



PNC Infratech Limited

An ISO : 9001-2008 Certified Company

Ref No: PNC/SE/22/15-16

Date: 29.09.2015

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

To,
The Manager
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai-400 051
Scrip code: PNCINFRA

Dear Sir,

Sub: Outcome of 16th Annual General Meeting

This is to inform you that the members of the Company at the 16th Annual General Meeting held on Monday, 28th September, 2015 have approved the following business included in the Notice convening the said meeting.

Ordinary business:

1. Considered and adopted:

- a) Audited standalone Financial Statements, Reports of the Board of Directors and Auditors for the year ended March 31, 2015
- b) Audited Consolidated Financial Statements and Report of the Auditors thereon for the year ended March 31, 2015

2. Declaration of Final Dividend of Re. 1.50 per equity shares of Rs.10/-each
3. Appointment of Mr. Naveen Kumar Jain, Whole Time Director, liable to retire by rotation
4. Appointment of Mr. Anil Kumar Rao, Whole Time Director, liable to retire by rotation
5. Ratification for re-appointment of Statutory Auditors of the Company

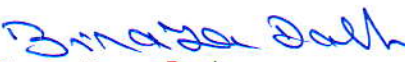
Special Business:

6. Approved keeping and maintaining of statutory books and Registers and other documents at a place other than registered office under Companies Act, 2013
7. Ratified remuneration of Cost Auditors of the Company for FY. 2015-16

We are enclosing herewith a copy of the Scrutinizer's Report – Combined on the results of the e-voting and poll, in respect of the above matters. Kindly take the same into record.

Thanking You,

For PNC Infratech Limited


Binaya Kumar Dash
Company Secretary & Compliance Officer
ICSI M. No.: A17982



Encl: As stated above



Corporate Office : PNC Tower,
3/22-D, Civil Lines, Bypass Road,
NH-2, Agra-282002

Regd. Office : NBCC Plaza, Tower II,
4th Floor, Pushp Vihar, Sector-V, Saket
New Delhi-110017 (India)

Tel. : 91-562-4054400 (30 Lines)
91-562-4070000 (30 Lines)

Tel. : 91-11-29574800 (10 Lines)
91-11-29566511, 64724122

Fax : 91-562-4070011

Fax : +91-11-29563844

Email : ho@pncinfratech.com

Email : delhioffice@pncinfratech.com
Web. : www.pncinfratech.com
CIN : L45201DL1999PLC195937

Deepak Gupta
Practicing Company Secretary

3/31, 1st Floor, West Patel Nagar,
New Delhi – 110 008
Mobile No.: 9811423461
Telefax No. 011-45063990
Email– deepak@drassociates.org

SCRUTINIZER'S REPORT - COMBINED

The Chairman of 16th Annual General Meeting of
PNC Infratech Limited,
New Delhi

Dear Sir,

1. I, Deepak Gupta, Company Secretary in practice, partner of DR Associates, Company Secretaries, have been appointed as a scrutinizer by the Board of Directors of PNC Infratech Limited ('the Company') in its meeting held on August 7th, 2015 for the purpose of scrutinizing the e – voting process and Poll Process under the provisions of section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, at the 16th Annual General Meeting (AGM) of the members of the Company held on Monday, 28th September, 2015 at 11.00 A.M. at Arya Auditorium, Des Raj Campus, C- Block, East of Kailash, New Delhi-110065, India.
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through electronic means and poll on the resolutions contained in the notice of 16th Annual General Meeting. My responsibility as a scrutinizer for e- voting process and for the poll at the AGM is restricted to make a scrutinizer's report and to follow the duties and responsibilities as mentioned under the applicable provisions of the Companies Act., 2013 and rules and regulations made thereunder.
3. I have issued separate Scrutinizer's report dated 28th September, 2015 on the **E – Voting and on Poll** dated 28th September, 2015, on the resolutions contained in the notice of the AGM. As requested by the Management, I hereby submit my combined report on the results of e – voting together with that of Poll are as under:

Item No. of the Notice	Voted in favour of the resolution		Votes against the resolution		Invalid Votes
	No. of Shares	% of total number of valid votes cast (Favour and Against)	No of Shares	% of total number of valid votes cast (Favour and Against)	
Item No. 1 of the Notice (Ordinary Resolution)	46504882	100	0	0	1098
Item No. 2 of the Notice (Ordinary Resolution)	46504882	100	0	0	1098



Deepak Gupta
Practicing Company Secretary

3/31, 1st Floor, West Patel Nagar,
New Delhi – 110 008
Mobile No.: 9811423461
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Email– deepak@drassociates.org

Item No. 3 of the Notice (Ordinary Resolution)	46504882	100	0	0	1098
Item No. 4 of the Notice (Ordinary Resolution)	46504847	100	35	Negligible	1098
Item No. 5 of the Notice (Ordinary Resolution)	46504882	100	0	0	1098
Item No. 6 of the Notice (Special Resolution)	46504882	100	0	0	1098
Item No. 7 of the Notice (Ordinary Resolution)	46504882	100	0	0	1098

4. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of AGM.

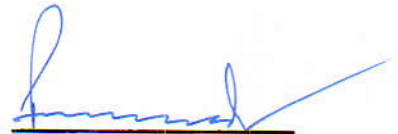
Thanking you,
Yours Faithfully



Deepak Gupta
FCS: F5339
CP No. 4629



Partner
DR Associates
Company Secretaries
Place: New Delhi
Date: September 28, 2015



Countersigned by Chairman of Annual General Meeting

Pradeep Kumar Jain

DIN: 00086653

Date: 28.9.2015