



Dated: 23rd September, 2020

To

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

Sir/Madam,

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

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

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

This is for your record and information.

Thanking You,

(Rajiv Maheshwari)

Company Secretary

Enclsod : a/a

RAJIV MAHESHWARI
Company Secretary
PTC India Limited
Formerly known as Power Trading Corporation of India Limited
2nd Floor, NBCC Tower
15, Bhikaji Cama Place, New Delhi-110066
Website: www.ptcindia.com
PTC India Limited
fcs-4998
15, Bhikaji Cama Place, New Delhi - 110 066 Tel: 011-41659500. Fax: 011-41659144



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

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

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

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

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

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

PTC India Limited

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

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

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

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

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

Based on the consolidated Report for the Scrutinizer(s), all Resolutions as set out in the Notice of 21st AGM of PTC India Limited have been duly approved by the Shareholders with requisite majority.

Date: 23.09.2020
Place: New Delhi

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

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Details of Voting Results

(i) Attendance of members:

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

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(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, 2020, together with Boards Report, and report of Auditors thereon and (b) Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2020 and report of Auditors thereon. | Ordinary | Remote E-Voting and E-Voting at AGM | The resolution was passed with requisite majority |
| 2 | To consider declaration of dividend for the Financial Year 2019-20. | Ordinary | Remote E-Voting and E-Voting at AGM | The resolution was passed with requisite majority |
| 3 | To appoint a Director in the place of Dr. Ajit Kumar (DIN: 06518591) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment. | Ordinary | Remote E-Voting and E-Voting at AGM | The resolution was passed with requisite majority |
| 4 | To appoint Shri Mritunjay Kumar Narayan (DIN: 03426753) as Non-Executive Nominee Director. | Ordinary | Remote E-Voting and E-Voting at AGM | The resolution was passed with requisite majority |
| 5 | To appoint Smt. Parminder Chopra (DIN: 08530587) as Non-Executive Nominee Director. | Ordinary | Remote E-Voting and E-Voting at AGM | The resolution was passed with requisite majority |
| 6 | To appoint Shri C.K. Mondol (DIN: 08535016) as Non-Executive Nominee Director. | Ordinary | Remote E-Voting and E-Voting at AGM | The resolution was passed with requisite majority |
| 7 | Appointment of Shri Subhash S. Mundra (DIN: 00979731) as an Independent Director. | Ordinary | Remote E-Voting and E-Voting at AGM | The resolution was passed with requisite majority |

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

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

The Mode of Voting for all resolution was:

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

Results of Voting in the prescribed format are annexed herewith.

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Voting Results

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

| | | | | | | | |
|---------|--------------|--------------|---------|--------------|--------|---------|--------|
| Total A | 29,60,08,321 | 16,43,00,713 | 55.5054 | 16,42,72,707 | 28,006 | 99.9830 | 0.0170 |
|---------|--------------|--------------|---------|--------------|--------|---------|--------|

| | | | | | | | | | |
|---|---|-------------------------------|--------------------------|---|------------------------|-------------------------|--|---|--|
| 2 | Resolution 2: To consider declaration of dividend for the Financial Year 2019-20. | | | | | | | | |
| Ordinary Resolution | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | | |
| Category | No. of shares Held | Mode of Voting | No of Valid Votes Polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over Votes Polled | % of votes in against over Votes Polled | |
| | (1) | | (2) | (3)=(2)/(1)*100 | (4) | (5) | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 | |
| Promoters and Promoter Group | 4,80,00,000 | Remote e-voting | 3,60,00,000 | 75.0000 | 3,60,00,000 | 0 | 100.0000 | 0.0000 | |
| | | Poll (E-Voting) | 1,20,00,000 | 25.0000 | 1,20,00,000 | 0 | 100.0000 | 0.0000 | |
| | | Postal Ballot (if applicable) | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | | Sub-total | 4,80,00,000 | 100.0000 | 4,80,00,000 | 0 | 100.0000 | 0.0000 | |
| Public-Institutional | 12,22,46,034 | Remote e-voting | 10,55,10,985 | 86.3104 | 10,55,10,985 | 0 | 100.0000 | 0.0000 | |
| | | Poll (E-Voting) | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | | Postal Ballot (if applicable) | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | | Sub-total | 10,55,10,985 | 86.3104 | 10,55,10,985 | 0 | 100.0000 | 0.0000 | |
| Public-Others | 12,57,62,287 | Remote e-voting | 1,09,60,610 | 8.7153 | 1,09,34,004 | 26,606 | 99.7573 | 0.2427 | |
| | | Poll (E-Voting) | 1,30,071 | 0.1034 | 130071 | 0 | 100.0000 | 0.0000 | |
| | | Postal Ballot (if applicable) | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | | Sub-total | 1,10,90,681 | 8.8188 | 1,10,64,075 | 26,606 | 99.7601 | 0.2399 | |
| Total A | 29,60,08,321 | | 16,46,01,666 | 55.6071 | 16,45,75,060 | 26,606 | 99.9838 | 0.0162 | |

| | | | | | | | | | |
|---|---|--------------------|----------------|--------------------------|---|------------------------|-------------------------|--|---|
| 3 | Resolution 3: To appoint a Director in the place of Dr. Ajit Kumar (DIN: 06518591) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment. | | | | | | | | |
| | Ordinary Resolution | | | | | | | | |
| | Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| | Category | No. of shares Held | Mode of Voting | No of Valid Votes Polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over Votes Polled | % of votes in against over Votes Polled |

| | (1) | | (2) | (3)=(2)/(1)*100 | (4) | (5) | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
|------------------------------|---------------------|-------------------------------|---------------------|-----------------|---------------------|------------------|-----------------|-----------------|
| Promoters and Promoter Group | 4,80,00,000 | Remote e-voting | 3,60,00,000 | 75.00 | 3,60,00,000 | 0 | 100.00 | 0.00 |
| | | Poll (E-Voting) | 1,20,00,000 | 25.00 | 1,20,00,000 | 0 | 100.00 | 0.00 |
| | | Postal Ballot (if applicable) | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | | Sub-total | 4,80,00,000 | 100.00 | 4,80,00,000 | 0 | 100.00 | 0.00 |
| Public-Institutional | 12,22,46,034 | Remote e-voting | 10,55,10,985 | 86.3104 | 10,00,90,314 | 54,20,671 | 94.8625 | 5.1375 |
| | | Poll (E-Voting) | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | | Postal Ballot (if applicable) | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | | Sub-total | 10,55,10,985 | 86.3104 | 10,00,90,314 | 54,20,671 | 94.8625 | 5.1375 |
| Public-Others | 12,57,62,287 | Remote e-voting | 1,09,60,510 | 8.7153 | 1,09,28,263 | 32,247 | 99.7058 | 0.2942 |
| | | Poll (E-Voting) | 1,30,071 | 0.1034 | 128071 | 2000 | 98.4624 | 1.5376 |
| | | Postal Ballot (if applicable) | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | | Sub-total | 1,10,90,581 | 8.8187 | 11056334 | 34247 | 99.6912 | 0.3088 |
| Total | 29,60,08,321 | | 16,46,01,566 | 55.6071 | 15,91,46,648 | 54,54,918 | 96.6860 | 3.3140 |

Special Business

| | | | | | | | | |
|----------|---|---------------------------|-------------------------------|---------------------------------|--|-------------------------------|--------------------------------|---|
| 4 | Resolution 4: To appoint Shri Mritunjay Kumar Narayan (DIN: 03426753) as Non-Executive Nominee Director. | | | | | | | |
| | Ordinary Resolution | | | | | | | |
| | Whether promoter/ promoter group are interested in the agenda/resolution? | | Yes | | | | | |
| | Category | No. of shares Held | Mode of Voting | No of Valid Votes Polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over Votes Polled |
| | | (1) | | (2) | (3)=(2)/(1)*100 | (4) | (5) | (6)=(4)/(2)*100 |
| | Promoters and Promoter Group | 4,80,00,000 | Remote e-voting | 3,60,00,000 | 75.0000 | 3,60,00,000 | 0 | 100.0000 |
| | | | Poll (E-Voting) | 1,20,00,000 | 25.0000 | 1,20,00,000 | 0 | 100.0000 |
| | | | Postal Ballot (if applicable) | 0 | 0.0000 | 0 | 0 | 0.0000 |
| | | | Sub-total | 4,80,00,000 | 100.0000 | 4,80,00,000 | 0 | 100.0000 |

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

| | | | | | | | | | |
|-----------------|---|--------------------|-------------------------------|--------------------------|---|------------------------|-------------------------|--|---|
| 5 | Resolution 5: To appoint Smt. Parminder Chopra (DIN: 08530587) as Non-Executive Nominee Director. | | | | | | | | |
| | Ordinary Resolution | | | | | | | | |
| | Whether promoter/ promoter group are interested in the agenda/resolution? | | | Yes | | | | | |
| | Category | No. of shares Held | | No of Valid Votes Polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over Votes Polled | % of votes in against over Votes Polled |
| | | (1) | | (2) | (3)=(2)/(1)*100 | (4) | (5) | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| | Promoters and Promoter Group | 4,80,00,000 | Remote e-voting | 3,60,00,000 | 75.0000 | 3,60,00,000 | 0.00 | 100.0000 | 0.0000 |
| | | | Poll (E-Voting) | 1,20,00,000 | 25.0000 | 1,20,00,000 | 0.00 | 100.0000 | 0.0000 |
| | | | Postal Ballot (if applicable) | 0 | 0.0000 | 0 | 0.00 | 0.0000 | 0.0000 |
| | | | Sub-total | 4,80,00,000 | 100.0000 | 4,80,00,000 | 0.00 | 100.0000 | 0.0000 |
| | Public-Institutional | 12,22,46,034 | Remote e-voting | 10,55,10,985 | 86.3104 | 10,01,80,976 | 53,30,009 | 94.9484 | 5.0516 |
| | | | Poll (E-Voting) | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | | | Postal Ballot (if applicable) | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | | | Sub-total | 10,55,10,985 | 86.3104 | 10,01,80,976 | 53,30,009 | 94.9484 | 5.0516 |
| | Public-Others | 12,57,62,287 | Remote e-voting | 1,09,59,858 | 8.7147 | 1,09,27,391 | 32,467 | 99.7038 | 0.2962 |
| Poll (E-Voting) | | | 1,30,071 | 0.1034 | 1,24,571 | 5,500 | 95.7715 | 4.2285 | |

| | | | | | | | | |
|--------------|---------------------|-------------------------------|---------------------|----------------|---------------------|------------------|----------------|---------------|
| | | Postal Ballot (if applicable) | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | | Sub-total | 1,10,89,929 | 8.8182 | 1,10,51,962 | 37,967 | 99.6576 | 0.3424 |
| Total | 29,60,08,321 | | 16,46,00,914 | 55.6069 | 15,92,32,938 | 53,67,976 | 96.7388 | 3.2612 |

| | | | | | | | | | |
|-----------|--|--------------------|-------------------------------|--------------------------|---|------------------------|-------------------------|--|---|
| 6 | Resolution 6: To appoint Shri C.K. Mondol (DIN: 08535016) as Non-Executive Nominee Director | | | | | | | | |
| | Ordinary Resolution | | | | | | | | |
| | Whether promoter/ promoter group are interested in the agenda/resolution? | | | Yes | | | | | |
| | Category | No. of shares Held | Mode of Voting | No of Valid Votes Polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over Votes Polled | % of votes in against over Votes Polled |
| | | (1) | | (2) | (3)=(2)/(1)*100 | (4) | (5) | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| | Promoters and Promoter Group | 4,80,00,000 | Remote e-voting | 3,60,00,000 | 75.0000 | 3,60,00,000 | 0 | 100.0000 | 0.0000 |
| | | | Poll (E-Voting) | 1,20,00,000 | 25.0000 | 1,20,00,000 | 0 | 100.0000 | 0.0000 |
| | | | Postal Ballot (if applicable) | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | | | Sub-total | 4,80,00,000 | 100.0000 | 4,80,00,000 | 0 | 100.0000 | 0.0000 |
| | Public-Institutional | 12,22,46,034 | Remote e-voting | 10,55,10,985 | 86.3104 | 10,00,90,314 | 54,20,671 | 94.8625 | 5.1375 |
| | | | Poll (E-Voting) | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | | | Postal Ballot (if applicable) | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | | | Sub-total | 10,55,10,985 | 86.3104 | 10,00,90,314 | 54,20,671 | 94.8625 | 5.1375 |
| | Public-Others | 12,57,62,287 | Remote e-voting | 1,09,59,858 | 8.7147 | 1,09,26,627 | 33,231 | 99.6968 | 0.3032 |
| | | | Poll (E-Voting) | 130071 | 0.1034 | 122571 | 7500 | 94.2339 | 5.7661 |
| | | | Postal Ballot (if applicable) | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Sub-total | | | 1,10,89,929 | 8.8182 | 1,10,49,198 | 40,731 | 99.6327 | 0.3673 | |
| Total | 29,60,08,321 | | 16,46,00,914 | 55.6069 | 15,91,39,512 | 54,61,402 | 96.6820 | 3.3180 | |

| | | | | | | | | |
|----------|--|--|-----------|--|--|--|--|--|
| 7 | Resolution 7: Appointment of Shri Subhash S. Mundra (DIN: 00979731) as an Independent Director. | | | | | | | |
| | Ordinary Resolution | | | | | | | |
| | Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | |

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

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

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

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

| | | | | | | | | |
|------------------------------|--|-------------------------------|---------------------------------|--|-------------------------------|--------------------------------|---|--|
| 10 | Resolution 10: Re-appointment of Dr. Rajib Kumar Mishra (DIN: 06836268) as Whole-time Director. | | | | | | | |
| | Ordinary Resolution | | | | | | | |
| | Whether promoter/ promoter group are interested in | | No | | | | | |
| Category | No. of shares Held | Mode of Voting | No of Valid Votes Polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over Votes Polled | % of votes in against over Votes Polled |
| | (1) | | (2) | (3)=(2)/(1)*100 | (4) | (5) | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoters and Promoter Group | 4,80,00,000 | Remote e-voting | 3,60,00,000 | 75.0000 | 3,60,00,000 | 0 | 100.0000 | 0.0000 |
| | | Poll (E-Voting) | 1,20,00,000 | 25.0000 | 1,20,00,000 | 0 | 100.0000 | 0.0000 |
| | | Postal Ballot (if applicable) | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | | Sub-total | 4,80,00,000 | 100.0000 | 4,80,00,000 | 0 | 100.0000 | 0.0000 |
| Public-Institutional | 12,22,46,034 | Remote e-voting | 10,55,10,985 | 86.3104 | 10,37,48,227 | 17,62,758 | 98.3293 | 1.6707 |
| | | Poll (E-Voting) | 0 | 0.00 | 0 | 0 | 0.0000 | 0.0000 |
| | | Postal Ballot (if applicable) | 0 | 0.00 | 0 | 0 | 0.0000 | 0.0000 |
| | | Sub-total | 10,55,10,985 | 86.3104 | 10,37,48,227 | 17,62,758 | 98.3293 | 1.6707 |
| Public-Others | 12,57,62,287 | Remote e-voting | 1,09,60,510 | 8.7153 | 1,09,31,319 | 29,191 | 99.7337 | 0.2663 |
| | | Poll (E-Voting) | 1,27,571 | 0.1014 | 127571 | 0 | 100.0000 | 0.0000 |
| | | Postal Ballot (if applicable) | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | | Sub-total | 1,10,88,081 | 8.8167 | 1,10,58,890 | 29,191 | 99.7367 | 0.2633 |
| Total | 29,60,08,321 | | 16,45,99,066 | 55.6062 | 16,28,07,117 | 17,91,949 | 98.9113 | 1.0887 |

| | | | | | | | | | |
|----|--|--------------------|-----------------|--------------------------|---|------------------------|-------------------------|--|---|
| 11 | Resolution 11: Re-appointment of Shri Jayant Purushottam Gokhale (DIN: 00190075) as an Independent Director. | | | | | | | | |
| | Special Resolution | | | | | | | | |
| | Whether promoter/ promoter group are interested in | | | No | | | | | |
| | Category | No. of shares Held | Mode of Voting | No of Valid Votes Polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over Votes Polled | % of votes in against over Votes Polled |
| | | (1) | | (2) | (3)=(2)/(1)*100 | (4) | (5) | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| | Promoters and Promoter Group | 4,80,00,000 | Remote e-voting | 3,60,00,000 | 75.0000 | 3,60,00,000 | 0 | 100.0000 | 0.0000 |
| | | | Poll (E-Voting) | 1,20,00,000 | 25.0000 | 1,20,00,000 | 0 | 100.0000 | 0.0000 |

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

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

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

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

Ashish Kapoor & Associates

Company Secretaries

Off.: F-150, Venus Appt, Sector-9, Rohini, New Delhi-110085

Email: ashishkapoorandassociates@gmail.com

Mobile: 9871444755, Landline: 011-47037706



Date:

Ref. No.:

REPORT OF SCRUTINIZER

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

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

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

Dear Sir,

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



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

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

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

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

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

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



3. The voting rights were reckoned as on closing hours of Tuesday, September 15, 2020 being the cut-off date for the purpose of deciding the entitlements of members for the voting.
4. After the conclusion of the AGM, the votes cast through remote e-voting were unblocked on September 22, 2020 at 04:43 PM in the presence of two witnesses:

- i. Ankit Sharma

- ii. Sachin Kasturia

who are not in the employment of the Company.

Thereafter, the details containing, inter-alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL i.e., <https://www.evoting.nsdl.com/>. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized and results were prepared.

5. After the commencement of e-voting at the AGM, the shareholders present at the AGM through VC voted through e-voting facility provided by NSDL.
6. As per the information given by the RTA the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL was blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) at the AGM was locked by NSDL under my instructions.
8. The e-voting system was scrutinized. The e-votes were reconciled with the records maintained by the Company / NSDL and the authorizations lodged with the Company/ NSDL.
9. The e-votes cast at the AGM were unblocked at 04:43 PM on Tuesday, 22nd September 2020 after the conclusion of the AGM.
10. We observed that:
 - a) 25 Members had cast their votes during the AGM through e-voting facility.
 - b) 551 Members had cast their votes through remote e-voting before AGM.
11. Based on the data provided by NSDL e-voting system, I hereby submit:
 - a) The result of the remote e-voting resolution wise, annexed herewith as **Annexure-A**.



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

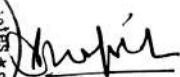
Based on the aforesaid results, we report that 10 Ordinary Resolution as set out in Item No.1 to Item No. 10 of the Notice of the AGM, have been passed with the requisite majority and we further report that 3 Special Resolutions as set out in Item No 11 to Item 13 of the Notice of the AGM, have been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

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

Thanking you,
Yours faithfully,

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




Ashish Kapoor
Proprietor
C.P. No.: 7504

Place: New Delhi
Date: 23.09.2020

UDIN: F008002B000758796

ANNEXURE-A
Remote E-Voting Results

Item No. 1 – (ORDINARY RESOLUTION):

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

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

Item No. 2 – (ORDINARY RESOLUTION):

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

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



Item No. 3 – (ORDINARY RESOLUTION):

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

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

Item No. 4 – (ORDINARY RESOLUTION):

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

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



Item No. 5 – (ORDINARY RESOLUTION):**To appoint Smt. Parminder Chopra (DIN: 08530587) as Non-Executive Nominee Director.**

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

Item No. 6 – (ORDINARY RESOLUTION):**To appoint Shri C.K. Mondol (DIN: 08535016) as Non-Executive Nominee Director.**

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



Item No. 7 – (ORDINARY RESOLUTION):**Appointment of Shri Subhash S. Mundra (DIN: 00979731) as an Independent Director.**

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

Item No. 8 – (ORDINARY RESOLUTION):**Appointment of Smt. Preeti Saran (DIN: 08606546) as an Independent Director.**

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



Item No. 9 – (ORDINARY RESOLUTION):**Re-appointment of Dr. Ajit Kumar (DIN: 06518591) as Wholetime Director**

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

Item No. 10 – (ORDINARY RESOLUTION):**Re-appointment of Dr. Rajib Kumar Mishra (DIN: 06836268) as Whole-time Director**

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



Item No. 11 – (SPECIAL RESOLUTION):

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

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

Item No. 12 – (SPECIAL RESOLUTION):

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

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



Item No. 13 – (SPECIAL RESOLUTION):

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

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



ANNEXURE-B
Results of E-Voting at AGM

Item No. 1 – (ORDINARY RESOLUTION):

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

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

Item No. 2 – (ORDINARY RESOLUTION):

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

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



Item No. 3 – (ORDINARY RESOLUTION):

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

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

Item No. 4 – (ORDINARY RESOLUTION):

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

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



Item No. 5 – (ORDINARY RESOLUTION):**To appoint Smt. Parminder Chopra (DIN: 08530587) as Non-Executive Nominee Director.**

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

Item No. 6 – (ORDINARY RESOLUTION):**To appoint Shri C.K. Mondol (DIN: 08535016) as Non-Executive Nominee Director.**

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



Item No. 7 – (ORDINARY RESOLUTION):

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

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

Item No. 8 – (ORDINARY RESOLUTION):

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

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



Item No. 9 – (ORDINARY RESOLUTION):**Re-appointment of Dr. Ajit Kumar (DIN: 06518591) as Wholetime Director**

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

Item No. 10 – (ORDINARY RESOLUTION):**Re-appointment of Dr. Rajib Kumar Mishra (DIN: 06836268) as Whole-time Director**

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



Item No. 11 – (SPECIAL RESOLUTION):**Re-appointment of Shri Jayant Purushottam Gokhale (DIN:00190075) as an Independent Director**

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

Item No. 12 – (SPECIAL RESOLUTION):**Re-appointment of Shri Rakesh Kacker (DIN: 03620666) as an Independent Director**

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



Item No. 13 – (SPECIAL RESOLUTION):

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

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



ANNEXURE-C
Consolidated Results

Item No. 1 – (ORDINARY RESOLUTION):

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

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

| | | | | |
|-----------|---|---|---|---|
| Abstained | 0 | 0 | 0 | 0 |
|-----------|---|---|---|---|

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

Item No. 2 – (ORDINARY RESOLUTION):

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

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

| | | | | |
|-----------|---|---|---|---|
| Abstained | 0 | 0 | 0 | 0 |
|-----------|---|---|---|---|

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



Item No. 3 – (ORDINARY RESOLUTION):

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

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

| | | | | |
|-----------|---|---|---|---|
| Abstained | 0 | 0 | 0 | 0 |
|-----------|---|---|---|---|

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

Item No. 4 – (ORDINARY RESOLUTION):

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

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

| | | | | |
|-----------|---|---|---|---|
| Abstained | 0 | 0 | 0 | 0 |
|-----------|---|---|---|---|

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



Item No. 5 – (ORDINARY RESOLUTION):

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

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

| | | | | |
|-----------|---|---|---|---|
| Abstained | 0 | 0 | 0 | 0 |
|-----------|---|---|---|---|

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

Item No. 6 – (ORDINARY RESOLUTION):

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

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

| | | | | |
|-----------|---|---|---|---|
| Abstained | 0 | 0 | 0 | 0 |
|-----------|---|---|---|---|

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



Item No. 7 – (ORDINARY RESOLUTION):

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

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

| | | | | |
|-----------|---|---|---|---|
| Abstained | 0 | 0 | 0 | 0 |
|-----------|---|---|---|---|

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

Item No. 8 – (ORDINARY RESOLUTION):

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

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

| | | | | |
|-----------|---|---|---|---|
| Abstained | 0 | 0 | 0 | 0 |
|-----------|---|---|---|---|

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



Item No. 9 – (ORDINARY RESOLUTION):**Re-appointment of Dr. Ajit Kumar (DIN: 06518591) as Whole-time-Director**

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

| | | | | |
|-----------|---|---|---|---|
| Abstained | 0 | 0 | 0 | 0 |
|-----------|---|---|---|---|

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

Item No. 10 – (ORDINARY RESOLUTION):**Re-appointment of Dr. Rajib Kumar Mishra (DIN: 06836268) as Whole-time Director**

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

| | | | | |
|-----------|---|---|---|---|
| Abstained | 0 | 0 | 0 | 0 |
|-----------|---|---|---|---|

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



Item No. 11 – (SPECIAL RESOLUTION):

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

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

| | | | | |
|-----------|---|---|---|---|
| Abstained | 0 | 0 | 0 | 0 |
|-----------|---|---|---|---|

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

Item No. 12 – (SPECIAL RESOLUTION):

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

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

| | | | | |
|-----------|---|---|---|---|
| Abstained | 0 | 0 | 0 | 0 |
|-----------|---|---|---|---|

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



Item No. 13 – (SPECIAL RESOLUTION):

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

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

| | | | | |
|-----------|---|---|---|---|
| Abstained | 0 | 0 | 0 | 0 |
|-----------|---|---|---|---|

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

Thanking you,
Yours faithfully,

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



Ashish Kapoor
Ashish Kapoor
Proprietor

C.P. No.: 7504

UDIN: F008002B000758796

Place: New Delhi

Date: 23.09.2020