



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

19th July, 2017

The Listing Department
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

The Listing Department
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400051

Sub: Results of Postal Ballot

This is to inform that based on the scrutinizer's report, the Company has declared the results of the Postal Ballot on 19th July, 2017. Shareholders of the Company have approved the following resolutions with requisite majority:

1. Alteration of the heading of the Objects Clause III (A) of the Memorandum of Association of the Company;
2. Amendments to the Objects Clause III (B) of the Memorandum of Association of the Company;
3. Deletion of the Objects Clause III (C) of the Memorandum of Association of the Company; and
4. Amendment of the Liability Clause IV of the Memorandum of Association of the Company.

Please find attached the details of voting results of the Postal Ballot 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 18th July, 2017. The same will also be made available on the Company's website at www.ppapco.in.

This is for your information and records.

Thanking you,

Yours faithfully,
For PPAP Automotive Limited


Sonia Bhandari
Company Secretary

Resolution required: (Ordinary / Special)		Special Resolution No.1 -Alteration of the heading of the Objects Clause III (A) of the Memorandum of Association of the Company.						
Whether promoter/promoter group interested in the agenda/resolution?	No							
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-in against	% of votes in favour on votes polled	% of votes in against on votes polled
		(1)	(2)	$[3]=[(2)/(1)]*1$	(4)	(5)	$[6]=[(4)/(2)]*100$	$[7]=[(5)/(2)]*100$
Promoter and Promoter Group	E-voting	8,897,124	6,536,367	73.47	6,536,367	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		2,360,757	26.53	2,360,757	-	100.00	-
	Total		8,897,124	100.00	8,897,124	-	100.00	-
Public Institutions	E-voting	188,980	14,000	7.41	14,000	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		14,000	7.41	14,000	-	100.00	-
Public-Non Institutions	E-voting	4,913,896	491	0.01	446	45	90.84	9.16
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		477	0.01	377	100	79.04	20.96
	Total		968	0.02	823	145	85.02	14.98
Total		14,000,000	8,912,092	63.66	8,911,947	145	99.998	0.0016

Resolution required: (Ordinary / Special)		Special Resolution No. 2 -Amendments to the Objects Clause III (B) of the Memorandum of Association of the Company.						
Whether promoter/promoter group interested in the agenda/resolution?	No							
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-in against	% of votes in favour on votes polled	% of votes in against on votes polled
		(1)	(2)	$[3]=[(2)/(1)]*1$	(4)	(5)	$[6]=[(4)/(2)]*100$	$[7]=[(5)/(2)]*100$
Promoter and Promoter Group	E-voting	8,897,124	6,536,367	73.47	6,536,367	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		2,360,757	26.53	2,360,757	-	100.00	-
	Total		8,897,124	100.00	8,897,124	-	100.00	-
Public Institutions	E-voting	188,980	14,000	7.41	14,000	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		14,000	7.41	14,000	-	100.00	-
Public-Non Institutions	E-voting	4,913,896	491	0.01	446	45	90.84	9.16
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		377	0.01	277	100	73.47	26.53
	Total		868	0.02	723	145	83.29	16.71
Total		14,000,000	8,911,992	63.66	8,911,847	145	99.998	0.0016

For PPAP Automotive Limited


Company Secretary

Resolution required: (Ordinary / Special)		Special Resolution No. 3 - Deletion of the Objects Clause III (C) of the Memorandum of Association of the Company.						
Whether promoter/promoter group interested in the agenda/resolution? Category	No							
	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-in against	% of votes in favour on votes polled	% of votes in against on votes polled
		(1)	(2)	$[3]=\frac{(2)}{(1)} \times 100$	(4)	(5)	$[6]=\frac{(4)}{(2)} \times 100$	$[7]=\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	E-voting	8,897,124	6,536,367	73.47	6,536,367	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		2,360,757	26.53	2,360,757	-	100.00	-
	Total		8,897,124	100.00	8,897,124	-	100.00	-
Public Institutions	E-voting	188,980	14,000	7.41	14,000	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		14,000	7.41	14,000	-	100.00	-
Public-Non Institutions	E-voting	4,913,896	491	0.01	446	45	90.84	9.16
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		377	0.01	277	100	73.47	26.53
	Total		868	0.02	723	145	83.29	16.71
Total		14,000,000	8,911,992	63.66	8,911,847	145	99.998	0.0016
Public-Non Institutions	E-voting	4,913,896	491	0.01	446	45	90.84	9.16
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		377	0.01	277	100	73.47	26.53
	Total		868	0.02	723	145	83.29	16.71
Total		23,827,792	8,913,351	37.41	8,913,016	335	99.996	0.0038

Resolution required: (Ordinary / Special)		Special Resolution No. 4 -Amendment of the Liability Clause IV of the Memorandum of Association of the Company.						
Whether promoter/promoter group interested in the agenda/resolution? Category	No							
	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-in against	% of votes in favour on votes polled	% of votes in against on votes polled
		(1)	(2)	$[3]=\frac{(2)}{(1)} \times 100$	(4)	(5)	$[6]=\frac{(4)}{(2)} \times 100$	$[7]=\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	E-voting	8,897,124	6,536,367	73.47	6,536,367	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		2,360,757	26.53	2,360,757	-	100.00	-
	Total		8,897,124	100.00	8,897,124	-	100.00	-
Public Institutions	E-voting	188,980	14,000	7.41	14,000	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		14,000	7.41	14,000	-	100.00	-
Public-Non Institutions	E-voting	4,913,896	491	0.01	446	45	90.84	9.16
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		377	0.01	277	100	73.47	26.53
	Total		868	0.02	723	145	83.29	16.71
Total		14,000,000	8,911,992	63.66	8,911,847	145	99.998	0.0016
Public-Non Institutions	E-voting	4,913,896	491	0.01	446	45	90.84	9.16
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		377	0.01	277	100	73.47	26.53
	Total		868	0.02	723	145	83.29	16.71
Total		23,827,792	8,913,351	37.41	8,913,016	335	99.996	0.0038

For PPAP Automotive Limited.

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Company Secretary



Ref. No.: 06/NA/2017-18

Consolidated Report of Scrutinizer on voting through postal ballot & remote e-voting

[Pursuant to Section 108& 110 of the Companies Act, 2013 and rules made thereunder]

To,

The Chairman

M/s PPAP Automotive Limited

(Formerly Known as Precision Pipes and Profile Company Limited)

54, Okhla Industrial Estate,
Phase III, Delhi-110020

**Sub: Report on voting through postal ballot and electronic means carried out during
18th June, 2017 (10:00 a.m. IST) to 17th July, 2017 (5:00 p.m. IST)**

Dear Sir,

We, APAC & Associates LLP, Company Secretaries, appointed as Scrutinizer for the purpose of scrutinizing:

- (i) voting through postal ballot under the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014
- (ii) e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, submit our report as under:
 1. 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 postal ballot and electronic means. Our responsibility as a Scrutinizer is to make a Scrutinizer's report of the votes cast "in favor" or "against" the resolutions stated above, based on the postal ballot papers received by the Company and reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facility.
 2. Further for the above, we submit our report as under:
 - a. The Company has completed on Thursday, 15th June, 2017, the dispatch of Notice along with Postal Ballot Forms and a self-addressed postage prepaid business reply envelope to its members through registered post and also sent an email through CDSL along with the details of Login ID and password to its members whose email



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APAC & Associates (a partnership firm with Registration No. P2011DE025300), w.e.f. February 25, 2016 converted into APAC & Associates LLP, a Limited Liability Partnership with LLP Registration No. AAF-7948

IDs were registered with the Company or its Registrar and Transfer Agent as on cut-off date i.e. Friday, 2nd June, 2017.

- b. The shareholders of the Company as on the cut-off date had the option to vote on the resolutions in the Notice either through the postal ballot forms physically or through e-voting facility.
- c. The particulars of all Postal Ballot forms received from the Members as well as details of e-voting as recorded through online platform provided by CDSL have been consolidated and entered in a Computerized Register separately maintained for the purpose.
- d. The physical postal ballot forms were kept under our safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms.
- e. The postal ballot papers were duly opened on Monday, 17th July, 2017 in our presence with due identification marks placed by us and the electronic votes were duly examined. The Ballot papers were diligently scrutinized and the details of shareholders with signature was verified on random basis.
- f. The envelopes containing postal ballot forms that were received after the close of working hours i.e. after 05:00 p.m. on Monday, 17th July, 2017 were not considered for our scrutiny and kept separately.
- g. The postal ballot forms were duly scrutinized and the Shareholding was matched / confirmed with the Register of Shareholder(s) of the Company.
- h. All the postal ballot forms received either in physical or by casting of votes electronically through CDSL portal up to the close of working hours i.e. 05:00 p.m. on Monday, 17th July, 2017, the last date and time fixed by the company for receipt of the forms were considered for our scrutiny.
- i. The ballot papers which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.
- j. We have not found any defaced or mutilated ballot paper.
- k. In terms of Procedure and Instructions for E-voting given along with Notice, the e-voting was considered valid in case the shareholders opted to vote through both modes i.e. physical as well as electronically.
- l. A summary of the Postal Ballot forms received / votes cast electronically is provided hereinafter:



Item No. 1

Special Resolution: Alteration of the heading of the Objects Clause III(A) of the Memorandum of Association of the Company.

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

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	12	2361134	26.493
E-voting	26	6550813	73.505
Total	38	8911947	99.998

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

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	1	100	0.001
E-voting	1	45	0.001
Total	2	145	0.002

(iii) **Invalid** votes:

Mode of voting	Number of members who voted	Number of votes cast by them
Postal ballot	2	95
E-voting	0	0
Total	2	95

Item No. 2

Special Resolution: Amendments to the Objects Clause III (B) of the Memorandum of Association of the Company.

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



Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	10	2361034	26.493
E-voting	26	6550813	73.505
Total	36	8911847	99.998

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

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	1	100	0.001
E-voting	1	45	0.001
Total	2	145	0.002

(iii) **Invalid** votes:

Mode of voting	Number of members who voted	Number of votes cast by them
Postal ballot	2	95
E-voting	0	0
Total	2	95

Item No. 3

Special Resolution: Deletion of the Objects Clause III (C) of the Memorandum of Association of the Company.

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

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	10	2361034	26.493
E-voting	26	6550813	73.505
Total	36	8911847	99.998



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

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	1	100	0.001
E-voting	1	45	0.001
Total	2	145	0.002

(iii) **Invalid** votes:

Mode of voting	Number of members who voted	Number of votes cast by them
Postal ballot	2	95
E-voting	0	0
Total	2	95

Item No. 4

Special Resolution:Amendment of the Liability Clause IV of the Memorandum of Association of the Company.

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

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	10	2361034	26.493
E-voting	26	6550813	73.505
Total	36	8911847	99.998

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

Mode of voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	1	100	0.001
E-voting	1	45	0.001
Total	2	145	0.002



(iii) **Invalid votes:**

Mode of voting	Number of members who voted	Number of votes cast by them
Postal ballot	2	95
E-voting	0	0
Total	2	95

We would like to inform that the above resolutions at Item no. 1, 2, 3 & 4 of the Notice dated 15th June, 2017 have been passed with requisite majority. The Chairman may accordingly declare the result of the voting through postal ballot and electronic means.

Thanking you,

Yours faithfully,

For APAC & Associates LLP
Company Secretaries

Neeta

Neeta Aggarwal
Partner
M. No. 33744
C.P. No. 13218



For PPAP Automotive Limited

Aggarwal

Chairman and Managing Director

Date: 18th July, 2017

Place: New Delhi