

PCL/CS/16228

28<sup>th</sup> September, 2022

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

**SUB: PROCEEDINGS OF 41<sup>st</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 41<sup>st</sup> Annual General Meeting of the Company was held on Wednesday, the 28<sup>th</sup> day of September, 2022 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, General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020, General Circular No. 02/2021 dated 13<sup>th</sup> January, 2021 and General Circular No. 02/2022 dated 5<sup>th</sup> May, 2022 issued by the Ministry of Corporate Affairs ("MCA"), and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 & 2021/11 dated 12<sup>th</sup> May, 2020 dated 15<sup>th</sup> January, 2021 respectively read with SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May 2022 (collectively referred as "Circulars").

The Company Secretary welcomed the Members, Directors and other invitees at the 41<sup>st</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, Secretarial auditors and Scrutinizer to all the members present through VC in the meeting.

The Register of Members, Register of Directors' Shareholding as per Section 88 & 170 of the Companies Act, 2013 and other registers along with Auditors' Report, Secretarial Auditors' Report etc were made available online at the commencement of the meeting in soft form and were kept available and accessible during the continuance of the meeting in pursuance of the provisions of the Companies Act, 2013 and Secretarial Standard-2 on General Meetings.

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 21<sup>st</sup> September, 2022, 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 23<sup>rd</sup> September, 2022 at 9:00 A.M. and ended on 27<sup>th</sup> September, 2022 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.

It was further informed that during the intervening period, the Company has received the letter from CAG for appointment of M/s Raj Gupta & Co., Chartered Accountants as Statutory Auditors for the Financial Year 2022-23 and the same was made available well before the meeting commenced.

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

1. To receive, consider and adopt the audited Profit and Loss Account for the year ended on March 31, 2022 and Balance Sheet as on that date together with Boards' Report, Auditors' Report, CAG comments thereon and Secretarial Auditors' Report thereto. (being already circulated with the notice of AGM may taken as read) (Ordinary Resolution)
2. To appoint Director in place of Sh. Dilip Kumar, IAS (DIN: 03155302) who retires by rotation and being eligible, offers himself for reappointment. (Ordinary Resolution)
3. To appoint M/s Raj Gupta & Co., Chartered Accountants as the Statutory Auditors of the Company for the Financial Year 2022-2023 (from the conclusion of this AGM till the conclusion of next AGM) and to fix their remuneration. (Proposed resolution read at the meeting) (Ordinary Resolution)
4. To appoint Sh. Mohinder Pal, IAS (DIN: 02975536) as Director in the capacity of Sr. Vice-Chairman on the Board of Puncom. (Proposed resolution read at the meeting) (Ordinary Resolution)
5. To appoint CA Ramesh Goel (DIN: 09699964) as Director in the capacity of Whole-time Director on the Board of Puncom. (Proposed resolution read at the meeting) (Ordinary Resolution)

Accordingly, the above resolutions were transacted by the members present through VC in the meeting.

It was also informed to the members that M/s S.K. Sikka & Associates, Practicing Company Secretary 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)