

PCL/CS/15756

30<sup>th</sup> September, 2020

The Bombay Stock Exchange Ltd.,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001.

**Sub: Voting Results of AGM along with Scrutinizer's Report**

Dear Sir,

This is to inform you that 39<sup>th</sup> AGM of the Company was held on 29<sup>th</sup> September, 2020, Tuesday at 1100 HRS through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Pursuant to the provisions of Regulation 44 of SEBI (LODR) Regulations, 2015, the Consolidated e-voting report comprises of voting held through remote e-voting and voting electronically at AGM in the prescribed format are attached here with. The scrutinizer appointed for the purpose of voting, Mr. Sushil Kumar Sikka (Practicing Company Secretary) has prepared his report on the Remote e-voting process, and voting electronically at the venue of the AGM. The same is being enclosed herewith.

This is for your information and necessary records please.

Thanking you,

Yours faithfully,  
For Punjab Communications Ltd.

  
Company Secretary

Voting Results of 39 <sup>th</sup> AGM of Punjab Communications Ltd. held on 29th September, 2020 at 1100 Hours through Video Conferencing (VC) / Other Audio Visual Means (OAVM)								
Date of AGM		29.09.2020						
Total number of shareholders on record date		10312						
No. of shareholders present in the meeting either in person or through proxy:		N.A						
Promoters and Promoter Group								
Public								
No. of Shareholders attended the meeting through Video Conferencing		38						
Promoters and Promoter Group		1						
Public		37						
Agenda- wise disclosure (to be disclosed separately for each agenda item)								
1. To receive, consider and adopt the audited Profit and Loss Account for the year ended on 31st March, 2020 and Balance Sheet as on that date together with Boards' Report, Auditors' Report, CAG comments thereon and Secretarial Auditors' Report thereto.								
Resolution required: (Ordinary/ Special)							Ordinary	
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 favor (4)	No. of Votes against (5)	% of Votes in favor on votes polled (6)= [(4)/(2)]* 100	% of Votes against on votes polled (7)= [(5)/(2)]* 100
Promoter and Promoter Group	E- Voting	8570676	8560976	99.89	8560976	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	8570676	8560976	99.89	8560976	0	100	0
Public- Institutions	E- Voting	610634	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	610634	0	0	0	0	0	0
Public- Non Institutions	E- Voting	2842255	244098	8.59	244090	8	99.997	0.003
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	2842255	244098	8.59	244090	8	99.997	0.003
<b>Total</b>		<b>12023565</b>	<b>8805074</b>	<b>73.23</b>	<b>8805066</b>	<b>8</b>	<b>100.000</b>	<b>0.000</b>

Agenda- wise disclosure (to be disclosed separately for each agenda item)  
**2. To appoint Director in place of CMA Jagdeep Singh Bhatia (DIN: 02554023) who retires by rotation and being eligible, offers himself for reappointment.**

Resolution required: (Ordinary/ Special)							Ordinary	
Whether promoter/ promoter group are interested in the agenda/ resolution?							No	
Category	Mode of	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes- in favor (4)	No. of Votes against (5)	% of Votes in favor on votes polled (6)= [(4)/(2)]* 100	% of Votes against on votes polled (7)= [(5)/(2)]* 100
Promoter and Promoter Group	E- Voting	8570676	8560976	99.89	8560976	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	<b>Total</b>	<b>8570676</b>	<b>8560976</b>	<b>99.89</b>	<b>8560976</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Institutions	E- Voting	610634	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	<b>Total</b>	<b>610634</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E- Voting	2842255	244098	8.59	243784	314	99.871	0.129
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	Not Applicable						
	<b>Total</b>	<b>2842255</b>	<b>244098</b>	<b>8.59</b>	<b>243784</b>	<b>314</b>	<b>99.871</b>	<b>0.129</b>
<b>Total</b>		<b>12023565</b>	<b>8805074</b>	<b>73.23</b>	<b>8804760</b>	<b>314</b>	<b>99.996</b>	<b>0.004</b>

Agenda- wise disclosure ( to be disclosed separately for each agenda item)  
**3. To appoint M/s Raj Gupta & Co., Chartered Accountants as Statutory Auditors of the Company for the Financial Year 2020-2021.**

Resolution required: (Ordinary/ Special)							Ordinary	
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 favor (4)	No. of Votes against (5)	% of Votes in favor on votes polled (6)= [(4)/(2)]* 100	% of Votes against on votes polled (7)= [(5)/(2)]* 100
Promoter and Promoter Group	E- Voting	8570676	8560976	99.89	8560976	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	<b>Total</b>	<b>8570676</b>	<b>8560976</b>	<b>99.89</b>	<b>8560976</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Institutions	E- Voting	610634	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	<b>Total</b>	<b>610634</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E- Voting	2842255	244098	8.59	244090	8	99.997	0.003
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	Not Applicable						
	<b>Total</b>	<b>2842255</b>	<b>244098</b>	<b>8.59</b>	<b>244090</b>	<b>8</b>	<b>99.997</b>	<b>0.003</b>
<b>Total</b>		<b>12023565</b>	<b>8805074</b>	<b>73.23</b>	<b>8805066</b>	<b>8</b>	<b>100.000</b>	<b>0.000</b>

Agenda- wise disclosure (to be disclosed separately for each agenda item)  
**4. To appoint CA Rajat Agarwal, IAS (DIN: 07973901) as Managing Director in the capacity of Sr. Vice-Chairman & Managing Director on the Board of Puncom.**

Resolution required: (Ordinary/ Special)							Ordinary	
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 favor (4)	No. of Votes against (5)	% of Votes in favor on votes polled (6)= [(4)/(2)]* 100	% of Votes against on votes polled (7)= [(5)/(2)]* 100
Promoter and Promoter Group	E- Voting	8570676	8560976	99.89	8560976	0	100.00	0
	Poll		0	0			0	0
	Postal Ballot (if applicable)	Not Applicable						
	<b>Total</b>	<b>8570676</b>	<b>8560976</b>	<b>99.89</b>	<b>8560976</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Institutions	E- Voting	610634	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)	Not Applicable						
	<b>Total</b>	<b>610634</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E- Voting	2842255	244098	8.59	244090	8	99.997	0.003
	Poll		0	0.00			0	0
	Postal Ballot (if applicable)	Not Applicable						
	<b>Total</b>	<b>2842255</b>	<b>244098</b>	<b>8.59</b>	<b>244090</b>	<b>8</b>	<b>99.997</b>	<b>0.003</b>
<b>Total</b>		<b>12023565</b>	<b>8805074</b>	<b>73.23</b>	<b>8805066</b>	<b>8</b>	<b>100.000</b>	<b>0.000</b>

Agenda- wise disclosure (to be disclosed separately for each agenda item)  
**5. To reappoint Smt. Neena Singh (DIN: 00233352), as an Independent Director.**

Resolution required: (Ordinary/ Special)							Special	
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 favor (4)	No. of Votes against (5)	% of Votes in favor on votes polled (6)= [(4)/(2)]* 100	% of Votes against on votes polled (7)= [(5)/(2)]* 100
Promoter and Promoter Group	E- Voting	8570676	8560976	99.89	8560976	0	100.00	0
	Poll		0	0			0	0
	Postal Ballot (if applicable)	Not Applicable						
	<b>Total</b>	<b>8570676</b>	<b>8560976</b>	<b>99.89</b>	<b>8560976</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Institutions	E- Voting	610634	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)	Not Applicable						
	<b>Total</b>	<b>610634</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E- Voting	2842255	244098	8.59	244090	8	99.997	0.003
	Poll		0	0.00			0	0
	Postal Ballot (if applicable)	Not Applicable						
	<b>Total</b>	<b>2842255</b>	<b>244098</b>	<b>8.59</b>	<b>244090</b>	<b>8</b>	<b>99.997</b>	<b>0.003</b>
<b>Total</b>		<b>12023565</b>	<b>8805074</b>	<b>73.23</b>	<b>8805066</b>	<b>8</b>	<b>100.000</b>	<b>0.000</b>

Agenda- wise disclosure (to be disclosed separately for each agenda item)

6. To consider and approve sale of an undertaking under Section 180 (1)(a) of the Companies Act, 2013.

Resolution required: (Ordinary/ Special)								Special	
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 favor (4)	No. of Votes against (5)	% of Votes in favor on votes polled (6)= [(4)/(2)]* 100	% of Votes against on votes polled (7)= [(5)/(2)]* 100	
Promoter and Promoter Group	E- Voting	8570676	8560976	99.89	8560976	0	100.00	0	
	Poll		0	0					
	Postal Ballot (if	Not Applicable							
	Total	8570676	8560976	99.89	8560976	0	100	0	
Public- Institutions	E- Voting	610634	0	0	0	0	0	0	
	Poll		0	0					
	Postal Ballot (if	Not Applicable							
	Total	610634	0	0	0	0	0	0	
Public- Non Institutions	E- Voting	2842255	244098	8.59	244070	28	99.989	0.011	
	Poll		0	0.00					
	Postal Ballot (if	Not Applicable							
	Total	2842255	244098	8.59	244070	28	99.989	0.011	
<b>Total</b>		<b>12023565</b>	<b>8805074</b>	<b>73.23</b>	<b>8805046</b>	<b>28</b>	<b>100.000</b>	<b>0.000</b>	

Report of Scrutinizer

(Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended)

To  
The Chairman  
Punjab Communications Limited  
B-91, Phase- VIII, Industrial Area,  
SAS Nagar, Mohali-160071

**39<sup>th</sup> Annual General Meeting (AGM) of the Members of Punjab Communications Limited (the Company) held through Video Conferencing/OAVM on Tuesday, the 29<sup>th</sup> day of September, 2020 at 11.00 A.M.**

**Sub: Passing of Resolution(s) through Remote e-voting and electronic voting, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

The Board of Directors of Punjab Communications Limited (hereinafter referred to as the "Company") in its meeting held on June 19, 2020 has appointed me as the Scrutinizer for the Remote e-voting process, and voting electronically at the venue of the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and General Circulars of Ministry of Corporate Affairs dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 & 5<sup>th</sup> May, 2020.

I hereby submit my Report as under:

1. The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company;
2. The CDSL has used CISCO WEBEX for conducting Meeting through video conferencing in accordance with the General Circulars of Ministry of Corporate Affairs dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 & 5<sup>th</sup> May, 2020.
3. The Company has circulated the notice containing the details of manner of voting by e-voting (including the log in credentials) to all the Members of Company by way of e-mail and publication of the same on its website;
4. The shareholders of the company holding shares as on the "cut-off" date of September 22, 2020 were entitled to vote on the proposed resolutions as set out at Items Nos. 1 to 6 in the Notice of the 39<sup>th</sup>AGM of Punjab Communications Limited;
5. As prescribed in Rule 20 of the Companies (Management and Administration) Rules, 2014, the remote e-voting facility was kept open for four days i.e. from Friday, September 25, 2020 (09:00 am) and ends on Monday, September 28, 2020 (05:00 pm);
6. During the conduct of Meeting, the Chairman allowed time from 11:00 am to 11:35 am to all the Members of the Company attending meeting through video conferencing to vote by way of venue e-voting those who could not participate in the Remote e-voting to cast their votes.
7. During the conduct of meeting through video conferencing, all votes with respect to the assent and dissent casted either by way of Remote e-voting or Venue e-voting was accessible only by me;



8. The electronic votes were unblocked from CDSL's site at around 11:40 am on September 29, 2020 in the presence of 2 (two) witnesses, neither of whom are in the employment of the Company and e-voting summary statement was downloaded from the e-voting website;
9. The votes were also scrutinized for the purpose of eliminating duplicate voting and the votes, if any;
10. My report on the results of the e-voting is based on the data downloaded from CDSL website;
11. The data relating to e-voting process were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company.

The results of the Remote e-voting together with that of the Venue e-voting conducted during the AGM are as under:

**Item No.1:- Ordinary Resolution**

To receive, consider and adopt the audited Profit and Loss Account for the year ended on 31<sup>st</sup> March, 2020 and Balance Sheet as on that date together with Boards' Report, Auditors' Report, CAG comments thereon and Secretarial Auditors' Report thereto.

Manner of voting	Votes in favour of the resolution			Votes against the resolution:			Abstained/Less voted-Invalid votes	
	No of Members	No. of Votes	%age	No of Members	No. of Votes	%age	No of Members	No. of Votes
Remote E-voting	55	8805066		2	8	0	0	0
Venue E-voting	0	0		0	0	0	0	0
<b>TOTAL</b>	<b>55</b>	<b>8805066</b>	<b>100</b>	<b>2</b>	<b>8</b>	<b>0</b>	<b>0</b>	<b>0</b>

**Item No.2:- Ordinary Resolution**

To appoint Director in place of CMA Jagdeep Singh Bhatia (DIN: 02554023) who retires by rotation and being eligible, offers himself for reappointment.

Manner of voting	Votes in favour of the resolution			Votes against the resolution:			Abstained/Less voted-Invalid votes	
	No of Members	No. of Votes	%age	No of Members	No. of Votes	%age	No of Members	No. of Votes
Remote E-voting	50	8804760		7	314	0	0	0
Venue E-voting	0	0		0	0	0	0	0
<b>TOTAL</b>	<b>50</b>	<b>8804760</b>	<b>100</b>	<b>7</b>	<b>314</b>	<b>0</b>	<b>0</b>	<b>0</b>



**ItemNo.3:- Ordinary Resolution**

To appoint M/s Raj Gupta and Co., Chartered Accountants as Statutory Auditors of the Company for the Financial Year 2020-2021.

Manner of voting	Votes in favour of the resolution			Votes against the resolution:			Abstained/Less voted-Invalid votes	
	No of Members	No. of Votes	%age	No of Members	No. of Votes	%age	No of Members	No. of Votes
Remote E-voting	55	8805066		2	8	0	0	0
Venue E-voting	0	0		0	0	0	0	0
<b>TOTAL</b>	<b>55</b>	<b>8805066</b>	<b>100</b>	<b>2</b>	<b>8</b>	<b>0</b>	<b>0</b>	<b>0</b>

**ItemNo.4:- Ordinary Resolution**

To appoint CA Rajat Agarwal, IAS (DIN: 07973901) as Managing Director in the capacity of Sr. Vice-Chairman and Managing Director on the Board of Puncom.

Manner of voting	Votes in favour of the resolution			Votes against the resolution:			Abstained/Less voted-Invalid votes	
	No of Members	No. of Votes	%age	No of Members	No. of Votes	%age	No of Members	No. of Votes
Remote E-voting	55	8805066		2	8	0	0	0
Venue E-voting	0	0		0	0	0	0	0
<b>TOTAL</b>	<b>55</b>	<b>8805066</b>	<b>100</b>	<b>2</b>	<b>8</b>	<b>0</b>	<b>0</b>	<b>0</b>

**ItemNo.5:- Special Resolution**

To re-appoint Smt. Neena Singh (DIN: 00233352), as an Independent Director.

Manner of voting	Votes in favour of the resolution			Votes against the resolution:			Abstained/Less voted-Invalid votes	
	No of Members	No. of Votes	%age	No of Members	No. of Votes	%age	No of Members	No. of Votes
Remote E-voting	55	8805066		2	8	0	0	0
Venue E-voting	0	0		0	0	0	0	0
<b>TOTAL</b>	<b>55</b>	<b>8805066</b>	<b>100</b>	<b>2</b>	<b>8</b>	<b>0</b>	<b>0</b>	<b>0</b>





**Item No.6:- Special Resolution**

To consider and approve sale of an undertaking under Section 180 (1)(a) of the Companies Act, 2013.

Manner of voting	Votes in favour of the resolution			Votes against the resolution:			Abstained/Less voted-Invalid votes	
	No of Members	No. of Votes	%age	No of Members	No. of Votes	%age	No of Members	No. of Votes
Remote E-voting	53	8805046		4	28	0	0	0
Venue E-voting	0	0		0	0	0	0	0
<b>TOTAL</b>	<b>53</b>	<b>8805046</b>	<b>100</b>	<b>4</b>	<b>28</b>	<b>0</b>	<b>0</b>	<b>0</b>

All the Resolutions mentioned in the AGM Notice as per the details given above stand passed under Remote e-voting and voting conducted at AGM with the requisite majority and deemed to be passed as on the date of the AGM.

The soft copy containing a list of equity shareholders who voted "FOR" or "AGAINST" and those who "ABSTAINED" together with those whose votes were declared invalid for each resolution is being delivered to the Company Secretary separately.

I hereby confirm that the Registers, all other papers and relevant records relating to electronic voting shall remain in my safe custody and the same shall be handed over to the Company Secretary of Punjab Communications Limited for safe keeping after signing of the Minutes of the aforesaid Annual General Meeting.

Thanking you,

Yours faithfully



(Sushil Kumar Sikka)  
Practicing Company Secretary  
Membership No. FCS 4241  
C.P. 3582

Place: Chandigarh  
Date: 30.09.2020

UDIN: F004241B000817779

[Dr. V. P. Chandan, IRSSE (Retd.)]  
Chairman of the Meeting