PTL ENTERPRISES LIMITED

"65th Annual General Meeting of PTL Enterprises Limited"

July 28, 2026

PTL ENTERPRISES LIMITED

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Management: Mr. Onkar Kanwar - Chairman
Mr. Amarjeet Kumar – CFO
Mr. Neeraj Kanwar – Non-Executive Director
Mr. Harish Bahadur - Non-Executive Director
Mr. Tapan Mitra – Independent Director
Ms. Sonali Sen - Independent Woman Director
Mr. J. Ranga - Independent Director
Mr. Sunil Tandon - Independent Director
Mrs. Jyoti Upmanyu – Company Secretary & Compliance Officer

Moderator: Dear shareholders of PTL Enterprises Limited, Good afternoon and welcome to the 65th AGM of the Company held through VC. For the smooth conduct of the meeting, shareholders will be in mute mode. For shareholders who had pre-registered to speak at the meeting, the audio and video will be open when they have to speak. Please note that as per the requirements, the proceedings of the AGM will be recorded and the transcript will be available on the Company's website. The statutory registers required to be there during the AGM for inspection are available on the NSDL website. Now let me hand over to the Chairman, Mr. Onkar Kanwar. Over to you, sir.

Onkar Kanwar: Thank you. Good afternoon. Good afternoon, dear shareholder. As the requisite quorum is present, I declare the meeting as validly convened. Let me introduce the Board Members. Mr. Neeraj Kanwar, Mr. Harish Bahadur, Mr. Sunil Tandon, Mr. Tapan Mitra, Ms. Sonali Sen, and Mr. J Ranga. So, all the Directors are present. We have in the meeting Amarjeet Kumar, CFO, Jyoti, Company Secretary, and representatives of the Statutory Auditors and Secretarial Auditors are also attending the meeting.

Moderator: We request Chairman to address the shareholders.

Onkar Kanwar: Good afternoon, ladies and gentlemen. It is my distinct privilege to welcome you all to the 65th Annual General Meeting of PTL Enterprises Limited. I sincerely hope that you and your families are staying healthy and well. On behalf of the Board and the Management, I thank you for your continued trust and valuable support to the Management for joining us today through video conferencing. The Company's Annual Report for the year ended March 31st 2026 together with the Board's Report, the Auditor's Report has already been circulated to you. With your permission, I shall take the same as well.

Last year was marked by a challenging and evolving global economic environment. The year witnessed heightened uncertainty driven by changing trade policies, which disrupted global supply chains and affected cross-border trade and investment flows. Towards the end of the financial year, geopolitical tensions intensified further impacting investor sentiments, commodity prices and global trade dynamics. Despite these headwinds, the Indian economy remained resilient, supported by strong domestic demand and stable macroeconomic fundamentals. India continues to be among the fastest growing major economies with a sound GDP growth during the Financial Year 2025-26. The Indian automobile industry also delivered a strong performance with all major vehicle segments recording strong annual sales. This healthy growth provides a positive outlook for the automotive and allied industry, including your Company. During the year ended March 31, 2026, your Company's total income amounted to Rs. 74 Crores as compared to Rs. 71 Crores during the previous year ended March 31, 2025. Profit after tax also increased significantly to Rs.46 Crores as compared to Rs. 36 Crores in the previous year.

The Company continues to maintain a strong financial position with a debt-free balance sheet, healthy cash flows through prudent investment management. Your Directors remain committed to creating sustainable long-term value for all the stakeholders. Your Directors have recommended a final dividend of Rs. 1 per equity share for the year 2025-2026. Dividend is subject to your approval today. The final dividend shall be paid within the statutory timeline. This is in addition to the interim dividend of Rs.150 per share, paid in February 2026. Accordingly, the total dividend for the year 2025-2026 aggregated to Rs.250 per equity share, which is higher than the dividend paid for the previous Financial Year. PTL Enterprise is committed to integrating sustainability in its core vision and operation, with a focus on creating long-term positive impact. During the year, CSR initiative continued through Apollo Tyre Foundation, with a focus on environment conservation, livelihood generation, rural women, and local community development. Before I conclude, I would like to place on record my sincere appreciation to our shareholders, customers, business associates, bankers, regulatory authorities, the central and the state government, above all, our employees for their continued trust, commitment and support. I wish you and your family good health, happiness and prosperity. Thank you.

Moderator: Thank you. We request Chairman to proceed with the agenda.

Onkar Kanwar: Thank you. Notice along with the Board's Report, Audited Financial Statements have already been sent to the Shareholders. I take them as read.

The Auditors' Report on Financial Statements and Secretarial Audit Report for the Financial Year ended 31st March, 2026 do not contain any qualification.

Now I will explain the objective and implication of each item of the Notice.

Item No. 1 relates to adoption of Audited Financial Statements, the Reports of the Board and Auditors thereon. After your approval, the same will be taken on record.

Item No. 2 relates to declaration of Final Dividend of Rs.1 per equity share. After your approval, the payment will be made with a stipulated time.

Item No. 3 relates to re-appointment of Mr. Harish Bahadur, who is retiring by rotation and continuation of his directorship after attaining the age of 75 years. After your approval, he will be re-appointed.

Mr. Anand Singh Shekhawat will act as a Scrutinizer for voting process. I now request to take the question. I will ask Harish to take the question.

Moderator: Thank you, sir. We now begin the question and answer session. We will unmute the shareholders and request them to limit their questions to up to two minutes. We invite our shareholder number one, Ms. Ruchika Chopra. Madam, your line is unmuted and you can ask your question now. Please restrict your questions to a time limit of one to two minutes. Mr. Chopra, you may go ahead, please.

Ruchika Chopra: Good afternoon, Honorable Chairman Sir, leaders and respected members of the Board and my fellow shareholders, I am Ruchika Chopra from Noida. Chairman Sir, it was always a great pleasure to see you and it is this time also. I wish you good health, happiness and many more years of inspiring leadership. It makes me immense pleasure to see Apollo Tyres brand get featured on the jersey of Indian cricket team. That is really a great move. Cricket is most loved and widely followed sport in our country and this association will definitely strengthen the Company's brand visibility. I would also like to thank Board of Director for considering my suggestion that was also made in last year regarding declaration of interim dividend. So, it is really a welcome move and a welcome initiative. Thank you so much for that. Lastly, I have few queries relating to financial statement. In the interest of time, I am deciding to share them separately to CFO and CS of the Company through e-mail. Thank you so much. I wish the Company, the Board, the employees continued success and many more achievements in the years ahead. Thank you so much for that. Thank you.

Moderator: Thank you. We now move to our speaker number two. That is Ms. Shashi Kiran. Madam, your line is unmuted and you can ask your question now. In the interest of time, please limit your questions to one to two minutes. Please go ahead.

Shashi Kiran: My greetings to respected Chairman Sir and Management. My name is Shashi Kiran speaking from Jaipur. First of all, on the occasion of the Company's Annual General Meeting, I extend my heartfelt congratulations and best wishes to the Chairman, the Board of Directors, and the Management. Because of virtual AGM, small investors like us, especially housewives, are able to join such a good and reputed Company's AGM at home. Thank you very much for this. Sir, this year the Company has given a very good dividend to the shareholders. By getting a dividend twice a year, small investors like us have gained even more confidence in the Company. I humbly request you that if the company's financial performance remains strong in the future and allows cash flows, then the Board should also consider increasing the dividend. This will benefit shareholders like us in the company's progress. Therefore, I wish the Company's bright future continuous progress and success. I urge you to kindly give this your consideration. Thank you.

Moderator: Thank you. We move to shareholder number three, that is Kanika Bhatia. Madam, your connection is unmuted and you can ask your question now. I request you to please restrict your question to one to two minutes. Please go ahead.

Kanika Bhatia: Good afternoon, Chairman Sir, respected members of the Board, senior management and my fellow shareholders. I am Kanika from Bengaluru and I extend my warm greetings to everyone present and I hope all of you and your families are in good health. Over the years, PTL has built an impressive track record of rewarding its shareholders through healthy dividend payouts. This reflects the Company's robust financial position and shareholder-friendly approach. Chairman Sir, your speech has comprehensively covered the Company's operational performance, financial results and future outlook. Therefore, I have only one question for the management. Considering the Company's healthy reserves and strong financial position, is there a possibility of issuing the bonus shares in the near future? I fully appreciate that any such decision would depend on Company's financial position, future business requirements and applicable regulatory provisions. Thank you everyone.

Moderator: Thank you. We move to our speaker number four, that is Amit Kumar. Sir, may we request you to unmute your audio and video and you can ask your question now. Please restrict your questions to a time limit of one to two minutes. Please go ahead.

Amit Kumar: Namaskar, Chairman Sir, Neeraj Sir, Board of Directors and all the shareholders. My name is Amit Kumar and I am speaking from Gujarat. First of all, thank you very much for giving me the opportunity to speak in AGM. Sir, after looking at the Annual Report, I noticed that this year we did not make any new investments in the share of Apollo Tyres. Chairman Sir, right now, the shares of Apollo Tyres are trading at a good price. My suggestion is that PTL should invest more in them. I am confident that this will strengthen the overall market value of PTL. My second question is related to lease income. Does the Board conduct a commercial review of lease arrangement with Apollo Tyres on a regular basis so that lease rental reflects prevailing market conditions and long-term business relationships can be maintained? I hope you will seriously consider these suggestions and we will continue to benefit from your guidance. Thank you.

Moderator: Thank you. We now move to speaker number five, Ms. Nilanjana Guha. Madam, may we request you to unmute your connection and you may ask your question now. Please restrict your questions to a time limit of one to two minutes. Please go ahead.

Nilanjana Guha: A very good afternoon everyone, respected Chairman Sir, Board Members and my fellow shareholders. It is a privilege and an honor to have the opportunity to address you all today. I extend my sincere greetings and best wishes to all of you. I would like to thank the Management for circulating the Annual Report in advance. This report is comprehensive, transparent, and provides shareholders with a clear picture of the Company's performance and future outlook. Chairman Sir, under your visionary leadership, the Apollo Group has grown from a respected Indian enterprise into a globally admired brand. As a shareholder, this is really a matter of pride to witness this journey. The recent association of Apollo Tyres with the Indian cricket team is yet another milestone that has significantly enhanced the Company's brand visibility and global recognition. Dear Chairman Sir and Neeraj Sir, as long as both of you are at helm, we are confident that the Company will continue to grow, create sustainable long-term value for its shareholders, and achieve even greater milestones in the coming years ahead. On behalf of all the shareholders, I sincerely thank you for your contribution and wish you continued good health, happiness, and many more years of success. Lastly, I have one small request. Many shareholders have been eagerly looking forward to meeting the Board in person. If possible, kindly consider holding a physical or hybrid AGM in the future, which would provide shareholders with an opportunity to interact with the management personally. Thank you so much, sir.

Moderator: Thank you. We move to our speaker number six, Ms. Shilpa Uppal. Madam, your line is unmuted. You can ask your question now. Please restrict your questions to a time limit of one to two minutes. Please go ahead.

Shilpa Uppal: Good afternoon to all present here today. I would really like to thank the Chairman, Board of Directors and the Secretarial Department for giving me this great opportunity to speak at this AGM. So, my agenda today here is to talk about the Company's dividend distribution for the forthcoming years and the market share price of the Company. Now, if we look at the Company's financial performance and its profit growth, both have been very strong and consistent. So considering that, as a shareholder, I would like to request the Management to consider a higher rate of dividend in the coming years. Dear Chairman Sir, I have a question that is related to the Company's share price. While PTL has reported improved financial performance, the market price of the Company's Shares has not reflected similar growth. I would like the Management to share its perspective on these factors so that it can create a long-term value for the shareholders. Apart from these, I support all the resolutions proposed today. Thank you so much.

Moderator: Thank you. As there are no further questions, we request the Chairman to answer the questions.

Onkar Kanwar: I think all of them made some very valid point as far as bonus share is concerned. This is again depends on the health of the Company. Right now, whatever we could do, we are doing it by giving higher dividends. And your points about trying to say, what is it, we can do in the Company to continue, our effort is always to say that we do the best for our shareholders. No efforts are spared by us in terms of improving the working of the Company and you have seen it over the years that you have been getting regular dividends and this year we have given you more two-time dividend so the effort is to do the right thing. So keeping in view the current environment, it is very difficult to think of a bonus share you know fully well the environments are not very congenial right now the global situation is very, very confused right now, so all the commodity prices are going up. So we have to see how do we contain and manage the Company in such a way that we continue to become profitable. That is the biggest challenge we have. And I think the kind of support we are getting from all of you, I sincerely appreciate and thank you for all the good word you have said and wishing you all the best. Thank you.

Moderator: Thank you. Now I request Chairman to propose vote of thanks.

Onkar Kanwar: Thanks for your question. I will try. We have answered all the questions that are possible. There is no other Item. I would like to thank all the shareholders for attending the AGM.

Moderator: Thank you, sir. All Items of the Notice have been voted by the shareholders through remote e-voting from July 25, 2026 to July 27, 2026. The shareholders present at the meeting who have not done remote e-voting can now cast their votes using e-voting platform of NSDL until 15 minutes from now.

As informed by the scrutinizer, the allotted voting time has elapsed. The voting results will be declared within the stipulated time and same shall be sent to the stock exchanges and uploaded on the website of the Company and NSDL. Thank you all for participating in the AGM and e–voting.