

Registered Post

Date: 16<sup>th</sup> May, 2016

Chairperson,

PNB Housing Finance Limited,

9<sup>th</sup> Floor Antriksh Bhawan,

22, K G Marg,

New Delhi.

Madam,

Subject: Resignation from the Board of Directors.

I hereby tender my resignation as an Independent Director on the Board of Directors of PNB Housing Finance Limited, with immediate effect.

I take this opportunity to convey my sincere thanks to the Chairperson and all my Director colleagues on the Board for their cooperation and understanding throughout my term. I am also grateful to the top management of the Company especially Mr. Sanjay Gupta, the managing Director and CEO and Mr Sanjay Jain the Secretary for all the courtesies extended to me.

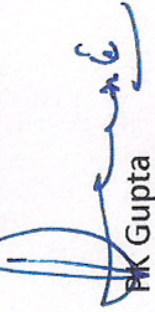
I convey my best wishes for a very bright future of the Company.

Please accept my resignation and send a confirmation to me. Also please inform the Registrar of Companies and file the required form etc. in due course under advice to me.

Thanking you,

I remain

Yours Sincerely,

  
PK Gupta

1006, Urvashi-1 Amrapali Royal

Vaibhav Khand Indirapuram

Ghaziabad-201014