



PNC Infratech Limited

An ISO 9001 : 2015 Certified Company

Ref No: PNC/SE/56/22-23

Date: 29-09-2022

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

To,
The Manager
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 23rd 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 23rd (Twenty-Third) Annual General Meeting (AGM) of the Company held on **Thursday, September 29, 2022 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 23rd Annual General Meeting pursuant to Regulations 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Date of AGM	September 29, 2022
Total number of shareholders on record date [i.e. September 22, 2022 – cut off date for remote e-voting and voting by ballot form at the venue of the AGM]	78185
No. of Shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	0
Public	0
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	14
Public:	38

Agenda wise disclosure

The mode of voting for all resolutions was through “remote e-voting” which conducted between Monday, 26th September 2022 from 9:00 A.M. IST and ended on Wednesday, 28th September 2022 up to 5:00 P.M. IST and through “e-voting” conducted during the AGM of the Company.

Resolution No.1:

Resolution Required : (Ordinary)			1.To receive, consider and adopt – a)The audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, 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, 2022, along with the report of the Auditors thereon					
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
	Total		143841000	100.0000	143841000	0	100.0000	0.0000
Public Institutions	E-Voting	99595747	86123335	86.4729	86123335	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		86123335	86.4729	86123335	0	100.0000	0.0000

Public Non Institutions	E-Voting	13102418	14248	0.1087	14232	16	99.8877	0.1123
	Poll		15267	0.1165	15267	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		29515	0.2253	29499	16	99.9458	0.0542
Total		256539165	229993850	89.6525	229993834	16	100.0000	0.0000

*One shareholder holding 81,742 equity shares have recorded their abstain.

Resolution No.2:

Resolution Required : (Ordinary)			2 - To declare dividend on equity shares for the financial year ended March 31, 2022.					
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]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	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
	Total		143841000	100.0000	143841000	0	100.0000	0.0000
Public Institutions	E-Voting	99595747	86205077	86.5550	86205077	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		86205077	86.5550	86205077	0	100.0000	0.0000
Public Non Institutions	E-Voting	13102418	14248	0.1087	14232	16	99.8877	0.1123
	Poll		15267	0.1165	15267	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		29515	0.2253	29499	16	99.9458	0.0542
Total		256539165	230075592	89.6844	230075576	16	100.0000	0.0000

Resolution No. 3:

Resolution Required : (Ordinary)			3 - To appoint a Director in place of Mr. Yogesh Kumar Jain, Managing Director, (DIN: 00086811), who retires by rotation 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	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	% of Votes against on votes polled

		polled						
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
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
	Total		143841000	100.0000	143841000	0	100.0000	0.0000
Public Institutions	E-Voting	99595747	86205077	86.5550	83509754	2695323	96.8734	3.1266
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		86205077	86.5550	83509754	2695323	96.8734	3.1266
Public Non Institutions	E-Voting	13102418	14245	0.1087	14229	16	99.8877	0.1123
	Poll		15267	0.1165	15267	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		29512	0.2252	29496	16	99.9458	0.0542
Total		256539165	230075589	89.6844	227380250	2695339	98.8285	1.1715

*One shareholder holding 3 equity shares have recorded their abstain.

Resolution No 4:

Resolution Required : (Ordinary)		4 - To appoint 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.						
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
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
	Total		143841000	100.0000	143841000	0	100.0000	0.0000
Public Institutions	E-Voting	99595747	86205077	86.5550	82122862	4082215	95.2645	4.7355
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		86205077	86.5550	82122862	4082215	95.2645	4.7355
Public Non Institutions	E-Voting	13102418	14245	0.1087	14219	26	99.8175	0.1825
	Poll		15267	0.1165	15267	0	100.0000	0.0000

	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		29512	0.2252	29486	26	99.9119	0.0881
Total		256539165	230075589	89.6844	225993348	4082241	98.2257	1.7743

*One shareholder holding 3 equity shares have recorded their abstain.

Resolution No.5:

Resolution Required : (Ordinary)		5 - 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
	Total		143841000	100.0000	143841000	0	100.0000	0.0000
Public Institutions	E-Voting	99595747	86205077	86.5550	86205077	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		86205077	86.5550	86205077	0	100.0000	0.0000
Public Non Institutions	E-Voting	13102418	14248	0.1087	14228	20	99.8596	0.1404
	Poll		15267	0.1165	15267	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		29515	0.2253	29495	20	99.9322	0.0678
Total		256539165	230075592	89.6844	230075572	20	100.0000	0.0000

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



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

Reg.: Scrutinizers Report on voting for 23rd Annual General Meeting of the Company duly held on September 29, 2022

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 23rd Annual General Meeting of the Shareholders of PNC Infratech Limited held on Thursday, 29th September, 2022 at 11:30 A.M. (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 ("LI IPL")** 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., Monday, 26th September, 2022 till 05:00 P.M., Wednesday, 28th September, 2022** 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 LI IPL.

The Members of the Company as on the "cut off" date i.e. **Thursday, September 22, 2022** 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 casted their vote earlier through remote e-voting



DR ASSOCIATES
Company Secretaries



607, Rattan Jyoti Building,
Rajendra Place,
New Delhi – 110 008
Tel:- 91-11- 45063990, 4777 5059
E-mail: deepak@drassociates.org
Website: 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 01:06 P.M. on 29th September, 2022.

(Aashish Pundir)
D-134/B, Laxmi Nagar
New Delhi- 110092

(Ankit Kumar)
RZK30, Kamal Park, Sagarpur
New Delhi- 110045

- The consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 09th August, 2022 is enclosed herewith as **Annexure A**.

Dated: 30.09.2022
Place: New Delhi



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

UDIN: F005339D001087508



Countersigned by:

Pradeep Kumar Jain
Chairman of the meeting



ANNEXURE- A

CONSOLIDATED RESULTS ON REMOTE E-VOTING AND E-VOTING AT THE 23rd AGM OF PNC INFRATECH LIMITED HELD ON 29TH SEPTEMBER, 2022

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, 2022 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, 2022 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	188	229978567	13	15267	201	229993834	100
Dissent	4	16	0	0	4	16	Negligible
Invalid	4	5093626	0	0	4	5093626	N.A.
Total	196	235072209	13	15267	209	235087476	100

*One shareholder holding 81,742 equity shares have recorded their abstain.

Item No. 2 of the Notice: To declare dividend on equity shares for the financial year ended March 31, 2022.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
Assent	189	230060309	13	15267	202	230075576	100
Dissent	4	16	0	0	4	16	Negligible
Invalid	4	5093626	0	0	4	5093626	N.A.
Total	197	235153951	13	15267	210	235169218	100





Item No. 3 of the Notice: Appointment of a Director in place of Mr. Yogesh Kumar Jain, Managing Director, (DIN: 00086811), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percent age (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
Assent	162	227364983	13	15267	175	227380250	98.83
Dissent	30	2695339	0	0	30	2695339	01.17
Invaild	4	5093626	0	0	4	5093626	N.A.
Total	196	235153948	13	15267	209	235169215	100

*One shareholder holding 03 equity shares have recorded their abstain.

Item No. 4 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		Percent age (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
Assent	145	225978081	13	15267	158	225993348	98.23
Dissent	47	4082241	0	0	47	4082241	01.77
Invaild	4	5093626	0	0	4	5093626	N.A.
Total	196	235153948	13	15267	209	235169215	100

*One shareholder holding 03 equity shares have recorded their abstain.



DR ASSOCIATES
Company Secretaries



607, Rattan Jyoti Building,
Rajendra Place,
New Delhi – 110 008
Tel:- 91-11- 45063990, 4777 5059
E-mail: deepak@drassociates.org
Website: www.drassociates.org

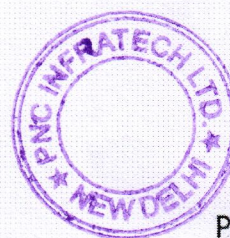
Item No. 5 of the Notice: Ratify the remuneration payable to M/S. R K G & Associates, Cost Auditors of the Company.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
Assent	187	230060305	13	15267	200	230075572	100
Dissent	6	20	0	0	6	20	Negligible
Invalid	4	5093626	0	0	4	5093626	N.A.
Total	197	235153951	13	15267	210	235169218	100



(Deepak Gupta)
Scrutinizer
Partner of DR Associates
C.P. No. 4629
UDIN: F005339D001087508

Countersigned by:



Pradeep Kumar Jain

Chairman of the meeting