



Ref: PNBHFL/SE/EQ/FY25/75

Date: August 14, 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,

Subject: Scrutinizer’s report & Voting results of 36th Annual General Meeting (‘AGM’)

Ref: Our letter no. PNBHFL/SE/EQ/FY25/74 dated August 12, 2024;

The 36th Annual General Meeting (AGM) of PNB Housing Finance Limited (‘the Company’) was held on August 12, 2024 at 03:00 P.M. (IST) through two-way Video Conference (VC) and the business mentioned in the Notice and Addendum to the Notice dated June 18, 2024 and August 01, 2024 respectively, was transacted.

In this regard, as required under the SEBI (Listing Regulations and Disclosures Requirements) Regulations, 2015 (Listing Regulations) and the applicable provisions of the Companies Act, 2013, we submit the following:

1. Voting results as required under Regulation 44 of the Listing Regulations.
2. Report of the Scrutinizer dated August 13, 2024, signed by Mr. Shashikant Tiwari, Partner, M/s. Chandrasekaran Associates, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) of the Companies (Management and Administration), Rules 2014.

The above documents and information are also made available on website of the Company <https://www.pnbhousing.com/>

Kindly take the above documents on record.

Thanking you,

Yours faithfully,
For **PNB Housing Finance Limited**

Veena G Kamath
Company Secretary

Encl: As above.

PNB Housing Finance Limited Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	
Date of AGM	12-08-2024
Voting Start Date	08-08-2024
Voting End Date	11-08-2024
Total No. of Shareholders on cut- off date i.e. as on August 6, 2024	172763
Number of shareholders present in the meeting either in person or through proxy	Not Applicable
Promoter & Promoter Group:	
Public	
No. of Shareholders attended the meeting through Video Conferencing	
Promoter and Promoter Group	1
Public	260
No. of Resolutions passed in the meeting	8

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Consolidated and Standalone financial statements for the year ended March 31, 2024 together with the Reports of the Board and Auditors, thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	73051205	73051205	100.0000	73051205	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		73051205	73051205	100.0000	73051205	0	100.0000
Public- Institutions	E-Voting	105773160	70880425	67.0117	70857734	22691	99.9680	0.0320
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		105773160	70880425	67.0117	70857734	22691	99.9680
Public- Non Institutions	E-Voting	80903916	33186544	41.0197	33135782	50762	99.8470	0.1530
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		80903916	33186544	41.0197	33135782	50762	99.8470
Total		259728281	177118174	68.1936	177044721	73453	99.9585	0.0415
Whether resolution is Pass or Not.							Yes	



Resolution required: (Ordinary / Special)				Resolution (2)				
Whether promoter/promoter group are interested in the agenda/resolution?				Ordinary				
Description of resolution considered				No				
Description of resolution considered				Re-appointment of Mr Dilip Kumar Jain as a Director.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	73051205	73051205	100.0000	73051205	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		73051205	73051205	100.0000	73051205	0	100.0000
Public- Institutions	E-Voting	105773160	70960140	67.0871	59425423	11534717	83.7448	16.2552
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		105773160	70960140	67.0871	59425423	11534717	83.7448
Public- Non Institutions	E-Voting	80903916	33186731	41.0199	33135609	51122	99.8460	0.1540
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		80903916	33186731	41.0199	33135609	51122	99.8460
Total		259728281	177198076	68.2244	165612237	11585839	93.4616	6.5384
Whether resolution is Pass or Not.							Yes	



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint M/s. CNK & Associates LLP (Firm Registration No.101961 W/W-100036) as Joint Statutory Auditors of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	73051205	73051205	100.0000	73051205	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		73051205	73051205	100.0000	73051205	0	100.0000
Public- Institutions	E-Voting	105773160	70960140	67.0871	70960140	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		105773160	70960140	67.0871	70960140	0	100.0000
Public- Non Institutions	E-Voting	80903916	33186701	41.0199	33185932	769	99.9977	0.0023
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		80903916	33186701	41.0199	33185932	769	99.9977
Total		259728281	177198046	68.2244	177197277	769	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	



Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint M/s M. M. Nissim & Co LLP (Firm Registration No. 107122 W/W-100672) as Joint Statutory Auditors of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	73051205	73051205	100.0000	73051205	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	73051205	73051205	100.0000	73051205	0	100.0000	0.0000
Public-Institutions	E-Voting	105773160	70960140	67.0871	70960140	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	105773160	70960140	67.0871	70960140	0	100.0000	0.0000
Public- Non Institutions	E-Voting	80903916	33186701	41.0199	33135769	50932	99.8465	0.1535
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	80903916	33186701	41.0199	33135769	50932	99.8465	0.1535
Total		259728281	177198046	68.2244	177147114	50932	99.9713	0.0287
Whether resolution is Pass or Not.						Yes		



Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval for material related party transactions with Punjab National Bank.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	73051205	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	73051205	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting		70960140	67.0871	49181918	21778222	69.3092	30.6908
	Poll	105773160	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	105773160	70960140	67.0871	49181918	21778222	69.3092	30.6908
Public- Non Institutions	E-Voting		33186670	41.0199	33135900	50770	99.8470	0.1530
	Poll	80903916	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	80903916	33186670	41.0199	33135900	50770	99.8470	0.1530
Total		259728281	104146810	40.0984	82317818	21828992	79.0402	20.9598
Whether resolution is Pass or Not.							Yes	



				Resolution (6)				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval for material related party transactions with PNB Gilts Limited.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	73051205	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	73051205	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting		70960140	67.0871	70960140	0	100.0000	0.0000
	Poll	105773160	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	105773160	70960140	67.0871	70960140	0	100.0000	0.0000
Public- Non Institutions	E-Voting		33186670	41.0199	33135851	50819	99.8469	0.1531
	Poll	80903916	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	80903916	33186670	41.0199	33135851	50819	99.8469	0.1531
Total		259728281	104146810	40.0984	104095991	50819	99.9512	0.0488
Whether resolution is Pass or Not.							Yes	



Resolution (7)									
Resolution required: (Ordinary / Special)				Special					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				Offer or invitation for subscription of Non-Convertible Debentures (NCDs) or bonds, secured or unsecured, of any nature up to an amount not exceeding Rs.10,000 Crore, on private placement.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against		% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	73051205	73051205	100.0000	73051205	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	73051205	73051205	100.0000	73051205	0	100.0000	0.0000	
Public- Institutions	E-Voting	105773160	70960140	67.0871	70538898	421242	99.4064	0.5936	
	Poll		0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	105773160	70960140	67.0871	70538898	421242	99.4064	0.5936	
Public- Non Institutions	E-Voting	80903916	33186670	41.0199	33135655	51015	99.8463	0.1537	
	Poll		0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	80903916	33186670	41.0199	33135655	51015	99.8463	0.1537	
Total		259728281	177198015	68.2244	176725758	472257	99.7335	0.2665	
Whether resolution is Pass or Not.							Yes		



Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Neeraj Madan Vyas (DIN:07053788) as an Independent Director.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	73051205	73051205	100.0000	73051205	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		73051205	73051205	100.0000	73051205	0	100.0000
Public- Institutions	E-Voting	105773160	70960140	67.0871	38665940	32294200	54.4897	45.5103
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		105773160	70960140	67.0871	38665940	32294200	54.4897
Public- Non Institutions	E-Voting	80903916	33186670	41.0199	33135231	51439	99.8450	0.1550
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		80903916	33186670	41.0199	33135231	51439	99.8450
Total		259728281	177198015	68.2244	144852376	32345639	81.7460	18.2540
Whether resolution is Pass or Not.							Yes	



**Consolidated Scrutinizer's Report on Remote E-voting and E-voting at the
36th Annual General Meeting of PNB HOUSING FINANCE LIMITED**

(Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management & Administration) Rules, 2014 as amended)

To,

The Chairman

CIN: L65922DL1988PLC033856

PNB HOUSING FINANCE LIMITED

9th Floor, Antriksh Bhawan, 22 K G Marg,
New Delhi-110001

Date of Meeting: August 12, 2024

Day of Meeting: Monday

Time of Meeting: 03:00 P.M. (IST)

Mode of Meeting: Through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM)

Dear Sir,

I, Shashikant Tiwari, Partner of Chandrasekaran Associates, Company Secretaries having office at 11F, Pocket IV, Mayur Vihar, Phase-I, New Delhi-110091, have been appointed as Scrutinizer by the Board of Directors of PNB Housing Finance Limited ("Company") pursuant to the section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with regulation 44 of Securities and Exchange Board India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for the purpose of scrutinizing remote e-voting process and E-voting ("electronic voting") conducted at the 36th Annual General Meeting ("the Meeting/AGM") of the shareholders held on Monday, August 12, 2024, convened through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in respect of the below mentioned resolutions considered at this AGM.

Pursuant to the General Circular No. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022 and 09/2023 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 respectively, issued by Ministry of Corporate Affairs (MCA) and SEBI circular dated May 12, 2020, January 15, 2021, May 13, 2022, January 05, 2023 and October 07, 2023 (hereinafter referred to as "relevant circulars"), the Company has sent the Annual Report including Notice of the AGM dated June 18, 2024, on July 17, 2024 through e-mail in compliance with above-mentioned relevant circulars to those Members whose names appeared in the register of members of the Company as on Friday, July 12, 2024 and whose email IDs were registered with the Company/Registrar and Transfer Agent ("RTA")/ Depository Participants (DPs). The Company had given an additional facility to Members to register their e-mail addresses with the Company/RTA/DPs by giving newspaper advertisements on July 11, 2024 in "Business Standard" (English and in Hindi) in terms of relevant circulars. The Company had also given the newspaper advertisement on July 18, 2024 in "Business Standard" (English and Hindi) in terms of rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, confirming the completion of dispatch of Notice of AGM to the Shareholders. The Company had, due to subsequent developments, issued an Addendum to the Notice dated August 01, 2024, withdrawing Agenda Item No.2 of the Notice dated June 18, 2024. The Company had intimated to the shareholders that consequently there were 8 Agenda Items for the consideration of members and Agenda Item Nos.3 to 9 of the Notice dated June 18, 2024 should be considered as Agenda Item Nos.2 to 8. Accordingly, the Company had provided e-voting facility for 8 agenda items/resolutions.



Pursuant to the section 108 of the Companies Act, 2013 read with Rule 20 of the Listing Regulations and relevant circulars in this regard, the Company has appointed National Securities Depository (India) Limited ("NSDL") for providing the electronic voting facility for conducting Remote E- voting and E-voting at the AGM by the Members of the Company.

The Remote E-voting period commenced on Thursday, August 08, 2024, at 09:00 A.M. (IST) and ended on Sunday, August 11, 2024, at 05:00 P.M. (IST) and the NSDL Remote E-voting platform was blocked thereafter. Further, the E-voting was opened during the AGM and remained open upto 30 minutes after conclusion of Meeting.

Further, the E-voting was announced in the meeting for the Members who attended the meeting, but have not cast their vote through Remote E-voting.

The Members holding shares as on "Cut-off date" i.e. Tuesday, August 06, 2024 were entitled to vote on the proposed resolutions as set out in the Notice of the AGM, and their shareholding as on that date has been reckoned with for the purpose of arriving at the result of the electronic voting for the Meeting.

Subsequently, the electronic voting was unblocked on August 12, 2024 around 5:13 P.M. (IST) in the presence of two witnesses Ms. Saumya Singh R/o. B-91/134, Chilla Village, Mayur Vihar ext. Delhi-110091 and Mr. Mallikant Singh R/o. D-286 FF, Gali No, 11, Laxmi Nagar Delhi 110092, who are not in the employment of the Company.

The votes cast through electronic voting, which were incomplete and/ or otherwise found defective, have been treated as invalid.

The Management of the Company is responsible to ensure compliance with requirements of the Act and rules made there-under relating to electronic voting on the resolutions contained in the Notice of the Meeting.

My responsibility as scrutinizer for electronic voting is restricted to making a scrutinizer report of the votes cast in favour or against the resolution in a fair and transparent manner.

Based on the data downloaded from official website of NSDL for the electronic voting, I hereby now submit my consolidated report thereon.



1. The result of the voting is as under:

1. To consider and adopt

- a) the audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the reports of the Board of Directors and Auditors thereon; and
- b) the audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the report of the Auditors thereon (Ordinary Resolution):

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
Number of Members & Shares held by them	705	177097760	18	20419	723	177118179
Less: Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less: Number of Members & who abstained from voting	0	0	0	0	0	0
Less: Number of Members partially exercised their votes	1*	5*	0	0	1*	5*
No. of Valid Votes Cast	705*	177097755	18	20419	723*	177118174

*One (1) member holding 7 equity shares had partially exercised the vote for 2 equity shares in favour and not exercised vote for 5 equity shares.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	687	177024302	18	20419	705	177044721	99.96
Against	18	73453	0	0	18	73453	0.04
Total	705	177097755	18	20419	723	177118174	100.00



**2. To re-appoint Mr. Dilip Kumar Jain (DIN: 06822012) as a Director.
(Ordinary Resolution):**

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	710	177833159	18	20419	728	177853578
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members partially exercised their votes	8*	655502*	0	0	8*	655502*
	No. of Valid Votes Cast	710*	177177657*	18	20419	728*	177198076

*4 (Four) members holding 655502 equity shares voted twice. Firstly, such members partially exercised their votes for 548538 equity shares in favour and not exercised vote for 106964 equity shares. Thereafter, such members exercised their votes for 106964 equity shares in against. Accordingly, such members and their votes have been counted twice.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	608	165591913	17	20324	625	165612237	93.46
Against	102	11585744	1	95	103	11585839	6.54
Total	710	177177657	18	20419	728	177198076	100.00



3. To appoint M/s. CNK & Associates LLP (Firm Registration No.101961 W/W-100036) as Joint Statutory Auditors of the Company. (Ordinary Resolution):

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
Number of Members & Shares held by them	705	177177627	18	20419	723	177198046
Less: Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less: Number of Members & who abstained from voting	0	0	0	0	0	0
Less: Number of Members partially exercised their votes	0	0	0	0	0	0
No. of Valid Votes Cast	705	177177627	18	20419	723	177198046

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	688	177176858	18	20419	706	177197277	100.00
Against	17	769	0	0	17	769	0.00
Total	705	177177627	18	20419	723	177198046	100.00



4. To appoint M/s M. M. Nissim & Co LLP (Firm Registration No. 107122 W/W-100672) as Joint Statutory Auditors of the Company. (Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	705	177177627	18	20419	723	177198046
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members partially exercised their votes	0	0	0	0	0	0
	No. of Valid Votes Cast	705	177177627	18	20419	723	177198046

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	682	177126695	18	20419	700	177147114	99.97
Against	23	50932	0	0	23	50932	0.03
Total	705	177177627	18	20419	723	177198046	100.00



**5. Approval for material related party transactions with Punjab National Bank.
(Ordinary Resolution):**

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	707	104781893	18	20419	725	104802312
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members partially exercised their votes	8*	655502*	0	0	8*	655502*
	No. of Valid Votes Cast	707*	104126391*	18	20419	725*	104146810

*4 (Four) members holding 655502 equity shares voted twice. Firstly, such members partially exercised their votes for 71480 equity shares in favour and not exercised vote for 584022 equity shares. Thereafter, such members exercised their votes for 584022 equity shares in against. Accordingly, such members and their votes have been counted twice.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	609	82297399	18	20419	627	82317818	79.04
Against	98	21828992	0	0	98	21828992	20.96
Total	707	104126391	18	20419	725	104146810	100.00



**6. Approval for material related party transactions with PNB Gilts Limited.
(Ordinary resolution):**

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	703	104126391	18	20419	721	104146810
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members partially exercised their votes	0	0	0	0	0	0
	No. of Valid Votes Cast	703	104126391	18	20419	721	104146810

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	684	104075572	18	20419	702	104095991	99.95
Against	19	50819	0	0	19	50819	0.05
Total	703	104126391	18	20419	721	104146810	100.00



7. Offer or invitation for subscription of Non-Convertible Debentures (NCDs) or bonds, secured or unsecured, of any nature up to an amount not exceeding Rs.10,000 Crore, on private placement. (Special Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	707	177483557	18	20419	725	177503976
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members partially exercised their votes	6*	305961*	0	0	6*	305961*
	No. of Valid Votes Cast	707*	177177596*	18	20419	725*	177198015

*3 (Three) members holding 305961 equity shares voted twice. Firstly, such members partially exercised their votes for 31442 equity shares in favour and not exercised vote for 274519 equity shares. Thereafter, such members exercised their votes for 274519 equity shares in against. Accordingly, such members and their votes have been counted twice.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	673	176705434	17	20324	690	176725758	99.73
Against	34	472162	1	95	35	472257	0.27
Total	707	177177596	18	20419	725	177198015	100.00



8. To appoint Mr. Neeraj Madan Vyas (DIN:07053788) as an Independent Director. (Special Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	710	178112224	18	20419	728	178132643
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members partially exercised their votes	12*	934628*	0	0	12*	934628*
	No. of Valid Votes Cast	710*	177177596*	18	20419	728*	177198015

*6 (Six) members holding 934628 equity shares voted twice. Firstly, such members partially exercised their votes for 893838 equity shares in favour and not exercised vote for 40790 equity shares. Thereafter, such members exercised their votes for 40790 equity shares in against. Accordingly, such members and their votes have been counted twice.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	569	144831957	18	20419	587	144852376	81.75
Against	141	32345639	0	0	141	32345639	18.25
Total	710	177177596	18	20419	728	177198015	100.00



2. All the resolutions mentioned in the AGM notice dated June 18, 2024 and addendum to the notice dated August 1, 2024 as per the details stand passed with requisite majority on August 12, 2024.
3. The Chairman or any other person authorized by him may accordingly declare the result thereof.
4. The electronic data and all other relevant records pertaining to the electronic voting shall remain in the safe custody of the Scrutinizer, until the Chairman signs the minutes of the Meeting and thereafter the same shall be handed over to the Company Secretary.

Thanking you,

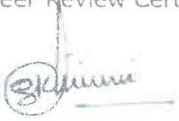
Yours faithfully,

Chandrasekaran Associates

Company Secretaries

FRN: P1988DE002500

Peer Review Certificate No.: 5715/2024



Shashikant Tiwari
Partner

Membership No: F11919

CP No.: 13050

UDIN: F011919F000970019



Place: Delhi

Date: August 13, 2024

For PNB HOUSING FINANCE LTD.


Managing Director & CEO

Counter-signed by _____
(Chairman or any other person Authorised
by the Chairman of the Company)

