



Ref: PNBHFL/SE/EQ/FY24/109
Date: March 04, 2024

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

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

Dear Sir/Madam,

Sub: Outcome of Board Meeting

This is to inform that the Board of Directors of the Company at its meeting held today i.e., March 04, 2024 has inter-alia considered and approved the following:

1. Re-appointment of Ms. Gita Nayyar (DIN: 07128438) as an Independent Director of the Company for the second term of five (5) years from May 29, 2024 to May 28, 2029, on the recommendation of the Nomination and Remuneration Committee.
2. The Postal Ballot Notice to seek approval of the shareholders for re-appointment of Ms. Gita Nayyar (DIN: 07128438), as an Independent Director for the term cited above. The Postal Ballot Notice shall be sent to the shareholders in due course and shall be filed with the exchanges.
3. The extension of tenure of Mr. Ajay Kumar Mohanty as the Head - Internal Audit (HIA) of the Company, for a further period of one year w.e.f. June 01, 2024 to May 31, 2025.

Disclosure of information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/ 2023/ 123 dated July 13, 2023, are enclosed as Annexure A & B.

The above information is also available on <https://www.pnbhousing.com/>, the website of the Company.

The Board meeting commenced at 02.30 P.M. (IST) and concluded at 05.10 P.M. (IST).

This is for your information and records.

Thanking you,

Yours faithfully,
For PNB Housing Finance Limited

Veena G Kamath
Company Secretary

Regd. Office: 9th Floor, Antriksh Bhavan, 22 Kasturba Gandhi Marg, New Delhi – 110 001
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CIN: L65922DL1988PLC033856

Details pertaining to the re-appointment of Ms. Gita Nayyar as an Independent Director of the Company are given below:

Sl. No.	Particulars	Details
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Re-appointment as an Independent Director of the Company for a second term.
2.	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment ;	Five years commencing May 29, 2024 upto May 28, 2029.
3.	Brief profile (in case of appointment);	<p>Ms. Gita Nayyar is a finance professional with over 31 years of global leadership experience with MNC banks/VC funds and corporates. She has expertise in corporate banking, risk and relationship management, investment banking, wealth management and fundraising. She is also recognized for her expertise in angel investing/mentoring and advising in early-stage ventures.</p> <p>She has considerable experience and serves as an Independent Director on the boards of reputed corporate organizations.</p> <p>She is a member of the Board of Governors of Indian Institute of Management Udaipur and of the governing body of HelpAge India.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director)	There are no inter-se relations between Ms. Gita Nayyar and the other members of the Board
5.	Person shall not be debarred from holding office of a Director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority. (Information required pursuant to BSE Circular No. LIST/ COMP/14 /2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018)	Ms. Gita Nayyar is not debarred from holding office of a Director by virtue of any SEBI Order or any other authority.

Details pertaining to the extension of tenure of Mr. Ajay Kumar Mohanty as Head – Internal Audit (HIA) of the Company are given below:

Sl.no.	Particulars	Details
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Extension of tenure as the Head - Internal Audit of the Company.
2.	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment;	Extension of tenure is for a period of one year commencing from June 01, 2024 upto May 31, 2025.
3.	Brief profile (in case of appointment);	<p>Mr. Ajay Kumar Mohanty is the Head – Internal Audit of our Company. He joined the Company on July 1, 2020. He is responsible for leading the internal audit function of the Company.</p> <p>He holds a Bachelor’s Degree in commerce from Utkal University and has completed a Senior Management Programme from Indian Institute of Management, Ahmedabad. He is a member of the Institute of Chartered Accountants of India since 1989.</p> <p>He has also completed a post qualification course in Information Systems Audit from the Institute of Chartered Accountants of India. He is a Certified Associate of Indian Institute of Banking and Finance. Previously, he was associated with ICICI Home Finance Company Limited and ICICI Bank Limited.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not applicable.