 100.00 **Sof Votes in favour on votes	% of Votes
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are naterested in the agenda/resolution?	Total Total 9 SPECIAL - Increase No	in borrowing powe	2531370 434984255 or of the Board of D No. of votes	3.36 67.72 0.00 of the Com % of Votes Polled on outstanding shares	2524256 434977141	7114 7114 No. of Votes	99.72 100.00 % of Votes in favour on votes polled	% of Votes against on vote polled
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are	Total Total 9 SPECIAL - Increase No Mode of Voting	in borrowing powe	2531370 434984255 or of the Board of D No. of votes polled (2)	3.36 67.72 Directors of the Com % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	2524256 434977141 upany No. of Votes – In favour (4)	7114 7114 No. of Votes against (5)	99.72 100.00 *** of Votes in favour on votes polled (6)=[(4)/(2])*100	% of Votes against on vot polled {7}=[(5)/(2)]*10
Resolution required: (Ordinary/Special) Whether promoter/ promoter group are atterested in the agenda/resolution?	Total Total 9 SPECIAL - Increase No Mode of Voting E-Voting	in borrowing powe	2531370 434984255 er of the Board of D No. of votes polled (2)	3.36 67.72 Directors of the Com % of Votes Polled on outstanding shares (3)={(2)/(1)}* 100 0.00	2524256 434977141 apany No. of Votes – In favour (4)	7114 7114 No. of Votes	99.72 100.00 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 0.00	% of Votes against on vot polled [7]=[(5)/(2)]*1
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esolution required: (Ordinary/ Special) /hether promoter/ promoter group are terested in the agenda/resolution?	Total Total 9 SPECIAL - Increase No Mode of Voting E-Voting Poll Postal Sallot (if applicable)	in borrowing powe No. of shares held (1)	2531370 434984255 or of the Board of D No. of votes polled (2) 0 417450001	1.36 67.72 Directors of the Com % of Votes Polled on outstanding shares (3)={(2)/(1)}* 100 0.00	2524256 434977141 upany No. of Votes – In favour (4) 00 417450001	7114 7114 No. of Votes	99.72 100.00 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 0.00	% of Votes against on vot polled (7)=[(5)/(2)]*1 0 0
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esolution required: (Ordinary/ Special) Whether promoter/ promoter group are sterested in the agenda/resolution? alegory romoter and Promoter Group	Total Total 9 SPECIAL - Increase No Mode of Voting E-Voting Poll Postal Sallot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	in borrowing powe No. of shares held [1] 417450001	2531370 434984255 or of the Board of 0 No. of votes polled (2) 0 417450001 15002884 0	3.36 67.72 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	2524256 434977141 No. of Votes – In favour (4) 00 417450001 3871881 00	7114 7114 No. of Votes against (5) 0 0 11131003 0 0	% of Votes in favour on votes polled (6)=((4)/(2))*100.00	% of Votes against on vot polled (7)=(5)/(2)*1 0 0 0 744
esolution required: (Ordinary/ Special) Whether promoter/ promoter group are sterested in the agenda/resolution? alegory romoter and Promoter Group	Total Total 9 SPECIAL - Increase No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total	in borrowing powe No. of shares held [1] 417450001	2531370 434984255 or of the Board of D No. of wotes polled (2) 0 417450001 0 41745001 0 0 15002884	3.36 67.72 Sirectors of the Com % of Votes Polled on outstanding shares (3)={(2)/(1)* 100	2524256 434977141 No. of Votes – In favour (4) 00 417450001 00 417450001 00 3871881 00 00	7114 7114 No. of Votes - against (5) 0 0 11131003 0 0 11131003	% of Votes in favour on votes polical (s)=((4)/(2))*100.00 0.00 100.00 25.81 0.00 25.81	% of Votes against on vot polled (7)=[(5)/(2)]*1". 0. 0. 0. 7.4. 0. 74.
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esolution required: (Ordinary/Special) Whether promoter/ promoter group are sterested in the agenda/resolution? aregory romoter and Promoter Group	Total Total Total 9 SPECIAL - Increase No No Mode of Voting E-Voting Poll Postal Sallot (if applicable) Total E-Voting Poll Total	No. of shares held (1) 417450001	2531370 434984255 or of the Board of D Professional Control of the Board of D Professional Control of the Board of D 417450001 15002884 0 0 15002884 2526870	3.36 67.72 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	2524256 434977141 No. of Votes – In favour (4) 00 417450001 3871881 00 00 3871881 2517553	7114 7114 No. of Votes	% of Votes in favour on votes polical (s)=((4)/(2))*100.00 0.00 100.00 25.81 0.00 25.81 99.63 100.00	% of Votes against on vot polled (7)=[(5)/(2)]*1(0. 0. 0. 74. 0. 0. 74. 0. 0. 0. 0. 0. 0. 0. 0. 0. 0. 0. 0. 0.
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Resolution No.	10							
Resolution required: (Ordinary/ Special)								
Whether promoter/ promoter group are	SPECIAL - Creation	n of security on the	properties of the	Company in favour	of the lenders			
interested in the agenda/resolution?	No	ĺ			İ	1	1	
interested in the agenda/resolution?	NO			ļ				
1							1	
]	1
				% of Votes Polled	1	1	% of Votes in	% of Votes
		1		on outstanding	i		favour on votes	against on votes
Category		No. of shares	No. of votes	shares	No. of Votes - In	No. of Votes -	polled	polled
Category	Mode of Voting E-Voting	heid (1)	polled (2)	(3)=[(2)/(1)]* 100		against (5)	(6)=[(4)/(2)]*100	
	Poll	-					7.00	
	Postal Ballot (if	417450001	417450001	100.00	417450001		100.00	0.00
Promoter and Promoter Group	applicable)							
Tromocal and Fromocal Group	Total		0	0.00				
	E-Voting		417450001					
	Poll	1	15002884		3871881	11131003		74.19
		39329509		0.00	00		0.00	0.00
Public-Institutions	Postal Ballot (if							
T dente- institutions	applicable)		0	0,00	00		0.00	-
	Total		15002884	38.15	3871881	11131003		74.19
	E-Voting		2526770		2514106	12664		0.50
	Poll	165503825	6600	0.00	6600	. 0	100.00	0.00
Public- Non Institutions	Postal 8allot (if			ŀ			{	·
Public Non institutions	applicable)		0	0,00	00	. 0	0.00	0.00
	Total		2533370	1.37	2520706	12664	99.50	0.50
L	Total	642283335	434986255	67.72	423842588	11143667	97.44	2,56
Resolution No.	11							
Resolution required: (Ordinary/ Special)		4						
	SPECIAL - Issuance	of Non-ConvertibD	ele bentures on pr	ivate placement ba	ısis			
Whether promoter/ promoter group are	1					•		
interested in the agenda/resolution?	No					****		
1								
						:		
	1			% of Votes Polied			% of Votes in	% of Votes
	1 1			on outstanding		,	favour on votes	against on votes
Catanani		No. of shares	No. of votes	shares	No. of Votes — in	No. of Vates –	polled	polled
Category	Mode of Voting	held(1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		. 0	0.00	00	0	0.00	0.00
	Poll	417450001	417450001	100.00	417450001	0	100.00	0.00
Promoter and Promoter Group	Postal Ballot (if	1	_					
to motes and Fromough Stody	applicable) Total		0	0.00	. 00	0	0,00	0,00
			417450001	100,00	417450001	0	100.00	0.00
	E-Voting		15002884	38,15	1495794	13507090	9.97	90.03
·	Poli	39329509	0	0.00	00	. 0	0.00	0.00
Dublic Institutions	Postal Ballot (if							
Public- Institutions	applicable)		0	0.00	00	. 0	0,00	0.00
	Total		15002884	38.15	1495794	13507090	9.97	90.03
*	E-Voting	1	2526870	1,36	2518283	8587	99.66	0.34
•	Poll	185503825	6600	0.00	6600	0	100.00	0.00
Orblic Mon Institution	Postal 8allot (if					- 1		
Public- Non Institutions	applicable)		0	0.00	00		0.00	0.00
	Total		2533470	1.37	2524883	8587	99.66	0.34
L	Total	642283335	434986355	67.72	421470678	13515677	96.89	3.11



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

FORM No. MGT-13

Ref No.:

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
PTC India Financial Services Limited
New Delhi

11th Annual General Meeting of the Members of PTC India Financial Services Limited, held on Monday, September 25, 2017 at 11:00 a.m. at Dr. S R KVS Auditorium (Dr. Sarvepalli Radhakrishnan Auditorium), Kendriya Vidyalaya No. 2, APS Colony, Delhi-Gurgaon Road, Delhi Cantt, New Delhi-110010.

Dear Sir,

I. Ashish Kapoor, Proprietor of M/s. Ashish Kapoor & Associates, Company Secretaries having its office at F-150, Venus Apartments, Sec-9, Rohini, Delhi 110085, appointed as the Scrutinizer for the purpose of poll taken on the below mentioned resolutions, at the 11th Annual General Meeting of the Members of PTC India Financial Services Limited, held on Monday, September 25, 2017 at 11.00 a.m. at Dr. S R KVS Auditorium (Dr. Sarvepalli Radhakrishnan Auditorium), Kendriya Vidyalaya No. 2, APS Colony, Delhi-Gurgaon Road, Delhi Cantt, New Delhi-110010.

I submit my report as under:

- 1. After the time fixed for closing of the poll by the Chairman, the ballot box(s) kept for polling were locked in my presence with due identification marks placed by me.
- The Locked Ballot box(s) were subsequently opened in my presence and poll papers were diligently scrutinized. The Poll Papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.



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- The Poll Papers, which were incomplete and/or which were otherwise found defective or if signature of any shareholder did not match with the records have been treated as invalid and were kept separately.
- 4. The results of the Poll is as under:

Resolution No. 1 - (ORDINARY RESOLUTION)

To receive, consider and adopt the (a) Audited Standalone Financial Statements of the Company for the year ended 31st March 2017, 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, 2017 and report of Auditor's thereon.

(i)	Voted in favour of the resolution:							
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast					
	5	417456601	100.00					
(ii)	Voted against the resolution:							
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast					
		*						
(iii)	Invalid Votes:		The state of the s					
	Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast (Shares) – E- Voting						
	1	175						



Resolution No. 2 - (ORDINARY RESOLUTION)

To consider declaration of dividend for the Financial Year 2016-17

(i)	Voted in favour of the resolution:						
2004	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast				
Honorooperiori _{er} ique suppersion	.5	417456601	100.00				
(ii)	Voted against the resolution:						
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast				
·		. ***	: W				
(iii)	Invalid Votes:						
	Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast (Shares) – E- Voting					
	1	175					



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Resolution No. 3 - (ORDINARY RESOLUTION)

To re-appoint Dr. Ashok Haldia (DIN: 00818489) who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

(i)	Voted in favour of the resolution:	art error error er er er er er er er er er ror er			
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast		
	5	417456601	100.00		
(ii)	Voted against the resolution:				
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast		
(iii)	Invalid Votes:		La residente de la constanta de la constanta de la constanta de la constanta de la constanta de la constanta d		
and you are seed for all one grown	Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast (Shares) – E- Voting	oopen aan am aa aan ah ah ah ah ah ah ah ah ah ah ah ah ah		
·	1	175			



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Resolution No. 4 - (ORDINARY RESOLUTION)

To ratify the appointment of the Statutory Auditors and to fix their remuneration.

(i)	Voted in favour of the resolution:		
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Code transitiv <mark>ación</mark> ny coppage		417456601	100.00
(ii)	Voted against the resolution:		
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes east
-		46.	
(iii)	Invalid Votes:		
	Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast (Shares) - E- Voting	na dia mandra dia mpika mp
		175	adel se esta de la composição de la com



Resolution No. 5 - (ORDINARY RESOLUTION)

To appoint Shri Arun Kumar (DIN: 01853255) as Nominee Director.

(i)	Voted in favour of the resolution:		
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
	5	417456601	100.00
(ii)	Voted against the resolution:		
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
		*	
(iii)	Invalid Votes:	anditivines same majiyem wiyayina ayas masaa ayan aya a	macilia y mara palifica y mara mara mara mara mara mara mara m
	Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast (Shares) – E- Voting	
	1	175	



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Resolution No. 6 - (ORDINARY RESOLUTION)

To appoint Shri Kulamani Biswal (DIN: 03318539) as Nominee Director.

(i)	Voted in favour of the resolution: Number of votes % of total			
(*)	Number of members present and voting (in person or by proxy)	Number of votes cast by them	number of valid votes cast	
	5 5	417456601	100.00	
(ii)	Voted against the resolution:		% of total	
,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	Number of members present and voting (in person or by proxy)	Number of votes cast by them	number of valid	
		Ab.	-	
(iii)	Invalid Votes:			
Age and a second	Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast (Shares) – E- Voting		
····	1	175		



Resolution No. 7 - (ORDINARY RESOLUTION)

To appoint Dr. Rajib Kumar Mishra (DIN: 06836268) as Nominee Director.

(i)	Voted in favour of the resolution:		
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
	5	417456601	100.00
(ii):	Voted against the resolution:		
enterna de la composição de la composição de la composição de la composição de la composição de la composição	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
		*	#«
(iii)	Invalid Votes:		
Management of the second	Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast (Shares) – E- Voting	
	1	175	



Resolution No. 8 - (ORDINARY RESOLUTION)

To appoint Dr. Pawan Singh (DIN: 00044987) as Whole-Time Director of the Company.

(i)	Voted in favour of the resolution:			
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast	
	5	417456601	100.00	
(ii)	Voted against the resolution:			
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes east	
,		*		
(iii)	Invalid Votes:			
ertenemental e de la vida casa casa casa casa casa casa casa ca	Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast (Shares) – E- Voting		
	1	175	-	



Resolution No. 9 - (SPECIAL RESOLUTION)

Increase in borrowing power of the Board of Directors of the Company.

(i)	Voted in favour of the resolution:		
galantini da sa	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
	5	417456601	100.00
(ii)	Voted against the resolution:		
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes east
		-	
(iii)	Invalid Votes:		
,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast (Shares) – E- Voting	
	1	175	



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Resolution No. 10 - (SPECIAL RESOLUTION)

Creation of security on the properties of the Company in favour of the lenders.

(i)	Voted in favour of the resolution:			
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast	
	5	417456601	100.00	
(ii)	Voted against the resolution:			
-	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast	
(iii)	Invalid Votes:			
<u> Anthurn</u>	Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast (Shares) – E- Voting		
	1	175		



Resolution No. 11 - (SPECIAL RESOLUTION)

Issuance of Non-Convertible Debentures on private placement basis.

(i)	Voted in favour of the resolution:			
	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast	
***************************************	5	417456601	100.00	
(ii)	Voted against the resolution:			
**	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast	
······································		.**		
(iii)	Invalid Votes:			
	Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast (Shares) - E- Voting		
	1	175		



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- A Compact Disc (CD) containing a list of Members who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- The Poll Papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.
- 7. The report on combined result of the votes (electronic and physical) is annexed as Annexure-1 with this report.
- 8. All of the above mentioned resolutions have been passed with requisite majority.

Thanking you, Yours faithfully,

For ASHISH KAPOOR & ASSOCIATES Company Secretaries

Ashish Kapoor Scrutinizer CP No 7504 FCS No. 8002 Membership as NO F8002 & Sinday Secretary

Place: New Delhi Date: 26.09.2017

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

SCRUTINIZER'S REPORT ON E-VOTING

Ref. No.:

To

The Chairman

PTC India Financial Services Limited,

11th Annual General Meeting of the Members of PTC India Financial Services Limited, held on Monday, September 25, 2017 at 11.00 a.m. at Dr. S R KVS Auditorium (Dr. Sarvepalli Radhakrishnan Auditorium), Kendriya Vidyalaya No. 2, APS Colony, Delhi-Gurgaon Road, Delhi Cantt, New Delhi-110010.

Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 (4)(xii) of the Companies (Management and Administration) Rules, 2014.

Dear Sir,

I, Ashish Kapoor, Proprietor of M/s. Ashish Kapoor & Associates, Practicing Company Secretaries having its office at F-150, Venus Apartments, Sec-9, Rohini, Delhi-110085, appointed as the Scrutinizer by the Board of Directors of PTC India Financial Services Limited pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between Friday, September 22, 2017 (9:00 am) to Sunday, September 24, 2017 (5:00 pm).

The Notice dated August 14, 2017 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the Shareholders in respect to the below mentioned resolutions to be passed at the said Annual General Meeting of the Company to be held on Monday, September 25, 2017 at 11.00 A.M. at Dr. S R KVS Auditorium (Dr. Sarvepalli Radhakrishnan Auditorium), Kendriya Vidyalaya No. 2, APS Colony, Delhi-Gurgaon Road, Delhi Cantt, New Delhi-110010.

The Company has availed the e-voting facility offered by Karvy Computershare Private Limited for conducting e-voting by the Shareholders of the Company.

The Shareholders of the Company holding shares as on the "cut-off" date of Monday, September 18, 2017, were entitled to vote on the proposed resolution as set out at the item nos. I to 11 in the Notice of the AGM of PTC India Financial Services Limited.

Membership NO F8002

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The voting period for e-voting commenced on Friday, September 22, 2017 (9:00 am) to Sunday, September 24, 2017 (5:00 pm) and the Karvy Computershare Private Limited e-voting platform was blocked thereafter and the votes cast under e-voting facility were then blocked in the presence of following two witnesses not being in the employment of the Company:

- 1. Sachin Kasturia
- 2. Nitesh Latwal

I have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from the Karvy Computershare Private Limited e-voting system.

I now submit the Report as under on the result of the voting through electronic means in respect of the said Resolutions:

(a) Item No. 1 - (ORDIANRY RESOLUTION):

To receive, consider and adopt the (a) Audited Standalone Financial Statements of the Company for the year ended 31st March, 2017, 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, 2017 and report of Auditor's thereon.

(i)	Voted in favour of the resolution:	and the case of t	annum managan and an annum managan and an annum managan and an an an an an an an an an an an an an
	Number of members voted in E- voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
**************************************	121	17523454	99.96
(ii)	Voted against the resolution:	<u></u>	
	Number of members voted in E-	Number of votes cast	% of total number
	voting	(Shares) – E-Voting	of valid votes cast
	1	6500	0.04
(iii)	Invalid Votes:		
	Total number of members	Total number of votes	
	(in person or by proxy)	cast by	
	whose votes were declared invalid	Them	limitery success
	.1	100	



Page 2 of 13

(b) Item No. 2 - (ORDINARY RESOLUTION):

To consider declaration of dividend for the Financial Year 2016-17

(i)	Voted in favour of the resolution:		
,	Number of members voted in E- voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
······································	122	17529954	100,00
(ii)	Voted against the resolution:		
	Number of members voted in E-voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
(iii)	Invalid Votes:		<u> </u>
	Total number of members	Total number of votes	4-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1
	(in person or by proxy)	cast by	
	whose votes were declared invalid	Them	
	1	100	



(c) Item No. 3 (ORDINARY RESOLUTION):

To re-appoint Dr. Ashok Haldia (DIN: 00818489) who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

(i)	Voted in favour of the resolution:		
	Number of members voted in E- voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
	117	17527450	100.00
(ii)	Voted against the resolution:		
	Number of members voted in E- voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
***************************************	2	204	0.00
(iii)	Invalid Votes:		
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them	
	4	2400	



(d) Item No. 4 - (ORDINARY RESOLUTION):

To ratify the appointment of the Statutory Auditors and to fix their remuneration.

(i)	Voted in favour of the resolution:	······································	
	Number of members voted in E- voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
:	117	17527500	100.00
(ii)	Voted against the resolution:		
***	Number of members voted in E- voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
***************************************	3	254	0.00
(iii)	Invalid Votes:	A compression of the symmetry	
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them	•
	3	2300	



(e) Item No. 5 - (SPECIAL RESOLUTION:

To appoint Shri Arun Kumar (DIN: 01853255) as Nominee Director.

(i)	Voted in favour of the resolution:		
	Number of members voted in E-voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
	76	3627970	20.70
(ii)	Voted against the resolution:		
***************************************	Number of members voted in E- voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
	43	13899684	79.30
(iii)	Invalid Votes:		
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them	
	4	2400	



(f) Item No. 6 - (ORDINARY RESOLUTION):

To appoint Shri Kulamani Biswal (DIN: 03318539) as Nominee Director

(i)	Voted in favour of the resolution:		
	Number of members voted in E- voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
	79	3781496	21.57
(ii)	Voted against the resolution:		
	Number of members voted in E- voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
	40	13746158	78.43
(iii)	Invalid Votes:		
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them	
	4:	2400	



(g) Item No. 7 - (ORDINARY RESOLUTION):

To appoint Dr. Rajib Kumar Mishra (DIN: 06836268) as Nominee Director.

(i)	Voted in favour of the resolution:		
	Number of members voted in E- voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
	84	6409260	36.57
(ii)	Voted against the resolution:		
	Number of members voted in E- voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
	35	11118394	63.43
(iii)	Invalid Votes:		
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them	
	4	2400	



(h) <u>Item No. 8 – (ORDINARY RESOLUTION)</u>:

To appoint Dr. Pawan Singh (DIN: 00044987) as Whole-Time Director of the Company.

(i)	Voted in favour of the resolution:		
	Number of members voted in E- voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
**************************************	115	17520540	99,96
(ii)	Voted against the resolution:		
***************************************	Number of members voted in E- voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
	4	7114	0.04
(iii)	Invalid Votes:		
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them	ene e servine espainimente estrumina di abi igrafia, a a a a a a a a a a a a a a a a a a
	4	2400	



(i) Item No. 9 - (SPECIAL RESOLUTION):

Increase in borrowing power of the Board of Directors of the Company.

(i)	Voted in favour of the resolution:		
****	Number of members voted in E-voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
**************************************	80	6389434	36.45
(ii)	Voted against the resolution:		
and the second	Number of members voted in E-voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
····	41	11140320	63.55
(iii)	Invalid Votes:		
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them	
	2	300	



(j) Item No. 10- (SPECIAL RESOLUTION):

Creation of security on the properties of the Company in favour of the lenders.

(i)	Voted in favour of the resolution:		
	Number of members voted in E- voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
	80	6385987	36.43
(ii)	Voted against the resolution:		
	Number of members voted in E- voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
	40	11143667	63.57
(iii)	Invalid Votes:		
:	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them	
	3	400	



(k) Item No. 11- (SPECIAL RESOLUTION):

Issuance of Non-Convertible Debentures on private placement basis.

(i)	Voted in favour of the resolution:		
	Number of members voted in E- voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
	76	4014077	22.90
(ii)	Voted against the resolution:		
	Number of members voted in E- voting	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
	45	13515677	77.10
(iii)	Invalid Votes:		
	Total number of members	Total number of votes	***************************************
	(in person or by proxy)	cast by	-
	whose votes were declared invalid	Them	*
	2	300	



The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you, Yours faithfully,

For ASHISH KAPOOR & ASSOCIATES Company Secretaries

Ashish Kapoor Scrutinizer CP No 7504 FCS No. 8002

Place: New Delhi Date: 26.09.2017



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.:

ANNEXURE-1

CONSOLIDATED REPORT OF SCRUTINIZER (ON E-VOTING & POLL)

To.

Shri Deepak Amitabh Chairman PTC India Financial Services Limited 7th Floor, Telephone Exchange Building, 8 Bhikaji Cama Place, New Delhi - 110 066

11th Annual General Meeting of the Members of PTC India Financial Services Limited, held on Monday, September 25, 2017 at 11.00 a.m. at Dr. S R KVS Auditorium (Dr. Sarvepalli Radhakrishnan Auditorium), Kendriya Vidyalaya No. 2, APS Colony, Delhi-Gurgaon Road, Delhi Cantt, New Delhi-110010.

Dear Sir.

- I, Ashish Kapoor & Associates, Company Secretaries, appointed as the Scrutinizer by the Board of Directors of PTC Financial Services Limited (The Company), for the purpose of:
 - Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 (4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended, and;
 - Polling process through ballot papers under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended.

on the Resolutions contained in the Notice of the 11th AGM of the members of the Company, held on Monday, September 25, 2017 at 11.00 a.m. at Dr. S R KVS Auditorium (Dr. Sarvepalli Radhakrishnan Auditorium), Kendriya Vidyalaya No. 2, APS Colony, Delhi-Gurgaon Road, Delhi Cantt, New Delhi-110010.

Based on the report furnished by Karvy Computershare Private Limited on the Poll conducted at the AGM Venue and based on the data downloaded from the Official website of the Karvy Computershare Private Limited for the E-Voting process, we now submit combined report (E-Voting and Poll) as under:



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(a) <u>ltem No. 1 – (ORDINARY RESOLUTION)</u>:

To receive, consider and adopt the (a) Audited Standalone Financial Statements of the Company for the year ended 31st March, 2017, 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, 2017 and report of Auditor's thereon.

i. Voted i	n favour of the	resolution:	······································	***************************************	**************************************
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	% of total number of valid votes cast
121	17523454	5	417456601	434980055	100.00
ii. Voted i	l n against of the	resolution:			
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	% of total number of valid votes cast
1	6500	-	÷	6500	0.00
iii. Invalid	votes:				
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	A STATE OF THE STA
l	100	1	175	275	

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-voting are taken into account in respect of such shareholder.

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



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

To consider declaration of dividend for the Financial Year 2016-17

ĺ.	Voted in fav	our of the resolution	n:	1843 State of the Astrophysical State of the Commission of the Com	
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/ Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	% of total number of valid votes cast
122	17529954	5	417456601	434986555	100.00
ii. Voted ii	against of the	i		<u></u>	er er er er er er er er er er er er er e
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	% of total number of valid votes cast
_	•	-	**	•	
iii. Invalid	votes:		and the second s	<u>.</u>	
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	om en tido de
1	100		175	275	

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-voting are taken into account in respect of such shareholder.

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



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(c) Item No. 3 - (ORDINARY RESOLUTION):

To re-appoint Dr. Ashok Haldia (DIN: 00818489) who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

ì.	Voted in favo	our of the resolutio	n;	· · · · · · · · · · · · · · · · · · ·	86 61 1
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/ Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E-Voting and Poll	% of total number of valid votes cast
117	17527450	5	417456601	434984051	100.00
ii. Voted ii	against of the	resolution:			% of total
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/Proxics voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	number of valid votes cast
2	204		*	204	0.00
ii. Invalid	votes:				
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/Proxics voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	
4	2400	1	175	2575	

Vote easted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes easted in E-voting are taken into account in respect of such shareholder.

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



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

To ratify the appointment of the Statutory Auditors and to fix their remuneration

i.	Voted in favo	our of the resolutio	n:		
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/ Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	% of total number of valid votes cast
117	17527500	5	417456601	434984101	100.00
ii. Voted ir	against of the	resolution:		<u></u>	
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	% of total number of valid votes cast
3	254	**	•	254	0.00
Number of members voted in Evoting	votes: Number of votes cast (Shares) - E-Voting	Number of Members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E-Voting and	
3	2300	1	175	Poll 2475	

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-voting are taken into account in respect of such shareholder.

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



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(e) Item No. 5 - (ORDINARY RESOLUTION):

To appoint Shri Arun Kumar (DIN: 01853255) as Nominee Director.

i. Voted it	1 favour of the	resolution:			
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	% of total number of valid votes cast
76	3627970	5	417456601	421084571	96.80
ii. Voted i	n against of the	resolution:			
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	% of total number of valid votes cast
43	13899684	•	-	13899684	3.20
iii. Invalid	votes:				
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	
4	2400	1	175	2575	

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-voting are taken into account in respect of such shareholder.

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



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(f) Item No. 6 - (ORDINARY RESOLUTION):

To appoint Shri Kulamani Biswal (DIN: 03318539) as Nominee Director.

i. Voted	in favour of th	e resolution:	**************************************		
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/ Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E-Voting and Poll	% of total number of valid votes cast
79	3781496	5	417456601	421238097	96.84
	against of the	resolution:			
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	% of total number of valid votes cast
40	13746158	*	*	13746158	3.16
ii. Invalid	L Yotes:		- Landerdon de la Colonia de la Colonia de	<u> </u>	
Number of members voted in E- yoting	Number of votes cast (Shares) – E- Voting	Number of Members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	and the second s
4	2400	1	175	2575	

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-voting are taken into account in respect of such shareholder.

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



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(g) Item No. 7 - (ORDINARY RESOLUTION):

To appoint Dr. Rajib Kumar Mishra (DIN: 06836268) as Nominee Director.

i. Voted in	1 favour of the	resolution:		The state of the s	
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/	Number of votes cast (Shares) – Poll	Total number of votes cast through E-Voting and Poll	% of total number of valid votes cast
84	6409260	5	417456601	423865861	97.44
ii. Voted i	n against of the	resolution:			· .
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	% of total number of valid votes cast
35	11118394	-		11118394	2.56
iii. Invalid	votes:				
Number of members voted in E- voting	(Shares) – E- Voting	Number of Members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	
44	2400	1	175	2575	

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-voting are taken into account in respect of such shareholder.

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



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(h) Item No. 8 - (ORDINARY RESOLUTION):

To appoint Dr. Pawan Singh (DIN: 00044987) as Whole-Time Director of the Company.

i. Voted in	1 favour of the	resolution:		e delegation in the last of th	······································
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/ Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	% of total number of valid votes cast
115	17520540	5	417456601	434977141	100.00
ii. Voted ii	l n against of the	resolution:	and the second s	1	***************************************
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/Proxies	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	% of total number of valid votes cast
4	7114		**	7114	0.00
ii. Invalid	votes:		······································		
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/Proxies voted - Poll	Number of votes cast (Shares) – Poli	Total number of votes east through E- Voting and Poll	
4	2400	1	175	2575	

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-voting are taken into account in respect of such shareholder.

RESULT

r

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no. 8 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



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(i) <u>Item No. 9 – (SPECIAL RESOLUTION)</u>:

Increase in borrowing power of the Board of Directors of the Company.

i. Voted	in favour of th	e resolution:			
Number of members voted in E- voting	Number of votes east (Shares) – E- Voting	Number of Members/ Proxics voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E-Voting and Poll	% of total number of valid votes cast
80	6389434	5	417456601	423846035	97.44
ii. Voted i	l n against of the	resolution:		1	
Number of members voted in E- voting	Number of votes east (Shares) – E- Voting	Number of Members/Proxies	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	% of total number of valid votes cast
41	11140320	*	*	11140320	2.56
iii. Invalid	votes:		***************************************	<u> </u>	
Number of members voted in E- voting	(Shares) – E- Voting	Number of Members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	
2	300	1	175	475	

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-voting are taken into account in respect of such shareholder.

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Special Resolution with regard to Item no. 9 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



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(j) <u>Item No. 10 – (SPECIAL RESOLUTION)</u>:

Creation of security on the properties of the Company in favour of the lenders.

i. Voted in	favour of the	resolution:	-		
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/ Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	% of total number of valid votes cast
80	6385987	5	417456601	423842588	97.44
ii. Voted ii	n against of the	resolution:			
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/Proxies	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	% of total number of valid votes cast
40	11143667	-	*	11143667	2.56
iii. Invalid Number of members	Number of votes cast	Number of Members/Proxies	Number of votes cast	Total number of votes cast	
voted in E- voting	(Shares) – E- Voting	voted - Poll	(Shares) – Poll	through E- Voting and Poll	na nagana gamana sa singunganan

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-voting are taken into account in respect of such shareholder.

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Special Resolution with regard to Item no. 10 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



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(k) <u>Item No. 11 – (SPECIAL RESOLUTION)</u>:

Issuance of Non-Convertible Debentures on private placement basis.

i. Voted	in favour of the	resolution:			and the state of t
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/	Number of votes cast (Shares) – Poll	Total number of votes east through E-Voting and Poll	% of total number of valid votes cast
76	4014077	5	417456601	421470678	96,89
ii. Voted	n against of the	resolution:		<u> </u>	
Number of members voted in E- voting	Number of votes cast (Shares) – E- Voting	Number of Members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E-Voting and Poll	% of total number of valid votes cast
45	13515677	•	· · · · · · · · · · · · · · · · · · ·	13515677	3.11
iii. Invalid	Votes:	1			
Number of members voted in E- voting	Number of	Number of Members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total number of votes cast through E- Voting and Poll	alangan ayan ayan ayan ayan ayan ayan ayan
2	300	<u> </u>	175	475	

Vote easted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-voting are taken into account in respect of such shareholder.

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Special Resolution with regard to Item no. 11 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



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A Compact Disc (CD) containing a list of equity shareholders who voted "FOR"/ "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

The relevant records relating to E-Voting and Poll were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

Thanking you, Yours faithfully,

For ASHISH KAPOOR & ASSOCIATES Company Secretaries

Ashish Kapoor Scrutinizer CP No 7504 FCS No. 8002 Memberahip NO. F8002

Place: New Delhi Date: 26.09.2017