



# PNC Infratech Limited

An ISO 9001 : 2015 Certified Company

Ref No: PNC/SE/53/20-21

Date: 02.10.2020

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 21<sup>st</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 21<sup>st</sup> (Twenty-First) Annual General Meeting (AGM) of the Company held on **Wednesday, September 30, 2020 through Video Conferencing ("VC")/other Audio-Visual Means ("OAVM")** 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)

Fax : 91-562-4070011

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

**Details of Voting Results of 21<sup>st</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, 2020
<b>Total number of shareholders on record date</b> [i.e. September 23, 2020 – cut off date for remote e-voting and voting by ballot form at the venue of the AGM]	33732
<b>No. Of Shareholders present in the meeting either in person or through proxy</b>	0
<b>Promoters and Promoter Group</b>	0
<b>Public</b>	0
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	48
Promoters and Promoter Group:	14
Public:	34

**Agenda wise disclosure**

The mode of voting for all resolutions was through “remote e-voting” which conducted between Sunday, 27<sup>th</sup> September 2020 from 9:00 A.M. IST and ended on Tuesday, 29<sup>th</sup> September 2020 up to 5:00 P.M. IST and through “e-voting” conducted during the AGM of the Company.

**Resolution No.1:**

<b>Resolution Required : (Ordinary)</b>			<b>1 - To receive, consider and adopt –</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>NO</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>[1]</b>	<b>[2]</b>	<b>[3]={[2]/[1]}*100</b>	<b>[4]</b>	<b>[5]</b>	<b>[6]={[4]/[2]}*100</b>	<b>[7]={[5]/[2]}*100</b>
Promoter and Promoter Group	E-Voting	143841000	143841000	100.0000	143841000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>143841000</b>	<b>100.0000</b>	<b>143841000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	78033401	62356425	79.9099	62356425	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000



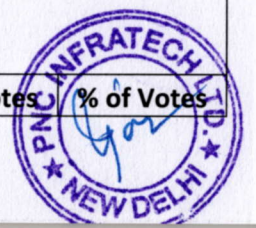
	<b>Total</b>		<b>62356425</b>	<b>79.9099</b>	<b>62356425</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	34664764	25624755	73.9216	25624240	515	99.9980	0.0020
	Poll		7400	0.0213	7400	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>25632155</b>	<b>73.9429</b>	<b>25631640</b>	<b>515</b>	<b>99.9980</b>	<b>0.0020</b>
<b>Total</b>		<b>256539165</b>	<b>231829580</b>	<b>90.3681</b>	<b>231829065</b>	<b>515</b>	<b>99.9998</b>	<b>0.0002</b>

**Resolution No.2:**

<b>Resolution Required : (Ordinary)</b>			<b>2 - To confirm interim dividend as final dividend for the financial year 2019-20.</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>NO</b>					
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
Promoter and Promoter Group	E-Voting	143841000	143841000	100.0000	143841000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>143841000</b>	<b>100.0000</b>	<b>143841000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	78033401	62438167	80.0147	62438167	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>62438167</b>	<b>80.0147</b>	<b>62438167</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	34664764	25624753	73.9216	25624738	15	99.9999	0.0001
	Poll		7400	0.0213	7400	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>25632153</b>	<b>73.9429</b>	<b>25632138</b>	<b>15</b>	<b>99.9999</b>	<b>0.0001</b>
<b>Total</b>		<b>256539165</b>	<b>231911320</b>	<b>90.4000</b>	<b>231911305</b>	<b>15</b>	<b>100.0000</b>	<b>0.0000</b>

**Resolution No. 3:**

<b>Resolution Required : (Ordinary)</b>			<b>3 - To appoint a Director in place of Shri Anil Kumar Rao, Whole-Time Director, (DIN: 01224525), who retires by rotation and being eligible, offers himself for re-appointment.</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>NO</b>					
Category	Mode of	No. of	No. of	% of	No. of	No. of	% of Votes	% of Votes



	Voting	shares held	votes polled	Votes Polled on outstanding shares	Votes – in favour	Votes – Against	in favour on votes polled	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	100.0000	143841000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>143841000</b>	<b>100.0000</b>	<b>143841000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	78033401	62438167	80.0147	51643702	10794465	82.7118	17.2882
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>62438167</b>	<b>80.0147</b>	<b>51643702</b>	<b>10794465</b>	<b>82.7118</b>	<b>17.2882</b>
Public Non Institutions	E-Voting	34664764	25624753	73.9216	25624206	547	99.9979	0.0021
	Poll		7400	0.0213	7400	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>25632153</b>	<b>73.9458</b>	<b>25631606</b>	<b>547</b>	<b>99.9979</b>	<b>0.0021</b>
<b>Total</b>		<b>256539165</b>	<b>231911320</b>	<b>90.4000</b>	<b>221116308</b>	<b>10795012</b>	<b>95.3452</b>	<b>4.6548</b>

**Resolution No 4:**

Resolution Required : (Ordinary)		4 - Ratification of remuneration payable to M/S. R K G & Associates, Cost Auditors of the company.						
Whether promoter/ promoter group are 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 – 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	100.0000	143841000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>143841000</b>	<b>100.0000</b>	<b>143841000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	78033401	62438167	80.0147	62438167	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>62438167</b>	<b>80.0147</b>	<b>62438167</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	34664764	25624753	73.9216	25624194	559	99.9978	0.0022
	Poll		7400	0.0213	7400	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000



	<b>Total</b>		<b>25632153</b>	<b>73.9429</b>	<b>25631594</b>	<b>559</b>	<b>99.9978</b>	<b>0.0022</b>
<b>Total</b>		<b>256539165</b>	<b>231911320</b>	<b>90.4000</b>	<b>231910761</b>	<b>559</b>	<b>99.9998</b>	<b>0.0002</b>

**Resolution No.5:**

Resolution Required : (Special)		5 - Special incentive to Mr. Anil Kumar Rao (DIN: 01224525), Whole Time Director						
Whether promoter/ promoter group are 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 – 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	100.0000	143841000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>143841000</b>	<b>100.0000</b>	<b>143841000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	78033401	62438167	80.0147	62438167	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>62438167</b>	<b>80.0147</b>	<b>62438167</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	34664764	25624753	73.9216	25624156	597	99.9977	0.0023
	Poll		7400	0.0213	7400	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>25632153</b>	<b>73.9430</b>	<b>25631556</b>	<b>597</b>	<b>99.9977</b>	<b>0.0023</b>
<b>Total</b>		<b>256539165</b>	<b>231911320</b>	<b>90.4000</b>	<b>231910723</b>	<b>597</b>	<b>99.9997</b>	<b>0.0003</b>

**Note:** All the resolutions have been passed by the Members through “remote e-voting” and “e-voting” during the AGM with requisite majority of the shareholders of the Company.

Thanking you,  
For PNC Infratech Limited

*Tapan Jain*  
Tapan Jain

Company Secretary & Compliance Officer

ICSI M. No.: A22603





The Chairman  
- PNC INFRATECH LIMITED  
NBCC Plaza, Tower II, 4<sup>th</sup> Floor,  
Pushp Vihar, Sector 5,  
New Delhi-110017

**Reg.: Scrutinizers Report on voting for 21<sup>st</sup> Annual General Meeting of the Company duly held on 30.09.2020**

I, Deepak Gupta partner of DR Associates, Practising Company Secretaries had been appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 21<sup>st</sup> Annual General Meeting of the Shareholders of PNC Infratech Limited held on Wednesday, 30th September, 2020 at 12:00 noon (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

**Remote e-voting process**

- **Agency**

The Company has appointed **Link Intime India Private Limited, Registrar and Transfer Agent** as the agency for providing the platform for remote e-voting and e-voting during the AGM.

- **Remote e-voting period**

Remote e-voting platform was open from **09:00 a.m., Sunday, 27<sup>th</sup> September, 2020 till 05:00 p.m., Tuesday, 29<sup>th</sup> September, 2020** and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

- The Members of the Company as on the "cut off" date i.e. Wednesday, September 23, 2020 were entitled to avail the facility of remote e-voting or e-voting during AGM on the proposed resolution(s) as set out in the Notice.

**Voting at the AGM**

- The Company had also provided e-voting facility to the Shareholders present at the AGM through VC and who had not cast their vote earlier.

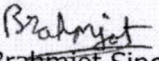



**DR ASSOCIATES**  
Company Secretaries



304, Padma Tower- II,  
Rajendra Place,  
New Delhi – 110 008  
Tel:- 91-11- 45063990, 4777 5059  
E-mail: [dr@drassociates.org](mailto:dr@drassociates.org)  
Website: [www.drassociates.org](http://www.drassociates.org)


- On completion of e-voting during the AGM, I unblocked and downloaded the results of remote e-voting and e-voting by members at the AGM in presence of following two witnesses (non-employees of Company) around 12:59 P.M on 30<sup>th</sup> September, 2020.

  
(Brahmjot Singh)  
7/118, Ramesh Nagar  
New Delhi-110015

  
(Anju)  
G-156 Mangol Puri,  
New Delhi-110033

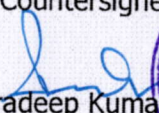
- The consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 27<sup>th</sup> August, 2020 is enclosed herewith as **Annexure A**.

Dated: 30.09.2020  
Place: New Delhi



(Deepak Gupta)  
Scrutinizer  
Partner of DR Associates  
C.P. No. 4629  
UDIN: F005339B000825774

Countersigned by

  
Pradeep Kumar Jain  
Chairman of the meeting





**ANNEXURE- A**

**CONSOLIDATED RESULTS ON REMOTE E-VOTING AND E-VOTING AT THE 21<sup>st</sup> AGM OF PNC INFRATECH LIMITED HELD ON 30<sup>TH</sup> SEPTEMBER 2020**

**Item No. 1 of the Notice:** To receive, consider and adopt:

- A) The audited Standalone Financial Statements of the Company for the year ended March 31<sup>st</sup> 2020 along with the report of Board of Directors and auditors thereon.
- B) The audited Consolidated Financial Statements of the Company for the year ended March 31<sup>st</sup> 2020 along with the report of the auditors thereon.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
Assent	122	231821665	5	7400	127	231829065	97.47%
Dissent	4	515	0	0	4	515	Negligible
Invalid	4	6005843	0	0	4	6005843	2.53%
<b>Total</b>	<b>130</b>	<b>237828023</b>	<b>5</b>	<b>7400</b>	<b>135</b>	<b>237835423</b>	<b>100.00%</b>

**Item No. 2 of the Notice:** To confirm interim dividend as final dividend for the Financial Year 2019-20.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
Assent	123	231903905	5	7400	128	231911305	97.48%
Dissent	3	15	0	0	3	15	Negligible
Invalid	4	6005843	0	0	4	6005843	2.52%
<b>Total</b>	<b>130</b>	<b>237909763</b>	<b>5</b>	<b>7400</b>	<b>135</b>	<b>237917163</b>	<b>100.00%</b>







**Item No. 3 of the Notice:** Appointment of a Director in place of Mr. Anil Kumar Rao, Whole Time Director, (DIN: 01224525), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
Assent	89	221108908	5	7400	94	221116308	95.31%
Dissent	37	10795012	0	0	37	10795012	4.65%
Invaield	2	91647	0	0	2	91647	0.04%
<b>Total</b>	<b>128</b>	<b>231995567</b>	<b>5</b>	<b>7400</b>	<b>133</b>	<b>232002967</b>	<b>100.00%</b>

**Item No. 4 of the Notice:** To ratify the remuneration payable to M/S. R K G & Associates, Cost Auditors of the Company.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
Assent	120	231903361	5	7400	128	231910761	97.48%
Dissent	6	559	0	0	6	559	Negligible
Invaield	4	6005843	0	0	4	6005843	2.52%
<b>Total</b>	<b>130</b>	<b>237909763</b>	<b>5</b>	<b>7400</b>	<b>135</b>	<b>237917163</b>	<b>100.00%</b>



**DR ASSOCIATES**  
Company Secretaries



304, Padma Tower- II,  
Rajendra Place,  
New Delhi – 110 008  
Tel:- 91-11- 45063990, 4777 5059  
E-mail: [dr@drassociates.org](mailto:dr@drassociates.org)  
Website: [www.drassociates.org](http://www.drassociates.org)

**Item No. 5 of the Notice:** To discuss and approve the special incentive to Mr. Anil Kumar Rao (Din: 01224525), Whole Time Director

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
Assent	120	231903323	5	7400	125	231910723	97.47%
Dissent	6	597	0	0	6	597	Negligible
Invaield	4	6005843	0	0	4	6005843	2.53%
<b>Total</b>	<b>130</b>	<b>237909763</b>	<b>5</b>	<b>7400</b>	<b>135</b>	<b>237917163</b>	<b>100.00%</b>

(Deepak Gupta)  
Scrutinizer  
Partner of DR Associates  
C.P. No. 4629  
UDIN: F005339B000825774



Countersigned by:

Pradeep Kumar Jain

Chairman of the meeting

