



पंजाब नैशनल बैंक



punjab national bank

Share Department, Board & Coordination Division, HO Plot No.4 Sector 10, Dwarka, New Delhi-110075
Tel No: 011-28044857 E-mail: hosd@pnb.co.in

Scrip Code : PNB	Scrip Code : 532461
The Asstt. Vice President National Stock Exchange of India Limited "Exchange Plaza" Bandra – Kurla Complex, Bandra (E) Mumbai – 400 051	The Dy General Manager BSE Limited 1st Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001

Date: 08.09.2021

Dear Sir (s),

Reg.: Proceedings of the Extraordinary General Meeting (EGM) of the shareholders of the Bank held on 08.09.2021 along with the Scrutinizer's Report.

Please find enclosed the Proceedings of the Extraordinary General Meeting of the Shareholders of the Bank for Election of One Shareholder Director held today i.e. 08.09.2021 at 11.00 a.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) along with the Scrutinizer's Report for the remote e-voting as well as the e-voting by Shareholders during the Extraordinary General Meeting.

You are requested to take the above on record.

Thanking you,

Yours faithfully,


(Ekta Pasricha)

Company Secretary



Encl A/a



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**Proceedings of the Extraordinary General Meeting of Punjab National Bank held on
08.09.2021 through Video Conferencing / Other Audio Visual Means**

- The Extraordinary General Meeting of the Bank (EGM) was held on Wednesday, 08th September, 2021 at 11.00 a.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with the Guidelines issued by SEBI/ MCA.
- Shri D.K. Jain, Chief Financial Officer of the Bank welcomed the shareholders at the EGM.
- Shri CH. S. S. Mallikarjuna Rao, Managing Director & CEO of the Bank took the Chair. He then introduced the Directors present in the meeting. With the requisite quorum being present, he called the meeting to order.
- As the Notice convening the EGM had already been sent to the shareholders in the prescribed manner as well as published in the newspapers and also hosted on the website of the Bank, the same was taken as read.
- The Chairman then took up the sole agenda of the EGM i.e. Election of One Shareholder Director of the Bank [as detailed in the Notice of the EGM] and informed that the Bank had received two (2) nominations upto 05.00 p.m. of 24th August, 2021 being the last date for submission of nominations. He further informed that after scrutiny of nominations, the Board of Directors found both the Candidates 'Fit & Proper' for contesting the Election of One Shareholder Director at the EGM in terms of extant Regulatory/ Statutory Guidelines.
- The CFO then informed that the candidate receiving the majority of votes shall be declared elected as Director of the Bank from amongst the Shareholders other than the Central Government pursuant to Section 9(3)(i) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 read with The Nationalised Banks (Management And Miscellaneous Provisions) Scheme, 1970, PNB (Shares & Meetings) Regulations, RBI Master Directions and GOI Guidelines. The Elected Candidate shall assume office from 12th September, 2021 and hold office for a period of three years.
- He also informed that the shareholders who had not cast their vote through remote e-voting could cast their vote during the Meeting by using the e-voting platform. He added that the results of the e-voting including remote e-voting shall be declared within two working days of the Meeting and shall be communicated to the Stock Exchanges and also uploaded on Bank's website.





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- Thereafter, the Chairman thanked the Shareholders for their participation and informed that e-voting facility shall remain open for the next 45 minutes after which the Meeting would conclude.

Date: 08.09.2021

Place: New Delhi

(Ekta Pasricha)

Company Secretary



Consolidated Scrutinizer's Report

[Pursuant to
Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

Extra Ordinary General Meeting ("EGM") of Punjab National Bank ("Bank") held on Wednesday, September 08, 2021 at 11:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") facility.

Dear Sir/Ma'am,

1. I, Ankit Singhi, Practicing Company Secretary and Partner of M/s PI & Associates, Company Secretaries, was appointed as Scrutinizer for the purpose of scrutinizing the voting process, i.e. remote e-voting and e-voting at Extra ordinary General Meeting ('EGM') of the Bank held on Wednesday, September 08, 2021 at 11:00 a.m. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') facility with respect to the resolution mentioned in EGM Notice dated August 13, 2021 ('EGM Notice').
2. My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting results on the resolution based on the votes cast on the resolution.
3. I submit my report as under: -
 - i. In compliance of the Securities and Exchange Board of India vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, the EGM Notice was dispatched through electronic mode to 15,29,479 members of the Bank on August 16, 2021.
 - ii. The Bank engaged National Securities Depositories Limited ('NSDL') for providing services related to remote e-voting and e-voting at the EGM.
 - iii. The EGM notice was simultaneously posted on the website of the Bank and that of the e-voting agency i.e. NSDL. A copy of the EGM Notice was also posted on the website of Stock Exchanges i.e. National Stock Exchange of India Ltd and BSE Ltd.
 - iv. The members of the Bank as on the "cut off" date i.e. Friday, August 13, 2021 were entitled to avail the facility of remote e-voting as well as e- voting at the EGM on the proposed resolution as set out in the EGM Notice.

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- v. The remote e-voting period commenced on Friday, September 03, 2021 at 09:00 A.M. (IST) and ended on Tuesday, September 07, 2021 at 05:00 P.M. (IST)
 - vi. After completion of e-voting at the EGM, the votes cast through remote e-voting and e-voting at the EGM were unblocked in the presence of two witnesses, i.e. Mr. Kumar Gaurav and Mr. Praveen Kumar.
 - vii. Thereafter, the data of remote e-voting and e-voting at EGM was diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Bank and the authorizations lodged with us. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at EGM.
4. The consolidated summary of results of remote e-voting and e-voting at EGM is annexed herewith as **Annexure- A.**
 5. Based on the aforesaid results, I report that **Smt. Rekha Jain** has received requisite majority votes out of the total votes cast through remote e-voting and e-voting at the EGM and accordingly she can be declared elected as a Shareholder Director of the Bank.

Date: 08.09.2021

Place: New Delhi



**Thanking You
For PI & Associates
Company Secretaries**

**Ankit Singhi
Partner**

ACS No.: A20642

C P No.: 16274

UDIN: A020642C000920750

RESULT OF VOTING AT EXTRA ORDINARY GENERAL MEETING OF PUNJAB NATIONAL BANK
HELD ON 8TH SEPTEMBER 2021

ORDINARY BUSINESS:

Resolution No. 1: To elect One Shareholder Director from amongst the Shareholders of the Bank other than the Central Government:

Voting Results:

Name of the Candidates	Remote e-voting		e-voting at the EGM		Total	
	Number of members who voted	Votes	Number of members who voted	Votes	Number of members who voted	Votes
Rekha Jain	1,884	1,12,13,45,912	6	3,340	1,890	1,12,13,49,252
Dharmendra Singh Shekhawat	1,268	49,26,924	5	5,451	1,273	49,32,375

Date: 08.09.2021**Place:** New Delhi

**Thanking You
For PI & Associates
Company Secretaries**

**Ankit Singhi
Partner**

ACS No.: A20642**C P No.: 16274****UDIN: A020642C000920750**