

PNB FINANCE AND INDUSTRIES LIMITED

Compliance Report on Corporate Governance under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. Name of Listed Entity: PNB Finance and Industries Limited

2. Quarter ending: December 31, 2018

I. Composition of Board of Directors									
Title (Mr./Ms)	Name of the Director	PAN § & 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 (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
				Date of Appointment	Date of Cessation				
Mr.	Mohit Jain	PAN: ABVPJ4114C DIN: 01315482	Independent/Non – Executive Director	May 29, 2014	-	4 years 7 month	2	3	1
Mr.	Govind Swarup	PAN: ADWPS6342N DIN: 00003145	Independent/Non – Executive Director	February 06, 2015	-	3 years 10 months	2	2	1
Mr.	Ashish Verma	PAN: ADIPV9259P DIN: 06939565	Independent/Non – Executive Director	August 2, 2014	-	4 years 3 months	2	2	0
Ms.	Saumya Agarwal	PAN: ADZPL5622K DIN: 07517809	Independent/Non – Executive Director	May 27, 2016	-	2 years 7 months	2	1	0
Mr.	Rakesh Dhamani	PAN: AAYPD0526G DIN: 07065199	Independent/Non – Executive Director	April 16, 2018	-	Nearly 9 months	1	1	0

§ 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	Name of Committee members	Category (Chairperson/Executive/Non Executive/independent/Nominee)§
1. Audit Committee	Mr. Govind Swarup	Chairman/Non-Executive/Independent Director

Regd. Office: 1st Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002

Phone: +91-7303495375

CIN: L65929DL1947PLC001240 email: pnbfinanceindustries@gmail.com

Website: www.pnbfinanceandindustries.com



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	Mr. Mohit Jain Mr. Rakesh Dhamani	Non-Executive/Independent Director Non-Executive/Independent Director
2. Nomination & Remuneration Committee	Mr. Govind Swarup Mr. Mohit Jain Mr. Rakesh Dhamani	Chairman/Non-Executive/Independent Director Non-Executive/Independent Director Non-Executive/Independent Director
3. Risk Management Committee (if applicable)	N.A.	
4. Stakeholders' Relationship Committee	Mr. Mohit Jain Mr. Govind Swarup Mr. Ashish Verma	Chairman/Non-Executive/Independent Director Non-Executive/Independent Director Non-Executive/Independent Director
5. Corporate Social Responsibility Committee	Mr. Govind Swarup Mr. Mohit Jain Mr. Ashish Verma	Chairman/Non-Executive/Independent Director Non-Executive/Independent Director Non-Executive/Independent Director

&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 previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meeting (in number of days)*
August 10, 2018 August 29, 2018 September 27, 2018	October 31, 2018	34 days

IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee: October 31, 2018	Yes, all members were present.	August 10, 2018	82 days
Nomination & Remuneration Committee: NIL	-	August 10, 2018	
Stakeholder's Relationship Committee: October 31, 2018	Yes, all members were present.	August 10, 2018	
Corporate Social Responsibility Committee: NIL	-	-	

* 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
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Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

Note

- 1 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.
- 2 If status is "No" details of non-compliance may be given here.

VI. 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
 - d. Corporate Social Responsibility 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

Name & Designation:

Shweta Saxena

(Company Secretary and Compliance Officer)



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