

## A. QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of the Listed Entity: **PNB Finance and Industries Limited**
2. Quarter ending: **June 30, 2025**

I. Composition of Board of Directors												
Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)*	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A]	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of LODR Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of LODR Regulations)
Ms.	Saumya Agarwal	PAN: ADZPL5622K DIN: 07517809	Independent-Non- Executive Director	May 27, 2016	May 27, 2021	-	109 months	15/06/1990	1	1	2	0
Mr.	Rakesh Dhamani	PAN: AAYPD0526G DIN: 07065199	Independent-Non- Executive Director	April 16, 2018	April 16, 2023	-	86 months	02/10/1964	1	1	2	1
Mr.	Victor Alan Carvalho	PAN: ABBPC1936B DIN: 08201039	Independent-Non- Executive Director	May 28, 2024	-	-	13 months	23/08/1964	1	1	2	0
Whether Regular chairperson appointed : <b>No</b>												
Whether Chairperson is related to managing director or CEO: <b>N.A</b>												
\$ PAN number of any director would not be displayed on the website of Stock Exchange. &Category of Directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen. *To be filled only for Independent Director. Tenure would mean total period from which independent director is serving on Board of directors of the listed entity in continuity without any cooling off period												



II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non Executive/independent/Nominee)*	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Ms. Saumya Agarwal Mr. Rakesh Dhamani Mr. Victor Alan Carvalho	Non-Executive-Independent Director Non-Executive-Independent Director Non-Executive-Independent Director	February 05, 2025 April 16, 2018 August 12, 2024	- - -
2. Nomination & Remuneration Committee	Yes	Mr. Victor Alan Carvalho Mr. Rakesh Dhamani Ms. Saumya Agarwal	Non-Executive-Independent Director Non-Executive-Independent Director Non-Executive-Independent Director	February 05, 2025 April 16, 2018 August 27, 2020	- - -
3. Stakeholders' Relationship Committee	Yes	Ms. Saumya Agarwal Mr. Rakesh Dhamani Mr. Victor Alan Carvalho	Non-Executive-Independent Director Chairman- Non-Executive-Independent Director Non-Executive-Independent Director	February 05, 2025 August 27, 2020 August 12, 2024	- - -
*Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen.					

III. Meeting of Board of Directors					
Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive (in number of days)
April 23, 2025	Yes	2	2	January 20, 2025	26
May 29, 2025	Yes	2	2	February 13, 2025	35
June 11, 2025	Yes	2	2	March 21, 2025 March 27, 2025	12
* to be filled in only for the current quarter meetings					

IV. Meeting of Committees						
Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days**
Audit Committee:	April 23, 2025	Yes	2	2	February 13, 2025	26
	May 29, 2025	Yes	2	2	March 21, 2025	35
					March 27, 2025	
Nomination & Remuneration Committee:	June 11, 2025	Yes	2	2	February 13, 2025	117
Stakeholder's Relationship Committee:	May 29, 2025	Yes	2	2	-	-



\*to be filled in only for the current quarter meetings

\*\* This information has to be mandatorily given for audit committee, for rest of the committees giving this information is optional

**V. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholder's relationship committee
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

Name & Designation:

Shweta Saxena  
(Company Secretary)  
(Membership No. A18685)

Date: July 29, 2025

Place: New Delhi

