



June 14, 2022

The BSE Limited,  
Listing Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400001  
**Scrip Code:** 540173

National Stock Exchange of India Limited,  
Listing Department  
“Exchange Plaza”  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400051  
**Symbol:** PNBHOUSING

Dear Sir(s),

**Sub: Outcome of the Board Meeting**

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), we wish to inform you that at the meeting of the Board of Directors of the Company held today i.e. Tuesday, June 14, 2022 commenced at 03:00 P.M. and concluded at 05: 20 P.M. and approved as under:

1. Issuance of Non - Convertible Debentures aggregating up to INR 2,000 Crore (Rupees Two Thousand Crore Only) on Private Placement Basis.
2. ESOP III 2022 Scheme (**‘ESOP’**) and Restricted Stock Unit 2022 Scheme (**‘RSU’**) of the Company subject to the approval of shareholders of the Company. Brief particulars of the schemes are detailed below:
  - a. **ESOP:** The maximum number of Options that may be issued pursuant to the Scheme shall not exceed 20,00,000 Options in number which will be convertible into equal number of Equity Shares.
  - b. **RSU:** The maximum number of Stock Units that may be issued pursuant to the Scheme shall not exceed 8,50,000 Stock Units in number which will be convertible into equal number of Equity Shares.
3. Amendment in existing ESOP Scheme 2016 to authorize Nomination and Remuneration Committee in relation to the vesting terms at the time of grant of Options under the ESOP Scheme 2016 subject to the approval of shareholders of the Company.

This is for your information and records.

Thanking You,

**For PNB Housing Finance Limited**

**Sanjay Jain**  
**Company Secretary & Head Compliance**  
**Membership No: F2642**