



# PBA INFRASTRUCTURE LTD.

PBA: BSE: 2023

Date: 29.09.2023

To,

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

**Sub: Scrutinizer Report of 49<sup>th</sup> Annual General Meeting of Company.**

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

Dear Sir/ Madam,

We hereby inform that 49th Annual General Meeting of PBA Infrastructure Ltd held on 29th September, 2023 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

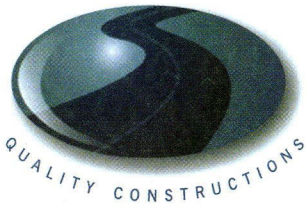
**Narain P Belani**  
Managing Director  
DIN:02395693



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PIRIMAL  
BELANI

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# PBA INFRASTRUCTURE LTD.

PBA: SE: 2023

Date: 29.09.2023

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 29.09.2023 under Regulation 44(3) of SEBI (LODR), 2015.**

**Ref: BSE Security Code – 532676 / 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 49<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September, 2023 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**



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29<sup>th</sup> September, 2023

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 49<sup>th</sup> Annual General Meeting of your Company held on Friday, 29<sup>th</sup> September, 2023 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**

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Castelino

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Jacintha Castelino  
Date: 2023.09.29  
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**JACINTHA CASTELINO**  
**COMPANY SECRETARY**  
**PROPRIETOR**  
**C.O.P : 12162**  
**FCS: 9798**  
**PR: 1511/2021**  
**UDIN: F009798E001132161**

## **SCRUTINIZER'S REPORT**

Name of the Company	PBA Infrastructure Limited
Meeting	49 <sup>th</sup> Annual General Meeting
Day, Date & Time	Friday, 29 <sup>th</sup> September, 2023 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 49<sup>th</sup> Annual General Meeting (“AGM”) of **PBA Infrastructure Limited** (hereinafter referred to as “**the Company**”) scheduled on Friday, 29<sup>th</sup> September, 2023 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 5<sup>th</sup> 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 6<sup>th</sup> September 2023 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 4<sup>th</sup> September, 2023.
- 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 4<sup>th</sup> September, 2023 by e-mail to 10643 members who had already registered their E-mail ID's with the Company / Depositories;
  - b) On 6<sup>th</sup> September, 2023, 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 Friday, 22<sup>nd</sup> September, 2023, 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 Tuesday, September 26, 2023 at 10.am (IST) to Thursday 28<sup>th</sup> September, 2023 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) 27 Members had cast their votes through e-voting at the AGM;
  - b) 31 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 29th July, 2023 is enclosed herewith.
- 7.3 Based on the aforesaid results, I report that **05 Resolutions** as set out in Items Nos. 1,2,3,4, and 5 of the Notice of the AGM dated 29th July, 2023 have been **passed with the requisite majority**.

**FOR JC & ASSOCIATES  
COMPANY SECRETARIES**

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**JACINTHA CASTELINO  
COMPANY SECRETARY  
PROPRIETOR  
C.O.P : 12162  
FCS: 9798  
PR: 1511/2021  
UDIN: F009798E001132161**

Disclosure in terms of Regulation 44(3) of the SEBI (LODR), 2015 in relation to 49th Annual General Meeting of PBA Infrastructure Limited

Format for Voting Results

Date of the AGM	: 29.09.2023
Total Number of Shareholders on record date i.e. 22.09.2023	: 11805
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
Public	: meeting was held through VC/OAVM
No. of Shareholders attended the meeting through Video Conferencing	:
Promoters and Promoters Group	: 03
Public	: 40

FOR JC & ASSOCIATES  
COMPANY SECRETARIES

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JACINTHA CASTELINO  
COMPANY SECRETARY

PROPRIETOR

C.O.P : 12162

FCS: 9798

PR: 1511/2021

UDIN: F009798E001132161



Resolution Required : (Ordinary)			1 - To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2023 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	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		250760	3.3959	250760	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>767306</b>	<b>10.3911</b>	<b>767306</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	6116303	33317	0.5446	32065	1252	96.2422	3.7578
	Poll		27926	0.4566	27926	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>61243</b>	<b>1.0012</b>	<b>59991</b>	<b>1252</b>	<b>97.9557</b>	<b>2.0443</b>
<b>Total</b>		<b>13500562</b>	<b>828549</b>	<b>6.1371</b>	<b>827297</b>	<b>1252</b>	<b>99.8489</b>	<b>0.1511</b>

Based on the aforesaid result, we report that the Ordinary Resolution as set out Item No. 1 of Notice of the AGM Dated 29th July, 2023 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  
PR: 1511/2021  
UDIN: F009798E001132161**

**PBA Infrastructure Limited**

Resolution Required : (Ordinary)		2 - To appoint a Director in place of Mrs. Sujata Dhananjay Athavale (DIN: 07601500) who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible, offers herself 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]=([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		250760	3.3959	250760	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>767306</b>	<b>10.3911</b>	<b>767306</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	6116303	33307	0.5446	31955	1352	95.9408	4.0592
	Poll		27926	0.4566	27926	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>61233</b>	<b>1.0012</b>	<b>59881</b>	<b>1352</b>	<b>97.7920</b>	<b>2.2080</b>
<b>Total</b>		<b>13500562</b>	<b>828539</b>	<b>6.1371</b>	<b>827187</b>	<b>1352</b>	<b>99.8368</b>	<b>0.1632</b>

Based on the aforesaid result, we report that the Ordinary Resolution as set out Item No. 2 of Notice of the AGM Dated 29th July 2023 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  
PR: 1511/2021  
UDIN: F009798E001132161**

**PBA Infrastructure Limited**

Resolution Required : (Ordinary)		3 - To Appoint M/s. N.K. Mittal Associates, Chartered Accountants as Statutory Auditor 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		250760	3.3959	250760	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>767306</b>	<b>10.3911</b>	<b>767306</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	6116303	33317	0.5447	31965	1352	95.9420	4.0580
	Poll		27926	0.4566	27926	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>61243</b>	<b>1.0013</b>	<b>59891</b>	<b>1352</b>	<b>97.7924</b>	<b>2.2076</b>
<b>Total</b>		<b>13500562</b>	<b>828549</b>	<b>6.1371</b>	<b>827197</b>	<b>1352</b>	<b>99.8368</b>	<b>0.1632</b>

Based on the aforesaid result, we report that the Ordinary Resolution as set out Item No. 3 of Notice of the AGM Dated 29th July, 2023 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**

**PR: 1511/2021**

**UDIN: F009798E001132161**

**PBA Infrastructure Limited**

<b>Resolution Required : (Special)</b>		<b>4 - To approve the re-appointment of Mrs. Shalu Raajesh Khanna (DIN: 08292904 ) as an Independent Director of the Company for a second term of five consecutive years and in this connection</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	7384255	516546	6.9952	516546	0	100.0000	0.0000
	Poll		250760	3.3959	250760	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>767306</b>	<b>10.3911</b>	<b>767306</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	6116303	33317	0.5447	31965	1352	95.9420	4.0580
	Poll		27926	0.4566	27926	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>61243</b>	<b>1.0013</b>	<b>59891</b>	<b>1352</b>	<b>97.7924</b>	<b>2.2076</b>
<b>Total</b>		<b>13500562</b>	<b>828549</b>	<b>6.1371</b>	<b>827197</b>	<b>1352</b>	<b>99.8368</b>	<b>0.1632</b>

Based on the aforesaid result, we report that the Special Resolution as set out Item No. 4 of Notice of the AGM Dated 29th July, 2023 has been passed with requisite majority.

**FOR JC & ASSOCIATES  
COMPANY SECRETARIES**

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Castelino

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**JACINTHA CASTELINO  
COMPANY SECRETARY  
PROPRIETOR  
C.O.P : 12162  
FCS: 9798  
PR: 1511/2021  
UDIN: F009798E001132161**

PBA Infrastructure Limited								
Resolution Required : (Special)			5 - Re-Appointment of Mr. Narain P. Belani (DIN: 02395693) as Managing Director for an additional term of 1 year					
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		250760	3.3959	250760	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>767306</b>	<b>10.3911</b>	<b>767306</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	6116303	33317	0.5447	31965	1352	95.9420	4.0580
	Poll		7888	0.1290	7888	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>41205</b>	<b>0.6737</b>	<b>39853</b>	<b>1352</b>	<b>96.7188</b>	<b>3.2812</b>
<b>Total</b>		<b>13500562</b>	<b>808511</b>	<b>5.9887</b>	<b>807159</b>	<b>1352</b>	<b>99.8328</b>	<b>0.1672</b>

Based on the aforesaid result, we report that the Special Resolution as set out Item No. 5 of Notice of the AGM Dated 29th July, 2023 has been passed with requisite majority.

FOR JC & ASSOCIATES  
COMPANY SECRETARIES

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Castelino

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JACINTHA CASTELINO  
COMPANY SECRETARY  
PROPRIETOR  
C.O.P : 12162  
FCS: 9798  
PR: 1511/2021  
UDIN: F009798E001132161