

PNB FINANCE AND INDUSTRIES LIMITED

July 10, 2025

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

Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sirs,

This is to inform that the 130th AGM of the Company was held on Wednesday, July 09, 2025 at 10:30 A.M. through video conferencing (VC) in accordance with the circulars issued by Ministry of Corporate Affairs (MCA) and Securities Exchange Board of India (SEBI). The shareholders of the Company have approved the below given resolutions with majority:

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, 2025 and the Report of the Board of Directors and the Auditors thereon.
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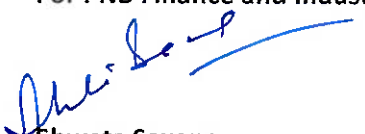
Special Business

Resolution No. 2	Ordinary Resolution: Appointment of M/s Balraj Sharma & Associates, Practicing Company Secretaries, as the Secretarial Auditors of the Company.
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Voting results as required under Regulation 44 (3) of the Listing Regulations is submitted herewith.

Further, report of the Scrutinizer dated July 10, 2025, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) of the Companies (Management and Administration), Rules 2014 is also attached with the voting results.

For PNB Finance and Industries Limited


Shweta Saxena
(Company Secretary)
(Membership No.: A18585)

BALRAJ SHARMA & ASSOCIATES

COMPANY SECRETARIES

206, Munish Plaza, 20, Ansari Road, Opp. Fire Station, Darya Ganj, New Delhi-110002
Mobile: 9650217999, E-mail: balrajsharmafcs@gmail.com, csvarunsharma14@yahoo.com

Consolidated Scrutinizer(s) Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To

The Chairman of 130th Annual General Meeting of Equity Shareholders of
PNB FINANCE AND INDUSTRIES LIMITED
(CIN: L65929DL1947PLC001240)
1st Floor, Express Building, 9-10,
Bahadur Shah Zafar Marg,
New Delhi-110002

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

I, Varun Sharma of M/s Balraj Sharma & Associates, Company Secretaries (M.N. ACS 21011, C.P. 26768) having office at 206, Munish Plaza, 20, Ansari Road, Opp. Fire Station, Darya Ganj, New Delhi-110002, appointed as Scrutinizer(s) of PNB Finance and Industries Limited ("The Company") pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of Scrutinizing the e-voting taken on the below mentioned resolution(s), at the 130th Annual General Meeting of the Shareholders of PNB Finance and Industries Limited, held on Wednesday, the 9th day of July, 2025 at 10:30 a.m. through Video Conferencing (VC), as per the Notice dated May 29, 2025 calling the 130th AGM.

The notice dated May 29, 2025, as confirmed by the Company was sent to the shareholders in respect of the resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance

with the MCA Circular No. 09/2024 dated September 19, 2024 in continuation of General Circular No. 20/2020 and Securities and Exchange Board of India (SEBI) vide Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024.

The Company had availed the voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting and venue e-voting during the AGM by the Shareholders of the Company.

I hereby submit my report as under:

1. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:

(i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting");and

(ii) process of venue e-voting at the AGM through electronic voting system ("venue e-voting").

Management's Responsibility

2. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

3. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and venue e-voting)is restricted to making a Consolidated Scrutinizer's Report of the votes cast" in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited, NSDL, the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or NSDL for my verification.

Since this AGM was held through VC in accordance with the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxies by the members was dispensed with.

4. Remote e-voting process:-

i) The e-voting period was open from 9:00 A.M on 5th day of July, 2025 and upto 5:00 P.M on 8th day of July, 2025.

ii) The shareholders of the Company holding shares as on the "cut-off" date of Wednesday, July 2, 2025 were entitled to vote on the resolutions as contained in the Notice of the AGM.

iii) The NSDL e-voting platform was blocked thereafter and the vote cast under e- voting facility was then unblocked.

iv) Thereafter, the details containing, interalia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL, i.e., <https://evoting.nsdl.com>. Based on the report generated by NSDL and relied upon by me, data regarding the e-voting was scrutinized on test check basis.

5. The total numbers of valid Ballots (E- voting) received were 34 (Thirty Four) for 29,27,936 (Twenty Nine Lakhs Twenty Seven Thousand Nine Hundred & Thirty Six) shares.

6. The result of the e- voting is as under:

Item No. 1:

To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended March 31, 2025 together with the reports of the Board of Directors ('the Board') and auditors thereon.

(i) Voted in favour of the resolution:

Particulars	Number of Members Voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	27	29,27,926	99.99%
Total	27	29,27,926	99.99%

(ii) Voted against the resolution:

Particulars	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-Voting	7	10	0.01
Total	7	10	0.01

Item No. 2:

Appointment of M/s. Balraj Sharma & Associates, Practicing Company Secretaries, as the Secretarial Auditors of the Company

(i) Voted in favour of the resolution:

Particulars	Number of Members Voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	27	29,27,926	99.99%
Total	27	29,27,926	99.99%

(ii) Voted against the resolution:

Particulars	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-Voting	7	10	0.01
Total	7	10	0.01

7. The paid-up share capital of the Company is Rs. 3,20,00,000 (32,00,000 equity shares of Rs. 10/- each) and the abovesaid resolutions stand passed under remote e-voting and venue e-voting conducted during AGM, with the requisite majority.
8. The electronic data and all other relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same are handed over to Ms. Shweta Saxena, the Company Secretary of the Company for the safe keeping.

Thanking you

Yours faithfully,

**For Balraj Sharma & Associates
Company Secretaries**

**(Varun Sharma)
CP No. 26768
ACS No. 21011**

**Countersigned by
For PNB Finance and Industries Limited**

**Shweta Saxena
Company Secretary
(Membership. No.: A18585)**

**Dated: 10/07/2025
Place: New Delhi
UDIN: A021011G000749178
Peer Review Cert. No.: 6262/2024**

VOTING RESULTS

General information about company	
Scrip code	26055
NSE Symbol	NA
MSEI Symbol	
ISIN	
Name of the company	PNB Finance & Industries Ltd
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	09-07-2025
Start time of the meeting	10:30 AM
End time of the meeting	10:55 AM

Scrutinizer Details	
Name of the Scrutinizer	Varun Sharma
Firms Name	Balraj Sharma & Associates
Qualification	CS
Membership Number	21011
Date of Board Meeting in which appointed	29-05-2025
Date of Issuance of Report to the company	10-07-2025

Voting results	
Record date	02-07-2025
Total number of shareholders on record date	940
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	24
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	Textual Information(1)

Text Block	
Textual Information(1)	940 Shareholders include 1 folio of fractional coupons for 131 shares and 1 folio of IEPF holding 73618 shares

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of audited financial statements (including consolidated financial statements) of the Company for the FY ended March 31, 2025 and the report of the Board of Directors and the auditors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Institutions	E-Voting	10368	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10368	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3115883	2927936	93.9681	2927926	10	99.9997	0.0003
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3115883	2927936	93.9681	2927926	10	99.9997	0.0003
Total		3126251	2927936	93.6565	2927926	10	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	Total no. of shares excludes 131 fractional coupons and 73618 equity shares under IEPF

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of M/s Balraj Sharma & Associates, Practicing Company Secretaries, as the Secretarial Auditors of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Institutions	E-Voting	10368	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10368	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3115883	2927936	93.9681	2927926	10	99.9997	0.0003
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3115883	2927936	93.9681	2927926	10	99.9997	0.0003
Total		3126251	2927936	93.6565	2927926	10	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	Total no. of shares excludes 131 fractional coupons and 73618 equity shares under IEPF

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

