



# PNC Infratech Limited

An ISO 9001 : 2015 Certified Company

Ref No: PNC/SE/54/19-20

Date: 02.10.2019

To,  
The Manager  
The Department of Corporate Services  
BSE Limited  
Floor 25, P.J. Towers,  
Dalal Street, Mumbai-400 001  
Scrip code:539150

To,  
The Manager  
The Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai-400 051  
Scrip code: PNCINFRA

Dear Sir,

**Sub: Details regarding Voting Results of 20<sup>th</sup> AGM under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of the voting results of the 20<sup>th</sup> (Twentieth) Annual General Meeting (AGM) of the Company held on **Monday, September 30, 2019 at Auditorium ISKCON Complex, Hare Krishna Hill, Sant Nagar, Main Road, East of Kailash, New Delhi – 110065** are enclosed in the prescribed format along with Combined Scrutinizer's Report.

Please take note of the same.

Thanking you,  
For PNC Infratech Limited

**Tapan Jain**  
Company Secretary & Compliance Officer  
ICSI M. No.: A22603



Encl: as above



**Corporate Office** : PNC Tower,  
3/22-D, Civil Lines, Bypass Road,  
NH-2, Agra-282002

Tel. : 91-562-4054400 (30 Lines)  
91-562-4070000 (30 Lines)

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Email : ho@pncinfratech.com

**Regd. Office** : NBCC Plaza, Tower II,  
4th Floor, Pushp Vihar, Sector-V, Saket  
New Delhi--110017 (India)

Tel. : 91-11-29574800 (10 Lines)  
91-11-29566511, 64724122

Fax : +91-11-29563844

Email : delhioffice@pncinfratech.com  
Web. : www.pncinfratech.com  
CIN : L45201DL1999PLC195937

DNV

**Details of Voting Results of 20<sup>th</sup> Annual General Meeting pursuant to Regulations 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015**

<b>Date of AGM</b>	September 30, 2019
<b>Total number of shareholders on record date</b> [i.e. September 23, 2019 – cut off date for remote e-voting and voting by ballot form at the venue of the AGM]	23187
<b>No. of Shareholders present in the meeting either in person or through proxy</b>	42
Promoters and Promoter Group:	14
Public:	28
<b>No of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group:	<b>Not Applicable</b>
Public:	

**Agenda wise disclosure**

The mode of voting for all resolutions was remote e-voting which included voting by electronic mode conducted between Friday, 27<sup>th</sup> September 2019 from 9:00 A.M. IST and ended on Sunday, 29<sup>th</sup> September 2019 up to 5:00 P.M. IST and voting by Poll through ballot Paper at the venue of the AGM.

**Resolution No.1:**

To receive, consider and adopt -

- a) the audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019, along with the report of the Board of Directors and Auditors thereon.
- b) the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, along with the report of the Auditors thereon.

- |  |                     |
|--|---------------------|
| a) Resolution required   | Ordinary Resolution |
| b) Whether promoter or Promoter Group are interested in the resolution | No                  |

Resolution (1)								
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	143841000	143841000	100.00	143841000	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>143841000</b>	<b>143841000</b>	<b>100.00</b>	<b>143841000</b>	<b>0</b>	<b>100</b>





Public Institutions	E-voting	75175660	52858364	70.31	52858364	0	100.00	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>75175660</b>	<b>52858364</b>	<b>70.31</b>	<b>52858364</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public Non - Institutions	E-voting	37522505	25618654	68.28	25618654	0	100	0
	Poll		19002	0.05	19002	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>37522505</b>	<b>25637656</b>	<b>68.33</b>	<b>25637656</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Total</b>		<b>256539165</b>	<b>222337020</b>	<b>86.67</b>	<b>222337020</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Whether resolution is Pass or Not								Yes

**Resolution No. 2: To declare dividend on Equity Shares for the financial year ended 31st March 2019.**

- a) Resolution required Ordinary Resolution  
b) Whether promoter or Promoter Group are interested in the resolution No

**Resolution (2)**

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	143841000	143841000	100.00	143841000	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>143841000</b>	<b>143841000</b>	<b>100.00</b>	<b>143841000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-voting	75175660	53020607	70.53	53020607	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>75175660</b>	<b>53020607</b>	<b>70.53</b>	<b>53020607</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Non - Institutions	E-voting	37522505	25618654	68.28	25618654	0	100	0
	Poll		19002	0.05	19002	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>37522505</b>	<b>25637656</b>	<b>68.33</b>	<b>25637656</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Total</b>		<b>256539165</b>	<b>222499263</b>	<b>86.73</b>	<b>222499263</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Whether resolution is Pass or Not								Yes

**Resolution No. 3: Appoint a Director in place of Shri Yogesh Kumar Jain, Managing Director, (DIN 00086811), who retires by rotation and being eligible, offers himself for re-appointment.**

- a) Resolution required Ordinary Resolution





- b) Whether promoter or Promoter Group are interested in the resolution No

### Resolution (3)

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	143841000	143841000	100.00	143841000	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>143841000</b>	<b>143841000</b>	<b>100.00</b>	<b>143841000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-voting	75175660	53020607	70.53	52903676	116931	99.78	0.22
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>75175660</b>	<b>53020607</b>	<b>70.53</b>	<b>52903676</b>	<b>116931</b>	<b>99.78</b>	<b>0.22</b>
Public Non - Institutions	E-voting	37522505	25618654	68.28	25618654	0	100.00	0.00
	Poll		19002	0.05	19002	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>37522505</b>	<b>25637656</b>	<b>68.33</b>	<b>25637656</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>256539165</b>	<b>222499263</b>	<b>86.73</b>	<b>222382332</b>	<b>116931</b>	<b>99.95</b>	<b>0.05</b>
<b>Whether resolution is Pass or Not</b>							<b>Yes</b>	

#### Resolution No 4: Ratify remuneration of Cost Auditors of the Company for F.Y. 2019 - 20.

- a) Resolution required Ordinary Resolution  
b) Whether promoter or Promoter Group are interested in the resolution No

### Resolution (4)

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	143841000	143841000	100.00	143841000	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>143841000</b>	<b>143841000</b>	<b>100.00</b>	<b>143841000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public	E-voting	75175660	53020607	70.53	53020607	0	100.00	0.00









Total		256539165	222499263	86.73	214934226	7565037	96.60	3.40
Whether resolution is Pass or Not							Yes	

**Resolution No.6: Revision in the remuneration of Mr. Chakresh Kumar Jain (DIN: 00086768), Managing Director.**

- a) Resolution required Special Resolution  
b) Whether promoter or Promoter Group are interested in the resolution No

Resolution (6)								
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	143841000	143841000	100.00	143841000	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>143841000</b>	<b>143841000</b>	<b>100.00</b>	<b>143841000</b>	<b>0</b>	<b>100</b>
Public Institutions	E-voting	75175660	53020607	70.53	45576433	7444174	85.96	14.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>75175660</b>	<b>53020607</b>	<b>70.53</b>	<b>45576433</b>	<b>7444174</b>	<b>85.96</b>
Public Non - Institutions	E-voting	37522505	25618654	68.28	25618642	12	100.00	0.00
	Poll		19002	0.05	19002	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>37522505</b>	<b>25637656</b>	<b>68.33</b>	<b>25637644</b>	<b>12</b>	<b>100.00</b>
<b>Total</b>		<b>256539165</b>	<b>222499263</b>	<b>86.73</b>	<b>215055077</b>	<b>7444186</b>	<b>96.65</b>	<b>3.35</b>
Whether resolution is Pass or Not							Yes	

**Resolution No.7: Revision in the remuneration of Mr. Yogesh Kumar Jain (DIN: 00086811), Managing Director.**

- a) Resolution required Special Resolution  
b) Whether promoter or Promoter Group are interested in the resolution No

**Resolution (7)**





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	143841000	143841000	100.00	143841000	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>143841000</b>	<b>143841000</b>	<b>100.00</b>	<b>143841000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-voting	75175660	53020607	70.53	45576433	7444174	85.96	14.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>75175660</b>	<b>53020607</b>	<b>70.53</b>	<b>45576433</b>	<b>7444174</b>	<b>85.96</b>	<b>14.04</b>
Public Non - Institutions	E-voting	37522505	25618654	68.28	25618642	12	100.00	0.00
	Poll		19002	0.05	19002	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>37522505</b>	<b>25637656</b>	<b>68.33</b>	<b>25637644</b>	<b>12</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>256539165</b>	<b>222499263</b>	<b>86.73</b>	<b>215055077</b>	<b>7444186</b>	<b>96.65</b>	<b>3.35</b>
Whether resolution is Pass or Not							Yes	

**Resolution No.8: Revision in the Remuneration of Mr. Anil Kumar Rao (DIN: 01224525), Whole Time Director**

- a) Resolution required Special Resolution  
b) Whether promoter or Promoter Group are interested in the resolution No

**Resolution (8)**

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	143841000	143841000	100.00	143841000	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>143841000</b>	<b>143841000</b>	<b>100.00</b>	<b>143841000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-voting	75175660	53020607	70.53	52903676	116931	99.78	0.22
	Poll		0	0.00	0	0	0.00	0.00





	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	75175660	53020607	70.53	52903676	116931	99.78	0.22
Public Non - Institutions	E-voting	37522505	25618654	68.28	25618642	12	100.00	0.00
	Poll		19002	0.05	19002	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		37522505	25637656	68.33	25637644	12	100.00
Total		256539165	222499263	86.73	222382320	116943	99.95	0.05
Whether resolution is Pass or Not							Yes	

**Resolution No.09: Re-appointment of Mr. Ashok Kumar Gupta (DIN: 02808356) as an Independent Director for a Second Term of Five Consecutive Years.**

- a) Resolution required Special Resolution  
b) Whether promoter or Promoter Group are interested in the resolution No

**Resolution (9)**

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	143841000	143841000	100.00	143841000	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		143841000	143841000	100.00	143841000	0	100
Public Institutions	E-voting	75175660	53020607	70.53	47450462	5570145	89.49	10.51
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		75175660	53020607	70.53	47450462	5570145	89.49
Public Non - Institutions	E-voting	37522505	25618654	68.28	25618654	0	100.00	0.00
	Poll		19002	0.05	19002	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		37522505	25637656	68.33	25637656	0	100.00
Total		256539165	222499263	86.73	216929118	5570145	97.50	2.50
Whether resolution is Pass or Not							Yes	

**Resolution No.10: Re-appointment of Mr. C R Sharma (DIN: 00522678) as an Independent Director for a Second Term of Five Consecutive Years.**

- a) Resolution required Special Resolution  
b) Whether promoter or Promoter Group are interested in the resolution No





### Resolution (10)

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	143841000	143841000	100.00	143841000	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>143841000</b>	<b>143841000</b>	<b>100.00</b>	<b>143841000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-voting	75175660	53020607	70.53	41415760	11604847	78.11	21.89
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>75175660</b>	<b>53020607</b>	<b>70.53</b>	<b>41415760</b>	<b>11604847</b>	<b>78.11</b>	<b>21.89</b>
Public Non - Institutions	E-voting	37522505	25618654	68.28	25618654	0	100.00	0.00
	Poll		19002	0.05	19002	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>37522505</b>	<b>25637656</b>	<b>68.33</b>	<b>25637656</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>256539165</b>	<b>222499263</b>	<b>86.73</b>	<b>210894416</b>	<b>11604847</b>	<b>94.78</b>	<b>5.22</b>
Whether resolution is Pass or Not							Yes	

**Resolution No.11: Re-appointment of Mrs. Deepika Mittal (DIN: 06966373) as an Independent Director for a Second Term of Five Consecutive Years.**

- a) Resolution required Special Resolution  
 b) Whether promoter or Promoter Group are interested in the resolution No

### Resolution (11)

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	143841000	143841000	100.00	143841000	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>143841000</b>	<b>143841000</b>	<b>100.00</b>	<b>143841000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-voting	75175660	53020607	70.53	52902138	118469	99.78	0.22
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.





	(if applicable)							
	Total	75175660	53020607	70.53	52902138	118469	99.78	0.22
Public Non - Institutions	E-voting	37522505	25618654	68.28	25618654	0	100.00	0.00
	Poll		19002	0.05	19002	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	37522505	25637656	68.33	25637656	0	100.00	0.00
Total		256539165	222499263	86.73	222380794	118469	99.95	0.05
Whether resolution is Pass or Not								Yes

**Resolution No.12: Approve Continuation of Mr. C.R. Sharma (DIN: 00522678) as a Non-Executive Independent Director.**

- a) Resolution required Special Resolution  
b) Whether promoter or Promoter Group are interested in the resolution No

**Resolution (12)**

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	143841000	143841000	100.00	143841000	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	143841000	143841000	100.00	143841000	0	100	0
Public Institutions	E-voting	75175660	53020607	70.53	41415760	11604847	78.11	21.89
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	75175660	53020607	70.53	41415760	11604847	78.11	21.89
Public Non - Institutions	E-voting	37522505	25618654	68.28	25618654	0	100.00	0.00
	Poll		19002	0.05	19002	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	37522505	25637656	68.33	25637656	0	100.00	0.00
Total		256539165	222499263	86.73	210894416	11604847	94.78	5.22
Whether resolution is Pass or Not								Yes

**Resolution No.13: Appointment of Mr. Krishan Kumar Jalan (DIN: 01767702) as an Independent Director.**

- a) Resolution required Ordinary Resolution  
b) Whether promoter or Promoter Group are interested in the resolution No









	Total	75175660	53020607	70.53	52903676	116931	99.78	0.22
Public Non - Institutions	E-voting	37522505	25618654	68.28	25618654	0	100.00	0.00
	Poll		19002	0.05	19002	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	37522505	25637656	68.33	25637656	0	100.00	0.00
Total		256539165	222499263	86.73	222382332	116931	99.95	0.05

**Resolution No.15: Appointment of Mr. Talluri Raghupati Rao (DIN: 01207205) as the Whole Time Director of the Company**

- a) Resolution required Ordinary Resolution  
b) Whether promoter or Promoter Group are interested in the resolution No

**Resolution (15)**

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	143841000	143841000	100.00	143841000	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	143841000	143841000	100.00	143841000	0	100	0
Public Institutions	E-voting	75175660	53020607	70.53	52903676	116931	99.78	0.22
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	75175660	53020607	70.53	52903676	116931	99.78	0.22
Public Non - Institutions	E-voting	37522505	25618654	68.28	25618654	0	100.00	0.00
	Poll		19002	0.05	19002	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	37522505	25637656	68.33	25637656	0	100.00	0.00
Total		256539165	222499263	86.73	222382332	116931	99.95	0.05
Whether resolution is Pass or Not							Yes	

**Note:** All the resolutions have been passed by the Members in duly held Annual General Meeting with requisite majority.

Thanking you,  
For PNC Infratech Limited

  
Tapan Jain  
Company Secretary & Compliance Officer  
ICSI M. No.: A22603





**Deepak Gupta**  
**Practicing Company Secretary**

304, Padma Tower-II, Rajendra Place,  
New Delhi – 110 008  
Mobile No.: 9811423461  
Tel. No.: 011-45063990, 4777 5059  
Email– [deepak@drassociates.org](mailto:deepak@drassociates.org)

**SCRUTINIZER’S REPORT - COMBINED**

The Chairman of 20<sup>th</sup> Annual General Meeting of  
PNC Infratech Limited,  
New Delhi

Dear Sir,

1. I, Deepak Gupta, Company Secretary in practice, partner of DR Associates, Company Secretaries, have been appointed as a scrutinizer by the Board of Directors of PNC Infratech Limited (“the Company”) in its meeting held on August 10, 2019 for the purpose of scrutinizing the e – voting process and Poll Process under the provisions of section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, as amended, at the 20<sup>th</sup> Annual General Meeting (AGM) of the members of the Company held on Monday, 30<sup>th</sup> September, 2019 at 11.00 A.M. at Auditorium ISKCON Complex, Hare Krishna Hill, Sant Nagar, Main Road, East of Kailash, New Delhi – 110065, India.
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through electronic means and poll on the resolutions contained in the notice of 20<sup>th</sup> Annual General Meeting. My responsibility as a scrutinizer for e- voting process and for the poll at the AGM is restricted to make a scrutinizer’s report and to follow the duties and responsibilities as mentioned under the applicable provisions of the Companies Act., 2013 and rules and regulations made thereunder.
3. I have issued separate Scrutinizer’s report dated 30<sup>th</sup> September, 2019 on the E – Voting and on Poll dated 30<sup>th</sup> September, 2019, on the resolutions contained in the notice of the AGM. As requested by the Management, I hereby submit my combined report on the results of e – voting together with that of Poll are as under:





**Deepak Gupta**  
**Practicing Company Secretary**

304, Padma Tower-II, Rajendra Place,  
 New Delhi – 110 008  
 Mobile No.: 9811423461  
 Tel. No.: 011-45063990, 4777 5059  
 Email– [deepak@drassociates.org](mailto:deepak@drassociates.org)

Item No. of the Notice	Voted in favour of the resolution		Votes against the resolution		Invalid Votes
	No. of Shares	% of total number of valid votes cast	No of Shares	% of total number of valid votes cast	
Item No. 1 of the Notice (Ordinary Resolution)	222337020 *	100	NIL	NIL	9090445
Item No. 2 of the Notice (Ordinary Resolution)	222499263	100	NIL	NIL	9090445
Item No. 3 of the Notice (Ordinary Resolution)	222382332	99.95	116931	0.05	9090445
Item No. 4 of the Notice (Ordinary Resolution)	222499263	100	NIL	NIL	9090445
Item No. 5 of the Notice (Special Resolution)	214934226	96.60	7565037	3.40	9090445
Item No. 6 of the Notice (Special Resolution)	215055077	96.65	7444186	3.35	9090445
Item No. 7 of the Notice (Special Resolution)	215055077	96.65	7444186	3.35	9090445
Item No. 8 of the Notice (Special Resolution)	222382320	99.95	116943	0.05	9090445
Item No. 9 of the Notice (Special Resolution)	216929118	97.50	5570145	2.50	9090445
Item No. 10 of the Notice (Special Resolution)	210894416	94.78	11604847	5.22	9090445
Item No. 11 of the Notice (Special Resolution)	222380794	99.95	118469	0.05	9090445
Item No. 12 of the Notice (Special Resolution)	210894416	94.78	11604847	5.22	9090445
Item No. 13 of the Notice (Ordinary Resolution)	222499263	100	NIL	NIL	9090445
Item No. 14 of the Notice (Ordinary Resolution)	222382332	99.95	116931	0.05	9090445
Item No. 15 of the Notice (Ordinary Resolution)	222382332	99.95	116931	0.05	9090445

\* Three shareholders holding 162243 equity shares have recorded their abstain.





**DEEPAK GUPTA**  
Practicing Company Secretary

304, Padma Tower- II, Rajendra Place,  
New Delhi – 110 008  
Mobile No.: 9811423461  
Telefax No. 011-45063990  
Email– [deepak@drassociates.org](mailto:deepak@drassociates.org)

4. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of AGM.

Thanking you,  
Yours Faithfully



Deepak Gupta  
FCS: F5339  
CP No. 4629

Partner  
DR Associates  
Company Secretaries



Countersigned by Chairman of Annual General Meeting

Pradeep Kumar Jain

DIN: 00086653

Place: New Delhi  
Date: 30.09.2019