



PBA INFRASTRUCTURE LTD.

PBA: BSE: 2022

Date: 29.09.2022

To,

The Manager
BSE Ltd.
Corporate Relationship Department,
Listing Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 0023

Sub: Scrutinizer Report of 48th Annual General Meeting of Company.

Ref : BSE Security Code – 532676 / NSE ISIN - INE160H01019

Dear Sir/ Madam,

We hereby inform that 48th Annual General Meeting of PBA Infrastructure Ltd held on 29th September, 2022 at 12.30 pm, through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”)

We enclosed herewith report of Scrutinizer’s Pursuant to section 108 and 109 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and administration) Rules, 2014

This is for your information and record

Thanking you,
For PBA Infrastructure Limited

Narain P Belani
Managing Director
DIN:02395693

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PIRIMAL
BELANI

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Encl: A/A



PBA INFRASTRUCTURE LTD.

PBA: SE: 2022

Date: 29.09.2022

To,
The Manager
BSE Ltd.
Corporate Relationship Department,
Listing Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 0023

Sub: Voting Details of AGM held on 29.09.2022 under Regulation 44(3) of SEBI (LODR), 2015.

Ref: BSE Security Code – 532676 / NSE ISIN - INE160H01019

Dear Sir/Madam,

In terms of Regulation 44(3) of SEBI (LODR), 2015 we send herewith details in the prescribed format regarding the voting results of the 48th Annual General Meeting of the Company held on 29th September, 2022 at 12.30 pm, through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”)

This is for your information and record

Thanking you,

Yours faithfully,

For PBA Infrastructure Limited

Narain P Belani
Managing Director
DIN:02395693

Encl: A/A

NARAIN
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BELANI

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PIRIMAL BELANI
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serialNumber=0552a434cf940ab
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daa48ba64a95f2f76c, o=Personal,
cn=NARAIN PIRIMAL BELANI
Date: 2022.09.29 18:34:58 +05'30'

29th September, 2022

To,
The Managing Director,
PBA Infrastructure Limited
CIN : L45200MH1974PLC017653
611/3, V.N. Purav Marg,
Chembur (East),
Mumbai – 400 071.

Dear Sir,

I thank you for appointing me as the Scrutinizer for remote e-voting process and e-voting process by your Members during the 48th Annual General Meeting of your Company held on Thursday, 29th September, 2022 through Video Conferencing (“VC”)/Other Audio- visual Means (“OAVM”).

I am pleased to submit the Scrutinizer’s Report, which is comprehensive and self-explanatory in all respects.

Yours faithfully,

FOR JC & ASSOCIATES
COMPANY SECRETARIES

Jacintha
Castelino

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Jacintha Castelino
Date: 2022.09.29
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JACINTHA CASTELINO
COMPANY SECRETARY
PROPRIETOR
C.O.P : 12162
FCS: 9798
UDIN: F009798D001083717

SCRUTINIZER'S REPORT

Name of the Company	PBA Infrastructure Limited
Meeting	48 th Annual General Meeting
Day, Date & Time	Thursday, 29 th September, 2022 at 12.30 p.m.
Deemed Venue	Registered Office situated at 611/3, V.N. Purav Marg, Chembur (East), Mumbai – 400 071.
Mode	Video Conferencing (“VC”) /Other Audio-Visual Means (“OAVM”)

1. Appointment as Scrutinizer

I was appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 48th Annual General Meeting (“AGM”) of **PBA Infrastructure Limited** (hereinafter referred to as “**the Company**”) scheduled on Thursday, 29th September, 2022 at 12.30 p.m. held 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.

2. Dispatch of Notice convening the AGM

- 2.1 Pursuant to General Circulars No. 02/2022, Dated 5th May, 2022 issued by the Ministry of Corporate Affairs, an advertisement was published in Financial Express (English) and Mumbai Lakshdeep (Marathi), having wide circulation on 4th September 2022 specifying the date and time of the AGM, availability of the Notice on Company's website and website of Stock Exchange, manner of registration of email ids by the members (both physical and demat) who are yet to register their Email IDs with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.
- 2.2 The Company hosted the notice of AGM on its website, website of the Agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited on 3rd September, 2022.
- 2.3 The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Link Intime India Private Limited the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz. National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited respectively, the Company completed dispatch of Notice of AGM :
 - a) On 2nd September, 2022 by e-mail to 10643 members who had already registered their E-mail ID's with the Company / Depositories;
 - b) On 4th September, 2022, advertisement(s) published by the Company, members whose email address is not registered with depositories/RTA/Company can register the same.

3. Cut-off date

Voting rights were reckoned as on Thursday, 22nd September, 2022, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

4. Remote e-voting process

4.1 Agency

The Company appointed Link Intime India Private Limited, as the agency for providing the platform for remote e-voting platform and e-voting through Instavote at the AGM.

4.2 Remote e-voting period

Remote e-voting platform was open from Monday, September 26, 2022 at 10.am (IST) to Wednesday 28th September, 2022 till 5.00 p.m. (IST) and members were required to cast their vote electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by Link Intime India Private Limited through Instavote.

5. Voting at the AGM

- 5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting such as their Names, DP ID & Client ID/ Folios, Number of shares held but not the manner in which they have voted.
- 5.2 Accordingly, Link Intime India Private Limited, the remote e-voting agency provided us with the Names, DP ID & Client ID/ Folios and shareholding of the members who had cast their votes through remote e-voting.

6. Counting Process

- 6.1 On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on Link Intime India Private Limited, Instavote e-voting platform and downloaded the results.

7. Results

7.1 We observe that:

- a) 40 Members had cast their votes through e-voting at the AGM;
- b) 37 Members had cast their votes through remote e-voting at the AGM;

7.2 Consolidated results with respect to each item on the agenda as set out in the notice of the AGM dated 13th August, 2022 is enclosed herewith.

7.3 Based on the aforesaid results, I report that **06 Resolutions** as set out in Items Nos. 1,2,3,4,5 and 6 of the Notice of the AGM dated 13th August, 2022 have been **passed with the requisite majority.**

**FOR JC & ASSOCIATES
COMPANY SECRETARIES**

Jacintha
Castelino

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Jacintha Castelino
Date: 2022.09.29
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**JACINTHA CASTELINO
COMPANY SECRETARY
PROPRIETOR
C.O.P : 12162
FCS: 9798
UDIN: F009798D001083717**

Disclosure in terms of Regulation 44(3) of the SEBI (LODR), 2015 in relation to 48th Annual General Meeting of PBA Infrastructure Limited
Format for Voting Results

Date of the AGM	: 29.09.2022
Total Number of Shareholders on record date i.e. 22.09.2022	: 12462
No. of Shareholders present in the meeting either in person or through proxy	
Promoters and Promoters Group	No Arrangement for physical Meeting or Appointment of Proxy was made as the meeting was held through VC/OAVM
Public	
No. of Shareholders attended the meeting through Video Conferencing	:
Promoters and Promoters Group	: 03
Public	: 61

**FOR JC & ASSOCIATES
COMPANY SECRETARIES**

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Date: 2022.09.29
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**JACINTHA CASTELINO
COMPANY SECRETARY
PROPRIETOR
C.O.P : 12162
FCS: 9798
UDIN: F009798D001083717**

PBA Infrastructure Limited								
Resolution Required : (Ordinary)			1 - To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7384255	516546	6.9952	516546	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
	Total		516546	6.9952	516546	0	100.0000	0.0000
Public Institutions	E-Voting	4	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6116303	53867	0.8807	53867	0	100.0000	0.0000
	Poll		48714	0.7965	48714	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		102581	1.6772	102581	0	100.0000	0.0000
Total		13500562	619127	4.5859	619127	0	100.0000	0.0000

Based on the aforesaid result, we report that the Ordinary Resolution as set out Item No. 1 of Notice of the AGM Dated 13th August, 2022 has been passed with requisite majority.

**FOR JC & ASSOCIATES
COMPANY SECRETARIES**

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**JACINTHA CASTELINO
COMPANY SECRETARY
PROPRIETOR
C.O.P : 12162
FCS: 9798
UDIN: F009798D001083717**

PBA Infrastructure Limited								
Resolution Required : (Ordinary)			2 - To appoint a Director in place of Mr. Narain P. Belani (DIN:02395693) who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible, offers himself for re- appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=([2]/[1])*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]=([4]/[2])*100	% of Votes against on votes polled [7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	7384255	516546	6.9952	516546	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
	Total		516546	6.9952	516546	0	100.0000	0.0000
Public Institutions	E-Voting	4	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6116303	33829	0.5531	33829	0	100.0000	0.0000
	Poll		48714	0.7965	48714	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		82543	1.3496	82543	0	100.0000	0.0000
Total		13500562	599089	4.4375	599089	0	100.0000	0.0000

Based on the aforesaid result, we report that the Ordinary Resolution as set out Item No. 2 of Notice of the AGM Dated 13th August, 2022 has been passed with requisite majority.

**FOR JC & ASSOCIATES
COMPANY SECRETARIES**

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**JACINTHA CASTELINO
COMPANY SECRETARY
PROPRIETOR**

C.O.P : 12162

FCS: 9798

UDIN: F009798D001083717

PBA Infrastructure Limited								
Resolution Required : (Special)			3 - Appointment of Mrs. Pooja Ketan Gandhi (DIN: 09440681) as an Independent Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=([2]/[1])*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]=([4]/[2])*100	% of Votes against on votes polled [7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	7384255	516546	6.9952	516546	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
	Total		516546	6.9952	516546	0	100.0000	0.0000
Public Institutions	E-Voting	4	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6116303	53867	0.8807	53867	0	100.0000	0.0000
	Poll		48714	0.7965	48714	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		102581	1.6772	102581	0	100.0000	0.0000
Total		13500562	619127	4.5859	619127	0	100.0000	0.0000

Based on the aforesaid result, we report that the special Resolution as set out Item No. 3 of Notice of the AGM Dated 13th August, 2022 has been passed with requisite majority.

**FOR JC & ASSOCIATES
COMPANY SECRETARIES**

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**JACINTHA CASTELINO
COMPANY SECRETARY
PROPRIETOR
C.O.P : 12162
FCS: 9798
UDIN: F009798D001083717**

PBA Infrastructure Limited								
Resolution Required : (Ordinary)			4 - Appointment of Mrs. Monica Manoj Talwar (DIN: 09324017) as a Non-Executive Director 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	7384255	516546	6.9952	516546	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
	Total		516546	6.9952	516546	0	100.0000	0.0000
Public Institutions	E-Voting	4	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6116303	53867	0.8807	53867	0	100.0000	0.0000
	Poll		48714	0.7965	48714	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		102581	1.6772	102581	0	100.0000	0.0000
Total		13500562	619127	4.5859	619127	0	100.0000	0.0000

Based on the aforesaid result, we report that the Ordinary Resolution as set out Item No. 4 of Notice of the AGM Dated 13th August, 2022 has been passed with requisite majority.

FOR JC & ASSOCIATES
COMPANY SECRETARIES

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JACINTHA CASTELINO
COMPANY SECRETARY

PROPRIETOR
C.O.P : 12162

FCS: 9798

UDIN: F009798D001083717

PBA Infrastructure Limited								
Resolution Required : (Ordinary)			5 - Approval of Material Related Party Transactions.					
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	7384255	516546	6.9952	516546	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
	Total		516546	6.9952	516546	0	100.0000	0.0000
Public Institutions	E-Voting	4	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6116303	53867	0.8807	53867	0	100.0000	0.0000
	Poll		48714	0.7965	48714	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		102581	1.6772	102581	0	100.0000	0.0000
Total		13500562	619127	4.5859	619127	0	100.0000	0.0000

Based on the aforesaid result, we report that the Ordinary Resolution as set out Item No. 5 of Notice of the AGM Dated 13th August, 2022 has been passed with requisite majority.

FOR JC & ASSOCIATES
COMPANY SECRETARIES

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JACINTHA CASTELINO
COMPANY SECRETARY

PROPRIETOR
C.O.P : 12162
FCS: 9798

UDIN: F009798D001083717

PBA Infrastructure Limited								
Resolution Required : (Special)			6 - To approve the re-appointment of Mr. Anil Ramakant Parvatkar (DIN: 0647258) as an Independent Director of the Company for a second term of five consecutive years and in this connection.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held [1]	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
			[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	7384255	516546	6.9952	516546	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
	Total		516546	6.9952	516546	0	100.0000	0.0000
Public Institutions	E-Voting	4	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6116303	53867	0.8807	53867	0	100.0000	0.0000
	Poll		48580	0.7943	48580	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		102447	1.6750	102447	0	100.0000	0.0000
Total		13500562	618993	4.5849	618993	0	100.0000	0.0000

Based on the aforesaid result, we report that the special Resolution as set out Item No. 6 of Notice of the AGM Dated 13th August, 2022 has been passed with requisite majority.

FOR JC & ASSOCIATES
COMPANY SECRETARIES

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Jacinta Castelino
Castelino Date: 2022.09.29
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JACINTHA CASTELINO
COMPANY SECRETARY

PROPRIETOR
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FCS: 9798

UDIN: F009798D001083717