# PTL ENTERPRISES LIMITED

Website: www.ptlenterprise.com | E.mail: investors@ptlenterprises.com | CIN - L25111KL1959PLC009300

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

**Sub: Results for 56th Annual General Meeting**

**Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 and Rule 20(4) of the Companies (Management and Administration) Rules, 2014**

Dear Sir,

With the reference to the captioned matter, please note that in the 56th Annual General Meeting of the Company held on July 05th, 2017, the members have passed all the items (item 1 to 6) mentioned in the Notice.

The detailed Results ("Annexure-1") and the report of Scrutinizer dated July 06th, 2017 are attached herewith

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
06.07.2017

Annexure-1

## Format for Voting Results

### Regulation 44(3) of the SEBI (Lisitng Obligations and Disclosures Requirements) Regulations, 2015

| | |
|---|---|
| Date of AGM/EGM | 05/07/2017 |
| Total number of shareholders on record date | 8955 |
| No. of shareholders present in the meeting either in person or through proxy | |
| a) Promoters and Promoter group | 1 |
| b) Public | 201 |
| No. of shareholders attended the meeting through video conferencing | |
| a) Promoters and Promoter group | 0 |
| b) Public | 0 |

PTL ENTERPRISES LIMITED
Gurgaon

## Agenda-wise disclosure

| Resolution (1) | |
|---|---|
| Resolution required: (Ordinary / Special) | Ordinary |
| Whether promoter/promoter group are interested in the | No |
| Description of resolution considered | To Consider and adopt,the audited financial statement of the company for the financial year ended March 31, 2017, the reports of the Board of Director and 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 | Invalid Votes |
|---|---|---|---|---|---|---|---|---|---|
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | (6) |
| Promoter and Promoter Group | E-Voting | 46215399 | 46215399 | 100.0000 | 46215399 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | 46215399 | 46215399 | 100.0000 | 46215399 | 0 | 100.0000 | 0.0000 | 0 |
| Public-Institutions | E-Voting | 2160918 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | 2160918 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public- Non Institutions | E-Voting | 17812183 | 10097 | 0.0567 | 10097 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 6274 | 0.0352 | 6274 | 0 | 100.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | 17812183 | 16371 | 0.0919 | 16371 | 0 | 100.0000 | 0.0000 | 0 |
| Total | | 66188500 | 46231770 | 69.8486 | 46231770 | 0 | 100.0000 | 0.0000 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | | |

PTL ENTERPRISES LIMITED Gurgaon

## Resolution (2)

| | |
|---|---|
| Resolution required: (Ordinary / Special) | Ordinary |
| Whether promoter/promoter group are interested in the | No |
| Description of resolution considered | To declare dividend on equity shares. |

| 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 | Invalid Votes |
|---|---|---|---|---|---|---|---|---|---|
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | (6) |
| Promoter and Promoter Group | E-Voting | 46215399 | 46215399 | 100.0000 | 46215399 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | **Total** | 46215399 | 46215399 | 100.0000 | 46215399 | 0 | 100.0000 | 0.0000 | 0 |
| Public-Institutions | E-Voting | 2160918 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | **Total** | 2160918 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public- Non Institutions | E-Voting | 17812183 | 10097 | 0.0567 | 10097 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 6274 | 0.0352 | 6274 | 0 | 100.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | **Total** | 17812183 | 16371 | 0.0919 | 16371 | 0 | 100.0000 | 0.0000 | 0 |
| **Total** | | 66188500 | 46231770 | 69.8486 | 46231770 | 0 | 100.0000 | 0.0000 | 0 |
| **Whether resolution is Pass or Not.** | | | | | | | Yes | | |

## Resolution (3)

| | |
|---|---|
| Resolution required: (Ordinary / Special) | Ordinary |
| Whether promoter/promoter group are interested in the | No |
| Description of resolution considered | To appoint a Director in place of Mr. Sanjay M Kaul(DIN-01260911), who retires by rotation, being eligible, offer himself for re-appointment |

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled | Invalid Votes |
|---|---|---|---|---|---|---|---|---|---|
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | (6) |
| Promoter and Promoter Group | E-Voting | 46215399 | 46215399 | 100.0000 | 46215399 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | 46215399 | 46215399 | 100.0000 | 46215399 | 0 | 100.0000 | 0.0000 | 0 |
| Public-Institutions | E-Voting | 2160918 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | 2160918 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public- Non Institutions | E-Voting | 17812183 | 8597 | 0.0483 | 8572 | 25 | 99.7092 | 0.2908 | 0 |
| | Poll | | 6274 | 0.0352 | 6274 | 0 | 100.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | 17812183 | 14871 | 0.0835 | 14846 | 25 | 99.8319 | 0.1681 | 0 |
| Total | | 66188500 | 46230270 | 69.8464 | 46230245 | 25 | 99.9999 | 0.0001 | 0 |
| | | | | Whether resolution is Pass or Not. | | | Yes | | |

PTL ENTERPRISES LIMITED Gurgaon

## Resolution (4)

| | |
|---|---|
| Resolution required: (Ordinary / Special) | Ordinary |
| Whether promoter/promoter group are interested in the | No |
| Description of resolution considered | To appoint S. P. Puri & Co.as Auditors and fix their remuneration. |

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled | Invalid Votes |
|---|---|---|---|---|---|---|---|---|---|
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | (6) |
| Promoter and Promoter Group | E-Voting | 46215399 | 46215399 | 100.0000 | 46215399 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | 46215399 | 46215399 | 100.0000 | 46215399 | 0 | 100.0000 | 0.0000 | 0 |
| Public- Institutions | E-Voting | 2160918 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | 2160918 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public- Non Institutions | E-Voting | 17812183 | 10097 | 0.0567 | 10097 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 6274 | 0.0352 | 6274 | 0 | 100.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | 17812183 | 16371 | 0.0919 | 16371 | 0 | 100.0000 | 0.0000 | 0 |
| Total | | 66188500 | 46231770 | 69.8486 | 46231770 | 0 | 100.0000 | 0.0000 | 0 |
| | | | | Whether resolution is Pass or Not. | | | Yes | | |

PTL ENTERPRISES LIMITED Gurgaon

## Resolution (5)

| | |
|---|---|
| Resolution required: (Ordinary / Special) | Ordinary |
| Whether promoter/promoter group are interested in the | No |
| Description of resolution considered | Approve extention of Lease arrangement and increase in lease rent |

| 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 | Invalid Votes |
|---|---|---|---|---|---|---|---|---|---|
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | (6) |
| Promoter and Promoter Group | E-Voting | 46215399 | 46215399 | 100.0000 | 46215399 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | 46215399 | 46215399 | 100.0000 | 46215399 | 0 | 100.0000 | 0.0000 | 0 |
| Public-Institutions | E-Voting | 2160918 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | 2160918 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public- Non Institutions | E-Voting | 17812183 | 10097 | 0.0567 | 10097 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 6274 | 0.0352 | 6274 | 0 | 100.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | 17812183 | 16371 | 0.0919 | 16371 | 0 | 100.0000 | 0.0000 | 0 |
| Total | | 66188500 | 46231770 | 69.8486 | 46231770 | 0 | 100.0000 | 0.0000 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | | |

PTL ENTERPRISES LIMITED Gurgaon *

# Resolution (6)

| | |
|---|---|
| Resolution required: (Ordinary / Special) | Special |
| Whether promoter/promoter group are interested in the | No |
| Description of resolution considered | Approval for investments/Loans/Gurantees and securities. |

| 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 | Invalid Votes |
|---|---|---|---|---|---|---|---|---|---|
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | (6) |
| Promoter and Promoter Group | E-Voting | 46215399 | 46215399 | 100.0000 | 46215399 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | **Total** | 46215399 | 46215399 | 100.0000 | 46215399 | 0 | 100.0000 | 0.0000 | 0 |
| Public-Institutions | E-Voting | 2160918 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | **Total** | 2160918 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public- Non Institutions | E-Voting | 17812183 | 10097 | 0.0567 | 10097 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 6274 | 0.0352 | 6274 | 0 | 100.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | **Total** | 17812183 | 16371 | 0.0919 | 16371 | 0 | 100.0000 | 0.0000 | 0 |
| **Total** | | 66188500 | 46231770 | 69.8486 | 46231770 | 0 | 100.0000 | 0.0000 | 0 |
| | | | | **Whether resolution is Pass or Not.** | | | Yes | | |

PTL ENTERPRISES LIMITED Gurgaon

**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR PTL ENTERPRISES LTD.**

**JULY 05 2017**

To,

**The Chairman**
**PTL Enterprises Ltd**
**3rd Floor, Areekal Mansion,**
**Near Manorama Junction,**
**Panampilly Nagar, Kochi-682036**

**Passing of Resolution through Remote E-Voting and poll conducted at the 56th Annual General Meeting of PTL Enterprises Ltd held on July 5, 2017**

Dear Sir,

I, **P.P. Zibi Jose, Practising Company Secretary**, has been appointed by the Board of Directors of PTL Enterprises Ltd as the Scrutinizer for the remote e-voting process held between 02.07.2017 (10:00 AM) to 04.07.2017 (5:00 PM) and the Chairman of the 56th Annual General Meeting (AGM) has appointed me as the Scrutinizer for the poll conducted on the resolution(s) contained in the Notice of the 56th Annual General Meeting of the members of the Company held on Wednesday, July 5, 2017 at Aangan, 5th Floor, Bharat Tourist Home (BTH) D H Road, Gandhi Square, Kochi at 11:00 AM.

The Company had appointed National Securities Depository Limited (NSDL) as the service provider for remote E-Voting to the shareholders from 02.07.2017 (10:00 AM) to 04.07.2017 (5:00 PM). On completion of e-voting period, in compliance of the provisions of Rule 20 (4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015, I have unblocked the votes on 05.07.2017, in the presence of two witnesses.

At the 56th AGM of the company held on July 5, 2017, the Company has also provided facility for voting by Ballot or polling paper to the members attending the meeting, who have not already cast their vote by remote e-voting. The chairman of the AGM has appointed me as the Scrutinizer for the same.

**The result of e-voting together with that of the poll is as under:-**

| Item No of Notice | Particulars of Business | Total Number of Votes Polled | Votes in favor of the resolution | | Votes against the resolution | | Invalid votes | |
|---|---|---|---|---|---|---|---|---|
| | | | Nos. | %age | Nos. | %age | Nos. | %age |
| Item No.1 (As an Ordinary Resolution) | E-Voting | 46225496 | 46225496 | 99.99 | 0 | 0 | 0 | 0 |
| | Poll | 6274 | 6274 | 0.01 | 0 | 0 | 0 | 0 |
| | Total | 46231770 | 46231770 | 100 | 0 | 0 | 0 | 0 |

P.P. ZIBI JOSE M.Com, MBA, FCS, LLB
COMPANY SECRETARY
C.P. NO:1222
61/2939, TEN ROSE, S.R.M ROAD, COCHIN-18
PH: 2401685 / 2401084

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Item No.2 (As an Ordinary Resolution) | E-Voting | 46225496 | 46225496 | 99.99 | 0 | 0 | 0 | 0 |
| | Poll | 6274 | 6274 | 0.01 | 0 | 0 | 0 | 0 |
| | Total | 46231770 | 46231770 | 100 | 0 | 0 | 0 | 0 |
| Item No.3 (As an Ordinary Resolution) | E-Voting | 46223996 | 46223971 | 100 | 25 | 0.00 | 0 | 0 |
| | Poll | 6274 | 6274 | 0.00 | 0 | 0 | 0 | 0 |
| | Total | 46230270 | 46230245 | 100 | 25 | 0.00 | 0 | 0 |
| Item No.4 (As an Ordinary Resolution) | E-Voting | 46225496 | 46225496 | 99.99 | 0 | 0 | 0 | 0 |
| | Poll | 6274 | 6274 | 0.01 | 0 | 0 | 0 | 0 |
| | Total | 46231770 | 46231770 | 100 | 0 | 0 | 0 | 0 |
| Item No.5 (As an Ordinary Resolution) | E-Voting | 46225496 | 46225496 | 99.99 | 0 | 0 | 0 | 0 |
| | Poll | 6274 | 6274 | 0.01 | 0 | 0 | 0 | 0 |
| | Total | 46231770 | 46231770 | 100 | 0 | 0 | 0 | 0 |
| Item No.6 (As Special Resolution) | E-Voting | 46225496 | 46225496 | 99.99 | 0 | 0 | 0 | 0 |
| | Poll | 6274 | 6274 | 0.01 | 0 | 0 | 0 | 0 |
| | Total | 46231770 | 46231770 | 100 | 0 | 0 | 0 | 0 |

All the resolutions stands passed under e-voting and poll with requisite majority.

Thanking You,
Yours Faithfully,

**P.P Zibi Jose**
**Practising Company Secretary**

P.P. ZIBI JOSE M. Com, MBA, FCS, LLB.
COMPANY SECRETARY
C.P. NO:1222
61/2938, TEN ROSE, S.R.M ROAD, COCHIN-18
PH : 2401685 / 2401684