## 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, 2021

I. Composition of Board of Directors												
• •	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive/ Non- Executive/ independent/ Nominee) &	Initial Date of Appointment *		Date of Cessation		Date of Birth	directorship in listed entities including this listed entity	Directorship in listed entities including this listed entity [in reference	(Refer Regulation	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.		PAN: ADWPS6342N DIN: 00003145	Independent- Non- Executive Director	February 06 2015	, February 06, 2020	-	6 years 10 months	20/01/1951	1	1	2	1
Mr.		PAN: ADIPV9259P DIN: 06939565	Independent- Non- Executive Director	August 2 2014	, August 02, 2019	-	7 years 04 months	15/11/1981	1	1	1	0
		PAN: ADZPL5622K DIN: 07517809	Independent- Non- Executive Director	May 27 2016	, May 27, 2021	-	5 years 7 month	15/06/1990	1	1	0	0
Mr.		PAN: AAYPD0526G DIN: 07065199	Independent- Non- Executive Director	April 16 2018	, -	-	3 years 08 months	02/10/1964	1	1	2	1
Ms.		PAN: BHEPS1097M DIN: 03120958	Executive Director	August 27 2020	, -	-	-	02/03/1981	1	0	1	0
Whether Regular chairperson appointed : No												
Whether Chairperson is related to managing director or CEO: N.A         \$ PAN number of any director would not be displayed on the website of Stock Exchange.												
&Cat	egory of Di	irectors means execut	not be displayed on the ive/non-executive/inde it Director is mentioned.	pendent/Nom		fits into m	ore than one	e category wri	ite all categorie	es separating t	hem with hyphen.	

Regd. Office: 1<sup>st</sup> Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002 Phone: +91-7303495375 CIN: L65929DL1947PLC001240 email: <u>pnbfinanceindustries@gmail.com</u> Website: www.pnbfinanceandindustries.com

## PNB FINANCE AND INDUSTRIES LIMITED

\*\*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 **Composition of Committees** П. Name of Committee Whether Regular Name of Committee Category (Chairperson/Executive/Non Date of Date of Cessation Executive/independent/Nominee)<sup>\$</sup> chairperson members Appointment\* appointed **1. Audit Committee** Yes Mr. Govind Swarup Chairman- Non-Executive-Independent Director April 30, 2002 Mr. Rakesh Dhamani Non-Executive-Independent Director April 16, 2018 Ms. Shweta Saxena Executive Director August 27, 2020 2. Nomination & Remuneration Committee Yes Mr. Govind Swarup Chairman- Non-Executive-Independent Director September 30, Mr. Rakesh Dhamani Non-Executive-Independent Director 2014 Ms. Saumya Agarwal April 16, 2018 Non-Executive-Independent Director August 27, 2020 3. Stakeholders' Relationship Committee Mr. Govind Swarup, Non-Executive-Independent Director April 30, 2002 Yes Mr. Ashish Verma Non-Executive-Independent Director September 30, Mr. Rakesh Dhamani Chairman- Non-Executive-Independent Director 2014 August 27, 2020 <sup>8</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. \* Date of appointment since constitution is mentioned. **Meeting of Board of Directors** III. Date(s) of Meeting (if any) Date(s) of Meeting (if any) Whether requirement of Number of Directors present\* Number of independent Maximum gap between any two consecutive (in number of in the previous quarter in the relevant quarter Ouorum met\* directors present\* days) (in number of days)\* In the meeting held on November Gap between meetings held on August 12, 2021 November 10, 2021 In the meeting held on Yes November 10, 2021 two (2) 10, 2021 three (3) board November 10, 2021 and August members were present independent directors were 12, 2021 is 89 days. present \* to be filled in only for the current quarter meetings IV. **Meeting of Committees** Number Date(s) of meeting of the Whether requirement of Quorum Number of Directors of Date(s) of meeting of the Maximum gap between any two committee in the relevant met (details)\* present\* independent committee in the previous quarter consecutive meetings in number of days\* quarter directors present\* Audit Committee: 3 2 August 12, 2021 Gap between meetings held on Yes November 10, 2021 November 10, 2021 and August 12, 2021 is 89 days.

> Regd. Office: 1<sup>st</sup> Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002 Phone: +91-7303495375 CIN: L65929DL1947PLC001240 email: <u>pnbfinanceindustries@gmail.com</u> Website: www.pnbfinanceandindustries.com

## PNB FINANCE AND INDUSTRIES LIMITED

Nomination & Remuneration													
Stakeholder's Relationship       Yes       3       3       August 11, 2021       Gap between meetings held on November 09, 2021 and August 11, 2021 is 89 days         * This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional       ************************************	Nomination & Remuneration					August 11, 2021							
Committee:       November 09, 2021 and August 11, 2021 is 89 days         2021       This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional         ** To be filled in only for the current quarter meetings       Compliance status (Yes/No/NA) refer note below         W. Related Party Transaction       NA         Whether shareholder approval of audit committee obtained       NA         Whether shareholder approval obtained for material RPT       NA         Whether shareholder approval obtained for material RPT       NA         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 Fully has no related party transactions, the words "N.A." may be indicated.         21 factus is "No" details of non-compliance may be given here.       Y.         21 factor is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.       .         3. The composition of board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.       .         4. The exerting 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	Committee: No meeting held												
2021       2021 is 89 days         * This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional         ** to be filled in only for the current quarter meetings.         V.       Related Party Transactions         Whether prior approval of audit committee obtained       NA         Whether shareholder approval obtained for material RPT       NA         Whether shareholder approval obtained for material RPT       NA         Whether shareholder supproval obtaine or onn-compliance may be indicated by Yes/No/NA For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "res" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.         In the column "Compliance Status", compliance or non-compliance may be given here.       VI.         Affirmations	Stakeholder's Relationship	Yes	3	3		August 11, 2021	Gap between meetings held on						
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Name & Designation:							re requirements) regulations, 2019.						
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Date: January 21, 2022													
Place: New Delhi													