

PCL/CS/15535

26th September, 2019

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,

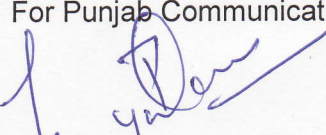
The 38th AGM of the Company was held on 25th September, 2019, Wednesday at 1500 HRS at B-91, Phase VIII, Industrial Area, S.A.S. Nagar, Mohali.

Pursuant to the provisions of Regulation 44 of SEBI (LODR) Regulations, 2015, the results of the voting held through physical ballot as well as e-voting in the prescribed format are attached here with. The scrutinizer appointed for the purpose of voting, Mr. Vishal Arora (Practicing Company Secretary) has prepared his report on the voting by physical ballot, electronic and consolidated voting for 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 38 th AGM of Punjab Communications Ltd. held on 25th September, 2019 at 1500 Hours at B-91, Phase VIII, Industrial Area, S.A.S Nagar, Mohali								
Date of AGM/ EGM						25.09.2019		
Total number of shareholders on record date						10419		
No. of shareholders present in the meeting either in person or through proxy:						37		
Promoters and Promoter Group						1		
Public						36		
No. of Shareholders attended the meeting through Video Conferencing						N.A.		
Promoters and Promoter Group								
Public								
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, 2019 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	8551501	99.78	8551501	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	8570676	8551501	99.78	8551501	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	1530	0.05	1530	0	100	0
	Poll		1476	0.05	1476	0	100	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	2842255	3006	0.11	3006	0	100	0
Total		12023565	8554507	71.15	8554507	0	100	0

Agenda- wise disclosure (to be disclosed separately for each agenda item)
2. To appoint Director in place of CA. Rajat Agarwal, IAS (DIN: 07973901) who retires by rotation and being eligible, has offered himself for reappointment.

Resolution required: (Ordinary/ Special)							Ordinary	
Whether promoter/ promoter group are interested in the agenda/ resolution?							Yes	
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	8551501	99.78	8551501	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	8570676	8551501	99.78	8551501	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	1530	0.05	1330	200	86.928	13.072
	Poll		1476	0.05	1476	0	100.000	0.000
	Postal Ballot (if applicable)	Not Applicable						
	Total	2842255	3006	0.11	2806	200	93.347	6.653
Total		12023565	8554507	71.15	8554307	200	99.998	0.002

Agenda- wise disclosure (to be disclosed separately for each agenda item)
3. To appoint M/s Raj Gupta & Co., Chartered Accountants as the Statutory Auditors of the company for the financial year 2019-20 (from the conclusion of this AGM till the conclusion of next AGM) and to fix their remuneration.

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	8551501	99.78	8551501	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	8570676	8551501	99.78	8551501	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	1530	0.05	1330	200	86.928	13.072
	Poll		1476	0.05	1476	0	100.000	0.000
	Postal Ballot (if applicable)	Not Applicable						
	Total	2842255	3006	0.11	2806	200	93.347	6.653
Total		12023565	8554507	71.15	8554307	200	99.998	0.002

Agenda- wise disclosure (to be disclosed separately for each agenda item)
4. To Reappoint Sh. Vikas Pratap, IAS, (DIN: 01129385) 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?							Yes	
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	8551501	99.78	8551501	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	8570676	8551501	99.78	8551501	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	1530	0.05	1330	200	86.928	13.072
	Poll		1476	0.05	1476	0	100.000	0.000
	Postal Ballot (if applicable)	Not Applicable						
	Total	2842255	3006	0.11	2806	200	93.347	6.653
Total		12023565	8554507	71.15	8554307	200	99.998	0.002

Agenda- wise disclosure (to be disclosed separately for each agenda item)
5. To Reappoint Sh. Ved Prakash Chandan, IRSE (Retd.) (DIN : 00225793) as 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	8551501	99.78	8551501	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	8570676	8551501	99.78	8551501	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	1530	0.05	1330	200	86.928	13.072
	Poll		1476	0.05	1476	0	100.000	0.000
	Postal Ballot (if applicable)	Not Applicable						
	Total	2842255	3006	0.11	2806	200	93.347	6.653
Total		12023565	8554507	71.15	8554307	200	99.998	0.002

Agenda- wise disclosure (to be disclosed separately for each agenda item)
6. To Reappoint Sh. Satinder Pal Singh, IAS (Retd.) (DIN : 00297745) as 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	8551501	99.78	8551501	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if	Not Applicable						
	Total	8570676	8551501	99.78	8551501	0	100	0
Public- Institutions	E- Voting	610634	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if	Not Applicable						
	Total	610634	0	0	0	0	0	0
Public- Non Institutions	E- Voting	2842255	1530	0.05	1330	200	86.928	13.072
	Poll		1476	0.05	1476	0	100.000	0.000
	Postal Ballot (if	Not Applicable						
	Total	2842255	3006	0.11	2806	200	93.347	6.653
Total		12023565	8554507	71.15	8554307	200	99.998	0.002

Agenda- wise disclosure (to be disclosed separately for each agenda item)
7. To Reappoint Sh. Moti Ram Sharma, (DIN : 08250388) as 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	8551501	99.78	8551501	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if	Not Applicable						
	Total	8570676	8551501	99.78	8551501	0	100	0
Public- Institutions	E- Voting	610634	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if	Not Applicable						
	Total	610634	0	0	0	0	0	0
Public- Non Institutions	E- Voting	2842255	1530	0.05	1330	200	86.928	13.072
	Poll		1476	0.05	1476	0	100.000	0.000
	Postal Ballot (if	Not Applicable						
	Total	2842255	3006	0.11	2806	200	93.347	6.653
Total		12023565	8554507	71.15	8554307	200	99.998	0.002

VISHAL ARORA

B.COM. F.C.S., M.F.C. PGDIPR

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(ix) of the Companies (Management and Administration) Amendment Rules, 2015]

The Chairman
Punjab Communications Limited
B-91, Phase -VIII, Industrial Area, S.A.S Nagar, Chandigarh-160071

Annual General Meeting of the Members of Punjab Communications Limited held on Wednesday, the 25th September 2019 at 03:00 P.M. at B-91, Phase -VIII, Industrial Area, S.A.S Nagar, Chandigarh-160071

Dear Sir,

I VISHAL ARORA, PCS, holding Membership Number FCS 4566 and Certificate of Practice Number - 3645, #651, Top Floor, Sector-8B, Chandigarh 160009 has been appointed by the Board of Directors of Punjab Communications Limited as Scrutinizer for conducting the e-voting process for the Annual General Meeting of the Company held on Wednesday, September 25, 2019 at 03:00 P.M. at B-91, Phase-VIII, Industrial Area, S.A.S Nagar, Chandigarh-160071.

1. All the Resolutions for approval at the AGM were transacted through remote e-voting and also voting at the AGM venue through ballot paper, for e-voting purpose the Board of Directors of the Company engaged the services of Central Depository Services Limited (CDSL).
2. Voting through remote e-voting commenced on Friday 20th September 2019 at 9.00 AM and closed on Tuesday 24th September 2019 at 5.00 PM when remote e-voting was blocked by CDSL.
3. In respect of those Members present at the AGM who did not cast their votes by remote e-voting prior to the AGM, facility of physical voting through ballot papers was provided at the AGM venue.
4. After the conclusion of voting at the AGM venue, the votes cast through voting at the AGM venue and remote e-voting were unblocked on 25th September, 2019 in the presence of 2 (two) witnesses, neither of whom are in the employment of the Company.
5. Based on the reports generated from CDSL and on the basis of physical voting done at the venue of AGM, which I have scrutinized, the consolidated results of voting are reported as under:



H.No 651, Top Floor, Sector 8-B, Chandigarh
Phone No. 0172 4644288, Mob No. 9814296288
Email: csvishalarora@yahoo.in, csteamva@gmail.com

VISHAL ARORA

B.COM. F.C.S., M.F.C. PGDIPR

ORDINARY BUSINESS

Item No. 1- Ordinary Resolution

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON 31ST MARCH 2019 AND BALANCE SHEET AS ON DATE TOGETHER WITH BOARDS' REPORT, AUDITORS' REPORT, CAG COMMENTS THEREON AND SECRETARIAL AUDITORS' REPORT THERETO

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	15	8553031	20	1476	35	8554507	100
Voted against the resolution	0	0	0	0	0	0	0
Total	15	8553031	20	1476	35	8554507	100
Invalid Votes/Abstain from Voting	0	0	0		0		

Item No. 2 - Ordinary Resolution

TO APPOINT DIRECTOR IN PLACE OF CA RAJAT AGGARWAL, IAS (DIN-07973901) WHO RETIRE BY ROTATION AND BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-APPOINTMENT

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	14	8552831	20	1476	34	8554307	99.998
Voted against the resolution	1	200	0	0	1	200	0.002
Total	15	8553031	20	1476	35	8554507	100
Invalid Votes/Abstain from Voting	0	0	0	0	0	0	

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Email: csvishalarora@yahoo.in, csteamva@gmail.com



VISHAL ARORA

B.COM. F.C.S., M.F.C. PGDIPR

Item No. 3 - Ordinary Resolution

TO APPOINT THE STATUTORY AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2019-2020.

Voted in favour/ against/ Invalid	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	14	8552831	20	1476	34	8554307	99.998
Voted against the resolution	1	200	0	0	1	200	0.002
Total	15	8553031	20	1476	35	8554507	100
Invalid Votes/Abstain from Voting	0	0	0	0	0	0	

SPECIAL BUSINESS

Item No. 4 -Ordinary Resolution

TO RE-APPOINT SH. VIKAS PRATAP, IAS (DIN: 01129385) AS DIRECTOR IN THE CAPACITY OF SR. VICE-CHAIRMAN & MANAGING DIRECTOR ON THE BOARD OF PUNCOM.

Voted in favour/ against/ Invalid	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	14	8552831	20	1476	34	8554307	99.998
Voted against the resolution	1	200	0	0	1	200	0.002
Total	15	8553031	20	1476	35	8554507	100
Invalid Votes/Abstain from Voting	0	0	0	0	0	0	

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Phone No. 0172 4644288, Mob No. 9814296288
Email: cvishalarora@yahoo.in, csteamva@gmail.com



VISHAL ARORA

B.COM. F.C.S., M.F.C. PGDIPR

Item No. 5 – Special Resolution

TO RE-APPOINT SH. VED PRAKASH CHANDAN, IRSE (RETD.) (DIN: 00225793) AS INDEPENDENT DIRECTOR.

Voted in favour/ against/ Invalid	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	14	8552831	20	1476	34	8554307	99.998
Voted against the resolution	1	200	0	0	1	200	0.002
Total	15	8553031	20	1476	35	8554507	100
Invalid Votes/Abstain from Voting	0	0	0	0	0	0	

Item No. 6 – Special Resolution

TO RE-APPOINT SH. SATINDER PAL SINGH, IAS (RETD.) (DIN: 00297745) AS INDEPENDENT DIRECTOR.

Voted in favour/ against/ Invalid	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	14	8552831	20	1476	34	8554307	99.998
Voted against the resolution	1	200	0	0	1	200	0.002
Total	15	8553031	20	1476	35	8554507	100
Invalid Votes/Abstain from Voting	0	0	0	0	0	0	

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VISHAL ARORA

B.COM. F.C.S., M.F.C. PGDIPR

Item No. 7 - Special Resolution

TO RE-APPOINT SH. MOTI RAM SHARMA, (DIN: 08250388) AS INDEPENDENT DIRECTOR.

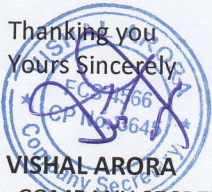
Voted in favour/ against/ Invalid	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	14	8552831	20	1476	34	8554307	99.998
Voted against the resolution	1	200	0	0	1	200	0.002
Total	15	8553031	20	1476	35	8554507	100
Invalid Votes/Abstain from Voting	0	0	0	0	0	0	

All the Resolutions stand passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and poll by the shareholders of the Company.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company, authorised by the Board for safe keeping.

Thanking you
Yours Sincerely,


VISHAL ARORA
COMPANY SECRETARY



MR. V.P. CHANDAN, IRSE (Retd.)
(Chairman of the Meeting)

C. P. NO. 3645
SCRUTINIZER

Date : 25.09.2019
Place : Chandigarh

We the undersigned have witnessed that the votes cast through remote e-voting and voting through ballot at the AGM venue were unblocked in our presence on 25th September 2019.

Witnesses to the unblocking of Votes:

1. 
Anita Bhargav

2. 
Arun Dogra

H.No 651, Top Floor, Sector 8-B, Chandigarh
Phone No. 0172 4644288, Mob No. 9814296288
Email: csvishalarora@yahoo.in, csteamva@gmail.com

