

PTL ENTERPRISES LIMITED

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CIN - L25111KL1959PLC009300

Date: 13th December, 2021

The Secretary National Stock Exchange of India Ltd Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400051	The Secretary BSE Ltd PhirozeJeejeebhoy Towers, Dalal Street, Mumbai – 400001
Scrip Code:509220	Trading Symbol: PTL

Sub: Outcome of Postal Ballot (E-voting) Result-Disclosure under Regulation 30, 44 and other applicable Regulations of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Dear Sir/Madam,

This is further to our letter dated November 10, 2021 regarding Postal Ballot Notice dated November 01, 2021 (“the Notice”) issued to the members of the Company seeking approval for the matters mentioned therein the Notice, by way Ordinary resolution to be passed through the mode of remote e-voting.

The remote e-voting period as provided in the Notice commenced on November 12, 2021 at 10:00 A.M. and ends on December 11, 2021 5:00 P.M.

The Scrutinizer – Mr. Manoj Sharma (CP No. 11571), Partner, RSMV & Co., Practicing Company Secretaries has submitted his report to the Company on Monday, December 13, 2021.

We would like to inform that the Ordinary Resolution for 2 items as embodied in the notice has been approved by the members with requisite majority. As required under Regulation 44(3) of the Listing Regulations, we submit herewith the following disclosures:

1. Scrutinizer’s Report on remote e-voting pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

The aforesaid resolution is deemed to have been passed on the last date of e-voting i.e. on December 11, 2021.

Kindly take the same on record.

Thanking you,

For PTL ENTERPRISES LIMITED


Pradeep Kumar
Company Secretary (F4971)
B-39, Vikalp Appts. Plot No. 92,
I.P. Extn., Delhi-110092

Corporate Office : C/o Apollo Tyres Limited, Apollo House, 7, Institutional Area, Sector -32, Gurgaon -122001 (Haryana)
Tel.: (0124) - 2383002, 2383003, Fax : (0124) - 2383021, 2383017

Registered Office : 3rd Floor, Areekal Mansion, Near Manorama Junction, Panampilly Nagar, Kochi - 682036
Tel.: (0484) - 4012046, 4012047, (Fax) : (0484) - 4012048

SCRUTINIZER'S REPORT

(Pursuant to Section 110 read with 108 of the Companies Act, 2013 and Rule 20, 22 of the Companies (Management and Administration) Rules, 2014

December 13, 2021

The Chairman
PTL ENTERPRISES LTD
3rd floor, Areekal Mansion,
Near Manorama Junction, Panampilly Nagar,
Kochi Ernakulam KL 682036

Dear Sir,

I, Manoj Sharma, Partner, RSMV & Co., Practising Company Secretaries, the Scrutinizer appointed for the Postal Ballot process of your Company, pursuant to Section 110 read with section 108 of the Companies Act, 2013, read with the Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"/ "Listing Regulations"), Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India ("SS-2"), as amended and in accordance with the circulars prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings / conducting postal ballot process through remote e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 02/2021 dated January 13, 2021 and 10/2021 dated June 23, 2021 ("MCA Circulars"), hereby report the results of the Postal Ballot through remote e-voting exercised by the Members in respect of the Ordinary Resolution mentioned in the Notice of the Postal Ballot dated November 01, 2021 as follows:-

- 1) The members were requested vide the Postal Ballot Notice dated, November 01, 2021 that they give their assent for or dissent against the proposal through Remote e-voting facility which was kept open from November 12, 2021 (10:00 AM IST) till December 11, 2021 (5:00 PM IST).
- 2) In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014 as amended, and Regulation 44 of the Listing Regulations, the Company had offered Remote e-voting facility as an option to all the Members of the Company. The Company had engaged NSDL for facilitating Remote e-voting to enable the Members to cast their votes electronically.
- 3) The votes cast through Remote e-voting were duly scrutinized
- 4) I have considered all the electronic votes recorded from November 12, 2021 (10:00 AM IST) to December 11, 2021 (5:00 PM IST), being the last date and time fixed by the Company for casting of the Remote e-voting as available in the NSDL website, has been considered in my scrutiny.
- 5) The e-voting was unblocked by us immediately after the end of e-voting period in presence of two witnesses not in the employment of the Company and we have downloaded the E-voting report from the website of NSDL in respect of members, who voted through e-voting.



- 6) The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the rules made thereunder including MCA circulars; and (ii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to postal ballot and e-voting by electronic means.
- 7) Our responsibility as Scrutinizer for remote e-voting process is restricted to making Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions as set out in the Notice, based on the reports generated from the e-voting system provided by NSDL.
- 8) The total paid up share capital of the Company as on cut-off date was Rs.13,23,77,000/- divided into 6,61,88,500 equity shares of Rs. 2/- each
- 9) After scrutiny, the summary of the e-voting is given below:

S. No.	Particulars	No. of Members voted in Physical postal ballot forms	No. of votes Cast (Shares)- Physical Ballot Forms	No. of Members voted in E-voting	No. of votes Cast E Voting
Resolution No.1					
1.	Total votes received	N.A.	N.A.	154	4,80,61,682
2.	Less : Invalid votes	N.A.	N.A.	0	0
3.	Net Valid votes	N.A.	N.A.	154	4,80,61,682
4.	With Assent	N.A.	N.A.	134	4,80,55,211
5.	With dissent	N.A.	N.A.	20	6,471
Resolution No.2					
1.	Total votes received	N.A.	N.A.	153	4,80,60,789
2.	Less : Invalid votes	N.A.	N.A.	0	0
3.	Net Valid votes	N.A.	N.A.	153	4,80,60,789
4.	With Assent	N.A.	N.A.	132	4,80,54,289
5.	With dissent	N.A.	N.A.	21	6,500

Based on the above, the result is as under:

Item No.- 1 To Approve Sub-Division of Equity Shares from the Face Value of Rs. 2/- to Face Value of Re.1/- per share as an Ordinary Resolution

- (i) Voted in favour of the resolution:

Number of Members Voted	Number of valid votes cast by them	% of total numbers of valid votes cast
134	4,80,55,211	99.99%

- (ii) Voted against the resolution:

Number of Members Voted	Number of valid votes cast by them	% of total numbers of valid votes cast
20	6,471	0.01%



(iii) Invalid Votes:

Number of Members Voted	Number of valid votes cast by them	% of total numbers of valid votes cast
NIL	NIL	NIL

Result:- The Resolution to Approve Sub-Division of Equity Shares from the Face Value of Rs. 2/- to Face Value of Re.1/- Per Share is passed as an Ordinary Resolution as the votes cast in favour (99.99%) of the resolution are more than the 50% of the number of votes (00.01%) cast against the resolution.

Item No.- 2 Approval for Alteration of the Capital Clause of the Memorandum of Association of the Company as an Ordinary Resolution

(i) Voted in favour of the resolution:

Number of Members Voted	Number of valid votes cast by them	% of total numbers of valid votes cast
132	4,80,54,289	99.99%

(ii) Voted against the resolution:

Number of Members Voted	Number of valid votes cast by them	% of total numbers of valid votes cast
21	6,500	00.01%

(iii) Invalid Votes:

Number of Members Voted	Number of valid votes cast by them	% of total numbers of valid votes cast
NIL	NIL	NIL

Result:- The Resolution for Approval for Alteration of the Capital clause of the Memorandum of Association of the Company passed as an Ordinary Resolution as the votes cast in favour (99.99%) of the resolution are more than the 50% of the number of votes (00.01%) cast against the resolution.

For and on Behalf of RSMV & Co.
Company Secretaries

Place: Delhi

Date: 13.12.2021

UDIN:F007516C001745802



Manoj Sharma
Partner

FCS: 7516 CP: 11571