



Ghar Ki Baat

PNB Housing Finance Limited

Regd. Office: 9th Floor Antriksh Bhawan, 22 K G Marg, New Delhi-110001

Phone: 011 23736857, E-mail: investor.services@pnbhousing.com, Website: www.pnbhousing.com

CIN: L65922DL1988PLC033856

**Postal Ballot Form
(To be returned to the Scrutinizer)**

1. **Name & Address of the Sole/First named Shareholder as registered with the Company** :

2. **Name(s) of the joint Shareholder(s), if any, registered with the Company** :

3. **Registered Folio No. / DP ID No. & Client ID No.(applicable to investors holding shares in electronic form)** :

4. **No. of Shares held** :

I/We hereby exercise my/our vote in respect of the ordinary resolution to be passed through Postal Ballot for the business stated in the notice of the Company by sending my/our assent or dissent to the said Resolution by placing the tick (✓) mark at the appropriate box below:

Item No.	Description	No. of shares held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1	Approval of ex-gratia payment to the senior management			
2	Approval of payment of commission to Independent Directors			

Place:

Date:

Signature

The Company is pleased to offer all its Members, e-Voting facility as an alternative mode for casting their votes electronically, instead of sending the postal ballot forms to the Scrutinizer. However, e-Voting is optional.

Electronic Voting Particulars

EVENT (E- Voting Event Number)	User ID	Sequence Number

The Postal Ballot Form shall reach the Scrutinizer on or before the close of working hours i.e. 5 p.m. on December 13, 2017. Please note that any Postal Ballot Form(s) received after that date will be treated as not having been received.

Note: Please read the instructions printed overleaf carefully before exercising the vote.

Instructions:

1. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 22 & 20 of the Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer e-Voting facility as an alternate, for all the shareholders of the Company to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. E-Voting is optional. The detailed procedure for e-Voting is enumerated in the Notes to the Postal Ballot Notice.
2. A member desiring to exercise vote by postal ballot may complete this postal ballot form and send it to the Scrutinizer, Mr. Sanjay Grover (Membership No. FCS 4223; C.P No. 3850), Managing Partner, M/s Sanjay Grover & Associates, Practicing Company Secretaries, at B-88, 1st Floor, Defence Colony, New Delhi 110 024, in the attached postage stamped self-addressed envelope. However, envelopes containing postal ballots, if sent by courier at the expense of the registered shareholder will also be accepted.
3. The self-addressed envelope bears the address of the Scrutinizer appointed by the Board of Directors of the Company.
4. This Postal Ballot Form should be completed and signed by the shareholder. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the company) by the first named shareholder and in his absence, by the next named shareholder.
5. Unsigned postal ballot form will be rejected.
6. In case of shares held by companies, trusts, societies etc., the duly completed postal ballot form should be accompanied by a certified true copy of board resolution/authority to vote on the postal ballot. A member may sign the form through an attorney appointed specifically for this purpose, in which case an attested true copy of the power of attorney should be attached to the postal ballot form.
7. Consent must be accorded by placing a tick mark in the column, 'I/We assent to the Resolution', or dissent must be accorded by placing a tick mark in the column, 'I/We dissent to the Resolution'. Form bearing tick mark in both the columns will be treated as invalid. A Member need not to use all his/her votes nor does he/she need to cast his/her votes in the same way.
8. Voting rights shall be reckoned on the paid up value of shares registered in the name of the shareholders on the cut-off date which is November 3, 2017.
9. A shareholder may request for a duplicate postal ballot form, if so required. However, the duly filled in duplicate postal ballot form should reach the scrutinizer not later than the December 13, 2017.
10. There will be one Postal Ballot Form for every Folio/ Client ID, irrespective of the number of joint holders.
11. The Scrutinizer's decision on the validity of Postal Ballot shall be final.
12. The right of voting by Postal Ballot shall not be exercised by proxy.
13. Shareholders are requested not to send any other paper along with the postal ballot form in the enclosed self-addressed postage prepaid envelope in as much as all such envelopes will be sent to the scrutinizer and any extraneous paper found in such envelope would be destroyed by the scrutinizer.
14. Any query in relation to the Resolution proposed to be passed by Postal Ballot may be sent to investor.services@pnbhousing.com
15. The result of the Postal Ballot shall be announced on or before December 15, 2017 at the registered office of the Company and the same will be posted on the website of the Company at www.pnbhousing.com along with the Scrutinizer's report.