...the name you can BANK upon!

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
National Stock Exchange of India Limited "Exchange Plaza" Bandra – Kurla Complex, Bandra (E) Mumbai – 400 051	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001

Date: 30.06.2023

Dear Sir(s),

Reg.: Proceedings of the 22nd Annual General Meeting of the shareholders of the Bank held on 30.06.2023

Please find enclosed the Proceedings of the 22nd Annual General Meeting of the Shareholders of the Bank held today i.e. 30.06.2023 at 11.00 a.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) in compliance of Regulation 30 of SEBI (LODR) Regulations, 2015.

You are requested to take the above on record.

Thanking you

Yours faithfully,

EKTA PASRICHA

Digitally signed by EKTA PASRICHA
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पंजाब नैशनल बैंक P.N.B. शेयर विभाग बोर्ड व समन्वय प्रभाग Board & Coord. Division Share Department H.O. New Delhi-110075 प्र.का. नई दिल्ली-110075

(Ekta Pasricha)
Company Secretary

Encl.: as above

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Proceedings of the 22nd Annual General Meeting of Punjab National Bank held on 30.06.2023 through Video Conferencing /Other Audio Visual Means

The 22nd Annual General Meeting of the Bank was held on Friday, 30th June, 2023 at 11.00 a.m. 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 (CFO) of the Bank welcomed the shareholders at the 22nd Annual General Meeting.

Shri K.G. Ananthakrishnan, Non-Executive Chairman of the Bank, took the Chair. He then introduced the Directors present in the meeting. The representatives of Statutory Central Auditors of the Bank were also present in the meeting through VC. With the requisite quorum being present, he called the meeting to order.

The Chairman briefed the shareholders regarding the developments on the Macro economic front, Banking Sector outlook and the Bank's financial performance under various business parameters along with Technology and other Initiatives undertaken by the Bank.

Thereafter, the CFO requested the MD & CEO to address the shareholders. The MD & CEO highlighted the financial performance of the Bank in respect of business growth, increase in profitability and improvement in asset quality. He also apprised the shareholders regarding the Bank's continued focus on digitization, the HR transformation initiatives undertaken in the Bank and the way forward.

As the Notice convening the AGM 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 Stock Exchanges and NSDL, the same was taken as read with the permission of shareholders.

The Chairman then moved the following resolutions proposed in the AGM Notice:

i) To discuss, approve and adopt the Audited Balance Sheet of the Bank as at 31st March 2023, Profit and Loss Account of the Bank for the year ended 31st March 2023, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditor's Report on the Balance Sheet and Accounts [Ordinary Resolution].

ii) To declare dividend on the equity shares of the Bank for the financial year 2022-23 [Ordinary Resolution].

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iii) To consider and approve the Material Related Party Transactions for outright securities transactions (sale/purchase of securities), Money Market transactions, Primary subscription of securities, Security Arranger services in PNBs NCD issuances through EBP and also such other transactions such as purchase/sale of Government Securities (G-Sec), Bonds/Debentures of PSUs, other bodies, as may be disclosed in the notes forming part of the Financial Statements for the relevant Financial Year with PNB Gilts Limited (Subsidiary), PNB Housing Finance Limited (Associate), PNB Metlife India Insurance Company Limited (Associate) [Ordinary Resolution].

iv) To consider and approve the Material Related Party Transactions for Loans and Advances with PNB Gilts Limited (Subsidiary) and PNB Housing Finance Limited (Associate) [Ordinary Resolution].

v) To consider and approve the Material Related Party Transactions for IBPC Transactions with Regional Rural Banks (Associates) [Ordinary Resolution].

vi) To consider and approve the Material Related Party Transactions in the Current Accounts of PNB Gilts Limited (Subsidiary) and PNB Housing Finance Limited (Associate) [Ordinary Resolution].

vii) To consider and approve the Material Related Party Transactions in the Nostro Account with Druk PNB Bank Limited (International Subsidiary) & Everest Bank Limited (International Joint Venture) [Ordinary Resolution].

viii) To consider and approve the appointment of Shri Atul Kumar Goel as Managing Director & Chief Executive Officer of the Bank [Ordinary Resolution].

ix) To consider and approve the appointment of Shri Anil Kumar Misra as Director nominated by the Central Government on the recommendation of the Reserve Bank of India on the Board of the Bank [Ordinary Resolution].

x) To consider and approve the appointment of Shri Pankaj Sharma as Government of India Nominee Director on the Board of the Bank [Ordinary Resolution].

xi) To consider and approve the appointment of Shri Binod Kumar as Executive Director of the Bank [Ordinary Resolution].

xii) To consider and approve the appointment of Shri M. Paramasivam as Executive Director of the Bank [Ordinary Resolution].

xiii) To consider and approve the appointment of Shri K. G. Ananthakrishnan as Part-Time Non-Official Director and Non-Executive Chairman (Independent) on the Board of the Bank [Special Resolution].

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xiv) To consider and approve the Issue of equity shares to Employees through Employee Stock Purchase Scheme [Special Resolution].

Thereafter, the CFO informed that the shareholders who had not cast their vote through remote e-voting could cast their vote through e-voting 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.

The CFO then requested the shareholders who had pre-registered themselves as a "Speaker" to express their views, one by one.

The Speaker Shareholders expressed their views and raised few queries which were responded to by the MD & CEO.

Thereafter, the Chairman thanked the Shareholders for their participation and informed that e-voting facility shall remain open for the next 30 minutes. The meeting concluded thereafter.

EKTA PASRICHA

Digitally signed by EKTA PASRICHA
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पंजाब नैशनल बैंक P.N.B. शेयर विभाग बोर्ड व समन्वय प्रभाग Board & Coord. Division Share Department H.O., New Delhi-110075 प्र.का., नई दिल्ली-110075

Date: 30.06.2023
Place: New Delhi

(Ekta Pasricha)
Company Secretary