

To  
Listing Deptt. / Deptt. of Corporate Relations  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai,  
Scrip Code: 532524

Listing Deptt.  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G,  
Bandra – Kurla Complex, Bandra (E), Mumbai -51  
Company Code: PTC

**Sub: Voting Results of 26<sup>th</sup> Annual General Meeting held on 8<sup>th</sup> August, 2025 along with the Scrutinizer's Report**

**Sir/Madam,**

The 26<sup>th</sup> Annual General Meeting ("AGM") of PTC India Limited was held on Friday, 8<sup>th</sup> August, 2025 at 12:30 P.M. through Video Conferencing in line with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India.

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

- a) Voting Results and Report of Scrutinizer dated 9<sup>th</sup> August, 2025, pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosures Requirement's) Regulations, 2015 and Section 108 of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2015.

This is for your record and information.

**Thanking You,**

**For PTC India Limited**

**(Rajiv Maheshwari)**  
**Company Secretary**  
**FCS-4998**

Encl: As above

**PTC India Limited**

(Formerly known as Power Trading Corporation of India Limited)  
CIN : L40105DL1999PLC099328

2nd Floor, NBCC Tower, 15 Bhikaji Cama Place New Delhi - 110 066 Tel: 011- 41659500.41595100, 46484200, Fax: 011-41659144  
E-mail: info@ptcindia.com Website: www.ptcindia.com,



**DECLARATION OF RESULTS OF 26<sup>TH</sup> ANNUAL GENERAL MEETING OF PTC INDIA  
LIMITED HELD ON FRIDAY, AUGUST 8, 2025, AT 12:30 P.M.**

In compliance with the applicable provisions of the Companies Act, 2013 ("Act") and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with Ministry of Corporate Affairs ("MCA") General Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 05<sup>th</sup> May, 2020, 10/2022 dated 28<sup>th</sup> December 2022, and subsequent circulars issued in this regard, the latest being 09/2024 dated 19<sup>th</sup> September, 2024 ("MCA Circulars") and Securities and Exchange Board of India ("SEBI") Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05<sup>th</sup> January, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07<sup>th</sup> October, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03<sup>rd</sup> October, 2024 ("SEBI Circulars") and all other applicable circulars on this matter issued by MCA & SEBI (collectively referred to as "Circulars"), the 26<sup>th</sup> Annual General Meeting of the Company was held on Friday, August 8, 2025 at 12:30 p.m. through Video-Conferencing ("VC")

As per the provisions of the Act, read with relevant rules thereunder and Regulation 44 of SEBI Listing Regulations 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 26<sup>th</sup> AGM dated July 10, 2025. The remote e-voting was open from Tuesday, August 5, 2025 (9:00 am) to Thursday, August 7, 2025 (5:00 pm). The Company had also provided the e-voting facility at the AGM (insta-poll) to those members who did not cast their vote through remote e-voting.

M/s. Ashish Kapoor & Associates, Practicing Company Secretaries was appointed as the Scrutinizer for conducting remote e-voting and voting through electronic voting system at AGM in a fair and transparent manner. The Scrutinizer have carried out the scrutiny of all the electronic votes received through remote e-voting up to 5:00 P.M. on August 7, 2025 and votes received through e-voting till 15 minutes after the conclusion of the AGM and submitted his report on August 9, 2025.

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The Consolidated Results, as per the Scrutinizers' Report dated August 9, 2025, are as follows:

S. No.	Particulars	% of votes in favour (Approx.)	% of votes Against (Approx.)
1.	<b>Resolution -1:</b> Ordinary Resolution  To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended 31 <sup>st</sup> March 2024, together with Board's Report, and report of Auditor's thereon.	<b>99.90%</b>	<b>0.10%</b>
2.	<b>Resolution -2:</b> Ordinary Resolution  To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended 31 <sup>st</sup> March, 2024 and report of Auditor's thereon.	<b>86.29%</b>	<b>13.71%</b>
3.	<b>Resolution -3:</b> Ordinary Resolution  To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended 31 <sup>st</sup> March 2025, together with Board's Report, and report of Auditor's thereon.	<b>99.90%</b>	<b>0.10%</b>
4.	<b>Resolution -4:</b> Ordinary Resolution  To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended 31 <sup>st</sup> March, 2025 and report of Auditor's thereon.	<b>99.90%</b>	<b>0.10%</b>
5.	<b>Resolution -5:</b> Ordinary Resolution  To approve and declare the payment of Final Dividend for the financial year ended 31 <sup>st</sup> March, 2025.	<b>99.99%</b>	<b>0.01%</b>
6.	<b>Resolution -6:</b> Ordinary Resolution  To appoint a Director in the place of Ms. Sangeeta Kaushik (DIN: 09157948) who retires by rotation at this Annual General Meeting and being eligible offers herself	<b>96.46%</b>	<b>3.54%</b>

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	for re-appointment.		
7.	<b>Resolution -7:</b> Ordinary Resolution  To appoint a Director in the place of Shri Rajiv Ranjan Jha (DIN:03523954) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.	<b>54.97%</b>	<b>45.03%</b>
8.	<b>Resolution -8:</b> Ordinary Resolution  To appoint Dr. Manoj Kumar Jhawar (DIN: 07306454) as Chairman & Managing Director (“CMD”) of the Company.	<b>97.42%</b>	<b>2.58%</b>
9.	<b>Resolution -9:</b> Special Resolution  To approve the amendment in the Main Object Clause of the Memorandum of Association of the Company.	<b>99.85%</b>	<b>0.15%</b>
10.	<b>Resolution -10:</b> Ordinary Resolution  To appoint M/s. A K Rastogi & Associates as Secretarial Auditors.	<b>99.85%</b>	<b>0.15%</b>

Based on the consolidated Report of the Scrutinizer(s), all Resolutions as set out in the Notice of 26<sup>th</sup> AGM dated July 10, 2025, have been duly approved by the Shareholders with requisite majority. The report of the Scrutinizer(s) is enclosed.

**Date: August 09, 2025**  
**Place: New Delhi**

**SD/-**  
**Dr. Manoj Kumar Jhawar**  
**(DIN 07306454)**  
**Chairman & Managing Director**  
**PTC India Ltd.**

### Details of Voting Results

**(i) Attendance of members:**

Date of the Annual General Meeting	<b>August 8, 2025</b>		
Total Number of Shareholders as on cut-off Date i.e. August 1, 2025	<b>276982</b>		
Number of shareholders present in the meeting either in person or through proxy:	<b>As the AGM was held through Video-conferencing, therefore, in terms of the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, the facility for appointment of proxy was not made available for the AGM.</b>		
Promoters and Promoter Group			
Public-Institutional			
Public-Others			
<b>Shareholders</b>	<b>No. of Shareholders attended the Annual General Meeting through Video Conferencing</b>	<b>Shares</b>	<b>% to Capital (Total Paid-up Capital)</b>
Promoters and Promoter Group	<b>2</b>	24000000	8.11%
Public Institutional & Others	<b>147</b>	1048431	0.35%
<b>Total</b>	<b>149</b>	<b>25048431</b>	

**(ii) Voting by members:**

#### Agenda-wise

<b>Item No in the Notice</b>	<b>Subject</b>	<b>Resolution (Ordinary/ Special)</b>	<b>Mode of Voting</b>	<b>Remarks</b>
1	To receive, consider and adopt the Audited Standalone Financial	Ordinary	Remote E-Voting and	The resolution was passed with

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	Statements of the Company for the year ended 31 <sup>st</sup> March 2024, together with Board's Report, and report of Auditor's thereon.		E-Voting at AGM	requisite majority
2	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended 31 <sup>st</sup> March, 2024 and report of Auditor's thereon.	Ordinary	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority
3	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended 31 <sup>st</sup> March 2025, together with Board's Report, and report of Auditor's thereon.	Ordinary	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority
4	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended 31 <sup>st</sup> March, 2025 and report of Auditor's thereon.	Ordinary	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority
5	To approve and declare the payment of Final Dividend for the financial year ended 31 <sup>st</sup> March, 2025.	Ordinary	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority
6	To appoint a Director in the place of Ms. Sangeeta Kaushik (DIN: 09157948) who retires by rotation at this Annual General Meeting and being eligible offers herself for re-appointment.	Ordinary	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority
7	To appoint a Director in the place of Shri Rajiv Ranjan Jha (DIN:03523954) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.	Ordinary	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority

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8	To appoint Dr. Manoj Kumar Jhavar (DIN: 07306454) as Chairman & Managing Director (“CMD”) of the Company.	Ordinary	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority
9	To approve the amendment in the Main Object Clause of the Memorandum of Association of the Company.	Special	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority
10	To appoint M/s. A K Rastogi & Associates as Secretarial Auditors.	Ordinary	Remote E-Voting and E-Voting at AGM	The resolution was passed with requisite majority

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

The Mode of Voting for all resolution was:

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

Results of Voting in the prescribed format are annexed herewith.

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Resolution No 1 (Ordinary Resolution)					To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended 31st March 2024, together with Boards Report, and report of Auditors thereon.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	48000000	48000000	100	48000000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>48000000</b>	<b>48000000</b>	<b>100</b>	<b>48000000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-voting	111492151	94109219	84.41	93978298	130921	99.86	0.14
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>111492151</b>	<b>94109219</b>	<b>84.41</b>	<b>93978298</b>	<b>130921</b>	<b>99.86</b>	<b>0.14</b>
Public Non-Institutions	E-voting	136516170	4576389	3.35	4560922	15467	99.66	0.34
	Poll		1485	0.00	1485	0	100.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>136516170</b>	<b>4577874</b>	<b>3.35</b>	<b>4562407</b>	<b>15467</b>	<b>99.66</b>	<b>0.34</b>
<b>Total</b>		<b>296008321</b>	<b>146687093</b>	<b>49.56</b>	<b>146540705</b>	<b>146388</b>	<b>99.90</b>	<b>0.10</b>

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Resolution No 2 (Ordinary Resolution)					To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2024 and report of Auditors thereon.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	48000000	48000000	100.00	48000000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	48000000	48000000	100.00	48000000	0	100.00	0.00
Public Institutions	E-voting	111492151	94109219	84.41	75248075	18861144	79.96	20.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	111492151	94109219	84.41	75248075	18861144	79.96	20.04
Public Non-Institutions	E-voting	136516170	4576289	3.35	3332483	1243806	72.82	27.18
	Poll		1485	0.00	1485	0	100.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	136516170	4577774	3.35	3333968	1243806	72.83	27.17
Total		296008321	146686993	49.56	126582043	20104950	86.29	13.71

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Resolution No 3 (Ordinary Resolution)					To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended 31st March 2025, together with Boards Report, and report of Auditors thereon			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	48000000	48000000	100.00	48000000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	48000000	48000000	100.00	48000000	0	100.00	0.00
Public Institutions	E-voting	111492151	94109219	84.41	93978298	130921	99.86	0.14
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	111492151	94109219	84.41	93978298	130921	99.86	0.14
Public Non-Institutions	E-voting	136516170	4578289	3.35	4561822	16467	99.64	0.36
	Poll		1485	0.00	1485	0	100.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	136516170	4579774	3.35	4563307	16467	99.64	0.36
Total		296008321	146688993	49.56	146541605	147388	99.90	0.10

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Resolution No 4 (Ordinary Resolution)					To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2025 and report of Auditors thereon.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	48000000	48000000	100.00	48000000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	48000000	48000000	100.00	48000000	0	100.00	0.00
Public Institutions	E-voting	111492151	94109219	84.41	93978298	130921	99.86	0.14
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	111492151	94109219	84.41	93978298	130921	99.86	0.14
Public Non-Institutions	E-voting	136516170	4578289	3.35	4562921	15368	99.66	0.34
	Poll		1485	0.00	1485	0	100.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	136516170	4579774	3.35	4564406	15368	99.66	0.34
Total		296008321	146688993	49.56	146542704	146289	99.90	0.10

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Resolution No 5 (Ordinary Resolution)					To approve and declare the payment of Final Dividend for the financial year ended 31st March, 2025.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	48000000	48000000	100.00	48000000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	48000000	48000000	100.00	48000000	0	100.00	0.00
Public Institutions	E-voting	111492151	96233000	86.31	96233000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	111492151	96233000	86.31	96233000	0	100.00	0.00
Public Non-Institutions	E-voting	136516170	4578289	3.35	4563770	14519	99.68	0.32
	Poll		1485	0.00	1485	0	100.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	136516170	4579774	3.35	4565255	14519	99.68	0.32
Total		296008321	148812774	50.27	148798255	14519	99.99	0.01

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Resolution No 6 (Ordinary Resolution)					To appoint a Director in the place of Ms. Sangeeta Kaushik (DIN:09157948) who retires by rotation at this Annual General Meeting and being eligible offers herself for re-appointment.			
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	48000000	48000000	100.00	48000000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	48000000	48000000	100.00	48000000	0	100.00	0.00
Public Institutions	E-voting	111492151	96233000	86.31	91120796	5112204	94.69	5.31
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	111492151	96233000	86.31	91120796	5112204	94.69	5.31
Public Non-Institutions	E-voting	136516170	4548972	3.33	4397751	151221	96.68	3.32
	Poll		1485	0.00	1485	0	100.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	136516170	4550457	3.33	4399236	151221	96.68	3.32
Total		296008321	148783457	50.26	143520032	5263425	96.46	3.54

### PTC India Limited

(Formerly known as Power Trading Corporation of India Limited)

CIN : L40105DL1999PLC099328

2nd Floor, NBCC Tower, 15 Bhikaji Cama Place New Delhi - 110 066 Tel: 011- 41659500, 41595100, 46484200, Fax: 011-41659144

E-mail: info@ptcindia.com Website: www.ptcindia.com

Resolution No 7 (Ordinary Resolution)					To appoint a Director in the place of Shri Rajiv Ranjan Jha (DIN:03523954) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.			
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	48000000	48000000	100.00	48000000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	48000000	48000000	100.00	48000000	0	100.00	0.00
Public Institutions	E-voting	111492151	96233000	86.31	32558866	63674134	33.83	66.17
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	111492151	96233000	86.31	32558866	63674134	33.83	66.17
Public Non-Institutions	E-voting	136516170	4567939	3.35	1242676	3325263	27.20	72.80
	Poll		1485	0.00	1485	0	100.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	136516170	4569424	3.35	1244161	3325263	27.23	72.77
Total		296008321	148802424	50.27	81803027	66999397	54.97	45.03

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E-mail: info@ptcindia.com Website: www.ptcindia.com

Resolution No 8 (Ordinary Resolution)					To appoint Dr. Manoj Kumar Jhavar (DIN: 07306454) as Chairman and Managing Director (CMD) of the Company.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	48000000	48000000	100.00	48000000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	48000000	48000000	100.00	48000000	0	100.00	0.00
Public Institutions	E-voting	111492151	96233000	86.31	92507929	3725071	96.13	3.87
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	111492151	96233000	86.31	92507929	3725071	96.13	3.87
Public Non-Institutions	E-voting	136516170	4561941	3.34	4453180	108761	97.62	2.38
	Poll		1485	0.00	1485	0	100.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	136516170	4563426	3.34	4454665	108761	97.62	2.38
Total		296008321	148796426	50.27	144962594	3833832	97.42	2.58

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Resolution No 9 (Special Resolution)					To approve the amendment in the Main Object Clause of the Memorandum of Association of the Company.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	48000000	48000000	100.00	48000000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	48000000	48000000	100.00	48000000	0	100.00	0.00
Public Institutions	E-voting	111492151	96233000	86.31	96233000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	111492151	96233000	86.31	96233000	0	100.00	0.00
Public Non-Institutions	E-voting	136516170	4578089	3.35	4356289	221800	95.16	4.84
	Poll		1485	0.00	1485	0	100.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	136516170	4579574	3.35	4357774	221800	95.16	4.84
Total		296008321	148812574	50.27	148590774	221800	99.85	0.15

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Resolution No 10 (Ordinary Resolution)					To appoint A K Rastogi and Associates as Secretarial Auditors.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	48000000	48000000	100.00	48000000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>48000000</b>	<b>48000000</b>	<b>100.00</b>	<b>48000000</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-voting	111492151	96193803	86.28	96193803	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>111492151</b>	<b>96193803</b>	<b>86.28</b>	<b>96193803</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non-Institutions	E-voting	136516170	4569941	3.35	4344100	225841	95.06	4.94
	Poll		1485	0.00	1485	0	100.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>136516170</b>	<b>4571426</b>	<b>3.35</b>	<b>4345585</b>	<b>225841</b>	<b>95.06</b>	<b>4.94</b>
<b>Total</b>		<b>296008321</b>	<b>148765229</b>	<b>50.26</b>	<b>148539388</b>	<b>225841</b>	<b>99.85</b>	<b>0.15</b>

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## **CONSOLIDATED SCRUTINIZER REPORT**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2014]*

To,  
**Dr. Manoj Kumar Jhawar**  
**Chairman & Managing Director**  
**PTC India Limited**  
**CIN: L40105DL1999PLC099328**  
**2nd Floor, NBCC Tower,**  
**15 Bhikaji Cama Place, New Delhi - 110 066**

**The 26<sup>th</sup> (Twenty Sixth) Annual General Meeting (“AGM”) of the Members of PTC India Limited (“PTC”) held on Friday, 8<sup>th</sup> day of August 2025 at 12:30 P.M. through Video Conferencing (VC).**

**Dear Sir,**

**Subject: Consolidated Scrutinizer’s Report on voting through electronic means (“remote e-voting”) and e-voting during the AGM held through VC process conducted pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of Companies Act, 2013 (“the Act”) read with Rule 20 (4)(xii) of the Companies (Management and Administration) Rules, 2014 read with the Companies (Management and Administration) Amendment Rules, 2015.**

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 Regulations; and
- (ii) Voting through electronic voting system at AGM.

Ministry of Corporate Affairs (“MCA”) vide its General Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 05<sup>th</sup> May, 2020, 10/2022 dated 28<sup>th</sup> December 2022, and subsequent circulars issued in this regard, the latest being 09/2024 dated 19<sup>th</sup> September, 2024 ("MCA Circulars") and Securities and Exchange Board of India (“SEBI”) vide Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05<sup>th</sup> January, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07<sup>th</sup> October, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03<sup>rd</sup> October, 2024 ("SEBI Circulars") (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 September 30, 2025.

The notice dated July 10, 2025, for convening 26<sup>th</sup> Annual General Meeting of the Company was sent electronically to all the Shareholders in accordance with the provision of the Companies Act, 2013 read with Rules made thereunder and with the respective MCA and SEBI circulars.

The Company has engaged **National Securities Depository Limited (NSDL)** for providing remote e-voting facility to shareholders and e-voting facility at AGM (insta poll).

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 Twenty Sixth (26<sup>th</sup>) AGM of the Company held on August 8, 2025.

My responsibility as a Scrutinizer for the electronic voting process (Remote E-voting & Voting through electronic voting system at AGM) is restricted to making Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency 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 26<sup>th</sup> AGM of PTC India Limited held on August 8, 2025, at 12:30 PM through VC, we hereby submit that:

1. The remote E-Voting period remained open from 9:00 a.m. Tuesday, August 5, 2025, up to 5:00 p.m. Thursday, August 7, 2025.
2. The Annual Report and the Notice of the AGM including e-voting instructions were sent only by electronic mode (e-mail to those members whose email addresses were registered with the Company / Depository Participants / Depositories) pursuant to MCA Circulars and SEBI Circulars.
3. The voting rights were reckoned as on Friday, August 1, 2025, 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, some of the shareholders present at the AGM and those who have not voted in remote e-voting, voted through e-voting facility provided by NSDL.
5. After the closure of e-voting during Annual General Meeting held on August 8, 2025, and the remote e-voting conducted prior to the AGM were unblocked and were downloaded in the presence of two independent witnesses:

- i. Ankit Sharma
- ii. Sachin Kasturia

who are not in the employment of the Company. Thereafter, the details containing, interalia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL i.e., <https://www.evoting.nsdl.com/>. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized and results were prepared.

6. I have scrutinized the consolidated voting in a fair & transparent manner based on the data downloaded from the “**NSDL**” remote e-voting platform and the remote e-voting during the AGM held through VC.
7. Based on the data provided by NSDL e-voting system, I hereby submit consolidated voting results as **Annexure -A** pursuant to Rule 20(4)(xii) of the Companies (Management & Administration) Amendment Rules, 2015 on all the resolutions contained in the Notice of aforesaid Annual General Meeting.

Based on the results, we report that Resolutions as set out in 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**  
**Peer Review Certificate No.: 3260/2023**

**Place: New Delhi**  
**Date: August 9, 2025**

**Ashish Kapoor**  
**Proprietor**  
**C.P. No.: 7504**  
**UDIN: F008002G000969336**

**ANNEXURE-A**  
**Consolidated Results**

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

**To receive, consider and adopt Audited Standalone Financial Statements of the Company for the year ended 31st March 2024, together with Board's Report, and report of Auditor's thereon; and**

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-voting	Voting through Poll	Total	
<b>Voted in favour</b>	<b>971</b>	<b>146539220</b>	<b>1485</b>	<b>146540705</b>	<b>99.90</b>
<b>Voted against</b>	<b>28</b>	<b>146388</b>	<b>0</b>	<b>146388</b>	<b>0.10</b>
<b>Total</b>	<b>999</b>	<b>146685608</b>	<b>1485</b>	<b>146687093</b>	<b>100</b>

<b>Abstained</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
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**RESULT:** Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 1 of the Notice of the AGM dated, July 10, 2025, has been passed with requisite majority.

*(This space is intentionally left blank)*

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

**To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2024 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-voting	Voting through Poll	Total	
<b>Voted in favour</b>	<b>914</b>	<b>126580558</b>	<b>1485</b>	<b>126582043</b>	<b>86.29</b>
<b>Voted against</b>	<b>90</b>	<b>20104950</b>	<b>0</b>	<b>20104950</b>	<b>13.71</b>
<b>Total</b>	<b>1004</b>	<b>146685508</b>	<b>1485</b>	<b>146686993</b>	<b>100.00</b>

<b>Abstained</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
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**RESULT:** Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the AGM dated, July 10, 2025, has been passed with requisite majority.

*(This space is intentionally left blank)*

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

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended 31st March 2025, together with Board's Report, 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-voting	Voting through Poll	Total	
Voted in favour	969	146540120	1485	146541605	99.90
Voted against	30	147388	0	147388	0.10
Total	999	146687508	1485	146688993	100.00

Abstained	0	0	0	0
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**RESULT:** Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 3 of the Notice of the AGM dated, July 10, 2025, has been passed with requisite majority.

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

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2025 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-voting	Voting through Poll	Total	
Voted in favour	971	146541219	1485	146542704	99.90
Voted against	28	146289	0	146289	0.10
Total	999	146687508	1485	146688993	100.00

Abstained	0	0	0	0
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**RESULT:** Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 4 of the Notice of the AGM dated, July 10, 2025, has been passed with requisite majority.

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

**To approve and declare the payment of Final Dividend for the financial year ended 31st March, 2025.**

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-voting	Voting through Poll	Total	
<b>Voted in favour</b>	<b>973</b>	<b>148796770</b>	<b>1485</b>	<b>148798255</b>	<b>99.99</b>
<b>Voted against</b>	<b>27</b>	<b>14519</b>	<b>0</b>	<b>14519</b>	<b>0.01</b>
<b>Total</b>	<b>1000</b>	<b>148811289</b>	<b>1485</b>	<b>148812774</b>	<b>100.00</b>

<b>Abstained</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
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**RESULT:** Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 5 of the Notice of the AGM dated, July 10, 2025, has been passed with requisite majority.

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

To appoint a Director in the place of Ms. Sangeeta Kaushik (DIN: 09157948) who retires by rotation at this Annual General Meeting and being eligible offers herself 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-voting	Voting through Poll	Total	
Voted in favour	940	143518547	1485	143520032	96.46
Voted against	61	5263425	0	5263425	3.54
Total	1001	148781972	1485	148783457	100.00

Abstained	0	0	0	0
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**RESULT:** Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 6 of the Notice of the AGM dated, July 10, 2025, has been passed with requisite majority.

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

**To appoint a Director in the place of Shri Rajiv Ranjan Jha (DIN:03523954) 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-voting	Voting through Poll	Total	
<b>Voted in favour</b>	<b>751</b>	<b>81801542</b>	<b>1485</b>	<b>81803027</b>	<b>54.97</b>
<b>Voted against</b>	<b>243</b>	<b>66999397</b>	<b>0</b>	<b>66999397</b>	<b>45.03</b>
<b>Total</b>	<b>994</b>	<b>148800939</b>	<b>1485</b>	<b>148802424</b>	<b>100.00</b>

<b>Abstained</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
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**RESULT:** Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 7 of the Notice of the AGM dated, July 10, 2025, has been passed with requisite majority.

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

**To appoint Dr. Manoj Kumar Jhavar (DIN: 07306454) as Chairman & Managing Director (“CMD”) 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-voting	Voting through Poll	Total	
<b>Voted in favour</b>	<b>940</b>	<b>144961109</b>	<b>1485</b>	<b>144962594</b>	<b>97.42</b>
<b>Voted against</b>	<b>58</b>	<b>3833832</b>	<b>0</b>	<b>3833832</b>	<b>2.58</b>
<b>Total</b>	<b>998</b>	<b>148794941</b>	<b>1485</b>	<b>148796426</b>	<b>100.00</b>

<b>Abstained</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
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**RESULT:** Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 8 of the Notice of the AGM dated, July 10, 2025, has been passed with requisite majority.

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

**To approve the amendment in the Main Object Clause of the 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-voting	Voting through Poll	Total	
<b>Voted in favour</b>	<b>962</b>	<b>148589289</b>	<b>1485</b>	<b>148590774</b>	<b>99.85</b>
<b>Voted against</b>	<b>37</b>	<b>221800</b>	<b>0</b>	<b>221800</b>	<b>0.15</b>
<b>Total</b>	<b>999</b>	<b>148811089</b>	<b>1485</b>	<b>148812574</b>	<b>100.00</b>

<b>Abstained</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
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**RESULT: Based on the aforesaid result, I report that the Special Resolution as set out in Item No. 9 of the Notice of the AGM dated, July 10, 2025, has been passed with requisite majority.**

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

**To appoint M/s. A K Rastogi & Associates as Secretarial Auditors.**

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-voting	Voting through Poll	Total	
<b>Voted in favour</b>	<b>955</b>	<b>148537903</b>	<b>1485</b>	<b>148539388</b>	<b>99.85</b>
<b>Voted against</b>	<b>40</b>	<b>225841</b>	<b>0</b>	<b>225841</b>	<b>0.15</b>
<b>Total</b>	<b>995</b>	<b>148763744</b>	<b>1485</b>	<b>148765229</b>	<b>100.00</b>

<b>Abstained</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
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**RESULT:** Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 10 of the Notice of the AGM dated, July 10, 2025, has been passed with requisite majority.

Thanking you,  
Yours faithfully,

**For Ashish Kapoor & Associates**  
**Company Secretaries**  
**ICSI Unique Code: S2007DE093800**  
**Peer Review Certificate No.: 3260/2023**

**Place: New Delhi**  
**Date: August 9, 2025**

**Ashish Kapoor**  
**Proprietor**  
**C.P. No.: 7504**  
**UDIN: F008002G000969336**