

Report on Corporate Governance

Corporate governance is about enabling organisations to achieve their goals, control risks, and assuring compliance. Good corporate governance incorporates a set of rules that define the relationship between stakeholders, management, and the board of directors of a company and influence how the company is operating. To succeed in the long term, companies need to build the necessary framework for organizations to achieve their objectives, manage risks, and ensure compliance. Thus, good corporate governance entails defining a robust set of rules that support the interactions among stakeholders, management, and the board of directors, shaping the company's operations. Building and sustaining fruitful relationships with various stakeholders is crucial for long-term success, and these relationships thrive when they are built on respect, trust, and mutual benefits. Therefore, a company's culture should prioritize integrity, openness, value diversity, and be receptive to the perspectives of shareholders and broader stakeholders.

PTC's corporate governance practices are deeply rooted in our ideals and the spirit of our company. Alongside external regulations, our policies and guidelines establish a clear framework for how we conduct ourselves in relation to the world around us. Fundamentally, our corporate culture is characterized by simplicity, pragmatism, cost-consciousness, and an entrepreneurial mindset that emphasizes teamwork, belief in people, and continuous improvement. Sustainability is seamlessly integrated into every aspect of our business, becoming an integral part of our employees' daily lives.

The foundation of our Corporate Governance philosophy rests on four pillars: corporate fairness, fiscal accountability, disclosure, and complete transparency.

The board of directors recognizes that good governance cannot be imposed; it must arise organically from the organizational

culture, with top management setting the tone. One of the board's foremost priorities is establishing the corporate culture and values that guide the conduct of executives throughout the company. This commitment permeates every relationship the company maintains, whether it's with investors, employees, customers, suppliers, regulators, local communities, or other stakeholders.

To fulfil its responsibilities and discharge its duties, the Board of Directors adheres to the procedures and standards outlined in the Corporate Governance Code. The company continuously reviews its governance practices and benchmarks them against internationally recognized standards employed by well-governed companies.

Board of Directors

Size and composition of the board

PTC has an effective mix of Executive Directors, Non-Executive Directors, and Independent Directors to maintain the Board's independence and separate the functions of governance from the day-to-day management activities. The board of directors of the Company consists of ten (11) directors out of which five (7) are non-Rotational directors (including Independent directors and a Managing Director) and four (4) are Rotational directors. The composition of the board is in compliance with Regulation 17 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015. The board periodically evaluates the need for change in its composition and size.

The Company has issued formal appointment letters to the Independent Directors as required by Regulation 46 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Composition of the board, and directorships held on March 31, 2023

Name of Director	Age	Other directorships held	Number of Committee Membership in domestic public companies (including this company)	
			As Chairman	As Member
Executive Directors, Non-Independent				
Sachin Agarwal	51	7	3	1
Priya Ranjan Agarwal	64	2	-	1
Alok Agarwal	61	2	-	4
Ashok Kumar Shukla	55	-	-	-
Smita Agarwal	47	6	-	1
Non-Executive Directors, Independent				
Dr. Rakesh Chandra Katiyar	67	4	3	2
Ajay Kashyap	74	3	-	2
Krishna Das Gupta	80	-	4	6
Brij Lal Gupta	71	-	-	4
Vishal Mehrotra	51	-	-	-
Prashuka Jain	35	1	1	2

Note:

- 1) Directorship of directors in other companies also includes directorship in Private Limited Companies.
- 2) Non-Executive Directors of the Company do not hold any securities of the Company.
- 3) Familiarization program imparted to Independent Directors of the Company can be found at www.ptcil.com
- 4) During the Financial year 2022-23, Prashuka Jain was appointed as an Independent Director of the Company w.e.f. September 05, 2022.

A brief profile of the directors is given below:

Sachin Agarwal

Sachin Agarwal is an accomplished professional with a Master's in Business Administration from the University of Tulsa, Oklahoma, and an M.Sc. in Finance from Boston College, Massachusetts. Alongside being a co-founder of e.Soft Technologies Limited, a software company with offices in Lucknow, Mumbai, and New York, he is a remarkable leader who has propelled PTC Industries to become a globally recognized manufacturer of aerospace materials and components, positioning the company with immense potential and promise.

Sachin's unwavering dedication and hard work have been instrumental in transforming PTC Industries into a world leader in critical and super-critical components for Aerospace, Defence, and Industrial applications. His relentless pursuit of excellence has driven the identification, absorption, development, and commercialization of new technologies and metallurgies for producing crucial metal components that find diverse applications. Sachin's unwavering passion for the business and commitment to the country has created a unique capability within India for manufacturing components that were previously sourced elsewhere or not produced domestically. Under his leadership, PTC has undertaken numerous groundbreaking initiatives, such as acquiring cutting-edge technologies like Replicast®, spearheading the development of path-breaking technologies like forgeCAST™, RapidCast™, and PowderForge, and establishing manufacturing capabilities that rival the best globally.

Recognizing his exceptional contributions, Sachin has been honored with various accolades. His explorations with new technologies have led to PTC receiving the 'National Award for R&D Efforts in Industry' from the Department of Science & Technology, Government of India. He was recognized for his achievements in the publication 'Small Big Bang' by the Indian Institute of Management (IIM) for his significant contribution to the industry and his leadership qualities. He was also featured in Forbes India as leading one of the "16 Hidden Gems" of the country and has received the Special Jury Award at the prestigious 2017 TIME India Awards. Under his leadership, PTC has been bestowed with the Total Cost Leadership Award by Rolls Royce – Marine, one of its most esteemed customers, and recently won the prestigious CII Industrial Innovation Awards 2018 becoming the most innovative manufacturing company in the medium segment in the country.

PTC has also been awarded the Raksha Mantri Award for Excellence in 2022.

Beyond his role at PTC, Sachin actively contributes to the industry and society. As Chairman of the Society for Indian Defence Manufacturers in Uttar Pradesh, he leads efforts to align industry and government initiatives, fostering a robust ecosystem for defence manufacturing in the state. He has also played a significant role in shaping industry discourse as the Chairman of the CII Northern Region MSME Committee. Sachin's commitment to the welfare of his employees is demonstrated by establishing various funds aimed at supporting their education and medical needs, ensuring a better quality of life and a safe work environment.

Priya Ranjan Agarwal

Priya Ranjan Agarwal has been an integral part of the company for the past 31 years, dedicating his expertise and working closely under the guidance of our Founder, Sateesh Agarwal. Currently serving as a Whole-time Director on the Board of the Company, Mr. Agarwal holds a Bachelor's degree in Engineering (Mechanical).

Throughout his tenure, Mr. Agarwal has made significant contributions to the growth and success of PTC by actively cultivating a broad base of domestic defence customers. His relentless efforts have focused on developing business opportunities within the key defence, aerospace, and infrastructure projects in the country. In this crucial role, he has tirelessly worked to establish the PTC brand as a well-known and respected entity in India. Through his strategic marketing initiatives and collaborative engagements with government and non-government organizations, Mr. Agarwal has played a vital role in expanding PTC's presence in the defence and aerospace sectors.

One of Mr. Agarwal's primary responsibilities is to spearhead business development efforts, particularly in the defence and aerospace domains, fostering strong relationships with customers and stakeholders. His unwavering commitment and dedication have been instrumental in securing and successfully executing several large-scale projects for domestic customers and the Indian government. Mr. Agarwal's comprehensive understanding of the industry landscape, coupled with his extensive experience, enables him to identify and capitalize on emerging opportunities, thus strengthening PTC's foothold in these sectors.

Alok Agarwal

Alok Agarwal has been an important part of PTC Industries for nearly 29 years, currently serving as a Whole-time Director on the Board of the Company. He holds a Bachelor's degree in Technology from the prestigious Indian Institute of Technology (IIT), Kanpur.

With a wealth of experience and expertise, Alok has held various senior positions within the company, overseeing Production, Quality, Technical, and coordination functions. His strong affinity for analytical work and proficiency in advanced technologies make him an invaluable asset in managing the day-to-day operational aspects of the business. Through his meticulous attention to detail and commitment to excellence, Alok has played a significant role in maintaining sustained and efficient performance across various operational and quality-related functions.

Under his leadership, the company has successfully obtained several ISO and other quality certifications, including critical aerospace approvals for its subsidiary. In addition to his operational responsibilities, Mr. Agarwal also oversees Environment, Health, and Safety compliances within the company. His commitment to maintaining a safe and sustainable work environment further underscores his dedication to upholding industry-leading standards.

With his extensive experience, deep technical knowledge, and unwavering commitment to operational excellence and quality, Alok Agarwal continues to play a pivotal role in driving PTC Industries' day-to-day operations. His leadership and expertise have been instrumental in obtaining essential quality and customer approvals, cementing PTC's reputation as a trusted and reliable partner in these sectors.

Smita Agarwal

Smita Agarwal, Director and Chief Financial Officer of PTC Industries Limited, brings a wealth of expertise and experience to her role. As a qualified Chartered Accountant and with her background at Price Waterhouse Coopers, she possesses a deep understanding of financial management and strategic planning. Additionally, her completion of a Diploma in Information Systems Audit from ICAI further strengthens her capabilities in IT-related domains.

Throughout her tenure at PTC, Smita has been instrumental in driving the accounting and finance functions within the company. She has spearheaded many key initiatives, including the recent listing of PTC on the National Stock Exchange (NSE). Her expertise in financial reporting, cash flow management, and investor relations has been invaluable in successfully navigating the listing process and enhancing the company's visibility and credibility in the market.

Smita has played a pivotal role in driving the implementation of efficient systems and processes in the company. With a strong focus on continuous improvement, Smita ensures that PTC leverages the latest technology and IT infrastructure to optimize productivity and drive innovation. Also leading the HR function in PTC, Smita oversees the development and implementation of comprehensive HR strategies and policies. She recognizes the importance of cultivating a positive and inclusive work culture, which supports employee growth and engagement. Through effective workforce planning and development programs, she fosters a high-performing and motivated workforce, enabling PTC to achieve its strategic objectives.

Smita is a founding member of e.Soft Technologies Limited, a prominent software development and business process consultancy company with offices in New York, Mumbai, and Lucknow. Her remarkable achievements in the corporate realm have been recognized through prestigious awards. In 2017, she was honoured with the Women Achiever Award in the Corporate category by LMA. Additionally, she was acknowledged by NITI Aayog as one of the top 60 women entrepreneurs in the country at the Women Transforming India Awards in 2018.

Smita's association with CII (Confederation of Indian Industry) has been extensive, holding multiple key roles within the organization. She has served as a member of the CII National Council and held

the Chairperson position for the Indian Women Network and the CII Women Empowerment Committee for 2022-23. Furthermore, she is a Past National Chairperson of CII Young Indians, a prestigious youth organization with over 5,000 members and a nationwide presence. In this capacity, she played a pivotal role in fostering youth leadership and nation-building initiatives, earning commendation from the Honourable Prime Minister, Shri Narendra Modi, for the significant impact created by CII Young Indians through their programs and community initiatives. Smita is currently the Vice Chairperson for CII Uttar Pradesh taking on a leadership role working with industry and government and contributing to the industrial growth and development of the state.

Ashok Kumar Shukla

Ashok Kumar Shukla has been an invaluable member of the PTC team since 2003, serving in various capacities over the past 19 years. For the past six years, he has held the position of Executive Director at the company. With a Bachelor's degree in Technology (Mechanical), he boasts over 31 years of expertise in the foundry industry, particularly in the realm of investment castings and Replicast® technology. His extensive experience spans multiple renowned engineering and foundry-based businesses, making him a true authority in manufacturing and production management.

At the Mehsana Plant, Mr. Shukla's outstanding leadership has played a critical role in charting growth plans and augmenting production capabilities, asset capacity, and flexibility. Simultaneously, he has demonstrated a keen focus on minimizing costs without compromising on current quality standards. Under his guidance, the Mehsana Plant has consistently delivered high-quality industrial castings, meeting the exacting demands of customers and industry standards.

In summary, Mr. Shukla's extensive experience, exceptional manufacturing and production management skills, and his instrumental role at the Mehsana Plant have been integral to PTC's success. His unwavering dedication to the manufacture of industrial castings, coupled with his expertise in investment castings and Replicast® technology, has positioned the Mehsana Plant as a leading producer in the industry. Mr. Shukla's contributions exemplify his commitment to driving growth, optimizing costs, and upholding the highest standards of quality within the organization.

Ajay Kashyap

Mr. Ajay Kashyap is a distinguished member of PTC's Board of Directors. Serving as an Independent Director since April 2007, Mr. Kashyap brings a wealth of expertise and experience to our company's governance.

With an impressive educational background, holding a Bachelor's in Technology (Chemistry) and a Masters in Science (Chemistry), Mr. Kashyap possesses a strong foundation in relevant fields. His academic achievements reflect his commitment to continuous learning and professional growth. Mr. Kashyap's extensive experience in the engineering industry adds immense value to our organization. As a seasoned professional, he has demonstrated a profound understanding of the sector's intricacies and challenges.

In his capacity as an Independent Director, Mr. Kashyap plays a pivotal role in ensuring transparent and effective corporate

governance practices. Beyond his contributions to PTC, he also serves as a director on the Boards of various other companies, further showcasing his wide-ranging expertise.

With a keen interest in advancing the company's success, Mr. Kashyap actively supports innovative ideas and initiatives aimed at enhancing operational and financial processes. His thoughtful insights and analytical acumen have proven to be invaluable assets in driving positive change and sustainable growth within the company.

Rakesh Chandra Katiyar

Dr. Rakesh Chandra Katiyar is an esteemed Independent Director on PTC's Board of Directors since April 2007. Dr. Katiyar's impressive educational background includes M.Com, Ph.D., FICWA, and D.Litt., showcasing his dedication to academic excellence.

In addition to his role as an Independent Director, Dr. Katiyar holds the prestigious position of a professor at the esteemed Chatrapati Sahuji Maharaj University, Kanpur. His association with academia further underlines his commitment to knowledge sharing and nurturing future talent. Dr. Katiyar's exceptional qualifications and experience have earned him a well-deserved reputation as a respected figure in his field. His expertise in relevant disciplines provides invaluable insights to our company's strategic decision-making process.

As an Independent Director, Dr. Katiyar actively contributes to maintaining a robust corporate governance framework. His involvement ensures transparency, accountability, and ethical practices within the organization, aligning with the best interests of all stakeholders.

Krishna Das Gupta

Mr. Krishna Das Gupta, an esteemed Independent Director joined our company's Board in July 2008 and holds impressive educational qualifications including M.Com, LLB, M.Phil, and a Masters in Public Administration, showcasing his diverse academic pursuits.

Prior to his role as an Independent Director, Mr. Gupta served as the esteemed Chief Commissioner of Income-Tax with the Government of India. His illustrious career in the public sector exemplifies his deep understanding of governance, regulatory matters, and fiscal policies. In addition to his contributions to our company, Mr. Gupta holds directorships on the Boards of various other esteemed organizations. His wide-ranging experience and exposure to different industries add a valuable perspective to our decision-making processes.

As an Independent Director, Mr. Krishna Das Gupta plays a vital role in promoting transparency, accountability, and ethical practices within the company. His invaluable insights and governance expertise strengthen our commitment to upholding the highest standards of corporate governance.

Brij Lal Gupta

Mr. Brij Lal Gupta is an esteemed professional with an exceptional background and a wealth of experience in the banking sector. Mr. Gupta's educational qualifications include a Bachelor's in Science

from Meerut University, as well as certifications from IRDA and CAIIB, reflecting his commitment to continuous learning and professional growth.

With an illustrious career spanning 42 years in banking, Mr. Gupta retired as General Manager from Punjab National Bank, where he made significant contributions to the organization's success. His extensive experience encompasses various domains, including sales, marketing operations, control, strategic planning, banking operations, and recovery in non-performing assets (NPAs).

Mr. Gupta's expertise and achievements extend beyond his tenure at Punjab National Bank. He currently holds the esteemed position of panel head on the interview board of IBPS (Institute of Banking Personnel Selection), contributing to the selection and development of future banking professionals. Additionally, he serves as a guest faculty in several Bank Training Colleges, sharing his knowledge and expertise to nurture the next generation of banking talent.

Furthermore, Mr. Brij Lal Gupta is actively associated as a Business Associate with BRICK, a reputable Risk Rating company. His involvement in this capacity underscores his continued commitment to the financial industry and his dedication to contributing to its growth and resilience.

Vishal Mehrotra

Mr. Vishal Mehrotra is a seasoned advocate with a commendable 25 years of experience practicing law. His expertise extends across various domains, including representing clients before Registration authorities, Revenue authorities, Commercial Tax authorities, Income Tax authorities, Appellate authorities, and the esteemed Hon'ble High Court.

Based in Lucknow (Uttar Pradesh), Mr. Mehrotra's legal acumen has made him a sought-after professional in the region. He handles legal matters for prominent private companies, non-corporate entities, and renowned individuals, exemplifying his versatility and effectiveness in providing legal counsel and representation.

With an impressive track record and vast experience, Mr. Vishal Mehrotra has earned a reputation for his dedication, commitment, and proficiency in navigating complex legal challenges. His presence in the legal community significantly enhances the services we can provide to our valued clients, ensuring that their legal matters are handled with the utmost expertise and care.

Prashuka Jain

Ms. Prashuka Jain has recently joined the board of PTC Industries as an Independent Woman Director. She is an accomplished and highly skilled Chartered Accountant with an exceptional track record spanning over 14 years, specializing in Accounting, Finance, and Taxation. Her extensive expertise and deep knowledge in the field make her an invaluable asset to any organization.

Having navigated through diverse financial landscapes, Prashuka possesses an acute understanding of complex accounting principles and regulatory requirements. She has a proven ability to streamline accounting processes and implement best practices, resulting in increased efficiency and accuracy.

Her strong interpersonal skills and ability to collaborate seamlessly with cross-functional teams make her an excellent communicator, bridging the gap between financial complexities and operational aspects. She is an Independent Director in one other company.

The following table gives the details of the number of board meetings attended and attendance at the last Annual General Meeting (AGM).

Name of directors	Director Identification Number	Number of Board Meeting during the year		Attendance at Last AGM held on 30 th September 2022
		Held	Attended	
Sachin Agarwal	00142885	6	5	Present
Priya Ranjan Agarwal	00129176	6	1	Present
Alok Agarwal	00129260	6	5	Present
Ashok Kumar Shukla	08053171	6	6	Present
Smita Agarwal	00276903	6	6	Present
Rakesh Chandra Katiyar	00556214	6	6	Present
Ajay Kashyap	00661344	6	4	Absent
Krishna Das Gupta	00374379	6	6	Absent
Vishal Mehrotra	08535647	6	6	Present
Brij Lal Gupta	06503805	6	6	Present
Prashuka Jain	06412915	6	3	Present

The board met six times during the financial year that ended 31st March 2023 and the attendance of each director in board meetings is as under:

Name of Directors	Dates of Board Meetings in 2022-23					
	28 th May 2022	13 th August 2022	05 th September 2022	20 th October 2022	14 th November 2022	11 th February 2023
Sachin Agarwal	✓	✓	✓	✓	✓	-
Smita Agarwal	✓	✓	✓	✓	✓	✓
Priya Ranjan Agarwal	-	-	-	✓	-	-
Alok Agarwal	✓	✓	✓	✓	✓	-
Ashok Kumar Shukla	✓	✓	✓	✓	✓	✓
Ajay Kashyap	✓	-	✓	-	✓	✓
Dr. Rakesh Chandra Katiyar	✓	✓	✓	✓	✓	✓
Krishna Das Gupta	✓	✓	✓	✓	✓	✓
Vishal Mehrotra	✓	✓	✓	✓	✓	✓
Brij Lal Gupta	✓	✓	✓	✓	✓	✓
Prashuka Jain	-	-	-	✓	✓	✓

Committees of the Board

There are Seven Committees of the board, viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Project Monitoring and Environment Committee, Banking Committee, Risk Management Committee and Listing Committee. The details as to the composition, terms of reference, number of meetings and related attendance, etc., of these committees are provided hereunder:

AUDIT COMMITTEE

Composition

The Audit Committee comprises five members (3 Independent-Non-Executive and 1 Executive Director). The composition and attendance of the Audit Committee is as under:

Sl. No.	Name	Category	Number of meetings during 2022-23	
			Held	Attended
1.	Dr. Rakesh Chandra Katiyar	Chairman, Independent Director	6	6
2.	Brij Lal Gupta	Member, Independent Director	6	6
3.	Krishna Das Gupta	Member, Independent Director	6	6
4.	Smita Agarwal	Member, Director and CFO	6	6
5.	Pragati Gupta, Company Secretary & Compliance Officer	Secretary to the Committee	6	6

The scope, activities, and terms of reference of the Audit Committee is as set out in Regulation 18 read with Part C of the Schedule II of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013.

Terms of Reference

- | | |
|---|--|
| <p>a) To oversee the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient, and credible.</p> <p>b) To recommend for appointment, remuneration, and terms of appointment of auditors of the Company and approve payment to statutory auditors for any other service rendered by the statutory auditors.</p> <p>c) To review the annual financial statements and auditor's report thereon before submission to the board for their approval.</p> <p>d) To review the quarterly, half-yearly financial results of the Company before submission to the board.</p> <p>e) To review the statement of uses/application of funds raised through an issue (public, rights or preferential) and make appropriate recommendations to the board in this regard.</p> | <p>f) To review and monitor the auditors' independence and performance and effectiveness of the audit process.</p> <p>g) To approve or to make any subsequent modification of transactions of the Company with related parties.</p> <p>h) To review the functioning of the whistle-blower mechanism.</p> <p>i) To evaluate internal financial controls and risk management systems.</p> <p>j) To monitor the end use of funds raised through public offers, etc, if any.</p> <p>k) To review the adequacy of the internal audit function with respect to the competence and capability of the internal auditor, reporting structure, and frequency of internal audit.</p> <p>l) To discuss with the internal auditor his findings relating to various functions of the company and follow up thereon.</p> <p>m) To hold periodic discussions with the statutory auditors and internal auditors of the Company concerning the accounts of the Company, scope of audit, and observations of auditors, etc.</p> |
|---|--|

Nomination and remuneration committee

Composition

The Nomination and Remuneration Committee comprises three directors (all are Independent, Non-Executive directors). The Composition and attendance of the Nomination and Remuneration Committee is as under:

Sl. No.	Name	Category	Number of meetings during 2022-23	
			Held	Attended
1.	Krishna Das Gupta	Chairman, Independent Director	6	6
2.	Brij Lal Gupta	Member, Independent Director	6	6
3.	Dr. Rakesh Chandra Katiyar	Member, Independent Director	6	6
4.	Pragati Gupta Company Secretary & Compliance Officer	Secretary to the Committee	6	6

Note: Performance Evaluation of Independent Directors is carried by standards in relation to the Company and its business. The evaluation criteria are self-adopted by Committee which includes, Quality and knowledge of the Independent Directors, integrity and industry knowledge, understanding the business and attributed risk, process and procedures, involvement in the oversight of the financial reporting process including internal controls and oversight of audit functions, etc.

Terms of Reference

- a) To recommend to the board the setup and composition of the board and its committees. This committee will periodically review the composition of the board with the objective of achieving an optimum balance of size, skills, knowledge, independence, and experience.
- b) To recommend to the board the appointment or reappointment of directors, key managerial personnel (KMPs), and executives appointed one level below the board.
- c) To devise a policy on board diversity.
- d) To review the performance of every director after considering the Company's performance, and to assist the board and the independent directors in the evaluation of performance of the board, its committees, and individual directors.
- e) To make recommendations to the board about the remuneration policy including salary, perquisites and commission to be paid to the directors, KMPs, and executives one level below the board.
- f) To finalize the remuneration, including salary, perquisites, and retirement benefits, of the directors and KMPs and to oversee the remuneration paid to them on an annual basis.
- g) To introduce and oversee a familiarization program for the directors.
- h) Perform such duties and responsibilities as may be consistent with the charter of the committee.

Remuneration of directors for the Financial Year 2022-23

Name	Salary	Contribution to funds	Sitting fees	Perquisite/Commission	Total
Sachin Agarwal	73,94,586	5,17,345	-	1,26,49,507	2,05,61,438
Priya Ranjan Agarwal	48,38,351	-	-	3,18,928	51,57,279
Alok Agarwal	33,800,38	-	-	28,800	34,08,838
Ashok Kumar Shukla	48,13,054	3,59,880	-	62,38,665	1,14,11,599
Smita Agarwal	33,75,096	3,42,383	-	28,800	37,46,279
Ajay Kashyap	-	-	28,000	-	28,000
Krishna Das Gupta	-	-	84,000	-	84,000
Rakesh Chandra Katiyar	-	-	78,000	-	78,000
Brij Lal Gupta	-	-	90,000	-	90,000
Vishal Mehrotra	-	-	42,000	-	42,000
Prashuka Jain	-	-	24,000	-	24,000

Non-Executive directors of the Company are only entitled for sitting fees and reimbursement of other ancillary expenditure incurred for attending the meeting of board of directors or committee thereof, in which director is inducted as member.

STAKEHOLDERS RELATIONSHIP COMMITTEE**Composition**

The Stakeholder Relationship Committee comprises four directors (3 Independent, Non-Executive and 1 Executive director). Composition and attendance of the Stakeholders Relationship Committee is as under:

Sl. No.	Name	Category	Number of meetings during 2022-23	
			Held	Attended
1.	Dr. Rakesh Chandra Katiyar	Chairman, Independent Director	1	1
2.	Sachin Agarwal	Member, Executive Director	1	0
3.	Krishna Das Gupta	Member, Independent Director	1	1
4.	Ajay Kashyap	Member, Independent Director	1	0
5.	Pragati Gupta Agarwal, Company Secretary & Compliance Officer	Secretary to the Committee	1	1

Terms of Reference

The Stakeholder Relationship Committee is constituted to address and oversee various matters concerning the Company's stakeholders. The committee's key responsibilities include:

- a) **Transfer of Shares:** Ensuring a smooth and efficient process for the transfer of shares and reviewing any issues or concerns related to share transfers.

- b) Redressal of Investor Grievances:** Addressing and resolving grievances raised by investors concerning the transfer or credit of shares, including cases of non-receipt of dividends, notices, or annual reports.
- c) Issuance of Duplicate Share Certificates:** Reviewing requests for duplicate share certificates and ensuring appropriate measures are taken to address such requests in a timely and secure manner.
- d) Dividends:** Monitoring the dividend distribution process and ensuring timely disbursement of dividends to eligible shareholders.
- e) Non-Receipt of Notices or Annual Reports:** Investigating instances of shareholders not receiving important notices or annual reports and taking corrective actions to rectify any lapses.
- f) Other Related Matters:** Reviewing and addressing any other matters related to stakeholder relationships that may arise from time to time.

The Stakeholder Relationship Committee operates with the utmost diligence and dedication to uphold the interests of the Company's stakeholders. By ensuring effective communication, timely

resolutions, and adherence to regulatory guidelines, the committee strives to foster trust and transparency in all stakeholder interactions.

The details pertaining to the number of complaints received and responded and the status thereof during the financial year ended March 31, 2023 are as under:

No. of complaints received from the shareholders	: 7
No. of complaints solved to the satisfaction of the shareholders	: 7
No. of complaints pending	: 0

Physical Share Transfers (from April 1, 2022 to March 31, 2023)

No. of shares transferred / transmitted	: 100/500
No. of shares pending for transfer	: Nil
Pending due to Exchange of Counter Receipts (CR) to share certificates	: NA

There are 91880 equity shares against which shareholders have not claimed share certificates in lieu of the Counter Receipts (CR) aggregating to 0.68% of the total paid-up equity share capital of the Company.

Project Monitoring and Environment Committee

Composition

The Project Monitoring and Environment Committee comprises four directors (2 Independent Non-Executive and 2 Executive Directors). Composition and attendance of Project Monitoring and Environment Committee is as under:

Sl. No.	Name	Category	Number of meetings during 2022-23	
			Held	Attended
1.	Sachin Agarwal	Chairman, Executive Director	1	0
2.	Alok Agarwal	Member, Executive Director	1	1
3.	Ajay Kashyap	Member, Independent Director	1	0
4.	Krishna Das Gupta	Member, Independent Director	1	1
5.	Pragati Gupta Agarwal, Company Secretary & Compliance Officer	Secretary to the Committee	1	1

Terms of Reference

The Project Monitoring Committee is established to provide diligent oversight and effective monitoring of significant capital expenditures and projects undertaken by the Company. The committee's key responsibilities include:

- a) Progress Monitoring:** Regularly overseeing and evaluating the progress of large capital expenditures and projects implemented by the Company. This involves assessing project timelines, milestones, and potential risks to ensure timely and successful completion.
- b) Approval of Large Orders:** Reviewing and approving the placement of large orders for equipment, plant, and machinery related to the projects. The committee ensures prudent financial decision-making in alignment with project objectives.

c) Execution Monitoring: Actively monitoring the execution of approved projects, tracking performance against project plans, and taking proactive measures to address any challenges or deviations.

d) Environmental Impact Assessment: Assessing the environmental impact of the Company's operations and projects. The committee identifies potential environmental issues and recommends suitable measures for environmental conservation and sustainability.

e) Direction for Improvements: Providing support and guidance to set a direction for improving environmental practices and ensuring the Company's operations adhere to environmental regulations and best practices.

f) New Project Implementation: Considering matters related to the smooth implementation of new projects, including project feasibility, resource allocation, and risk assessment.

BANKING COMMITTEE

Composition

The Banking Committee of the board comprises three directors (1 Independent and 2 Executive directors). The composition and attendance of the Banking Committee is as under:

Sl. No.	Name	Category	Number of meetings during 2022-23	
			Held	Attended
1.	Sachin Agarwal	Chairman, Managing Director	9	9
2.	Alok Agarwal	Member, Executive Director	9	9
3.	Brij Lal Gupta	Member, Independent Director	9	9
4.	Pragati Gupta Agarwal, Company Secretary & Compliance Officer	Secretary to the Committee	9	9

Terms of Reference

The Banking Committee is empowered by the Board, as per the resolution passed during their meeting held on November 7, 2015, to perform the following key functions and responsibilities:

- a) **Approval of Borrowings:** The committee has the authority to approve sanction letters and/or borrowings, either at a time or by cumulative sum, as specified by the Board. However, it is essential that the Chairman of the Committee presents such approvals at the subsequent meeting of the Board for confirmation.
- b) **Bank Account Operations:** The committee is responsible for passing resolutions pertaining to the opening, closing, and operation of bank accounts with the Company's present bankers, including State Bank of India, Punjab National Bank, HDFC Bank, Yes Bank, or any banks added in the future.
- c) **Signatory Authorizations:** The committee is authorized to approve additions or deletions to the signatories for banking transactions, ensuring smooth banking operations.
- d) **Surplus Fund Investment:** The committee has the responsibility to approve the investment of surplus funds according to the policy approved by the Board.
- e) **Foreign Exchange Transactions:** The committee has the power to approve transactions related to foreign exchange exposure, encompassing forward cover and derivatives products, among others.
- f) **Day-to-Day Banking Matters:** The committee is entitled to handle approvals and/or execution of day-to-day banking matters concerning the Company.
- g) **Additional Responsibilities:** The committee shall perform any other activities entrusted by the Board, provided they fall within the terms of reference defined herein.

RISK MANAGEMENT COMMITTEE

Composition

The Risk Management Committee comprises three directors (2 Independent and an Executive director). The composition of the Risk Management Committee is as under:

Sl. No.	Name	Category	Number of meetings during 2022-23	
			Held	Attended
1.	Dr. Rakesh Chandra Katiyar	Chairman, Independent Director	1	1
2.	Priya Ranjan Agarwal	Member, Executive Director	1	0
3.	Brij Lal Gupta	Member, Independent Director	1	1
4.	Pragati Gupta Agarwal, Company Secretary & Compliance Officer	Secretary to the Committee	1	1

Terms of Reference

The Risk Management Committee is entrusted with the following key responsibilities:

- a) **Risk Management Policy:** The committee is responsible for recommending a comprehensive risk management policy to the Board. This policy shall primarily focus on mitigating unsystematic risks that may impact the Company's operations adversely.
- b) **Risk Management Implementation:** The committee oversees the effective implementation of the approved risk management policy throughout the organization. It ensures that appropriate risk mitigation strategies are in place to safeguard the Company's interests.

- c) Risk Assessment and Reporting:** The committee diligently assesses and appraises the Board of any significant and relevant risks that have the potential to adversely affect the Company's affairs. It provides timely and accurate risk reports to facilitate informed decision-making.
- d) Risk Mitigation Measures:** The committee collaborates with relevant stakeholders to identify and recommend appropriate risk mitigation measures. It ensures that risk management processes are aligned with the Company's strategic objectives.
- e) Monitoring and Review:** The committee monitors the ongoing effectiveness of risk management initiatives, regularly reviewing risk exposures and mitigation efforts. It provides periodic updates to the Board on risk management activities.
- f) Compliance and Best Practices:** The committee ensures that the risk management policy and processes comply with applicable regulations and industry best practices. It strives to foster a culture of risk awareness and responsibility within the organization.
- g) Crisis Management:** The committee plays a pivotal role in crisis management, devising contingency plans to address unforeseen risks and events effectively.
- h) Reporting and Communication:** The committee maintains open channels of communication with stakeholders, promoting transparency in risk reporting and disclosure.

LISTING COMMITTEE

Composition

The Listing Committee of the board was formed by the resolution passed in the meeting of the board of directors held on April 23, 2014. It comprises three directors. The composition of the Listing Committee is as under:

Sl. No.	Name	Category	Number of meetings during 2022-23	
			Held	Attended
1.	Sachin Agarwal	Chairman, Executive Director	3	3
2.	Alok Agarwal	Member, Executive Director	3	3
3.	Smita Agarwal	Member, Director and CFO	3	3
4.	Pragati Gupta Agarwal, Company Secretary & Compliance Officer	Secretary to the Committee	3	3

Terms of Reference

The Listing Committee is responsible for diligently overseeing and monitoring all tasks related to the listing of equity shares of the Company at stock exchanges. The committee's primary responsibilities include:

- a) Listing Compliance:** Ensuring strict compliance with all provisions of the Listing Agreement with the stock exchanges where the Company's equity shares are listed.
- b) Listing Process Oversight:** Overseeing and managing all aspects of the listing process, including submission of necessary documents and approvals required for the listing of equity shares.
- c) Timely Disclosures:** Ensuring timely and accurate disclosures to the stock exchanges as mandated by the Listing Agreement and regulatory authorities.
- d) Corporate Governance:** Upholding high standards of corporate governance in the context of the listing requirements, ensuring transparency and fair practices.
- e) Communication with Stock Exchanges:** Maintaining effective communication and coordination with the respective stock exchanges regarding listing-related matters.
- f) Listing Rule Updates:** Staying abreast of changes in listing rules and regulations and recommending necessary actions to the Board for compliance.
- g) Reporting and Documentation:** Providing regular reports and updates to the Board on the progress of listing-related tasks and maintaining appropriate documentation.
- h) Regulatory Compliance:** Ensuring compliance with all relevant laws, regulations, and guidelines related to equity share listing.
- i) Investor Relations:** Addressing inquiries or concerns raised by investors and stakeholders regarding the listing status and associated matters.
- j) Review and Recommendations:** Conducting periodic reviews of the listing process and recommending improvements or corrective actions, if required.
- k) Record Maintenance:** Ensuring proper record-keeping of all listing-related documents, agreements, and correspondence.

INDEPENDENT DIRECTORS COMMITTEE

The statutory role of the Independent Directors Committee of the Board is to review the performance of the non-Independent Directors, including the Chairman of the Company, and the Board, and also to assess the quality, quantity and timeliness of flow of information between the Company management and the Board.

Composition

The Independent Directors Committee comprises all the Independent Directors of the Company, whose names are provided under the section 'Board of Directors and Committees' in the Report and Accounts.

Meetings and Attendance

Details of Independent Directors Committee Meeting during the financial year

During the financial year ended 31st March, 2023, one meeting of the Independent Directors Committee was held.

BOARD EVALUATION AND TRAINING

Familiarisation and training of board members

PTC recognizes the vital role of an informed and engaged Board in fulfilling its duties as trustees and meeting the expectations of stakeholders and society. To achieve this, the Company ensures that its Directors are kept well-informed about changes and developments in both domestic and global corporate and industry landscapes, including statutory and legislative updates, and the economic environment. This approach enables Directors to make well-informed and timely decisions.

Regular visits to Company facilities and plants are organized for Directors, providing them with firsthand insights into the Company's operations and new ventures. These visits help keep the Directors abreast of the Company's activities and developments.

PTC emphasizes the importance of keeping Directors updated with developments in the industrial sector. For this purpose, skill development programs are arranged periodically to enhance their understanding and knowledge.

Moreover, PTC conducts training sessions during board meetings to educate Directors about the Company's business and risk parameters. Presentations are made to familiarize Directors with their duties, responsibilities, powers, and roles under various statutes.

By providing continuous training, informative sessions, and valuable exposure, PTC ensures that its Board of Directors remains well-equipped to make sound decisions, govern effectively, and contribute to the Company's long-term success and sustainability.

Evaluating the performance of non-executive directors

The board evaluates the performance of non-executive directors and other directors of the Company. Further, the independent directors also evaluate the performance of non-independent directors in a separate meeting where Non-Independent directors remain absent and the Nomination and Remuneration Committee also evaluates the performance of the Board as a whole, including the Executive Chairman of the Company in their meeting.

Whistle-blower policy

The company has established a vigil mechanism pursuant to the requirement under regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations (SEBI (LODR) Regulations) & section 177 of the Companies Act, 2013 and adopted a 'Whistle Blower Policy' for employees and directors to report instances of unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The purpose of this policy is to provide a framework to promote responsible and secure whistle-blowing. It protects employees wishing to raise concerns about serious irregularities within the Company. In line with this policy, no person is denied access to the chairman of the audit committee.

General Body Meetings

The date, time and venue of the last three Annual General Meetings of the Company are as follows:

AGM No.	Date	Time	Location	Special Resolution Passed
59 th	September 30, 2022	03:00 P.M.	Via Audio/Video Conferencing facility	Yes
58 th	November 22, 2021	03:00 P.M.	Via Audio/Video Conferencing facility	Yes
57 th	September 30, 2020	03:00 P.M.	Via Audio/Video Conferencing facility	Yes

Postal Ballot- During the year under report no resolutions were passed by shareholders through Postal Ballot. Resolutions passed through Postal Ballot, if any, will be taken up as and when necessary.

During the year one Extraordinary General Meeting was held on Saturday, November 19, 2022 for the approval of below items.

1. Issuance of 6,30,170 fully convertible warrants on preferential basis to persons belonging to 'non-promoter' category.
2. Issuance of 2,89,600 equity shares on preferential basis to persons belonging to 'non-promoter' category.

PTC CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING – 2019

The PTC Code of Conduct for Prevention of Insider Trading, approved by the Board of Directors, inter alia, prohibits trading in securities of the Company by Directors and employees while in possession of unpublished price sensitive information in relation to the Company.

PTC CODE OF CONDUCT

The PTC Code of Conduct, endorsed by the Board of Directors, applies to all Directors, senior management, and employees of the Company. Rooted in core principles of good corporate governance, responsible corporate citizenship, and ethical personal conduct, the Code upholds the Company's business integrity and reputation.

Encompassing various aspects, the Code emphasizes PTC's commitment to Corporate Social Responsibility (CSR) and sustainable development. It underscores the significance of occupational health, safety, and environmental concerns, promoting a workplace that fosters gender inclusivity.

Transparency, accountability, and adherence to auditability standards are key values highlighted in the Code. Legal compliance is a paramount aspect, ensuring that all actions and decisions align with relevant laws and regulations. Furthermore, the Code embraces the philosophy of leading by personal example, encouraging all individuals associated with PTC to demonstrate exemplary conduct in their professional and personal lives.

The complete PTC Code of Conduct is accessible on the Company's corporate website, affirming its commitment to openness and making ethical practices accessible to all stakeholders. By adhering to this Code, PTC aspires to uphold its values, nurture a positive work environment, and contribute to the overall well-being of society.

Disclosures

1. Details of non-compliances, penalties, and strictures by Stock Exchanges / SEBI / Statutory Authorities on any matter related to capital markets during the last three years:

There has been no instance of any non-compliance except as mentioned in Annual Secretarial Compliance Report on page no 75 during the last three years by the Company on any matter under the Securities and Exchange Board of India, any stock exchange or any other statutory authority related to the capital market.

2. Inter-se relationships between Directors and Key Managerial Personnel of the Company:

Sachin Agarwal, Chairman & Managing Director & Smita Agarwal, Whole Time Director & CFO are related as spouses.

3. Materially significant related party transactions which may have potential conflict with the interests of the Company at large: **None**
4. Material financial and commercial transactions of senior management, where they may have had personal interest, and which had potential conflict with the interests of the Company at large:

Your Company has not entered any transaction of a material nature except transactions with related parties which have been given under notes to the financial statements as stipulated under Indian Accounting Standard (Ind AS) 24 and Annexure to the Director's report in Annexure III, with the promoters, directors, management, their subsidiaries or relatives, etc. All transactions were carried out on an arms-length basis and were not prejudicial to the interest of the Company.

5. As per the meeting of the Board of Directors held on Friday, August 13, 2021 approving the issue of equity shares of the face value of ₹ 10 each ("Equity Shares") of the Company on a rights basis to the eligible shareholders of the Company and the meeting of the Listing Committee of the Board of Directors held on Wednesday, March 30, 2022 approving the issue size of up to Rs. 7.85 Crores.

The Company allotted 78,58,594 fully paid-up equity shares on August 23, 2022 of the face value of ₹ 10 each ("rights equity shares") of the Company for cash at a price of ₹ 10/- per rights equity share aggregating up to ₹ 785.86 lakhs on a rights basis to the eligible equity shareholders of our company in the ratio of 3 rights equity shares for every 2 fully paid-up equity shares held by the eligible equity shareholders of our company on the record date July 22, 2022.

Further, the whole amount was utilised as on September 30, 2022 as per the purpose mentioned in the offer letter.

6. Details of utilisation of funds raised through preferential allotment or qualified institutions placement:

As per approval of the Board of Directors on October 20, 2022 and Shareholders' approval on November 19, 2022 for the issue and allotment of up to 2,89,600 Equity Shares of face value of Rs. 10/- each and up to 6,30,170 Fully Convertible Warrants ('Warrants') of face value of Rs. 10/- each of the Company to persons belonging to Non-Promoter Category on a preferential basis. As on December 07, 2022 Company issued and allotted 2,84,600 Equity Shares of face value of Rs. 10/- per Equity Share at an issue price of Rs. 2,349/- per Equity Share aggregating to Rs. 66,85,25,400 /- (Rupees Sixty-Six Crore Eighty-Five Lakh Twenty-Five Thousand Four Hundred Only), and 6,30,170 Fully Convertible Warrants ('Warrants') at an issue price of Rs. 2,349/- per Warrant aggregating to Rs. 1,48,02,69,330 /- (Rupees One Hundred Forty-Eight Crore Two Lakh Sixty-Nine Thousand Three Hundred Thirty Only), convertible into an equivalent number of Equity Shares of face value Rs. 10/- each within a period of 13 months from the date of allotment, on a preferential basis ('Preferential Allotment') to the persons belonging to the 'Non-Promoter' category on a preferential basis ('Preferential Allotment').

7. None of the Directors of the Company has been debarred or disqualified from being appointed or continuing as a Director by SEBI / Ministry of Corporate Affairs / Statutory Authorities, which has also been confirmed by Messrs. Amit Gupta & Associates, Practising Company Secretaries.
8. Confirmation by the Board with respect to the Independent Directors is provided in the Report of the Board of Directors

- & Management Discussion and Analysis, forming part of the Report and Accounts.
9. A certificate, by a practicing Company Secretary to the effect that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies, is annexed to this report.
 10. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are provided in the Board Report.
 11. Information with respect to Commodity Price Risk or Foreign Exchange Risk and Hedging Activities is provided in the Report of the Board of Directors & Management Discussion and Analysis and in the Notes to the Financial Statements, forming part of the Report and Accounts.
 12. In view of the diversified business portfolio of the Company, its exposure in none of the individual commodities which are sourced either for use as inputs in its businesses or for Agri-commodity trading, is material in the context of its overall operations, and also in terms of the Policy for determination of materiality of events and information for disclosure to the Stock Exchanges, as approved by the Board. Accordingly, the disclosure requirements prescribed under the SEBI Circular dated 15th November, 2018 are not applicable for the Company.
 13. The total fees paid by the Company to Messrs. Walker Chandio & Co. LLP, Statutory Auditors of the Company, aggregate Rs. 31.32 Lakhs for the period under report.
 14. Aerolloy Technologies Limited is a material subsidiary of the company incorporated on February 17, 2020, having a registered office at NH-25A, Sarai Sahjadi Lucknow, Uttar Pradesh. M/s. Agarwal & Saxena, Chartered Accountants (FRN- 002405C), is the Statutory Auditors of the Company, appointed in the Annual General Meeting held on November 11, 2021. The total fees paid by the Company to the M/s. Agarwal & Saxena aggregate Rs. 1.5 Lakhs for the period under report
 15. Compliance Officer under the Listing Regulations 2015: Ms. Pragati Gupta, Company Secretary & Compliance Officer
 16. The Company has adopted a 'Whistle Blower Policy' and has established the necessary vigil mechanism for directors and employees to report concerns about unethical behaviour. It is affirmed that no person was denied access to the chairman of the audit committee. The Whistle Blower Policy can be accessed at www.ptcil.com.
 17. Your company has made compliances with mandatory requirements under SEBI (Listing Obligation and Disclosure Requirements)
 18. Policy on Materiality and Policy on Related party Transactions can be accessed at <https://www.ptcil.com/corporate/Policies>
 19. The Company has a risk management policy for risk identification, assessment and control to effectively manage risk associated with business of the Company.

Means of Communication

1. The quarterly results are placed on the Company's website whilst submitting to the Stock Exchange.
2. Financial results are published in English and Hindi newspapers (generally in Financial Express and Jansatta). Notices of board meetings to approve the financial results are also published in these newspapers.
3. Financial results along with notice of the board meetings can be accessed at Company's website www.ptcil.com under the head 'Financials'.
4. The Company's website www.ptcil.com not only gives a description of its products and activities, but also highlights the achievements of the Company and official news releases. There are no Institutional Investors nor are any presentations made to analysts.

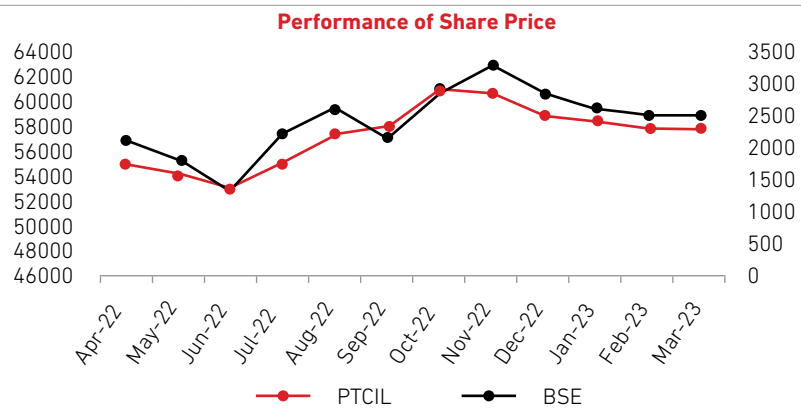
General Shareholders' Information

Annual General Meeting	Date: September 30, 2022 Time: 03:00 P.M. Through Video Conferencing
Book Closure Date	-
Financial calendar (Tentative)	1 st April 2022 to 31 st March 2023
Dividend Payment date	The Company is making a substantial investment in a new subsidiary Aerolloy Technologies Limited for entering into manufacture of aerospace related products which shall significantly diversify and grow the Company's portfolio. This is expected to yield positive financial growth also for the Company in the coming years. Hence, the directors do not consider it prudent to recommend any dividend for the year ended on March 31, 2023.
Listing on Stock Exchange	BSE Limited The Company has paid Annual Listing Fees to BSE Limited for the current year.
Stock Exchange Code	539006
Market Price Data	Stock market price data for the financial year 2022-23. High/Low of daily closing market price of the Company's shares traded at BSE during each month in the Financial Year ended on March 31, 2022 are as under:

Month	High Price	Low Price	Close Price	No. of Shares
Apr-22	1783.95	1450.00	1590.80	53358
May-22	2114.50	1475.00	2030.40	31534
Jun-22	2180.00	1871.10	2120.95	45156
Jul-22	2612.30	2014.00	2612.30	30699
Aug-22	2850.00	2240.15	2783.25	22289
Sep-22	3132.40	2431.00	3132.40	24399
Oct-22	3229.00	2550.05	2600.00	31252
Nov-22	3169.00	2558.05	3014.20	30247
Dec-22	5469.00	3002.00	4971.85	62845
Jan-23	5387.00	4187.00	4453.00	24191
Feb-23	4968.30	3410.00	3940.45	18800
Mar-23	5012.90	3352.60	5012.90	33712

Performance of the share price of the Company in comparison to the BSE Sensex: (During 2022-23)

% change in Company Share price	% change in SENSEX
30.56%	03.38%



Registrar and Transfer Agent

M/s Link Intime India Private Limited

C-101, 247 Park, LBS Marg Vikhroli West Mumbai 400 083

Phone 022 – 49186000

Fax 022 – 49186060

Email rnt.helpdesk@linkintime.co.in

Share Transfer System

Share transfer work of the physical segment is attended to by the Company's Registrar and Share Transfer Agent within the period prescribed under the law and the listing agreement. Share transfers are approved by a committee of directors which meets periodically.

Plant Locations

AMTC Plant

NH 25A, Sarai Shahjadi,
Lucknow 227101,
Uttar Pradesh, India.

Mehsana Plant

Rajpur, Taluka Kadi, District Mehsana 382 740,
Gujarat, India.

Windmill Power Division

Surajbari Region, Shikarpur Village, Kutch District,
Gujarat, India.

Address for correspondence

The Company Secretary
PTC Industries Limited
Advanced Manufacturing and Technology Centre
NH-25A Sarai Shahjadi,
Lucknow-227101, Uttar Pradesh, India.

Dematerialization of Shares

The Company has signed a tri-partite agreement with both depositories National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited and Company's Registrar and Share Transfer Agent M/s Link Intime India Private Limited to facilitate dematerialization of Shares. The Company's equity shares have been admitted to dematerialisation w.e.f. July 20, 2002 and the ISIN is INE596F01018. The details of shares in physical and Demat form as on March 31, 2023 is as under:

Description of Shares	Number of Shares	Percentage
No. of shares in physical mode	1,63,010	1.22
No. of shares in electronic mode	1,32,19,247	98.78
Total	1,33,82,257	100.00

Distribution of shareholding (As on March 31, 2023)

Sr. No.	Share Range	Number of shareholders	Number of shares	% to total number of shares
1	1 to 500	5001	3,22,396	2.41
2	501 to 1000	222	1,57,430	1.18
3	1001 to 2000	123	1,71,980	1.29
4	2001 to 3000	41	1,00,958	0.75
5	3001 to 4000	15	54,001	0.40
6	4001 to 5000	26	1,14,091	0.85
7	5001 to 10000	40	2,84,800	2.13
8	10001 and above	76	1,21,76,601	90.99
Total		5544	1,33,82,257	100.0

Shareholding Pattern (As on March 31, 2023)

Shareholding Pattern	No. of Shares	% of Capital
Promoter and Directors (including relatives)	92,95,818	69.46
Clearing Members	426	0.00
Other Bodies Corporate	2,80,942	2.10
Hindu Undivided Family	2,58,150	1.93
Market Maker	6,500	0.05
Non-Resident Indians	35,211	0.26
LLP	70,262	0.53
Trusts	30,000	0.22
Firm	3,000	0.02
Public	34,01,948	25.43
TOTAL:	1,33,82,257	100.00

Information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name	Mr. Smita Agarwal
Date of Birth	April 15, 1976
Date of Joining	June 01, 2019
No. of shares held	3,35,276
Qualification	Chartered Accountant
Experience	26 years
Expertise	HR, Account, Finance, and Taxation
Other Listed Company Directorship	-
Chairman/ membership in other listed company committees	-

GREEN INITIATIVE

As a responsible corporate citizen, the Company wholeheartedly embraces and supports the 'Green Initiative' initiated by the Ministry of Corporate Affairs, Government of India. This initiative facilitates the electronic delivery of documents, including the Annual Report, to shareholders at their registered e-mail addresses.

We kindly request shareholders who have not yet registered their e-mail addresses to do so promptly. Shareholders holding shares in Demat form can register their e-mail addresses with their respective Depository Participants (DPs). For shareholders holding shares in physical form, we request you to register your e-mail addresses with the Registrar and Transfer Agent (RTA) by sending a duly signed letter. The letter should include details of your Folio Number.

By participating in this 'Green Initiative,' we collectively contribute to reducing paper usage, conserving resources, and promoting sustainable practices. The Company is committed to providing shareholders with easy and eco-friendly access to important documents while aligning with our commitment to environmental responsibility.