

PTL ENTERPRISES LIMITED

Website: www.ptlenterprise.com

E.mail: investors@ptlenterprise.com

CIN - L25111KL1959PLC009300

Dated: July 25, 2024

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

Sub: Results for 63rd Annual General Meeting

Ref: Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 and Regulation 44 (3) of SEBI (LODR) Regulations, 2015.

Dear Sirs,

With reference to the captioned matter, please note that in the 63rd Annual General Meeting of the Company held on July 24, 2024 at 02:30 PM, IST through video commencing, the Members have passed all the item(s) (Item 1 to 5) mentioned in the Notice.

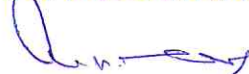
The detailed Results (“Annexure 1”) and the Report of Scrutinizer dated July 25, 2024, are attached herewith.

The AGM concluded at 3:21 PM IST.

Submitted for your information and records.

Thanking you,
Yours faithfully

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, Gurugram -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 108 of the Companies Act, 2013 and
Rule 20 of the Companies (Management and Administration) Rules, 2014

July 25, 2024

Mr. Onkar Kanwar
Chairman of the 63rd AGM
PTL ENTERPRISES LTD.
3rd floor, Areekal Mansion,
Near Manorama Junction, Panampilly Nagar,
Kochi - 682036

Dear Sir,

Sub : Scrutinizer Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013, read with the Rule 20 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 63rd Annual General Meeting of PTL Enterprises Ltd. held on 24th July, 2024 at 2:30 P.M. through video conferencing ('VC') or Other Audio-Visual Means (OAVM)

I, Manoj Sharma, Partner, RSMV & Co., Practicing Company Secretaries was appointed as the Scrutinizer by the Board of Director of the PTL Enterprises Ltd. pursuant to **Section 108** of the Companies Act, 2013, read with the Rule 20 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") and in accordance with the Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India ("SS-2"), as amended for the 63rd Annual General Meeting conducted through remote e-voting, hereby report the results of the General Meeting through remote e-voting exercised by the Members in respect of the Ordinary and Special Resolution mentioned in the Notice of the Annual General Meeting dated June 12, 2024 as follows:-



1. The Notice dated 12th June 2024, Convening the AGM, as confirmed by the Company, was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those members whose email addresses are registered with the Company/ Depositories in compliance with the ministry of corporate affairs vide its General Circular dated 5 May, 2020 and 13 January, 2021 read with circulars dated April 08 2020 and 13 April, 2020 (collectively referred as "MCA Circulars), and SEBI circulars dated 12 May, 2020, 15 January, 13 May, 2022 and 05 January 2023.
2. The AGM was held through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") without the physical presence of the Members at a common venue in compliance with the General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 2/2022 dated May 05, 2022, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 (MCA Circulars) and Secretarial Standard on General Meeting issued by the Institute of Company Secretaries of India, and other applicable laws, rules, regulations and circulars issued in this regard. 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 during the AGM were duly scrutinized.
4. I have considered all the electronic votes recorded from July 21, 2024 (10:00 AM IST) to July 23, 2024 (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 shareholders of the Company holding shares as on "cut-off" date 17th July, 2024 were entitled to vote on the resolutions as contained in the Notice of AGM. After the closure of remote e-voting, remote e-voting during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.
6. 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.
7. 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 there under including MCA circulars; and (ii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to e-voting.



8. 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.
9. The total paid up share capital of the Company as on cut-off date was Rs.13,23,77,000/- divided into 13,23,77,000 equity shares of Re. 1/- each.
10. 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
<u>Resolution No.1</u>		To consider and adopt the audited financial statements of the Company for the year ended March 31, 2024, and reports of the Board of Directors and of the Auditors thereon			
1.	Total votes received	N.A.	N.A.	110	9,35,25,625
2.	Less : Invalid votes	N.A.	N.A.	0	0
3.	Net Valid votes	N.A.	N.A.	110	9,35,25,625
4.	With Assent	N.A.	N.A.	106	9,35,22,426
5.	With dissent	N.A.	N.A.	4	3,199
<u>Resolution No.2</u>		To declare Final Dividend for the Financial Year 2023-24			
1.	Total votes received	N.A.	N.A.	110	9,35,25,625
2.	Less : Invalid votes	N.A.	N.A.	0	0
3.	Net Valid votes	N.A.	N.A.	110	9,35,25,625
4.	With Assent	N.A.	N.A.	107	9,35,22,446
5.	With dissent	N.A.	N.A.	3	3,179
<u>Resolution No.3</u>		To appoint Mr. Harish Bahadur (DIN-00032919), who retires by rotation and being eligible, offers himself for re-appointment as a Director.			



1.	Total votes received	N.A.	N.A.	110	9,35,25,625
2.	Less : Invalid votes	N.A.	N.A.	0	0
3.	Net Valid votes	N.A.	N.A.	110	9,35,25,625
4.	With Assent	N.A.	N.A.	102	9,35,21,538
5.	With dissent	N.A.	N.A.	8	4,087
Resolution No.4		To Appoint Mr. Ranganayakulu Jagarlamudi (DIN-08153627) as an Independent Director			
1.	Total votes received	N.A.	N.A.	110	9,35,25,625
2.	Less : Invalid votes	N.A.	N.A.	0	0
3.	Net Valid votes	N.A.	N.A.	110	9,35,25,625
4.	With Assent	N.A.	N.A.	103	9,35,22,072
5.	With dissent	N.A.	N.A.	7	3,553
Resolution No.5		To Fix the tenure of Mr. Onkar Kanwar (DIN: 00058921), Chairman and Non-Executive Director of the Company			
1.	Total votes received	N.A.	N.A.	110	9,35,25,625
2.	Less : Invalid votes	N.A.	N.A.	1	5,000
3.	Net Valid votes	N.A.	N.A.	109	9,35,20,625
4.	With Assent	N.A.	N.A.	101	9,35,17,035
5.	With dissent	N.A.	N.A.	8	3,587

Based on the above, the result is given as under:

Item No.- 1 To consider and adopt the audited financial statements of the Company for the year ended March 31, 2024, and reports of the Board of Directors and of the Auditors thereon

(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
106	9,35,22,426	99.997



(ii) Voted against the resolution:

Number of Members Voted	Number of valid votes cast by them	% of total numbers of valid votes cast
4	3,199	0.003

(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 the Audited Financial Statements of the Company for the year ended March 31, 2024 and reports of the Board of Directors and of the Auditors thereon passed as an Ordinary Resolution.

Item No.-2 To declare Final Dividend for the Financial Year 2023-24

(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
107	9,35,22,446	99.997

(ii) Voted against the resolution:

Number of Members Voted	Number of valid votes cast by them	% of total numbers of valid votes cast
3	3,179	0.003

(iii) Invalid Votes:

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



Result: -The Resolution for Approval for Payment of the Final Dividend for the FY ending 31.03.2024 of the Company passed as an Ordinary Resolution.

Item No.- 3 To appoint Mr. Harish Bahadur (DIN- 00032919), who retires by rotation and being eligible, offers himself for re-appointment as a Director.

(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
102	9,35,21,538	99.996

(ii) Voted against the resolution:

Number of Members Voted	Number of valid votes cast by them	% of total numbers of valid votes cast
8	4,087	0.004

(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 of re-appointment of Mr. Harish Bahadur (DIN- 00032919), who retires by rotation and being eligible, offers himself for re-appointment as a Director. passed as an Ordinary Resolution.



Item No.- 4 To Appoint Mr. Ranganayakulu Jagarlamudi (DIN-08153627) as an Independent Director.

(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
103	9,35,22,072	99.996

(ii) **Voted against the resolution:**

Number of Members Voted	Number of valid votes cast by them	% of total numbers of valid votes cast
7	3,553	0.004

(iii) **Invalid Votes:**

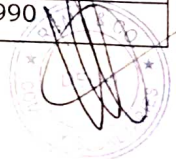
Number of Members Voted	Number of valid votes cast by them	% of total numbers of valid votes cast
NIL	NIL	NIL

Result : -The Resolution for Approval of appointment Mr. Ranganayakulu Jagarlamudi (DIN-08153627) passed as a Special Resolution.

Item No.- 5 To Fix the tenure of Mr. Onkar Kanwar (DIN: 00058921), Chairman and Non-Executive Director of the Company.

(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
101	9,35,17,035	99.990



(ii) **Voted against the resolution:**

Number of Members Voted	Number of valid votes cast by them	% of total numbers of valid votes cast
8	3,587	0.004

(iii) **Invalid Votes:**

Number of Members Voted	Number of valid votes cast by them	% of total numbers of valid votes cast
1	5,000	0.006

Result:- The Resolution to fix the tenure of Mr. Onkar Kanwar (DIN: 00058921), Chairman and Non-Executive Director of the Company passed as a Special Resolution.

**For RSMV & Co.
Company Secretaries**


(Manoj Sharma)
Partner
FCS: 7516
CPNo:11571

UDIN: F007516F000813299

Peer reviewed vide Certificate No:1198/2021

Place: New Delhi
Date: July 25, 2024

General information about company	
Scrip code	509220
NSE Symbol	PTL
MSEI Symbol	NA
ISIN	INE034D01049
Name of the company	PTL ENTERPRISES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	24-07-2024
Start time of the meeting	2:30 PM
End time of the meeting	3:21 PM



Scrutinizer Details	
Name of the Scrutinizer	Manoj Sharma
Firms Name	RSMV & Co.
Qualification	CS
Membership Number	7516
Date of Board Meeting in which appointed	14-05-2024
Date of Issuance of Report to the company	25-07-2024



Voting results	
Record date	17-07-2024
Total number of shareholders on record date	48355
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	2
b) Public	61
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	



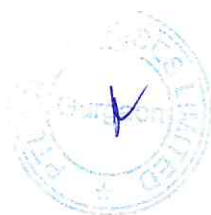
Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2024, and reports of the Board of Directors and of the Auditors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	92430798	92430798	100	92430798	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		92430798	92430798	100	92430798	0	100
Public- Institutions	E-Voting	10978454	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		10978454	0	0	0	0	0
Public- Non Institutions	E-Voting	28967748	1094827	3.7795	1091628	3199	99.7078	0.2922
	Poll							
	Postal Ballot (if applicable)							
	Total		28967748	1094827	3.7795	1091628	3199	99.7078
Total		132377000	93525625	70.651	93522426	3199	99.9966	0.0034
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare Final Dividend for the Financial Year 2023-24				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	92430798	92430798	100	92430798	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		92430798	92430798	100	92430798	0	100
Public- Institutions	E-Voting	10978454	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		10978454	0	0	0	0	0
Public- Non Institutions	E-Voting	28967748	1094827	3.7795	1091648	3179	99.7096	0.2904
	Poll							
	Postal Ballot (if applicable)							
	Total		28967748	1094827	3.7795	1091648	3179	99.7096
Total		132377000	93525625	70.651	93522446	3179	99.9966	0.0034
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Harish Bahadur (DIN- 00032919), who retires by rotation and being eligible, offers himself for re-appointment as a Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	92430798	92430798	100	92430798	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		92430798	92430798	100	92430798	0	100
Public- Institutions	E-Voting	10978454	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		10978454	0	0	0	0	0
Public- Non Institutions	E-Voting	28967748	1094827	3.7795	1090740	4087	99.6267	0.3733
	Poll							
	Postal Ballot (if applicable)							
	Total		28967748	1094827	3.7795	1090740	4087	99.6267
Total		132377000	93525625	70.651	93521538	4087	99.9956	0.0044
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Appoint Mr. Ranganayakulu Jagarlamudi (DIN-08153627) as an Independent Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	92430798	92430798	100	92430798	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		92430798	92430798	100	92430798	0	100
Public-Institutions	E-Voting	10978454	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		10978454	0	0	0	0	0
Public- Non Institutions	E-Voting	28967748	1094827	3.7795	1091274	3553	99.6755	0.3245
	Poll							
	Postal Ballot (if applicable)							
	Total		28967748	1094827	3.7795	1091274	3553	99.6755
Total		132377000	93525625	70.651	93522072	3553	99.9962	0.0038
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To Fix the tenure of Mr. Onkar Kanwar (DIN: 00058921), Chairman and Non-Executive Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	92430798	92430798	100	92430798	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		92430798	92430798	100	92430798	0	100
Public-Institutions	E-Voting	10978454	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		10978454	0	0	0	0	0
Public- Non Institutions	E-Voting	28967748	1089827	3.7622	1086240	3587	99.6709	0.3291
	Poll							
	Postal Ballot (if applicable)							
	Total		28967748	1089827	3.7622	1086240	3587	99.6709
Total		132377000	93520625	70.6472	93517038	3587	99.9962	0.0038
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



