

1. Name of Listed Entity: **PNB FINANCE AND INDUSTRIES LIMITED**  
 2. Quarter ending: **31<sup>st</sup> December, 2017**

**I. Composition of Board of Directors**

Title (Mr./Ms)	Name of the Director	PAN's & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Mohit Jain	ABVPJ4114C 01315482	Independent/Non-Executive	29/05/2014	3.7 yrs	1	1	1
Mr.	Govind Swarup	ADWPS6342N 00003145	Independent/Non-Executive	06/02/2015	2.10 yrs	1	1	1
Mr.	Mukesh Gupta	ABHPG7378R 06937352	Independent/Non-Executive	02/08/2014	3.4 yrs	3	2	0
Mr.	Ashish Verma	ADIPV9259P 06939565	Independent/Non-Executive	02/08/2014	3.4 yrs	1	1	0
Ms.	Saumya Agarwal	ADZPL5622K 07517809	Independent/Non-Executive	27/05/2016	1.7 yrs	1	0	0

<sup>§</sup>PAN number of any director would not be displayed on the website of Stock Exchange

<sup>¶</sup>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

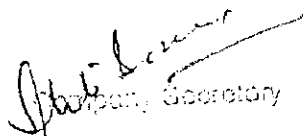
\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

**II. Composition of Committees**

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>§</sup>
1. Audit Committee	Govind Swarup, Mohit Jain, Mukesh Gupta	Non executive/Independent
2. Nomination & Remuneration Committee	Govind Swarup, Mohit Jain, Mukesh Gupta	Non executive/Independent
3. Risk Management	Not applicable	
4. Stakeholders Relationship Committee	Mohit Jain, Govind Swarup, Ashish Verma	Non executive/Independent
5. Corporate Social Responsibility Committee	Mohit Jain, Govind Swarup, Ashish Verma	Non executive/Independent

<sup>¶</sup>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

For PNB Finance and Industries Limited

  
 Secretary

III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant Quarter	Maximum gap between any two consecutive (in number of days)
11.08.2017 26.09.2017	10.11.2017	45 days

IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee Stakeholders 10.11.2017	Yes	11.08.2017	91 days
Relationship Committee 10.11.2017	Yes	11.08.2017	91 days

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

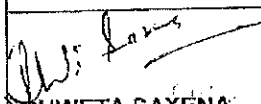
V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	N.A.
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.

**Note**

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here.

**VI. Affirmations**

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee
  - Nomination & remuneration committee
  - Stakeholders relationship committee
  - Corporate Social responsibility Committee
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- This report shall be placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

  
**SHWETA SAXENA** Secretary  
 Company Secretary