

PNB FINANCE AND INDUSTRIES LIMITED

September 30, 2022

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

Dear Sirs,

Sub: Proceedings of 127th Annual General Meeting (AGM) held on September 30, 2022

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith brief proceedings of the 127th Annual General Meeting (AGM) of the Company held on Friday, September 30, 2022 at 10:00 A.M. conducted through Video conferencing in accordance with the circulars issued by Ministry of Corporate Affairs (MCA), i.e. General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, the latest being 2/2022 dated 5th May, 2022 and Securities Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/CFD/CMD2/CIRP/P/2022/62 dated 13th May, 2022 and other relevant circulars issued by MCA and Securities and Exchange Board of India (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
(Director & Company Secretary)
(DIN-03120958 & Membership No.: A18585)**

Encl: A/a

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SUMMARY OF PROCEEDINGS OF THE 127TH ANNUAL GENERAL MEETING OF PNB FINANCE AND INDUSTRIES LIMITED

The 127th Annual General Meeting (AGM) of the members of PNB Finance and Industries Limited ("The Company") held on Friday, September 30, 2022 at 10:00 A.M through Video Conferencing ("VC"). Ms. Shweta Saxena, Director & Company Secretary introduced herself and welcomed the Shareholders, Board Members, CFO, Scrutinizer of the Meeting.

Details of Panelist is given below:

Name	Designation
Mr. Govind Swarup	Independent Director Chairman of: - Audit Committee - Nomination and Remuneration Committee Member of: - Stakeholder Relationship Committee
Mr. Rakesh Dhamani	Independent Director Chairman of: - Stakeholder Relationship Committee Member of: - Audit Committee - Nomination and Remuneration Committee
Mr. Ashish Verma	Independent Director Member of: - Stakeholder Relationship Committee
Ms. Saumya Agarwal	Independent Director Member of: - Nomination and Remuneration Committee
Mr. Viveka Nand Jha	Chief Financial officer of the Company
Mr. Varun Sharma	Authorized representative of Scrutinizer

The Statutory auditor of the Company was supposed to join the meeting but due to technical glitch he was unable to join the meeting.

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 performance of the Company.

Ms. Shweta Saxena informed the shareholders that the Company has taken all requisite steps to facilitate the shareholders to participate through Video Conference and vote at the AGM.

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

- a) The Company had provided to the shareholders, the facility to cast their vote electronically through remote e-voting facility provided by NSDL from Tuesday, September 27, 2022 at 9.00 A.M. (1ST) to Thursday, September 29, 2022 till 5.00 P.M. (IST) on all resolutions set forth in the Notice of the AGM;

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- b) 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;
- c) 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;
- d) 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.
- e) 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, 2022.

Total 8 shareholders attended the AGM.

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.

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

Description	Particulars
Total number of Shareholders on record date (i.e the cut-off date for determining the Shareholders entitled to Remote E-Voting / E-Voting during AGM - September 23, 2022)	885
Total Number of Shareholders present in the meeting through Video Conferencing	
a) Promoters & Promoter Group	NA
b) Public	8

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, 2022 and the Report of the Board of Directors and the Auditors thereon.
Resolution No. 2	Special Resolution: To approve remuneration of Ms. Shweta Saxena, Whole time Director and Company Secretary of the Company.

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

The AGM ended at 10:10 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
(Director & Company Secretary)
(DIN-03120958 & Membership No.: A18585)