

NITYANAND SINGH & CO.
COMPANY SECRETARIES

To,

**The Chairman,
PNB Finance and Industries Limited
Conference Hall, First Floor, 10, Daryaganj,
New Delhi- 110002.**

Sub.: Consolidated Results of e-voting, voting by ballot and poll

Reference: 120th Annual General Meeting (the AGM) of the Company held on Tuesday, 22nd September, 2015 at 10 A.M. at Conference Hall, First Floor, 10, Daryaganj, New Delhi- 110002

Dear Sir,

I, Nityanand Singh, (Proprietor) of Nityanand Singh & Co., Company Secretaries having its office at 14, Second Floor, Arjun Nagar, Safdarjung Enclave, New Delhi-110029, appointed as Scrutinizer of **120th Annual General Meeting of PNB Finance & Industries Limited** held on 22nd September, 2015 at **Conference Hall, First Floor, 10, Daryaganj, New Delhi- 110002**. We hereby submit our consolidated report as under:

Resolution No. 1: To receive, consider and adopt the financial statements of the Company for the year ended March 31, 2015, including the audited Balance Sheet as at March 31, 2015, the Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors ('the Board') and Auditors' thereon.

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.
2934066	99.99	6	0.0002	5597

Resolution No. 2: To declare a dividend for the year ended March 31, 2015.

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.
2934066	99.99	6	0.0002	5597

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Resolution No. 3: To appoint a Director in place of Mr. Samir Jain (DIN 00001337): , who retires by rotation and, being eligible, offers himself for re-appointment.

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.
2415239	99.99	6	0.0002	5597

Resolution No. 4: To appoint M/s Awatar & Co., Chartered Accountants (FRN: 000726N), as auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of fifth consecutive Annual General Meeting subject to ratification in every Annual General Meeting till the fifth such meeting, and to fix their remuneration.

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.
2934066	99.99	6	0.0002	5597

Resolution No. 5: To appoint Mr. Govind Swarup (DIN: 00003145) as a Non Executive Independent Director.

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.
2934066	99.99	6	0.0002	5597

Resolution No. 6: To appoint Mr. Mukesh Gupta (DIN: 06937352) as a Non Executive Independent Director.

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.
2934066	99.99	6	0.0002	5597

Resolution No. 7: To appoint Mr. Ashish Verma (DIN: 06939565) as a Non Executive Independent Director.

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.
2934066	99.99	6	0.0002	5597

Resolution No. 8: To appoint Ms. Meeta Sachdeva (DIN: 07123510) as a Non Executive Independent Director.

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.
2934066	99.99	6	0.0002	5597

Resolution No. 9: To appoint Ms. Vijaya Agarwal as Manager.

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.
2934066	99.99	6	0.0002	5597

Thanking you,

Yours truly,

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

 

**Nityanand Singh (Prop.)
FCS 2668, CP 2388**

Place: New Delhi

Date: 23RD September, 2015