

PCL/CS/15754

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

The Secretary  
The Bombay Stock Exchange Ltd.,  
Pheroze Jeejeebhoy Towers,  
Dalal Street,  
MUMBAI-400 001.

**SUB: PROCEEDINGS OF 39<sup>th</sup> ANNUAL GENERAL MEETING**

Dear Sir,

Pursuant to the provisions of Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, this is to inform you that the 39<sup>th</sup> Annual General Meeting of the Company was held on Tuesday, the 29<sup>th</sup> day of September, 2020 at 1100 HRS through Video Conferencing/ Other Audio Visual Means (VC/OAVM) in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020 and General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 issued by the Ministry of Corporate Affairs ("MCA"), and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 (collectively referred as "Circulars").

The Company Secretary welcomed the Members, Directors and other invitees at the 39<sup>th</sup> AGM of the Company. Thereafter, the Company Secretary informed the members that in accordance with the Circulars issued by MCA and SEBI, this meeting is being held through VC. He further briefed the members about certain important points regarding the meeting.

Dr. V.P. Chandan, IRSSE (Retd.) was unanimously elected as the Chairman of the meeting. After ascertaining that the quorum is in order, the Chairman declared the meeting as open. The Company Secretary introduced the Directors, Statutory auditors, Secretarial auditors and Scrutinizer to all the members present through VC in the meeting.

The Members were informed that pursuant to the provisions of Companies Act 2013 and the SEBI LODR regulations, the company has provided electronic voting facility (E-voting) to all its members as on 22<sup>nd</sup> September, 2020, being the cutoff date to enable cast their votes electronically through CDSL platform in respect of businesses to be transacted at the AGM. The E-voting commenced on 25<sup>th</sup> September, 2020 at 9:00 A.M. and ended on 28<sup>th</sup> September, 2020 at 5:00 P.M. He further informed the Shareholders that the Members who have not casted their vote through remote e-Voting and are otherwise not barred from doing so, can vote through Venue Voting facility.

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Thereafter, with the permission of the Chairman, the Company Secretary read out the Agenda Items as set out in the Notice of the Annual General Meeting.

The Following resolutions were transacted by the members present through VC in the meeting:

1. 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 (Ordinary Resolution)
2. To appoint Director in place of CMA Jagdeep Singh Bhatia (DIN: 02554023) who retires by rotation and being eligible, offers himself for reappointment (Ordinary Resolution)
3. To appoint M/s Raj Gupta and Co., Chartered Accountants as the Statutory Auditors of the Company for the Financial Year 2020-2021 (from the conclusion of this AGM till the conclusion of next AGM) and to fix their remuneration (Ordinary Resolution)
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. (Ordinary Resolution)
5. To reappoint Smt. Neena Singh (DIN: 00233352), as an Independent Director (Special Resolution)
6. To consider and approve sale of an undertaking under Section 180 (1) (a) of the Companies Act, 2013 (Special Resolution)


It was also informed to the members that M/s S.K. Sikka & Associates, Company Secretaries was appointed as the scrutinizer for the purpose of scrutinizing the entire E-voting process and the results of the e-Voting shall be disseminated to the stock exchange within 48 hours of conclusion of the Annual General Meeting and shall also be uploaded on the website of the Company and CDSL.

There being no other item of business, the meeting concluded with a vote of thanks to the Members.

This is for your information and record please.

Thanking you.

Yours faithfully  
For Punjab Communications Limited

  
(Company Secretary)