

POSTAL BALLOT OF PTC INDIA FINANCIAL SERVICES LTD.
Declaration of Results of Postal Ballot

As per the provisions of the Companies Act, 2013, read with relevant rules, thereunder and clause 35B of the Listing Agreement, the Company had provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the Postal Ballot dated 6th Feb, 2015. The e-voting was open from 21st February 2015, 9:00 A.M. to 22nd March 2015, 6:00 P.M.

M/s. Ashish Kapoor & Associates, Practicing Company Secretaries was appointed as the Scrutinizer for conducting Postal Ballot process in a fair and transparent manner. The Scrutinizer(s) have carried out the scrutiny of all the electronic and physical votes received up to 6:00 P.M. on 22nd March 2015.

The Consolidated Results, as per the Scrutinizers' Report dated 24.03.2015 are as follows:

S.No.	Particulars	% of votes in favour	% of votes Against
1.	Resolution: 1: Ordinary Resolution Appointment of Dr. Uddesh Kumar Kohli (DIN: 00183409) as a non-executive Independent Director of the Company.	99.995914	0.004085
2.	Resolution -2: Ordinary Resolution Appointment of Mr. Surinder Singh Kohli (DIN: 00169907) as a non-executive Independent Director of the Company.	99.995476	0.004523
3.	Resolution -3: Ordinary Resolution Appointment of Mr. Ramarao Muralidharan Coimbatore (DIN: 02443277) as a non-executive Independent Director of the Company.	99.996406	0.003593
4.	Resolution -4: Ordinary Resolution Appointment of Mr. Ved Kumar Jain (DIN: 00485623) as a non-executive Independent Director of the Company.	99.995845	0.004154

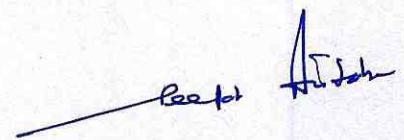
PTC India Financial Services Ltd. (CIN: L65999DL2006PLC153373)
(A subsidiary of PTC India Limited)

Registered Office: 7th Floor, Telephone Exchange Building, 8 Bhikaji Cama Place, New Delhi - 110 066, India
Board: +91 11 26737300 / 26737400 Fax: 26737373 / 26737374, Website: www.ptcfinancial.com, E-mail: info@ptcfinancial.com



5.	Resolution -5: Ordinary Resolution Appointment of Mr. Surender Kumar Tuteja (DIN: 00594076) as a non-executive Independent Director of the Company.	99.446195	0.553804
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Based on the consolidated Report for the Scrutinizer(s), all Resolutions as set out in the Notice of Postal Ballot dated 6th Feb, 2015 have been duly approved by the Shareholders with requisite majority.



Deepak Amitabh
Chairman

PTC India Financial Services Ltd.

25/03/2015



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Details of Voting Results

(i) Attendance of members:

1	Total no. of shareholders as on the cut-off date (February 6, 2015)	102365
2	Total no. of shareholders who opted for e-voting	185
3	Total no. of shareholders who opted for physical postal ballot	14
4	Total no. of shareholders who participated in the postal ballot process	199

(ii) Voting by members:

Agenda-wise

Item No in the Notice	Subject	Resolution (Ordinary/Special)	Mode of Voting	Remarks
1	Appointment of Dr. Uddesh Kumar Kohli (DIN: 00183409) as a non-executive Independent Director of the Company.	Ordinary	E Voting & Postal Ballot Form	The resolution was passed with requisite majority
2	Appointment of Mr. Surinder Singh Kohli (DIN: 00169907) as a non-executive Independent Director of the Company.	Ordinary	E Voting & Postal Ballot Form	The resolution was passed with requisite majority
3	Appointment of Mr. Ramarao Muralidharan Coimbatore (DIN: 02443277) as a non-executive Independent Director of the Company.	Ordinary	E Voting & Postal Ballot Form	The resolution was passed with requisite majority
4	Appointment of Mr. Ved Kumar Jain (DIN: 00485623) as a non-executive Independent Director of the Company.	Ordinary	E Voting & Postal Ballot Form	The resolution was passed with requisite majority

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5	Appointment of Mr. Surender Kumar Tuteja (DIN: 00594076) as a non-executive Independent Director of the Company.	Ordinary	E Voting & Postal Ballot Form	The resolution was passed with requisite majority
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(iii) **Results of poll/Postal ballot/E Voting by members:**

The Mode of Voting for all resolution was:

- a) E Voting; and
- b) Postal Ballot Form provided to those shareholders who did not had their e-mail IDs registered with the Registrar/Company.

Results of Voting in the prescribed format are annexed herewith.



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