

PNB FINANCE AND INDUSTRIES LIMITED

July 12, 2023

The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata – 700 001

Dear Sirs,

Sub: Proceedings of 128th Annual General Meeting (AGM) held on July 12, 2023

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith brief proceedings of the 128th Annual General Meeting (AGM) of the Company held on July 12, 2023 at 10:30 A.M. conducted through video conferencing in accordance with the circulars issued by Ministry of Corporate Affairs (MCA), i.e. General Circular No. 10/2022 dated December 28, 2022 in continuation of general circular No. 20/2020 (collectively referred as "Circulars") and Securities Exchange Board of India (SEBI) Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and other relevant circulars issued by MCA and SEBI.

The e-voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 will be submitted separately on declaration of voting results.

This disclosure will also be available on the website of the Company i.e. www.pnbfinanceandindustries.com

This is for your information and records.

Thanking You,

Yours faithfully,

For PNB Finance and Industries Limited

SHWETA
SAXENA

Digitally signed by SHWETA SAXENA
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Shweta Saxena

(Director & Company Secretary)

(DIN-03120958 & Membership No.: A18585)

Encl: A/a

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

PNB FINANCE AND INDUSTRIES LIMITED

SUMMARY OF PROCEEDINGS OF THE 128TH ANNUAL GENERAL MEETING OF PNB FINANCE AND INDUSTRIES LIMITED

The 128th Annual General Meeting (AGM) of the members of PNB Finance and Industries Limited ("The Company") held on Wednesday, July 12, 2023 at 10:30 A.M through Video Conferencing ("VC"). Ms. Shweta Saxena, Director & Company Secretary introduced herself and welcomed the Shareholders, Board Members, CFO, Statutory Auditor and Scrutinizer at the Meeting.

Ms. Shweta Saxena thereafter gave a brief introduction of the Board of Directors present at the meeting and the CFO of the Company.

1. Mr. Govind Swarup: Non Executive-independent Director
2. Ms. Saumya Agarwal: Non Executive-independent Director
3. Mr. Viveka Nand Jha: CFO

Ms. Shweta Saxena informed that Mr. Rakesh Dhamani and Mr. Ashish Verma could not attend the meeting due to their other pre-occupations and conveyed that Mr. Rakesh Dhamani, Chairman of Stakeholders Relationship Committee, in his absence, had authorised Mr. Govind Swarup to address the shareholders queries if raised at the meeting.

A total of 17 shareholders attended the AGM. The requisite quorum being present, the meeting proceeded further.

Mr. Govind Swarup, was elected as the Chairman and welcomed the shareholders. He conveyed that the AGM was convened and conducted through Video Conferencing (VC) in accordance with MCA and SEBI circulars and briefed about the financial performance of the Company.

Ms. Shweta Saxena briefed shareholders *inter-alia*, about certain procedural and technical aspects of the AGM. She informed that:

- a) The Company had provided remote e-voting facility to all its members to enable them to cast their vote on the matters listed in the notice by electronic means. The Company has engaged the services of the NSDL to provide the e-voting facility.
- b) The Company had provided to the shareholders, the facility to cast their vote electronically through remote e-voting facility provided by NSDL from Saturday, July 08, 2023 at 9.00 A.M.(1ST) to Tuesday, July 11, 2023 till 5.00 P.M. (IST) on all resolutions set forth in the Notice of the AGM;

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- c) Mr. Balraj Sharma (Membership No. FCS 1605, CP No. 824) proprietor of Balraj Sharma & Associates, Practicing Company Secretaries, was appointed as Scrutinizer for the purpose of scrutinizing remote e-voting as well as the e-voting process in a fair and transparent manner;
- d) Additionally, to facilitate e-voting by the Shareholders who had not voted using remote e-voting facility, has been given facility of e-voting during the AGM. Company has also provided facility of speaker shareholder and chat box option at the AGM and queries received through chat box will be replied within 7 days from the AGM at the registered email id of the shareholder;
- e) The e-voting facility will be kept open for 15 minutes from the conclusion of the meeting to enable the members to cast their vote;
- f) The result of combined e-voting along with scrutinizers' report will be uploaded on the website of the Company i.e. www.pnbfinanceandindustries.com, NSDL and will be intimated to stock exchange within 48 hours from the conclusion of the AGM. Further the transcript will also be made available on the website of the Company as and when the same is available from RTA.

The Notice convening the AGM of the Company was taken as read with the permission of the shareholders of the Company as the same was earlier circulated.

The Chairman informed the shareholders that there were no qualifications, reservations, adverse remarks and disclaimer in the Auditors' Report for the year ended March 31, 2023.

Details of the agenda items transacted at the Annual General Meeting are as follows:

Ordinary Business

Resolution No. 1	Ordinary Resolution: Adoption of the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2023 and the Report of the Board of Directors and the Auditors thereon.
Resolution No. 2	Ordinary Resolution: To appoint Statutory Auditors of the Company

Special Business

Resolution No. 1	Special Resolution: To appoint Mr. Rakesh Dhamani (DIN: 07065199) as a Director and reappoint him as an Independent Director for a second term.
Resolution No. 2	Ordinary Resolution: To appoint Mr. Tarun Verma as a Manager of the Company.

Thereafter, the Question & Answer (Q&A) forum was opened for the registered speakers to seek clarification or offer any comments and no questions were raised during the meeting.

The Chairman thanked the Shareholders who have joined the meeting and closed the proceedings of the meeting.

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The AGM ended at 10:38 A.M. (IST) and after that e-voting was kept open for 15 minutes from the conclusion of the meeting.

For PNB Finance and Industries Limited

**SHWETA
SAXENA**

Digitally signed by SHWETA SAXENA
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ou=PNB Finance and Industries Limited,
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Shweta Saxena
(Director & Company Secretary)
(DIN-03120958 & Membership No.: A18585)

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