

To,

**The Chairman of the AGM,  
PNB FINANCE AND INDUSTRIES LIMITED**  
1st Floor, Express Building, 9-10,  
Bahadur Shah Zafar Marg,  
New Delhi - 110 002

**Sub.:** Consolidated results of e-voting and voting by Ballot at the AGM.

**Reference:** 124<sup>th</sup> Annual General Meeting ("the AGM") of the Members of **PNB FINANCE AND INDUSTRIES LIMITED** held on 17<sup>th</sup> day of September, 2019 at 10:30 A.M. at Institute of Engineer Bhawan, 2<sup>nd</sup> Bahadur Shah Zafar Marg ITO, Opp. Delhi Police HQ., New Delhi-110002.

Dear Sir,

I, Nityanand Singh, Practicing Company Secretary having office at 14, Second Floor, Arjun Nagar, Safdarjung Enclave, New Delhi-110029, appointed as Scrutinizer of 124<sup>th</sup> Annual General Meeting of PNB Finance and Industries Limited (the "**Company**") held on Tuesday, 17<sup>th</sup> September, 2019 at 10.30 A.M. at Institute of Engineer Bhawan, 2<sup>nd</sup> Bahadur Shah Zafar Marg, New Delhi 110002 submit herewith my combined report on the results on 'e-voting and voting by ballot' as under:

**Resolution 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, 2019 and the Report of the Board of Directors and the Auditors thereon.**

Ordinary Resolution						
Manner of voting	Votes in favour of resolution		Votes against the resolution		Invalid votes	
	No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.	
Remote E-voting	29,32,841	100	0	0	0	
Physical Voting	115	100	0	0	1	
<b>Total</b>	<b>29,32,956</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>1</b>	

**Resolution No. 1 passed with the requisite majority.**



**Resolution No. 2: To declare a dividend of ₹ 0.60 per equity share for the financial year ended March 31, 2019.**

Ordinary Resolution						
Manner of voting	Votes in favour of resolution		Votes against the resolution		Invalid votes	
	No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.	
Remote E-voting	29,32,841	100	0	0	0	
Physical Voting	115	100	0	0	1	
<b>Total</b>	<b>29,32,956</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>1</b>	

**Resolution No. 2 passed with the requisite majority.**

**Special Business:-**

**Resolution No. 3: Special Resolution:- To re-appoint of Mr. Mohit Jain (DIN: 01315482) as Non-Executive Independent Director of the Company for a second term.**

Ordinary Resolution						
Manner of voting	Votes in favour of resolution		Votes against the resolution		Invalid votes	
	No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.	
Remote E-voting	29,32,841	100	0	0	0	
Physical Voting	115	100	0	0	1	
<b>Total</b>	<b>29,32,956</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>1</b>	

**Resolution No. 3 passed with the requisite majority.**



**Resolution No. 4: Special Resolution:- To re-appoint of Mr. Ashish Verma (DIN: 06939565) as Non-Executive Independent Director of the Company for a second term.**

Ordinary Resolution						
Manner of voting	Votes in favour of resolution		Votes against the resolution		Invalid votes	
	No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.	
Remote E-voting	29,32,841	100	0	0	0	
Physical Voting	115	100	0	0	1	
<b>Total</b>	<b>29,32,956</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>1</b>	

**Resolution No. 4 passed with the requisite majority.**

Thanking you,

Yours Truly,

**For Nityanand Singh & Co.  
Company Secretaries**



**Nityanand Singh(Prop.)**

**CP : 2388**

**M. No. : 2668**



**Date: 17/09/2019**

**Place: New Delhi**