



PBA INFRASTRUCTURE LTD.

ISO 9001 : 2000
ISO 14001:2004
ISO 18001:2007

PBA:SE:2019

28th September, 2019

To,

BSE Ltd. Corporate Relationship Department, Listing Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 0023.	National Stock Exchange of India Ltd. “Exchange Plaza” Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051
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Sub: Proceedings of the 45th Annual General Meeting of the Company held on Saturday, 28th September, 2019 pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015 (Listing Regulations).

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

Dear Sir/Madam,

We hereby inform that the 45th Annual General Meeting of PBA Infrastructure Limited held on Saturday, 28th September, 2019 at 12.30 p.m. The Chembur Gymkhana, Phase II, 16th Road, Chembur, Mumbai- 400 071.

We enclosed herewith summary of proceeding as required under regulation 30 of the Listing Regulations 30, Part A Schedule –III of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.

This is for your information and records.

Thanking you,

Yours faithfully,

For PBA Infrastructure Limited

Narain P Belani
Managing Director
DIN: 02395693





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Sub: Proceedings of the 45th Annual General Meeting of PBA Infrastructure Ltd.
Ref : BSE Security Code – 532676 / NSE ISIN - INE160H01019.

Dear Sir/Madam,

The 45th Annual General Meeting of the PBA Infrastructure Ltd held on Saturday, 28th September, 2019 at 12.30 p.m. at The Chembur Gymkhana, Phase II, 16th Road, Chembur, Mumbai- 400 071.

Start Time: 12.30 pm

End Time: 16.45 pm

Attendance at Meeting:-

1. DIRECTORS AND KMP PRESENT AT MEETING:

- Mr. Narain P. Belani, Managing Director & CFO
- Mrs. Sujata D. Athavale, Director
- Mr. Munish R Wadhawan, Whole time Director
- Mr. Anil Parvatkar- Independent Director
- Mrs. Shallu R. Khann, Independent Director
- Mr. Yudhishter Lal Gadi, Independent Director
- Mr. Swaminath C. Jaiswar, Company Secretary and Compliance Officer

2. SPECIAL INVITEE

Mr. Ramesh Luharuka, Chartered Accountants
Ms. Jacintha Castelino, Secretarial Auditor





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3. TOTAL MEMBERS PRESENT AT MEETING:

There were 33 Members present at the Annual Meeting including Proxy.

4. INTRODUCTION

Mr. Swaminath C. Jaiswar Company Secretary and Compliance officer of the Company welcomed all the members to the 45th Annual General Meeting.

5. QUORUM OF THE MEETING

As the time was 12.30 pm the Managing Director ascertained that the requisite quorum for the meeting was present and declared the meeting to be in order and commenced the proceedings.

6. CHAIRMAN OF THE MEETING

Mr. Narain P. Belani, Managing Director of the Company, took the chair and extended a very warm welcome to everyone present at the 45th Annual General Meeting of the Company.

7. REGISTER AND DOCUMENTS AVAILABLE FOR INSPECTION

The Chairman stated that the proxy register, register of Directors and other documents were kept open for the inspection for the members till conclusion of the meeting.

8. CHAIRMAN SPEECH

The Chairman informed the Board that the Annual Report for the year 2018-19, along with Directors Report and the Annual Accounts are already with you. With the permission of the Members, the same was taken as read.

9. NOTICE, DIRECTORS REPORT AND ANNUAL REPORT TO THE MEMBERS

The Chairman informed that the notice convening 45th Annual General Meeting along Balance Sheet as at 31st March, 2019, and the Profit and Loss and Cash Flow Statement for the year ended March, 31, 2019 and the Auditors Report and the Report of the Board of Directors thereon had already been sent by email and courier to the members.

With consent of the members present, the Notice convening the 45th of Annual General Meeting was taken as read.





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10. AUDITORS REPORT AND SECRETARIALREPORT

The Chairman informed the members that as per new companies Act, 2013 and applicable Secretarial Standard II issued by ICSI, the Auditors Report and Secretarial Auditors are required to be read only when there are qualifications or adverse observation or comments in the report.

With consent of the members the same was taken as read.

11. AGENDA ITEMS

After reading the Auditor Report and Secretarial Audit Report, the Chairman informed in the meeting that Compliance with rule 20 of the Companies (Management and Administration) Rules, 2014, all the members were given an option of, to vote by means of electronics on all the resolutions of the notice using M/s Link Intime India Private Ltd (LIIPL) Platform.

The Board of the Directors appointed Ms. Jacintha Castelino, Practicing Company Secretary, (Membership No. 9798, Certificate of PracticeNo.12162) as the Scrutinizer to scrutinize the voting process (e-voting and voting through ballot at the AGM) in a fair and transparent manner.

The Chairman informed the remote e-voting begins on Wednesday, September 25, 2019 at 10.00 a.m. and ends on Friday September, 27, 2019 at 5.00 p.m.

After due discussion and deliberations, the following resolutions were transacted at the Annual General Meeting:

1	To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2019 and the reports of the Board of Directors and Auditors thereon.	Ordinary Business
2	To appoint a Director in place of Mrs. Sujata D. Athavale (Director) (DIN: 07601500) who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary Business
3	To ratify the appointment of M/s. R V Luharuka & CO LLP, Chartered Accountants, Mumbai (FRN No. 105662W / W100174, ICAI Membership no. : 031765), as statutory auditors of the Company and to fix their remuneration	Ordinary Business
4	Appointment of Mrs. Shallu Raajesh Khanna (DIN: 08292904) as an Independent Director of the Company.	Special Business



5	Appointment of Mr. Yudhishter Lal Gadi (DIN: 08475917) aged 84 years, as an Independent Director of the Company.	Special Business
6	Change of designation of Mr. Narain Pirimal Belani (DIN: 02395693) aged 71 years, from Whole Time Director to Managing Director of the Company w.e.f. from 30th May, 2019.	Special Business
7	Change of Designation of Mr. Munish Rajesh Wadhawan (DIN: 03558667) from Additional Director to Whole Time Director of the Company w.e.f. 15th June, 2019.	Special Business

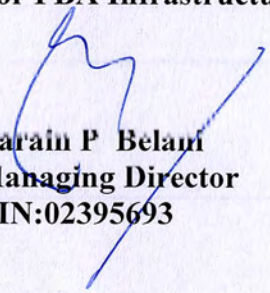
After the conclusion of voting process, the meeting was concluded with a vote thanks

You are requested to take the same on your record and oblige.

Thanking You.

Yours faithfully,

For PBA Infrastructure Limited


Narain P Belani
Managing Director
DIN:02395693

