

March 29, 2022

To, The Manager, Listing Compliance Department National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex Bandra (East), Mumbai - 400051 <u>SYMBOL: PNBGILTS</u>	To, The Manager, Listing Compliance Department BSE Ltd. P. J. Tower, Dalal Street Mumbai – 400001 <u>Scrip Code: 532366</u>
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Sub: Proceedings of 7th Extra Ordinary General Meeting of PNB Gilts Limited.

Ref: Regulation 30(6) SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

Dear Sir/ Madam,

In accordance with above referred provisions of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("Listing Regulations"), we wish to inform you that the 7th Extra Ordinary General Meeting ("EGM") of the Company was held on Tuesday, 29th March, 2022 at 11:00 AM through Video Conferencing (VC).

In this regard, please find enclosed herewith the proceedings of the 7th Extra Ordinary General Meeting of the Company.

The above is for your information and records.

Thanking you.

Yours faithfully,
For PNB Gilts Ltd.


(Monika Kochar)
Company Secretary



Encl: As above

**SUMMARY OF PROCEEDINGS OF THE 7TH EXTRA ORDINARY GENERAL MEETING
OF THE MEMBERS OF PNB GILTS LIMITED**

The 7th Extra Ordinary General Meeting (EGM) of the members of PNB Gilts Limited ("Company") was held today i.e. Tuesday, 29th March, 2022 at 11:00 AM (IST) through Video Conferencing (VC) in compliance with Circular No. 14/2020 dated April 08, 2020, Circular No. 17 /2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 22/2020 dated 15th June, 2020, General Circular no. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021 and the General Circular No. 20/2021 dated 8th December, 2021 issued by Ministry of Corporate Affairs (hereinafter collectively referred to as 'MCA Circulars') and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder.

Ms. Monika Kochar, Company Secretary welcomed the members and other attendees at virtual Extra Ordinary General Meeting.

Mr. S. K. Saha, Chairman (Non-Executive Director & Non- Independent) of the Company and Sh. Ashutosh Choudhury, Non-Independent & Non- Independent Director of the Company were not present at the meeting.

With the permission of the members present, Mr. P. P. Pareek was elected as the Chairman of the meeting. He is also the Chairman of Audit Committee, Nomination & Remuneration Committee and Corporate Social Responsibility Committee.

Following Directors and the Company Secretary were also present in the meeting –

- a. Mr. S. K. Kalra, Independent Director and Chairman of Risk Management Committee;
- b. Ms. Uma Ajay Relan, Independent Director and Chairperson of the Stakeholders' Relationship Committee;
- c. Dr. T. M. Bhasin, Independent Director and Chairman of Share Transmission and Issue of Duplicate Shares Certificates Committee;
- d. Mr. Vikas Goel, Managing Director & CEO; and
- e. Ms. Monika Kochar, Company Secretary.

It was informed to the members that all documents referred to in the Notice and explanatory statement will be available electronically for inspection, as facilitated by the National Securities Depository Limited (NSDL), e-voting agency, without any fee by the members till the conclusion of the meeting.



Requisite quorum being present, the Chairman called the meeting to order. 53 members were present through VC. Since, this EGM was held pursuant to the MCA Circulars, the facility for appointment of Proxies by the Members was not available.

The Chairman then introduced the directors and the Company Secretary present in the meeting. The representatives of the Statutory Auditors viz., M/s Rasool Singhal & Co., Chartered Accountants, Secretarial Auditors viz., M/s Pranav Kumar & Associates, Practicing Company Secretaries and Scrutinizer to EGM viz. Mr. Ankit Singhi (CP No. 16274), Practicing Company Secretary and Partner of PI & Associates, Company Secretaries attended the meeting through VC from their respective locations.

With the consent of the members, the Notice convening the Extra Ordinary General meeting was taken as read.

The business items placed before the members for approval as per the Notice of the EGM were then summarized to the members present. Detail(s) of such businesses is provided below:

SPECIAL BUSINESSES

1. To increase the borrowing power of the company. (Special Resolution)
2. To extend the tenure of Mr. Vikas Goel Director & CEO of the company. (Ordinary Resolution)
3. To approve entering into material related party transactions with Punjab National Bank, promoter of the company holding majority stake. (Ordinary Resolution)
4. To approve entering into material related party transactions with Dakshin Bihar Gramin Bank, associate of Punjab National Bank, promoter of the company holding majority stake. (Ordinary Resolution)
5. To approve entering into material related party transactions with Sarva Haryana Gramin Bank, associate of Punjab National Bank, promoter of the company, holding majority stake. (Ordinary Resolution)
6. To approve entering into material related party transactions with Punjab Garmin Bank, associate of Punjab National Bank, promoter of the company holding majority stake. (Ordinary Resolution)



7. To approve entering into material related party transactions with Himachal Pradesh Gramin Bank, associate of Punjab National Bank, promoter of the company holding majority stake. (Ordinary Resolution)
8. To approve entering into material related party transactions with Prathama UP Gramin Bank, associate of Punjab National Bank, promoter of the company holding majority stake. (Ordinary Resolution)
9. To approve entering into material related party transactions with Assam Gramin Vikash Bank, associate of Punjab National Bank, promoter of the company holding majority stake. (Ordinary Resolution)
10. To approve entering into material related party transactions with Tripura Gramin Bank, associate of Punjab National Bank, promoter of the company holding majority stake. (Ordinary Resolution)
11. To approve entering into material related party transactions with Bangiya Gramin Vikash Bank, associate of Punjab National Bank, promoter of the company holding majority stake. (Ordinary Resolution)
12. To approve entering into material related party transactions with PNB Housing Finance Ltd., associate of Punjab National Bank, promoter of the company holding majority stake. (Ordinary Resolution)

On the invitation, Members who had registered themselves as speakers, addressed the meeting through VC. The members who could not register themselves as speaker shareholder were provided a communication box facility on NSDL platform for raising their queries. The Chairman/Management responded to all the queries of the registered speaker/non-registered speaker Members and provided the clarifications.

It was informed that the members who have not cast their votes through remote e-voting were provided an opportunity to cast their votes electronically at the meeting.

The Company Secretary thanked the members for participating in the meeting. The e-voting facility was kept open for next 30 minutes to enable the members to cast their vote.

The businesses specified above were taken up for voting accordingly.

It was announced that the results of voting shall be declared after receiving of scrutinizer's report within 48 hours of conclusion of the meeting. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.pnbgilts.com



and on the website of NSDL and shall also be immediately forwarded to the BSE Limited and the National Stock Exchange of India Limited.

The Chairman concluded the meeting at 11:47 AM (IST) after being open for 30 minutes for e-voting to be completed.

Thanking You,

Yours faithfully,
For PNB Gilts Ltd



(Monika Kochar)
Company Secretary

