



PPAP Automotive Limited

B-206A ■ Sector-81 ■ Phase-II ■ Noida 201305 ■ Uttar Pradesh ■ India
☎ +91-120-4093901 ✉ info@ppapco.com 🌐 www.ppapco.in

16th May, 2023

The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
Symbol: 532934

The Listing Department
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E), Mumbai - 400051
Symbol: PPAP

Subject: Outcome of Postal Ballot Result - Disclosure under Regulation 30, 44 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 {"the Listing Regulations"}

Dear Sir,

The Board of Directors of the Company at its meeting held on 25th March, 2023, had decided to obtain consent of the members to transact the below mentioned special business through Postal Ballot pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") read with the General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17 / 2020 dated 13th April, 2020, in relation to extension of framework "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid - 19", and General Circular No. 11/2022 dated 28th December, 2022, in relation to extension of the framework provided in the aforementioned circulars up to 30th September, 2023 ("MCA Circulars"), issued by the Ministry of Corporate Affairs, Government of India and Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), Secretarial Standards on General meeting issued by the Institute of Company Secretaries of India and pursuant to other applicable laws and regulations:

Resolution No.1 (Special Resolution) — To advance loan(s), to give guarantee(s) and provide security(ies) in terms of Sections 185 of the Companies Act, 2013.

In compliance with Sections 108 and 110 of the Act and the rules made there under, the MCA Circulars and Regulation 44 of the Listing Regulations, the Company has provided the facility to the members to exercise their votes electronically and vote on the resolutions through remote e-voting service facility arranged by Link Intime India Private Limited.

Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company have appointed Mr. Chetan Gupta, (CP No. 7077) Practicing Company Secretary as the Scrutinizer to conduct the Postal Ballot only through remote e-voting process in a fair and transparent manner.

The Postal Ballot Notice dated 13th April, 2023 was sent to Members of the Company whose names appeared on the Register of Members/List of beneficiaries as on 7th April, 2023 (Cut Off date).

The e-voting commenced from Sunday, 16th April, 2023 at 09:00 A.M. (IST) and ended on Monday, 15th May, 2023 at 5:00 P.M. {IST} (both days inclusive) post which the scrutinizer submitted his report on the results of



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the postal ballot. Based on the report of the scrutinizer, we hereby inform that the members of the Company have duly passed the special resolution.

The aforesaid resolution is deemed to have been passed on the last date of e-voting i.e. on 15th May, 2023.

Pursuant to Regulation 44(3) of the Listing Regulations we are submitting herewith the Scrutinizer's Report and details of the voting results in this behalf for your record.

The voting results and the Scrutinizer's Report are being uploaded on the Company's website www.ppap.co.in and website of Link Intime India Private Limited <https://instavote.linkintime.co.in>.

This is for your information and record.

Thanking you,
Yours faithfully,
For **PPAP Automotive Limited**

Pankhuri Agarwal
Company Secretary & Compliance Officer



SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended and MCA General Circular No.s 14/2020 dated April 08, 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, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, Government of India (hereinafter collectively referred to as "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR, 2015"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, as amended and pursuant to other applicable laws and regulations]

To

The Chairman
PPAP Automotive Limited (the "Company")
54, Okhla Industrial Estate,
Phase III, Delhi - 110 020

Sub: Scrutinizer Report on the Postal Ballot process conducted through remote e-voting from April 16, 2023 to May 15, 2023, in respect of passing of the Special Resolutions set-out in the notice dated April 13, 2023

Dear Sir,

I, Chetan Gupta, Company Secretary in Practice (COP No – 7077) & Managing Partner, APAC & Associates LLP, (ICSI Unique Code – P2011DE025300), have been appointed as Scrutinizer by the Board of Directors of the Company for the postal ballot as referred in the captioned subject.

- i. to scrutinize the remote e-voting carried out during April 16, 2023 (IST 9:00 A.M.) to May 15, 2023 (5:00 P.M.);

Management's Responsibility

The management of the Company is responsible to ensure the compliance for conducting the postal ballot of the Company through remote e-voting system in accordance with the provisions of the Companies Act, 2013 read with rules made thereunder and the MCA Circulars issued in this regard.

The Company has engaged the services of Link In time India Private Limited ("LIPL"), to provide remote e-voting facility to the members.



APAC & Associates LLP, a Limited Liability Partnership with LLP Registration No. AAF-7948

Scrutinizer's Responsibility

My responsibility as a Scrutinizer is ascertaining the requisite majority on voting through Postal Ballot by remote e- voting process offered by LI IPL, and submit the Scrutinizer's report of the votes cast "in favor" or "against" the resolutions, based on the data downloaded from e-voting website of LI IPL.

1. Further for the above, I submit my report as under:

- a. The voting rights were reckoned on April 07, 2023, being the "Cut-Off Date" to determine entitlements of the members to vote on the resolutions outlined in the Postal Ballot Notice through remote e-Voting on the resolutions (item no. 1 as set out in the Postal Ballot notice of the Company).
- b. The notice along with statement setting out material facts, as confirmed by the Company, was sent to the members on April 14, 2023 in respect of the said resolution(s), through electronic mode to those members whose e-mail addresses are registered with the Company/ depositories.
- c. After the conclusion of the remote e-voting, the votes cast by the members through remote e-voting system, were downloaded from the e-voting website of LI IPL on May 15, 2023 around 05:10 pm in the presence of two witnesses, Divya Arora and Vinay who are not in the employment of the Company.
- d. A summary of the votes cast electronically is given as under:

SPECIAL BUSINESS

Item No. 1

Special Resolution: To advance loan(s), to give guarantee(s) and provide security (ies) in terms of section 185 of the Companies Act, 2013.

(i) Voted **in favor** of the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
36	9235219	99.99

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

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
10	1761	0.01



(iii) **Invalid votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

- (i) Based on the aforesaid results, I report that the resolution as set out in Item No. 1 of the Notice of Postal Ballot dated April 13, 2023, have been **passed with requisite majority**. You may declare the result accordingly.
- (ii) It is to be noted:
- The members abstained from voting were not considered; and
 - Body Corporates whose authorization resolutions/letter were not received were considered as invalid.
- (iii) The relevant records relating to remote e-voting shall remain in my safe custody until the Chairman signs the report and thereafter, the same shall be handed over to the Company Secretary for safe keeping.

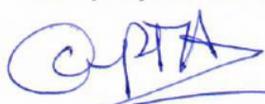
Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchange, (ii) to be placed on website of the Company and (iii) website of LIPL. This report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

Yours faithfully,

For **APAC & Associates LLP**
Company Secretaries



Chetan Gupta
Managing Partner
C P No.:7077

UDIN: F006496E000310437

Date: May 16, 2023

Place: New Delhi



Countersigned by:
For and on behalf of
PPAP Automotive Limited

Ajay Kumar Jain
Chairman & Managing Director

General information about company

Scrip code	532934
NSE Symbol	PPAP
MSEI Symbol	NOTLISTED
ISIN	INE095I01015
Name of the company	PPAP AUTOMOTIVE LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	15-05-2023
Start time of the meeting	
End time of the meeting	

Scrutinizer Details

Name of the Scrutinizer	Mr. Chetan Gupta
Firms Name	APAC & Associates LLP
Qualification	CS
Membership Number	F6496
Date of Board Meeting in which appointed	25-03-2023
Date of Issuance of Report to the company	16-05-2023

Voting results

Record date	07-04-2023
Total number of shareholders on record date	16681
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To advance loan(s) and to give guarantee(s), provide security(ies) in terms of Section 185 of the Companies Act, 2013.				
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	9100867	9100867	100	9100867	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	9100867	9100867	100	9100867	0	100	0
Public-Institutions	E-Voting	798013	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	798013	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4101120	136113	3.3189	134352	1761	98.7062	1.2938
	Poll							
	Postal Ballot (if applicable)							
	Total	4101120	136113	3.3189	134352	1761	98.7062	1.2938
Total		14000000	9236980	65.9784	9235219	1761	99.9809	0.0191
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	