PPAP Automotive Limited

CIN No. L74899DL1995PLC073281
B-206A, Phase-II, Noida - 201305, Uttar Pradesh, India
Tel : +91-120-2462552/53, Fax : +91-120-2461371
Email : info@ppapco.com, Website : www.ppapco.in

5th September, 2019

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

Sub: Intimation under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Voting results of Annual General Meeting

Please find attached the details of voting results of the 24th Annual General Meeting of the Company held on Tuesday, 3rd September, 2019, as per prescribed format pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with a scrutinizer's report dated 4th September, 2019. The results shall also be placed on the website of the Company at www.ppapco.in.

This is for your information and records.

Thanking you,

Yours faithfully,
For **PPAP Automotive Limited**

Sonia Bhandari
Company Secretary

Encl: As above

Ref No.: 14/NA/2019-2020

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108& 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended

To
The Chairman
PPAP Automotive Limited

Sub: Report on voting through electronic means and Poll conducted at the 24th Annual General Meeting (AGM) of the Company held on Tuesday, September 03, 2019 at 11:00 A.M., at M.P.C.U. Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Civil Lines, Delhi–110054

Dear Sir,

I, Chetan Gupta, Company Secretary in Practice (COP No – 7077) & Partner, APAC & Associates LLP, Company Secretaries (ICSI Unique Code – P2011DE025300), have been appointed as Scrutinizer by the Board of Directors of PPAP Automotive Limited ("the Company")in the Board Meeting held on May 22, 2019.

(i) for the purpose of scrutinizing the e-voting process carried out during August 30, 2019 (10:00 A.M.) to September 02, 2019 (5:00 P.M.) under the provisions of Section 108 of the Companies Act, 2013 read with Rule20 of the Companies (Management and Administration) Rules, 2014; and

(ii) for the purpose of the poll taken on the below mentioned resolution(s), at the 24thAnnual General Meeting of the members of PPAP Automotive Limited, held on Tuesday, September 03, 2019 at 11:00 A.M. at M.P.C.U. Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Civil Lines, Delhi–110054, submit my report as under:

Management's Responsibility

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means and poll on the resolutions contained in the Notice of 24thAGM of the members of the Company.

Scrutinizer's Responsibility

My responsibility as a Scrutinizer is to make a Scrutinizer's report of the votes cast in "favour" or "against", based on the reports generated from the e-voting system provided by the Link Intime India Private Limited ("LIIPL"), the authorized agency to provide e-voting facilities, engaged by the Company and the poll received at the 24thAGM of the Company.

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

   a. The voting rights were reckoned on Tuesday, August 27, 2019 being the **"Cut Off Date"** for the purpose of determining entitlements of the members to vote on the resolutions set forth in

APAC & Associates LLP, a Limited Liability Partnership with LLP Registration No. AAF-7948
Regd. Office: 310, Aggarwal Cyber Plaza-I, Netaji Subhash Place, Pitampura, New Delhi-110 034
Tel.: +91-11-49058720-21 • E-mail: info@apacandassociates.com • Website: www.apacandassociates.com

the AGM Notice through Remote e-Voting and Polling Papers at the AGM on the resolutions (item no. 1 to 4 as set out in the notice of the 24th AGM of the Company).

b. The Company has completed the dispatch of AGM Notice on August 07,2019 to its members registered as on July 26, 2019:

- through registered post whose email IDs were not registered with the Company or its Registrar and Transfer Agent; and
- through email by LIIPL along with the details of Login ID and password whose email IDs were registered.

c. In accordance with the Notice of the 24thAGM sent to the members, the e-voting period commenced on Friday, August 30, 2019 at 10:00 A.M. to Monday, September 02, 2019 at 05:00 P.M.

d. At the venue of the AGM, the facility to vote through ballot papers had been provided to those members who were present in the AGM and have not exercised the option of Remote E-voting.

e. I have locked and sealed three empty ballot boxes in the presence of the members and proxies after showing the empty ballot boxes to the members. Thereafter, members have casted their votes and dropped the ballot papers in the ballot boxes.

f. After the closure of the voting at the AGM, the locked ballot box was subsequently opened in my presence along with two witnesses, Ms. Monisha Meghna and Ms. Riya Gupta who are not in the employment of the Company and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.

g. The ballot papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.

h. After counting the votes casted by the members and proxies present at the 24thAGM, through ballot papers, the votes casted through remote e-voting were unblocked on September 03, 2019, in the presence of two witnesses, Ms. Monisha Meghna and Ms. Riya Gupta who are not in the employment of the Company.

i. Thereafter, the details containing *inter-alia,* list of members, who voted in "favour" or "against" each of the resolutions that were put to vote, was generated from the e-voting website of the LIIPL and poll conducted at the 24thAGM.

j. The ballot papers were diligently scrutinized, the details of members with signature were verified and the shareholding was matched / confirmed with the Register of Member(s) of the Company.

k. The particulars of all ballot papers received from the members as well as details of e-voting as recorded through online platform provided by LIIPL have been consolidated.

PAP Automotive Limite

I. A summary of the ballot papers received / votes cast electronically is given below:

Item No. 1

Ordinary Resolution: To receive, consider and adopt the audited financial statements (standalone and consolidated) of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and Auditors' thereon.

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

Mode of voting	Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	49	5902670	65.00
E-voting	15	3178686	35.00
Total	**64**	**9081356**	**100.00**

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

Mode of voting	Number of members who voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	1	1	0.00
E-voting	1	1	0.00
Total	**2**	**2**	**0.00**

(iii) **Invalid** votes:

Mode of voting	Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Physical	2	16
E-voting	0	0
Total	**2**	**16**

Item No. 2

Ordinary Resolution: To confirm the payment of interim dividend and to declare final dividend on equity shares for the financial year ended March 31, 2019.

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

Mode of voting	Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	49	5902670	65.00
E-voting	15	3178686	35.00
Total	**64**	**9081356**	**100.00**

PPAP Automotive Limited

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

Mode of voting	Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	1	1	0.00
E-voting	1	1	0.00
Total	**2**	**2**	**0.00**

(iii) **Invalid** votes:

Mode of voting	Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Physical	2	16
E-voting	0	0
Total	**2**	**16**

Item No. 3

Ordinary Resolution: To appoint a Director in place of Mr. Abhishek Jain (DIN: 00137651), Chief Executive Officer and Managing Director of the Company who retires by rotation and being eligible, offers himself for re-appointment.

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

Mode of voting	Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	49	5902670	65.00
E-voting	15	3178686	35.00
Total	**64**	**9081356**	**100.00**

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

Mode of voting	Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	1	1	0.00
E-voting	1	1	0.00
Total	**2**	**2**	**0.00**

PPAP Automotive Limited

(iii) **Invalid** votes:

Mode of voting	Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Physical	2	16
E-voting	0	0
Total	**2**	**16**

Item No. 4

Ordinary Resolution: Ratification of the remuneration to be paid to M/s Rakesh Singh& Co., Cost Accountants, the Cost Auditors for the Financial Year ended March 31, 2020.

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

Mode of voting	Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	49	5902670	65.00
E-voting	15	3178686	35.00
Total	**64**	**9081356**	**100.00**

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

Mode of voting	Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	1	1	0.00
E-voting	1	1	0.00
Total	**2**	**2**	**0.00**

(iii) **Invalid** votes:

Mode of voting	Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Physical	2	16
E-voting	0	0
Total	**2**	**16**

2. Based on the aforesaid results, I report that 4 Ordinary Resolutions as set out in Items No. 1 to 4 of the Notice of 24th AGM have been **passed with requisite majority** on September 03, 2019. You may declare the result accordingly.

3. The relevant records relating to poll including voting by electronic means shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the 24th AGM and the same shall thereafter be handed over to the Company Secretary for safe keeping.

PPAP Automotive Limited

4. It is to be noted:

   a. The members abstained from voting were not considered;

   b. Body Corporates whose authorization resolutions/letter were not received were considered as invalid; and

   c. In terms of Procedure and Instructions for E-voting given along with Notice, the votes via e-voting mode were considered valid in case the members opted to vote through both modes i.e. physical as well as electronically.

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 LIIPL. 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
Partner
C P No.:7077
Date: 04.09.2019
Place: New Delhi
UDIN: F006496A000007002

For PPAP Automotive Limited

Company Secretary

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General information about company	
Scrip code	532934
NSE Symbol	PPAP
MSEI Symbol	
ISIN	INE095I01015
Name of the company	PPAP Automotive Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	03-09-2019
Start time of the meeting	11:00 AM
End time of the meeting	12:00 PM

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For PPAP Automotive Limited

Company Secretary

Scrutinizer Details	
Name of the Scrutinizer	Chetan Gupta
Firms Name	APAC & Associates LLP
Qualification	CS
Membership Number	7077
Date of Board Meeting in which appointed	22-05-2019
Date of Issuance of Report to the company	04-09-2019

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For PPAP Automotive Limited

Company Secretary

Voting results	
Record date	27-08-2019
Total number of shareholders on record date	18012
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	13
b) Public	144
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	**4**

For PPAP Automotive Limited

Company Secretary

Resolution (1)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Adoption of audited financial statements (standalone and consolidated) of the Company for the financial year ended 31st March, 2019, together with the Reports of the Board of Directors 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8964937	3148652	35.1219	3148652	0	100.0000	0.0000
	Poll		5816285	64.8781	5816285	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	8964937	8964937	100.0000	8964937	0	100.0000	0.0000
Public- Institutions	E-Voting	79881	29813	37.3218	29813	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	79881	29813	37.3218	29813	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4955182	222	0.0045	221	1	99.5495	0.4505
	Poll		86386	1.7433	86385	1	99.9988	0.0012
	Postal Ballot (if applicable)							
	Total	4955182	86608	1.7478	86606	2	99.9977	0.0023
Total		14000000	9081358	64.8668	9081356	2	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

For PPAP Automotive Limited

Company Secretary

Resolution (2)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Confirm the payment of interim dividend and declaration of final dividend on equity shares for the financial year ended 31st March, 2019.

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	8964937	3148652	35.1219	3148652	0	100.0000	0.0000
	Poll		5816285	64.8781	5816285	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	8964937	8964937	100.0000	8964937	0	100.0000	0.0000
Public- Institutions	E-Voting	79881	29813	37.3218	29813	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	79881	29813	37.3218	29813	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4955182	222	0.0045	221	1	99.5495	0.4505
	Poll		86386	1.7433	86385	1	99.9988	0.0012
	Postal Ballot (if applicable)							
	Total	4955182	86608	1.7478	86606	2	99.9977	0.0023
Total		14000000	9081358	64.8668	9081356	2	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

For PPAP Automotive Limited

Company Secretary

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Reappointment of Mr. Abhishek Jain (DIN: 00137651), Chief Executive Officer and Managing Director, who retires by rotation and being eligible, offers 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8964937	3148652	35.1219	3148652	0	100.0000	0.0000
	Poll		5816285	64.8781	5816285	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	8964937	8964937	100.0000	8964937	0	100.0000	0.0000
Public- Institutions	E-Voting	79881	29813	37.3218	29813	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	79881	29813	37.3218	29813	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4955182	222	0.0045	221	1	99.5495	0.4505
	Poll		86386	1.7433	86385	1	99.9988	0.0012
	Postal Ballot (if applicable)							
	Total	4955182	86608	1.7478	86606	2	99.9977	0.0023
Total		14000000	9081358	64.8668	9081356	2	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

For PPAP Automotive Limited

Company Secretary

Resolution (4)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Ratification of the remuneration payable to M/s Rakesh Singh & Co., Cost Accountants as Cost Auditors of the Company for the financial year 2019-20.

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	8964937	3148652	35.1219	3148652	0	100.0000	0.0000
	Poll		5816285	64.8781	5816285	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	8964937	8964937	100.0000	8964937	0	100.0000	0.0000
Public- Institutions	E-Voting	79881	29813	37.3218	29813	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	79881	29813	37.3218	29813	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4955182	222	0.0045	221	1	99.5495	0.4505
	Poll		86386	1.7433	86385	1	99.9988	0.0012
	Postal Ballot (if applicable)							
	Total	4955182	86608	1.7478	86606	2	99.9977	0.0023
Total		14000000	9081358	64.8668	9081356	2	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

For PPAP Automotive Limited

Company Secretary