



Ref: PNBHFL/SE/EQ/FY24/52

Date: August 11, 2023

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/Madam

Subject: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Regulations and Disclosures Requirements) Regulations, 2015 (Listing Regulations)

The 35th Annual General Meeting ('AGM') of PNB Housing Finance Limited ("the Company") was held on Thursday, August 10, 2023 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

In this connection and as required under the Listing Regulations and the applicable provisions of the Companies Act, 2013, we submit the following:

1. Combines voting results in the prescribed format.
2. Scrutinizer Report signed by Mr. Shashikant Tiwari, Partner, Chandrasekaran Associates.

You are requested to take note of the above.

Thank you

For PNB Housing Finance Limited

Sanjay Jain
Company Secretary and Chief Compliance Officer
Membership No. F2642

Enclosure: a/a

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

Phone: 011 – 23736857, E-mail: loans@pnbhfl.com, Website: www.pnbhfl.com

CIN: L65922DL1988PLC033856

Internal



Date of declaration of result of Evoting	Thursday, August 10, 2023
Total number of shareholders on cut-off date (i.e. as on August 03, 2023)	124673
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	171

Please find below Resolution wise details of the Voting Results:

Details of Postal Ballot and e-voting Results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolution:

Resolution required: (Ordinary/ Special)	1.To receive, consider and adopt a)Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023 and the Report of the Board of Directors and Auditors thereon; and b)Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 and the Report of the Auditors thereon (Ordinary Resolution):
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Resolution 1								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	73051205	73051205	100.00	73051205	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		73051205	73051205	100.00	73051205	0	100.00
Public- Institutions	E-Voting	83966502	71815574	85.53	71815574	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		83966502	71815574	85.53	71815574	0	100.00
Public- Non Institutions	E-Voting	102525989	54639672	53.29	54639104	568	99.999	0.001
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		102525989	54639672	53.29	54639104	568	100.00
Total		259543696	199506451	76.87	199505883	568	100.00	0.00



Details of Postal Ballot and e-voting Results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolution:

Resolution required: (Ordinary/ Special)				To appoint Mr.-Sunil Kaul (DIN: 05102910) as Non-Executive Nominee Director, who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution):				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Resolution 2								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	73051205	73051205	100.00	73051205	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	73051205	73051205	100.00	73051205	0	100.00	0.00
Public- Institutions	E-Voting	83966502	72191848	85.98	70906394	1285454	98.22	1.78
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	83966502	72191848	85.98	70906394	1285454	98.22	1.78
Public- Non Institutions	E-Voting	102525989	54639263	53.29	54636851	2412	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	102525989	54639263	53.29	54636851	2412	100.00	0.00
	Total	259543696	199882316	77.01	198594450	1287866	99.36	0.64



Details of Postal Ballot and e-voting Results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolution:

Resolution required: (Ordinary/ Special)				To appoint Mr.-Atul Kumar Goel (DIN: 07266897) as Non-Executive Nominee Director, who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution)				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Resolution 3								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	73051205	73051205	100.00	73051205	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	73051205	73051205	100.00	73051205	0	100.00	0.00
Public- Institutions	E-Voting	83966502	72191851	85.98	65611653	6580198	90.89	9.11
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	83966502	72191851	85.98	65611653	6580198	90.89	9.11
Public- Non Institutions	E-Voting	102525989	54639162	53.29	54636677	2485	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	102525989	54639162	53.29	54636677	2485	100.00	0.00
	Total	259543696	199882218	77.01	193299535	6582683	96.71	3.29



Details of Postal Ballot and e-voting Results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolution:

Resolution required: (Ordinary/ Special)				To borrow funds and issue of Non-Convertible Debentures (NCDs) on private placement basis. (Special Resolution):				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Resolution 4								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	73051205	73051205	100.00	73051205	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		73051205	73051205	100.00	73051205	0	100.00
Public- Institutions	E-Voting	83966502	72191848	85.98	71716111	475737	99.34	0.66
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		83966502	72191848	85.98	71716111	475737	99.34
Public- Non Institutions	E-Voting	102525989	54639276	53.29	54638507	769	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		102525989	54639276	53.29	54638507	769	100.00
Total		259543696	199882329	77.01	199405823	476506	99.76	0.24



Details of Postal Ballot and e-voting Results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolution:

Resolution required: (Ordinary/ Special)				Approval of material related party transactions with Punjab National Bank (Ordinary Resolution):				
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes				
Resolution 5								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	73051205	0*	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		73051205	0	0.00	0	0	0.00
Public- Institutions	E-Voting	83966502	72191851	85.98	63446124	8745727	87.89	12.11
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		83966502	72191851	85.98	63446124	8745727	87.89
Public- Non Institutions	E-Voting	102525989	54639245	53.29	54638417	828	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		102525989	54639245	53.29	54638417	828	100.00
Total		259543696	126831096	48.87	118084541	8746555	93.10	6.90



Details of Postal Ballot and e-voting Results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolution:

Resolution required: (Ordinary/ Special)				Approval of material related party transactions with PNB Gilts Limited (Ordinary Resolution):				
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes				
Resolution 6								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	73051205	0*	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Institutions	E-Voting	83966502	72191851	85.98	72191851	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		72191851	85.98	72191851	0	100.00	0.00
Public- Non Institutions	E-Voting	102525989	54639245	53.29	54638402	843	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		54639245	53.29	54638402	843	100.00	0.00
Total		259543696	126831096	48.87	126830253	843	100.00	0.00

*Vote Caste by one member holding 73051205 equity share being related party and interested in the aforesaid resolution., has not been considered and hence rejected their vote



Details of Postal Ballot and e-voting Results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolution:

Resolution required: (Ordinary/ Special)				Approval of alteration of Articles of Association of the Company (Special Resolution):				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Resolution 7								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	73051205	73051205	0.00	73051205	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		73051205	73051205	0.00	73051205	0	100.00
Public- Institutions	E-Voting	83966502	72191851	85.98	72191851	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		83966502	72191851	85.98	72191851	0	100.00
Public- Non Institutions	E-Voting	102525989	54639019	53.29	54638234	785	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		102525989	54639019	53.29	54638234	785	100.00
Total		259543696	199882075	77.01	199881290	785	100.00	0.00



**Scrutinizer's Report on remote e-voting and e-voting at the
35th Annual General Meeting of
PNB HOUSING FINANCE LIMITED**

To,
The Chairman,
PNB HOUSING FINANCE LIMITED
9th Floor, Antriksh Bhawan
22 K G Marg,
New Delhi – 110001

Date of Meeting: August 10, 2023
Day of Meeting: Thursday
Time of Meeting: 04:00 P.M. (IST)

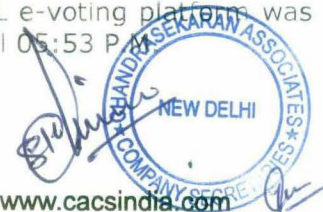
Dear Sir,

I, Shashikant Tiwari, Partner of M/s. Chandrasekaran Associates, Company Secretaries having office at 11F, Pocket IV, Mayur Vihar, Phase-I, New Delhi-110091, was appointed as Scrutinizer of PNB Housing Finance Limited ("**Company**") for remote e-voting and e-voting ("**electronic voting**") at the 35th Annual General Meeting ("**the Meeting / AGM**") convened through Video Conferencing ("**VC**") / Other Audio Visual Means ("**OAVM**") in respect of the below mentioned resolutions considered at the AGM of the Company held on August 10, 2023 at 9th Floor, Antriksh Bhawan, 22 KG Marg, New Delhi – 110001 as per Notice dated June 22, 2023.

Pursuant to the General Circular No. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022 and 10/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022 and December 28, 2022 respectively, issued by Ministry of Corporate Affairs (MCA) and SEBI circular no SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 (hereinafter referred to as "relevant circulars"), the Company has sent the Annual Report including Notice of the 35th AGM only through e-mail in compliance with above-mentioned relevant applicable circulars to those Members whose names appeared in the register of members of the Company as on July 07, 2023 and whose email IDs registered with the Company/Registrar and Transfer Agent (RTA)/ Depository Participants ("DPs"). The Company has given an additional facility to the Members to register their e-mail addresses with the Company/RTA/DPs by giving newspaper advertisement dated July 10, 2023 in "Business Standard" in English Language and "Business Standard" in Regional Language in terms of relevant circulars. The Company had also given the newspaper advertisement dated July 14, 2023 in "Business Standard" in English Language and in "Business Standard" in Regional language as per 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 on the completion of dispatch of Notice of AGM to the Shareholders.

The Company has appointed National Securities Depository (India) Limited ("**NSDL**") for providing the electronic voting facility for conducting electronic voting at AGM by the Members of the Company.

The remote e-voting period commenced on Saturday, August 05, 2023 (9:00 A.M. IST) and closed on Wednesday, August 09, 2023 (5:00 P.M. IST) and the NSDL e-voting platform was blocked thereafter and then reopened and kept open during the AGM till 05:53 P.M.



Further, the e-voting was announced 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. Thursday, August 03, 2023 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 remote e-voting was unblocked on August 10, 2023 around 06:05 P.M. (IST) in the presence of two witnesses, Mr. Ishaan Sharma R/o, N-43, Kirti Nagar, New Delhi-110015 and Ms. Kanishka Aggarwal R/o C-39, Acharya Kriplani Road, Adarsh Nagar, New Delhi-110033 who are not in the employment of the Company.

The votes cast through e-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 thereunder relating to electronic voting on the resolutions contained in the Notice of the AGM.

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

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



A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text "CHANDRASEKARAN ASSOCIATES", "NEW DELHI", and "COMPANY SECRETARIES".

1. The result of the voting is as under:

1. To receive, consider and adopt

a) Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023 and the Report of the Board of Directors and Auditors thereon; and

b) Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 and 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	676	19,94,98,959	13	7,492	689	19,95,06,451
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	676	19,94,98,959	13	7,492	689	19,95,06,451



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	659	19,94,98,391	13	7,492	672	19,95,05,883	99.9997
Against	17	568	0	0	17	568	0.0003
Total	676	19,94,98,959	13	7,492	689	19,95,06,451	100.00

2. To appoint Mr. Sunil Kaul (DIN: 05102910) as Non-Executive Nominee Director, who retires by rotation and being eligible, offers himself for re-appointment (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	680	19,98,74,827	13	7,492	693	19,98,82,319
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	3*	3	0	0	3*	3
	No. of Valid Votes Cast	680*	19,98,74,824	13	7,492	693*	19,98,82,316



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	616	19,85,86,958	13	7,492	629	19,85,94,450	99.3557
Against	64	12,87,866	0	0	64	12,87,866	0.6443
Total	680*	19,85,87,526	13	7,492	693*	19,98,82,316	100.00

Notes*:

- I. 3 (Three) Members holding 3,09,178 equity shares have partially exercised their voting rights in favor of 281,187 shares and against in respect of 27988 shares and not exercised for 3 shares respectively therefore we have counted these members as 6 (Six) while counting the total number of members voted on this resolution.
- II. 2 (two) Members have casted their vote partially in favour and partially in against in the resolutions. therefore we have counted these members as 4 (Four) while counting the total number of members voted on this resolution.



3. To appoint Mr. Atul Kumar Goel (DIN: 07266897) as Non-Executive Nominee Director, who retires by rotation and being eligible, offers himself for re-appointment (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	676	19,98,74,726	13	7,492	689	19,98,82,218
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	676*	19,98,74,726	13	7,492	689*	19,98,82,218



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	572	19,32,92,043	13	7,492	585	19,32,99,535	96.7067
Against	104	65,82,683	0	0	104	65,82,683	3.2933
Total	676*	19,98,74,726	13	7,492	689*	19,98,82,218	100.00

Note: *

3 (Three) Members have casted their vote partially in favour and partially in against in the resolutions. therefore, we have counted these members as 6 (Six) while counting the total number of members voted on this resolution.



4. To borrow funds and issue of Non-Convertible Debentures (NCDs) on private placement basis. (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	677	19,98,74,840	13	7,492	690	19,98,82,332
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	3*	3	0	0	3*	3
	No. of Valid Votes Cast	677*	19,98,74,837	13	7492	690*	19,98,82,329

CHANDRASEKARAN ASSOCIATES
NEW DELHI
COMPANY SECRETARIES

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	641	19,93,98,331	13	7,492	654	19,94,05,823	99.7616
Against	36	4,76,506	0	0	36	4,76,506	0.2384
Total	677*	19,98,74,837	13	7,492	690*	19,98,82,329	100.00

Note*:

3 (three) Members holding 3,09,178 equity shares have partially exercised their voting rights in favor of 27,988 shares and against in respect of ,281,187 shares and not exercised for 3 shares respectively therefore we have counted these members as 6 (Six) while counting the total number of members voted on this resolution.



5. Approval of 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	675	19,98,74,809	13	7,492	688	19,98,82,301
Less:	Number of Members & Invalid/Rejected Votes	1*	7,30,51,205	0	0	1*	7,30,51,205
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	674*	12,68,23,604	13	7,492	687*	12,68,31,096

A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text: "CHANDRASEKARAN ASSOCIATES", "NEW DELHI", and "COMPANY SECRETARIES".

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	577	11,80,77,049	13	7,492	590	11,80,84,541	93.1038
Against	97	87,46,555	0	0	97	87,46,555	6.8962
Total	674*	12,68,23,604	13	7,492	687*	12,68,31,096	100.00

Note:*

- I. 2 (two) Members have casted their vote partially in favour and partially in against in the resolutions. Therefore, we have counted these members as 4 (Four) while counting the total number of members voted on this resolution.
- II. Vote Caste by one member holding 73051205 equity share being related party and interested in the aforesaid resolution., has not been considered and hence rejected their vote:



6. Approval of 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	673	19,98,74,809	13	7,492	686	19,98,82,301
Less:	Number of Members & Invalid/Rejected Votes	1*	7,30,51,205	0	0	1*	7,30,51,205
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	672	12,68,23,604	13	7,492	685	12,68,31,096

CHANDRASEKARAN ASSOCIATES
NEW DELHI
COMPANY SECRETARIES

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	643	12,68,22,761	13	7,492	656	12,68,30,253	99.9993
Against	29	843	0	0	29	843	0.0007
Total	672	12,68,23,604	13	7,492	685	12,68,31,096	100.00

Note:*

Vote Caste by one member holding 73051205 equity share being related party and interested in the aforesaid resolution., has not been considered and hence rejected their vote.



7. Approval of alteration of Articles of Association of the Company (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	670	19,98,74,607	13	7492	683	19,98,82,099
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*	24	0	0	1*	24
	No. of Valid Votes Cast	670*	19,98,74,583	13	7,492	683*	19,98,82,075



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	641	19,98,73,798	13	7,492	654	19,98,81,290	99.9996
Against	29	785	0	0	29	785	0.0004
Total	670	19,98,74,583	13	7,492	683	19,98,82,075	100.00

Note:*

One member holding 31 equity share have partially exercised their vote in favour for 7 equity shares and has not exercised voting rights for 24 equity shares.



2. The Chairman or any other person authorised by him may accordingly declare the result thereof.
3. 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.
4. Based on the aforesaid results, the resolutions as mentioned above and in the Notice of AGM have been passed with requisite majority on Thursday, August 10, 2023.

Thanking you,
Yours faithfully,

Chandrasekaran Associates

Company Secretaries

FRN: P1988DE002500

Peer Review Certificate No.: 1428/2021



Shashikant Tiwari

Partner

Membership No: F11919

CP No. 13050

UDIN: F011919E000791082

Place: Delhi

Date: 11.08.2023

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