



**Dated: September 13, 2023**

**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- 400051 Scrip Symbol : PFS
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**Sub: Voting Results and Scrutinizer's Report of 17<sup>th</sup> Annual General Meeting held on September 12, 2023**

**Sir/Madam,**

The 17<sup>th</sup> Annual General Meeting ("AGM") of PTC India Financial Services Limited was held on Tuesday, September 12, 2023 at 11: 00 A.M. through Video Conferencing.

In this regard, we would like to submit the Voting Results and Report of Scrutinizer dated September 13, 2023, 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.

The same is available at our Website at [www.ptcfinancial.com](http://www.ptcfinancial.com)

This is for your record and information.

Thanking You,

**For PTC India Financial Services Limited**

**Shweta Agrawal**

**Company Secretary and Compliance Officer**

**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](http://www.ptcfinancial.com), E-mail: [info@ptcfinancial.com](mailto:info@ptcfinancial.com)

NAME: **PTC INDIA FINANCIAL SERVICES LTD**

SLNO	DESCRIPTION					
A	DATE OF AGM		<b>12-09-2023</b>			
B	RECORD DATE		<b>05-09-2023</b>			
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE		<b>123867</b>			
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY		<b>64</b>			
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ( )	<b>1</b>	<b>0</b>	<b>1</b>	<b>417450001</b>	<b>64.99468</b>
	PUBLIC	<b>63</b>	<b>0</b>	<b>63</b>	<b>1095858</b>	<b>0.17062</b>
	TOTAL	<b>64</b>	<b>0</b>	<b>64</b>	<b>418545859</b>	<b>65.16530</b>
E	No. of shareholders attended the meeting through Video conferencing _64.					

**General information about company**

Scrip code	533344
NSE Symbol	PFS
MSEI Symbol	NOTLISTED
ISIN	INE560K01014
Name of the company	PTC India Financial Services Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	12-09-2023
Start time of the meeting	11:00 AM
End time of the meeting	11:54 AM

**Scrutinizer Details**

Name of the Scrutinizer	Ashish Kapoor
Firms Name	Ashish Kapoor & Associates
Qualification	CS
Membership Number	8002
Date of Board Meeting in which appointed	18-08-2023
Date of Issuance of Report to the company	13-09-2023

### Voting results

Record date	05-09-2023
Total number of shareholders on record date	123867
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	63
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt: (a) Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2023, together with Board's Report, and report of Auditor's thereon; and (b) Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2023 and report of Auditor's thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	417450001	417450001	100	417450001	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		417450001	417450001	100	417450001	0	100
Public- Institutions	E-Voting	9220823	5107185	55.3875	5107185	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		9220823	5107185	55.3875	5107185	0	100
Public- Non Institutions	E-Voting	215612511	1243437	0.5767	1237569	5868	99.5281	0.4719
	Poll		2131	0.001	2130	1	99.9531	0.0469
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		215612511	1245568	0.5777	1239699	5869	99.5288
Total		642283335	423802754	65.9838	423796885	5869	99.9986	0.0014
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To re-appoint Sh. Pankaj Goel (DIN: 03006647) as Director, who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	417450001	417450001	100	417450001	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		417450001	417450001	100	417450001	0	100
Public-Institutions	E-Voting	9220823	5840427	63.3395	4947721	892706	84.7151	15.2849
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		9220823	5840427	63.3395	4947721	892706	84.7151
Public- Non Institutions	E-Voting	215612511	1241487	0.5758	1229795	11692	99.0582	0.9418
	Poll		2131	0.001	2130	1	99.9531	0.0469
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		215612511	1243618	0.5768	1231925	11693	99.0598
Total		642283335	424534046	66.0976	423629647	904399	99.787	0.213
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare final dividend on equity shares for the financial year ended March 31, 2023.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	417450001	417450001	100	417450001	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		417450001	417450001	100	417450001	0	100
Public- Institutions	E-Voting	9220823	5840427	63.3395	5840427	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		9220823	5840427	63.3395	5840427	0	100
Public- Non Institutions	E-Voting	215612511	1243437	0.5767	1239504	3933	99.6837	0.3163
	Poll		2131	0.001	2130	1	99.9531	0.0469
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		215612511	1245568	0.5777	1241634	3934	99.6842
Total		642283335	424535996	66.0979	424532062	3934	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Sh. Mahendra Lodha, (DIN: 01295859) as Director (Finance) and Chief Financial Officer of the Company and approve his remuneration.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	417450001	417450001	100	417450001	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		417450001	417450001	100	417450001	0	100
Public- Institutions	E-Voting	9220823	5840427	63.3395	5840427	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		9220823	5840427	63.3395	5840427	0	100
Public- Non Institutions	E-Voting	215612511	1241487	0.5758	1230990	10497	99.1545	0.8455
	Poll		2131	0.001	2130	1	99.9531	0.0469
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		215612511	1243618	0.5768	1233120	10498	99.1559
Total		642283335	424534046	66.0976	424523548	10498	99.9975	0.0025
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To alter Article of Association of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	417450001	417450001	100	417450001	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		417450001	417450001	100	417450001	0	100
Public-Institutions	E-Voting	9220823	5840427	63.3395	5840427	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		9220823	5840427	63.3395	5840427	0	100
Public- Non Institutions	E-Voting	215612511	1239737	0.575	1233832	5905	99.5237	0.4763
	Poll		2131	0.001	2130	1	99.9531	0.0469
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		215612511	1241868	0.576	1235962	5906	99.5244
Total		642283335	424532296	66.0974	424526390	5906	99.9986	0.0014
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To alter Memorandum of Association of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	417450001	417450001	100	417450001	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		417450001	417450001	100	417450001	0	100
Public-Institutions	E-Voting	9220823	5840427	63.3395	5840427	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		9220823	5840427	63.3395	5840427	0	100
Public- Non Institutions	E-Voting	215612511	1239737	0.575	1233832	5905	99.5237	0.4763
	Poll		2131	0.001	2130	1	99.9531	0.0469
	Postal Ballot (if applicable)							
	Total		215612511	1241868	0.576	1235962	5906	99.5244
Total		642283335	424532296	66.0974	424526390	5906	99.9986	0.0014
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Date:

Ref. No.:

### REPORT OF SCRUTINIZER

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

To,  
**Dr. Rajib Kumar Mishra**  
The Chairman  
PTC India Financial Services Limited  
CIN: L65999DL2006PLC153373  
7th Floor, Telephone Exchange Building,  
8 Bhikaji Cama Place, New Delhi - 110 066

**17<sup>th</sup> (Seventeenth) Annual General Meeting (“AGM”) of the Members of PTC India Financial Services Limited (“PFS”) held on Tuesday, 12<sup>th</sup> day of September 2023 at 11:00 A.M. through Video Conferencing (VC).**

Dear Sir,

I, **Ashish Kapoor**, Practicing Company Secretary, appointed as the Scrutinizer pursuant to Section 108 of Companies Act, 2013 (“the Act”) read with rule 20 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 Regulation; and
- (ii) Voting through electronic voting system at AGM.

Due to COVID-19 pandemic, Securities and Exchange Board of India (“SEBI”) vide its circular dated May 12, 2020 and January 15, 2021, in line with the Ministry of Corporate Affairs (“MCA”) circular

Page 1 of 13



dated May 5, 2020 read together with circulars dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, January 13, 2021, June 23, 2021, December 8, 2021, December 14, 2021, May 5, 2022 and 28th December, 2022 (collectively referred to as "Circulars") provided relaxation to Companies to hold their General Meetings through Video- Conferencing ("VC")/Other Audio Visual Means ("OAVM") instead of holding of physical General Meetings till 30th September, 2023

The Company has availed the e-voting facility offered by KFin Technologies Limited for conducting remote e-voting and voting through electronic voting system at 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 AGM through VC and voting by electronic means for the resolutions contained in the Notice of Seventeenth (17<sup>th</sup>) AGM of the Company held on September 12, 2023.

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 KFin Technologies Limited, registrar and share transfer agent ("KFin"), the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM.

In respect to resolutions proposed at the 17<sup>th</sup> AGM of PTC India Financial Services Limited held on September 12, 2023, at 11:00 AM through VC, we hereby submit that:

1. The remote E-Voting period remained open from 9:00 a.m. Saturday, September 9, 2023, up to 5:00 p.m. Monday, September 11, 2023.
2. The Annual Report, the Notice of the AGM and the e-voting instructions slip were sent only by the electronic mode (e-mail to those members whose email addresses were registered with the Company / Depository Participants / Depositories) pursuant to MCA Circular No. 20/2020 dated May 5, 2020 read with Circular no. 14/2020 dated April 08, 2020 and Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 date June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 10/2021 dated June 23, 2021, Circular No. 19/2021 date December 08, 2021 Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022 and and General Circular No.



11/2022 dated 28th December, 2022 read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11, SEBI/HO/CFD/CMD2/CIR/P/2022/62 & SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated May 12, 2020, January 15, 2021, May 13, 2022 & January 5, 2023 respectively (hereinafter collectively referred to as "the Circulars").

3. The voting rights were reckoned as on Tuesday, September 5, 2023, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
4. After the commencement of e-voting at the AGM, the shareholders present at the AGM through VC voted through e-voting facility provided by KFin.
5. After the conclusion of the AGM, the votes cast through remote e-voting and voting at the time of AGM i.e. through Insta Poll were unblocked on September 12, 2023, at 11:54 AM in the presence of two witnesses.
  - i. Ambica Kapoor
  - 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 KFin Technologies Limited i.e., <https://evoting.kfintech.com/>. Based on the report generated by KFin Technologies Limited and relied upon by me, data regarding the remote e-voting was scrutinized and results were prepared.
6. As per the information given by the Company/RTA the names of the shareholders who had voted by remote e-voting through the facility provided by KFin Technologies Limited has been 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 KFin Technologies Limited.
8. The e-voting system was scrutinized. The e-votes were reconciled with the records maintained by the Company / KFin Technologies Limited.
9. The e-votes cast at the AGM were unblocked at 11:54 AM on Tuesday, September 12, 2023, after the conclusion of the AGM.
10. We observed that:
  - a) 9 Members had cast their votes at the AGM through Insta Poll.
  - b) 218 Members had cast their votes through remote e-voting.



11. Based on the data provided by KFin Technologies Limited e-voting system, I hereby submit:

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


Based on the aforesaid results, we report that 4 Ordinary Resolutions as set out in Item No.1, 2, 3 & 4 of the Notice of the AGM, have been passed with the requisite majority and we further report that 2 Special Resolutions as set out in Item No. 5 & 6 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 AGM.

Thanking you,  
Yours faithfully,

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



  
Ashish Kapoor  
Proprietor  
C.P. No.: 7504  
UDIN: F008002E000997177

Place: New Delhi  
Date: September 13, 2023

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

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

To receive, consider and adopt:

- (a) Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2023, together with Board's Report, and report of Auditor's thereon; and
- (b) Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2023 and report of Auditor's thereon.

(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
	187	423794755	99.999
(ii)	Voted against the resolution:		
	Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
	28	5868	0.001
(iii)	Abstain Votes:		
	Number of members voted by remote e-voting	Total number of votes	
	4	736592	

*\*One Shareholder holding 50 shares voted 40 shares in favour & 10 shares against the resolution.*

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

To re-appoint Sh. Pankaj Goel (DIN: 03006647) as Director, 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
	179	423627517	99.787
(ii)	Voted against the resolution:		
	Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
	37	904398	0.213
(iii)	Abstain Votes:		
	Number of members voted by remote e-voting	Total number of votes	
	3	5300	

*\*One Shareholder holding 50 shares voted 30 shares in favour & 20 shares against the resolution.*





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

**To declare final dividend on equity shares for the financial year ended March 31, 2023.**

(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
	189	424529932	99.999
(ii) Voted against the resolution:			
	Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
	27	3933	0.001
(iii) Abstain Votes:			
	Number of members voted by remote e-voting	Total number of votes	
	2	3350	

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

**Appointment of Sh. Mahendra Lodha, (DIN: 01295859) as Director (Finance) and Chief Financial Officer of the Company and approve his remuneration**

(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
	182	424521418	99.998
(ii) Voted against the resolution:			
	Number of members voted by remote e-voting	Number of votes cast	% of total number of valid votes cast
	33	10497	0.002
(iii) Abstain Votes:			
	Number of members voted by remote e-voting	Total number of votes	
	3	5300	



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

**To alter Article of Association of the Company**

(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
	184	424524260	99.999
(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	5905	0.001
(iii)	<b>Abstain Votes:</b>		
	Number of members voted by remote e-voting	Total number of votes	
	5	7050	

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

**To alter Memorandum of Association of the Company**

(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
	184	424524260	99.999
(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	5905	0.001
(iii)	<b>Abstain Votes:</b>		
	Number of members voted by remote e-voting	Total number of votes	
	5	7050	



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

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

To receive, consider and adopt:

- (a) Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2023, together with Board's Report, and report of Auditor's thereon; and  
(b) Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2023 and report of Auditor's thereon.

(i)	Voted in favour of the resolution:		
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	8	2130	99.953
(ii)	Voted against the resolution:		
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	1	1	0.047
(iii)	Abstain Votes:		
	Number of members voted through VC	Total number of votes	
	0	0	

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

To re-appoint Sh. Pankaj Goel (DIN: 03006647) as Director, 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
	8	2130	99.953
(ii)	Voted against the resolution:		
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	1	1	0.047
(iii)	Abstain Votes:		
	Number of members voted through VC	Total number of votes	
	0	0	



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

**To declare final dividend on equity shares for the financial year ended March 31, 2023**

(i)	Voted in favour of the resolution:		
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	8	2130	99.953
(ii)	Voted against the resolution:		
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	1	1	0.047
(iii)	Abstain Votes:		
	Number of members voted through VC	Total number of votes	
	0	0	

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

**Appointment of Sh. Mahendra Lodha, (DIN: 01295859) as Director (Finance) and Chief Financial Officer of the Company and approve his remuneration.**

(i)	Voted in favour of the resolution:		
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	8	2130	99.953
(ii)	Voted against the resolution:		
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	1	1	0.047
(iii)	Abstain Votes:		
	Number of members voted through VC	Total number of votes	
	0	0	



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

**To alter Article of Association of the Company**

(i)	Voted in favour of the resolution:		
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	8	2130	99.953
(ii)	Voted against the resolution:		
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	1	1	0.047
(iii)	Abstain Votes:		
	Number of members voted through VC	Total number of votes	
	0	0	

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

**To alter Memorandum of Association of the Company**

(i)	Voted in favour of the resolution:		
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	8	2130	99.953
(ii)	Voted against the resolution:		
	Number of members voted through VC	Number of votes cast	% of total number of valid votes cast
	1	1	0.047
(iii)	Abstain Votes:		
	Number of members voted through VC	Total number of votes	
	0	0	



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

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

To receive, consider and adopt:

- (a) Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2023, together with Board's Report, and report of Auditor's thereon; and
- (b) Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2023 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	195	423794755	2130	423796885	99.999
Voted against	29	5868	1	5869	0.001
<b>Total</b>	<b>224</b>	<b>423800623</b>	<b>2131</b>	<b>423802754</b>	<b>100</b>

Abstained	4	736592	0	736592
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*\*One Shareholder holding 50 shares voted 40 shares in favour & 10 shares against the resolution.*

**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 18, 2023, has been passed with requisite majority.

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

To re-appoint Sh. Pankaj Goel (DIN: 03006647) as Director, 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	187	423627517	2130	423629647	99.787
Voted against	38	904398	1	904399	0.213
<b>Total</b>	<b>225</b>	<b>424531915</b>	<b>2131</b>	<b>424534046</b>	<b>100</b>

Abstained	3	5300	0	5300
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*\*One Shareholder holding 50 shares voted 30 shares in favour & 20 shares against the resolution.*

**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 18, 2023, has been passed with requisite majority.



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

To declare final dividend on equity shares for the financial year ended March 31, 2023

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	197	424529932	2130	424532062	99.999
Voted against	28	3933	1	3934	0.001
Total	225	424533865	2131	424535996	100

Abstained	2	3350	0	3350
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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 18, 2023, has been passed with requisite majority.

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

Appointment of Sh. Mahendra Lodha, (DIN: 01295859) as Director (Finance) and Chief Financial Officer of the Company and approve his remuneration.

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	190	424521418	2130	424523548	99.998
Voted against	34	10497	1	10498	0.002
Total	224	424531915	2131	424534046	100

Abstained	3	5300	0	5300
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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 18, 2023, has been passed with requisite majority.



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

**To alter Article of Association of the Company**

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	192	424524260	2130	424526390	99.999
Voted against	30	5905	1	5906	0.001
Total	222	424530165	2131	424532296	100

Abstained	5	7050	0	7050
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**RESULT:** Based on the aforesaid result, I report that the Special Resolution as set out in Item No. 5 of the Notice of the AGM dated August 18, 2023, has been passed with requisite majority.

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

**To alter Memorandum of Association of the Company**

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	192	424524260	2130	424526390	99.999
Voted against	30	5905	1	5906	0.001
Total	222	424530165	2131	424532296	100

Abstained	5	7050	0	7050
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**RESULT:** Based on the aforesaid result, I report that the Special Resolution as set out in Item No. 6 of the Notice of the AGM dated August 18, 2023, 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

Peer Review Certificate No: 3260/2023  
UDIN: F008002E000997177

Place: New Delhi  
Date: September 13, 2023