PNB GILTS LTD

(Subsidiary of Punjab National Bank)

Scrip code: 532366

September 21, 2015

The Manager- DCS Bombay Stock Exchange Limited Floor 25, P J Towers Dalal Street, Mumbai- 400001

Dear Sir,

Fax- 91-22-2272 2041 / 3121 / 2037 / 2039 / 2061 / 3719

Sub: 19th Annual General Meeting (AGM) of Shareholders of PNB Gilts Ltd. held on 19/09/2015 – details regarding voting results in accordance with Clause 3A of Listing Agreement

Pursuant to Clause 35A of the Listing Agreement, given below are the details of the voting results of the 19th Annual General Meeting of the Company held on Saturday, 19th September, 2015 at 11:00 a.m. at Punjab National Bank, Central Staff College, 8, Under Hill Road, Civil Lines, Delhi-110054 as per the prescribed format.

\$.No.	Particulars	Details
1	Date of AGM	19 th September, 2015
2	Total numbers of shareholders on record date Cut-off date for remote e-voting: 11 th September, 2015	35723
3	Total number of shareholders present in the meeting either in person or through proxy – Promoters & Promoter Group : Public	1* 103
4	Number of shareholders attending the meeting through video conferencing: Promoters & Promoter Group: Public:	Not applicable

^{*} through authorized representative.

contd..

Regd. Office: 5, Sansad Marg, New Delhi - 110 001. Ph.: 23325759, 23325779, 23736584. Fax: 23325751, 23325763

Website: www.pnbgilts.com E-mail: pnbgilts@pnbgilts.com CIN: L74899DL1996PLC077120



AGENDA-WISE

Item No.	Details of Agenda	Resolution Required: (Ordinary / Special)	Mode of Voting (Show of hands/Poll/ Postal Ballot/ Remote e- voting)	Remarks
1	Adoption of Financial Statements of the Company for the year ended 31 st March, 2015, and the Reports of the Directors' and Auditors' thereon.	Ordinary Resolution	Remote e- voting and Poll	The resolution was passed with requisite majority.
2	Declaration of Final Dividend of Rs.1.50 per Equity share for the year ended March 31, 2015.	Ordinary Resolution	Remote e- voting and Poll	The resolution was passed with requisite majority.
3	Appoint a director in place of Smt. Sunita Gupta (DIN: 06902258), who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary Resolution	Remote e- voting and Poll	The resolution was passed with requisite majority.
4	Authorise Board of Directors to fix remuneration of the Statutory Auditors, as and when appointed by the Comptroller and General of India for the financial year 2015-16.	Ordinary Resolution	Remote e- voting and Poll	The resolution was passed with requisite majority.
5	Appoint Sh. Gauri Shankar (DIN: 06764026), as a Director liable to retire by rotation.	Ordinary Resolution	Remote e- voting and Poll	The resolution was passed with requisite majority.
6	Appoint Sh. K.V.Brahmaji Rao (DIN: 06861202), as a Director liable to retire by rotation.	Ordinary Resolution	Remote e- voting and Poll	The resolution was passed with requisite majority.
7	Re-appoint Sh. S.K. Dubey (DIN: 01770805) as Managing Director for a period effective from July 1, 2015 to June 30, 2016.	Ordinary Resolution	Remote e- voting and Poll	The resolution was passed with requisite majority.

Contd..

 $Website: www.pnbgilts.com \ E-mail: pnbgilts@pnbgilts.com \ CIN: L74899DL1996PLC077120$



8	Adoption of new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013	Resolution	Remote e- voting and Poll	The resolution was passed with requisite majority.
9	Appoint Smt. Usha Ananthasubramanian (DIN: 02784580), as a Director.		Remote e- voting and Poll	The resolution was passed with requisite majority.

The voting details are annexed herewith in the prescribed format. Reports submitted by the Scrutinizer are also enclosed herewith. The same are also being uploaded on the company's website.

Thanking you.

Yours truly, For PNB Gilts Ltd.

(Monika Kochar) Company Secretary



Form No. MGT- 13

Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To

The Chairperson

PNB Gilts Limited

5, Sansad Marg,

New Delhi- 110001

For 19th Annual General Meeting of the equity shareholders of the Company, held on 19th September, 2015 at 11:00 A.M at Punjab National Bank Auditorium, Central Staff College, 8, Under Hill Road, Civil Lines, Delhi – 110054

Dear Ma'am,

- I, Advocate, Abhishek Bansal, Senior Associate at *Corporate Professionals, Advisors & Advocates*, having its office at D-28, South Extension, Part-1, New Delhi 110049, was appointed as the Scrutinizer for the purpose of the poll conducted in respect of each matter which become the agenda of 19th Annual General Meeting of the Equity Shareholders of PNB Gilts Limited held on 19th September, 2015 at 11:00 A.M. at, Punjab National Bank Auditorium, Central Staff College, 8, Under Hill Road, Civil Lines, Delhi 110054, submit my report as under:
- After the time fixed for closing of the poll by the Chairperson, a ballot box was kept for polling and was locked in my presence with due identification marks placed by me.
- The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The polling papers were reconciled with the records maintained by the Share Transfer Agent of the Company and Authorizations/Proxies lodged with the Company.
- 3. I did not find any poll papers invalid.



Page 1 of 9



- 4. The voting at the Annual General Meeting was conducted through Poll for the members who have not cast their vote through remote e-voting.
- The shareholding was confirmed with the Register of Members as on 11th September,
 2015, being maintained by the Share Transfer Agent of the Company.
- 6. The Poll process was conducted in accordance with the procedures prescribed.
- 7. The result of the Poll is as under:-
 - (a) Resolution 1: Adoption of financial statements of the Company for the year ended March 31, 2015 and the Reports of the Directors and Auditors thereon.
 - (i) Voted in **favour** of the resolution:

Number of members	Number of votes cast	% of total number of
present and voting	by them	valid votes cast
(in person or by proxy)		
14	726	92.9577

(ii) Voted against the resolution:

Number of members	Number of votes cast by	% of total number of
present and voting	them	valid votes cast
(in person or by proxy)		
1	55	7.0423

(iii) Invalid votes:

Number of members	Total Number of votes
(in person or by proxy)	cast by them
Whose votes were declared invalid	
0	0

*No Ballot paper was considered invalid.



Page 2 of 9



FAX NO. :

- (b) Resolution 2: Declaration of final dividend of Rs. 1.50 per Equity Share for the year ended March 31, 2015
 - (i) Voted in **favour** of the resolution:

15	781	100%
(in person or by proxy)		
present and voting	them	valid votes cast
Number of members	Number of votes cast by	% of total number of

(ii) Voted **against** the resolution:

Number of members	Number of votes cast by	% of total number of
present and voting	them	valid votes cast
(in person or by proxy)		
0	0	0

(iii) Invalid votes:

Total Number of votes
cast by them
,
0

^{*}No Ballot paper was considered invalid.

- (c) Resolution 3: To appoint a Director in place of Smt. Sunita Gupta (holding DIN: 06902258), who retires by rotation and being eligible, offers herself for reappointment.
 - (i) Voted in favour of the resolution:

Number of members	Number of votes cast	% of total number of
present and voting	by them	valid votes cast
(in person or by proxy)		

Page **3** of **9**





14 726 92.9577

(ii) Voted against the resolution:

Number of members	Number of votes cast by	% of total number of
present and voting	them	valid votes cast
(in person or by proxy)		
1	55	7.0423

(iii) Invalid votes:

Number of members	Total Number of votes
(in person or by proxy)	cast by them
Whose votes were	
declared invalid	
0	0
]

^{*}No Ballot paper was considered invalid.

- (d) Resolution 4: To authorize Board of Directors to fix remuneration of the Statutory Auditor(s) of the Company appointed by the Comptroller and Auditor General of India for the financial year 2015-16.
 - (i) Voted in **favour** of the resolution:

Number of members	Number of votes cast	% of total number of
present and voting	by them	valid votes cast
(in person or by proxy)		
14	726	92.9577
	<u></u>	l

(ii) Voted against the resolution:

ļ	Number of members	Number of votes cast by	% of total number of
	present and voting	them	valid votes cast
	(in person or by proxy)		
	1	55	7.0423



Page 4 of 9



(iii) Invalid votes:

Number of members	Total Number of votes
(in person or by proxy)	cast by them
Whose votes were	
declared invalid	
0	

^{*}No Ballot paper was considered invalid.

- (e) Resolution 5: To appoint Sh. Gauri Shankar (DIN: 06764026), as a Director liable to retire by rotation:.
 - (i) Voted in **favour** of the resolution:

Number of members	Number of votes cast	% of total number of
present and voting	by them	valid votes cast
(in person or by proxy)		
14	726	92.9577

(ii) Voted against the resolution:

Number of members	Number of votes cast by	% of total number of
present and voting	them	valid votes cast
(in person or by proxy)	,	
1	55	7.0423

(iii) Invalid votes:

Number of members	Total Number of votes
(in person or by proxy)	cast by them
Whose votes were	
declared invalid	
0	0



Page 5 of 9

FAX NO. :

*No Ballot paper was considered invalid.

- (f) Resolution 6: To appoint Sh. K. V. Brahmaji Rao (DIN; 06861202), as a Director liable to retire by rotation:
 - (i) Voted in favour of the resolution:

Number of members	Number of votes cast	% of total number of
present and voting	by them	valid votes cast
(in person or by proxy)		
14	726	92.9577

(ii) Voted against the resolution:

Number of members	Number of votes cast by	% of total number of
present and voting	them	valid votes cast
(in person or by proxy)		
1	55	7.0423

Invalid votes: (iii)

Number of members	Total Number of votes
(in person or by proxy)	cast by them
Whose votes were	
declared invalid	
0	0
	·

^{*}No Ballot paper was considered invalid.

- (g) Resolution 7: To re-appoint Sh. S. K. Dubey (DIN: 01770805) as the Managing Director for a period from 01.07.2015 to 30.06.2016
 - Voted in favour of the resolution: (i)

Number of members	Number of votes cast	% of total number of
present and voting	by them	valid votes cast
(in person or by proxy)	Page 6 of 9	55/0



 14	752	96.2868

(ii) Voted against the resolution:

	Number of members	Number of votes cast by	% of total number of
Ì	present and voting	them	valid votes cast
	(in person or by proxy)		
	1	29	3.7132

(iii) Invalid votes:

Number of members	Total Number of votes	
(in person or by proxy)	cast by them	
Whose votes were declared invalid		
0	0	

^{*}No Ballot paper was considered invalid.

- (h) Resolution 8: To adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013.
 - (i) Voted in **favour** of the resolution:

	Number of members	Number of votes cast	% of total number of
	present and voting	by them	valid votes cast
	(in person or by proxy)		
ļ	14	726	92.9577
L.			

(ii) Voted **against** the resolution:

Number of members	Number of votes cast by	% of total number of
present and voting	them	valid votes cast
(in person or by proxy)		
. 1	55	7.0423



Page **7** of **9**



(iii) Invalid votes:

Number of members	Total Number of votes
(in person or by proxy)	cast by them
Whose votes were	
declared invalid	
0	0

^{*}No Ballot paper was considered invalid.

- (i) Resolution 9: To appoint Smt. Usha Ananthasubramanian (DIN: 02784580) as a Director.
 - (i) Voted in **favour** of the resolution:

Number of members	Number of votes cast	% of total number of
present and voting	by them	valid votes cast
(in person or by proxy)		
14	726	92.9577

(ii) Voted against the resolution:

Number of members	Number of votes cast by	% of total number of
present and voting	them	valid votes cast
(in person or by proxy)		
1	. 55	7.0423

(iii) Invalid votes:

Number of members	Total Number of votes
(in person or by proxy)	cast by them
Whose votes were	
declared invalid	
0	State Profess
Mege And	Page 8 of 9
	Toors à Advaco

*No Ballot paper was considered invalid.

- 8. A Compact Disc (CD) containing a list of shareholders who voted "FOR", "AGAINST" and those whose vote were declared invalid for each resolution is enclosed for your perusal.
- The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safekeeping.

Thanking You

New Delhi

Adv. Abhishek Bansal

Senior Associate

Yours faithfully,

Corporate Professionals

Advisors & Advocates

Dated: 21/09/2015

Place: New Delhi

(Sunita Guota)

(Sunita Gupta)

Executive Director & CFO



Consolidated Report of Scrutinizer

For 19th Annual General Meeting of the equity shareholders of PNB Gilts Limited (hereinafter referred to as 'the Company'), held on 19th September, 2015 at 11:00 A.M at Punjab National Bank Auditorium, Central Staff College, 8, Under Hill Road, Civil Lines, Delhi – 110054

То

The Chairperson

PNB Gilts Limited

5, Sansad Marg, New Delhi- 110001

Dear Ma'am,

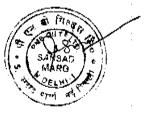
- I, Advocate, Abhishek Bansal, Senior Associate at *Corporate Professionals, Advisors & Advocates*, having its office at D-28, South Extension, Part-1, New Delhi 110049, was appointed as the Scrutinizer for the purpose of remote e-voting as well as poll conducted at the 19th Annual General Meeting (hereinafter referred to as 'the AGM') of the Equity Shareholders of PNB Gilts Limited held on 19th September, 2015 at 11:00 A.M. at, Punjab National Bank Auditorium, Central Staff College, 8, Under Hill Road, Civil Lines, Delhi 110 054 submit Consolidated Report in terms of Section 108 read with Rule 20 of The Companies (Management and Administration) Rules 2014, as substituted by the Companies (Management and Administration) Amendment Rules, 2015, as under:
- The Company dispatched a notice of the AGM dated 30th June, 2015 to all the shareholders, along with the draft resolutions explaining the reasons thereof and requesting them to send their assent or dissent through electronic means during the period of remote e-voting which was open w.e.f. 15th September, 2015 (09:00 A.M.) to 18th September, 2015 (5:00 P.M.)
- 2. The notice was duly sent by the following means: (a) through electronic means like registered e-mail id and (b) through Registered post.



Page **1** of **3**

οιο/₈ς

- The Company had completed the dispatch of notice to its members, on 12th August, 2015. The Company published public notice by way of an advertisement in Jansatta on 13th August, 2015, a vernacular newspaper in the principal vernacular language of the district in which the registered office of the Company is situated and having a wide circulation, and in Financial Express on 13th August, 2015, an English newspaper having a wide circulation in the district, with respect to the e-voting and specifying the details required to be mentioned therein in accordance with the Companies (Management and Administration) Amendment Rules, 2015.
- The Company had also issued a notice by way of an advertisement in Jansatta on 5th September, 2015, a vernacular newspaper in the principal vernacular language of the district in which the registered office of the Company is situated and having wide circulation in that district, and in Financial Express on 5th September, 2015, an English newspaper having a wide circulation in the district, in terms of Section 160 of the Companies Act, 2013 and Rules made thereunder, intimating therein that the Company has received a notice of candidature of Smt. Usha Ananthasubramanian for appointment as Director. It was also informed that Ordinary resolution on proposing the appointment of Smt. Usha Ananthasubramanian as Director shall be put to vote as Special Business in the AGM through remote e-voting facility and Ballot paper at AGM vide resolution no. 9. An addendum to the Notice on this resolution was also circulated in the Meeting.
- Cut off date: The Voting rights were reckoned as on 11th September, 2015, being the cutoff date for the purpose of deciding the entitlements of members at the remote evoting and voting at the Meeting.
- A notice of the AGM and addendum thereto was also placed on the website of the Company and the website of NSDL forthwith and the same remained on the website of the Company and NSDL till the last date of e-voting from the members.
- The remote e-voting conducted during 15th September, 2015 from 9:00 a.m. up to the close of working hours, 5:00 p.m. on 18th September, 2015 the day and time fixed by the Company for closing of remote e-voting, were considered for scrutiny.
- The voting at the Annual General Meeting was conducted through Poll for the members who have not cast their vote through remote e-voting. Profes



Page 2 of 3

FAX NO.: 21 Sep. 2015 17:52 P 15

9. The ballot box was shown empty to the shareholders present in the AGM and then closed and sealed in my presence before the AGM before polling. The ballot box after polling was opened and ballot papers were scrutinized in my presence and in the presence of two witnesses, Mr. Deepak Ahuja and Mr. Krishna Kant Sharma, the shareholders of the Company.

 On completion of Voting through Ballot paper at the meeting, the votes were counted and reconciled with the records maintained by the Share Transfer Agents of the Company;

11. The e-voting carried out on the NSDL platform were unblocked by me in the AGM in the presence of the shareholders, of which Mr. Deepak Ahuja and Mr. Krishna Kant Sharma, the shareholders of the Company have witnessed;

12. The e-voting & Poll process were conducted in accordance with the procedures prescribed

13. Results -

FROM :PNB GILTS

a. The consolidated results with respect to each items on the agenda as set out in the Notice of 19th AGM of the Company and addendum thereto is enclosed herewith.

b. Based on the aforesaid results, all the eight ordinary resolutions and one special resolution as contained in the Item No. 1 to 9 of the Notice of AGM and addendum thereto, have been passed with requisite majority.

c. Soft copy of the list of members, for both voting at the AGM as well as remote e-voting containing the members who voted "FOR", "AGAINST" and those votes which were considered as invalid, if any, for each resolution will be e-mailed to the authorized person of the company, after announcement of the results by the Company.

Thanking You

Dated: 21/09/2015

Place: New Delhi

New Delhi

Adv. Abhishek Bansal

Senior Associate

Yours faithfully,

Corporate Professionals

Advisors & Advocates

For PNB GILTS LTD.

Sunite Supta)
Executive Director & CFO

Page 3 of 3

PNB GILTS LIMITED

Annexure I to Consolidated Scrutinizer's Report

Mode of Voting: e-voting and Polling

Remote E-Voting (During 15th September, 2016, 9:00 a.m. to 18th September, 2015, 5:00 p.m.)

Total number of shareholders on cut-off date as on 11,09,2015 for E-voting, 35723

Poll at AGM dated 19th September, 2015

Total number of shareholders on record date as on 11.09.2015 for Poll conducted on AGM: 35723

No. of Shareholders attended the meeting through Video Conferancing

0	Total
0	Public - Others
0	Public - Institutional holders
Đ	Promoters and Promoter Group
,	

Note- The meeting was not conducted through video-conferencing mode

Detail of the Agenda:

Resolution No. : 1 - Adoption of audited financial statements of the Company for the year ended March 31, 2015 and the Reports of the Directors and Auditors thereon. Resolution required: (Ordinary) Resolution required: (Ordinary) Inc. (Ordinary)	Promotert Public	No of Shares held (1)	No of votes % polled (2)	es % of voies polled N on outstanding shafes (3) [(2)(1)]1100	No of totals in favour	No. of yotes: against (5)	% of votes in favour on votes polled (6)=[(4)(2)]*100	% of votes against on votes polled (7)=[[5)(2)]*100
pulsed: (Ordinary) Promoter Group 133333333 100,0000 133333333 100,0000 133333333 100,0000 100,0000 Promoter Group 2483186 300000 12,0813 300000 0 100,0000 Fronting: (Poll) 180010134 133719364 133719164 201 99,898 Fronting: (Poll) 133333333 0 0,0000 0 0 0,0000 Fronting: (Poll) 1333333333 0 0,0000 0 0 0,0000 Fronting: (Poll) 1333333333 0 0,0000 0 0 0,0000 Fronting: (Poll) 44193615 781 0,0000 0 0 0,0000 Fronting: (Poll) 133720146 74,2848	Resolution No. : 1 - Adoption of a	audited financial st	atements of the Co	mpany for the year of the year of the thereon.	anded March 31,	2015 and the F	Reports of the Direc	tors and Auditors
Offing: (E-voting) 13333333 13333333 100.0000 133333333 0 100.0000 Promoter Group 2463186 30000 12.0813 30000 0 100.000 Ional holders 44183815 86032 0.1947 85331 201 99.7664 Fromoter Group 180010134 133719365 74.2844 133719164 201 99.898 Fromoter Group 1333333333 0 0.0000 0 0.0000 Fromoter Group 2483186 0 0.0000 0 0.0000 Insolutis 781 0.0008 726 55 92.9577 Insolutis 781 0.0004 726 55 92.9577 Insolutis 180010134 781 0.0004 726 55 92.9577	Resolution required: (Ordinary)							
Promoter Group 133333333 100.0000 133333333 0.00000 100.0000 fonal holders 2453186 30000 12.0813 30000 0 100.0000 fonal holders 44193815 86032 0.1947 85331 201 99.7664 fvoting: (Poll) 180010134 13371936 74.2844 133719164 201 99.998 Fromoter Group 133333333 0 0.0000 0 0 0.0000 Fromoter Group 2483186 0 0.0000 0 0 0.0000 From Includers 2483186 781 0.0008 0 0 0.0000 From Includers 44183615 781 0.0008 0 0 0.0000 From Includers 44183615 781 0.0004 726 55 92.9577 Grand Poll 180010134 133720146 74.2848 133719890 256 99.9988	Mode of voting: (E- voting)							
lonal holders 2483186 300000 12.0813 300000 0 100.0000 footing: (Poll) 180010134 133719365 74,2844 133719164 201 99,398 f voting: (Poll) 1333333333 0 0,0000 0 0 0,0000 Promoter Group 24183186 0 0,0000 0 0 0,0000 Instruction or and policities 781 0,0018 726 55 92,9577 q and Poli 180010134 781 0,0018 726 55 92,9577 q and Poli 180010134 781 0,0018 726 55 92,9577	Promoters and Promoter Group	13333333	13333333	100.0000	133333333	0	100.000	0.0000
f voting: (Poll) 44193615 86032 0.1947 85831 201 99.7664 f voting: (Poll) 133719365 74,2844 133719164 201 99.8998 f voting: (Poll) 1333333333 0 0.0000 0 0.0000 Promoter Group 1333333333 0 0.0000 0 0 0.0000 Instant Molders 24193615 781 0.0004 726 55 92.9577 Instant Molders 180010134 781 0.0004 726 55 92.9577 Instant Mollers 180010134 133720146 74.2848 133719890 256 99.998	Public - Institutional holders	2483186	300000	12.0813	300000	0	100.0000	
f voting: (Poll) 133719365 74,2844 133719164 201 99,898 f voting: (Poll) 133333333 0 0,0000 0 0,0000 Promoter Group 133333333 0 0,0000 0 0 0,0000 Ional holders 44193615 781 0,0018 726 55 92,9577 Iq and Poll 180010134 133720146 74,2848 133719890 256 92,9577	Oublic - Others	44193815	86032	0.1947	85831	201	99.7664	
Polly Polly 0.0000 0 0.0000 Group 133333333 0 0.0000 0 0.0000 rs 2483185 0 0.0000 0 0 0.0000 rs 44183615 781 0.0018 726 55 92.9577 rs 180010134 781 0.0004 726 55 92.9577 rs 133720146 74.2848 133749890 256 99.9998	Fotal (A)	180010134	133719365	74.2844	133719164	201	99.9998	
Group 133333333 0 0.0000 0 0.0000 rs 2483186 0 0 0.0000 0 0.0000 0 rs 44183615 781 0.0018 726 55 92.9577 rs 180010134 781 0.0004 726 55 92.9577 rs 180010134 781 0.0004 726 55 92.9577	Mode of voting: (Poll)							
rs 2483186 0 0.0000 0 0.0000 0 0.0000 44183615 781 0.0018 726 55 92.9577 180010134 781 0.0004 726 55 92.9577 180010144 133720146 74.2848 133719890 256 99.9998	Promoters and Promoter Group	133333333	0	0.0000	0	-0	0.0000	
44183615 781 0.3018 726 55 92.9577 180010134 781 0.0004 726 55 92.9577 180010134 133720146 74.2848 133719890 256 99.9998	Public - Institutional holders	2483186	0	0.0000	0	0	0.000.0	
180010134 781 0.0004 726 55 92.9577 180010134 133720146 74.2848 133719890 256 99.9938	Public - Others"	44193615	781	0.3018	726	55	92.9577	7.0423
133720146 74.2848 133719890 256 99.9938	Total (B)⁴	180010134	781	0.0004	726	25	92,9577	7.0423
** 180010134 133720146 74.2848 133719890 256 99.9998				•				
	Result E-voting and Poll	180010134	133720146	74.2848	133719890	256	866666	

* 0 Ballot papers considered invarid

For PNB GILTS LTD. الالكامية (Sunita Gupta) Executive Director & CFO

A SOO . NOT

FAX	NO.	
-----	-----	--

Resolution	n No. : 2 Declara	ion of final divide	Slution No. : 2 Declaration of final dividend of Rs. 1.50 per Equity Share for the year ended March 31, 2015	quity Share for the	year ended Marc	:h 31, 2015	
			•		•		
Resolution required: (Ordinary)		2					
Mode of voting: (E- voting)							
Promoters and Promoter Group	13333333	133333333	100.000	133333333	0	100.0000	0.0000
Public - Institutional holders	2483186	300000	12.0913	300000	0	100.0000	0.0000
Public - Others	44193615	94530	0.2139	57276	1	99-9989	0.0011
Total (A)	180010134	133727863	74.2891	133727862	-	100.0000	0.0000
Mode of voting: (Poll)							
Promoters and Promoter Group	13333333	J	0.0000	0	0	0.0000	0.0000
Public - Institutional holders	2483186	0	0.0000	0	0	0.0000	0.0000
Public - Others*	44193615	781	0.0018	781	0	100.0000	0.0000
Total (B)*	180010134	781	0.0004	781	0	100.0000	0.0000
Result E-voting and Poll	180010134	133728644	74.2895	133728643	¥	100.000	0.0000
hileren berebiseen considered for the							

· O Ballot papers considered invalid

Resolution No.: 3 -	· To appoint a Direx	ctor in place of S	mt. Sunita Gupta (ho	Iding DIN: 0690225	8), who retire	3 - To appoint a Director in place of Smt. Sunita Gupta (holding DIN: 05902258), who retires by rotation and being	
		eligible, o	eligible, offers herself for reappointment	pointment			
Resolution required: (Ordinary)							
Mode of voting: (E- voting)							
Promoters and Promoter Group	13333333	133333333	100.0000	133333333	0	100.0000	0.0000
Public - Institutional holders	2483186	300000	12.0813	300000	0	100.0000	0.0000
Public - Others	44193615	89149	0.2017	89009	140	99.8430	0.1570
Total (A)	180010134	133722482	74.2861	133722342	140	8868'66	0.0001
Mode of voting: (Poll)							
Promoters and Promoter Group	13333333	O	0.0000	0	0	0.0000	0.0000
Public - Institutional holders	2483186	0	0.0000	0	0	0.0000	0.0000
Public - Others*	44193615	781	0.0018	726	55	92.9577	7.0423
Total (B)*	180010134	781	0.0004	726	55	92.9577	7.0423
Result E-voting and Poll	180010134	133723263	74.2865	133723068	195	6666'66	0.0001

* 0 Ballot papers considered invalid

For PNB GILTS LTD.

/Surita Gupta)





FAX	NO.
-----	-----

Resolution No. : 4 -	To authorize Board Comptro	l of Directors to fix liller and Auditor Ge	remuneration of the meral of India for the	ze Board of Directors to fix remuneration of the Statutory Auditor(s) of Comptroller and Auditor General of India for the financial year 2015-16	of the Compa	 To authorize Board of Directors to fix remuneration of the Statutory Auditor(s) of the Company appointed by the Comptroller and Auditor General of India for the financial year 2015-16 	
					1		
Resolution required: (Ordinary)							
Mode of voting: (E- voting)							
Premoters and Promoter Group	13333333	133333333	100:0000	133333333	0	100.0000	0.0000
Public - Institutional holders	2483186	300000	12.0813	300000	ŋ	100.0000	0.0000
Public - Others	44193615	84781	0.1918	84780	1	99.3988	0.0012
Total (A)	180010134	133718114	74.2837	133718113	+	100.0000	0.0000
Mode of voting: (Poll)							
Promoters and Promoter Group	13333333	0	0.0000	0	0	0.0000	0.0000
Public - Institutional holders	2483186	็อ	0.0000	2	0	0.0000	0.0000
Public - Others*	44193615	781	0.0018	726	55	92.9577	7.0423
Total (B)*	180010134	781	0.0004	726	55	92.9577	7.0423
Result E-voting and Poli	180010134	133718895	74.2841	133718839	95	100.0000	0.0000
* O Ballot paners considered invalid							

Se in
nsidere
STS CO
of pape
0 Ballo

Resolution required: (Ordinary)						-	
Mode of voting: (E- voting)				•			-
Promoders and Promoter Group	13333333	13333333	100.0000	133333333	0	100.0000	0.0000
Public - Institutional holders	2483186	300000	12.0813	300000	0	100.0000	0.0000
Public - Others	44193615	89149	0.2017	88549	600	99.3270	0.6730
Total (A)	180010134	133722482	74,2861	133721882	900	96:66:66	0.0004
Mode of voting: (Poll)							
Promoters and Promoter Group	13333333	0	0.0000	. 0	0	0.0000	0.0000
Public - Institutional holders	2483186	0	0.0000	0	0	0.0000	0.0000
Public - Others*	44193615	781	0.0018	726	55	92.9577	7.0423
Total/Bi*	180010134	781	0.0004	726	55	92.9577	7.0423
1-1							
Result E-voting and Poll	180010134	133723263	74.2865	133722608	655	99:995	90000







Resolution required: (Ordinary)							
Mode of voting: (E. voting)							
Promoters and Promoter Group	13333333	13333333	100.0000	13333333	0	100.0000	0.0000
Dublic Inclinational holders	2483186	300000	12.0813	300000	0	100.0000	0.0000
Other Others	44193615	87687	0.1984	88738	901	98.9725	1.0275
Public : Official	180010134	133721020	74.2853	133720119	901	99.9993	0.0007
Mode of voting: (Poil)							
Compaters and Promotes Gmin	133333333	0	0.0000	0	0	0.0000	0.0000
Piglible's and Heritage of Sept.	2283186	0	0.0000	0	0	0.000	0.0000
Public - Institutional Holders	44193615	781	0.0018	726	55	92.9577	7.0423
Total (B)*	180010134	781	0.0004	726	55	92.9577	7.0423
		!			-		
Result E-voting and Poll	180010134	133721801	74.2857	133720845	996	99.993	0.0007
* 0 Ballot papers considered invalid				:			
				ļ			
		A NOTHER PROPERTY.	2016 of Student All Control of the Managina Director from 1st July 2015 to 30 June 2016	magina Director fr	om 1st July 201	15 to 30 June 2016	

· oll acitulosco	7. To re-annoint Sh	S. K. Dubev (DIN:	7. To re-annoint Sh. S. K. Dubey (DIN: 01770805) as the Managing Director from 1st July 2015 to 30 June 2016	maging Director fr	om 1st July 20°	15 to 30 June 2016	
	2				•		
Resolution required: (Ordinary)							
Mode of voting: (E- voting)							
Dramaters and Promoter Gridin	13333333	13333333	100.0000	133333333	Q.	100.0000	0.0000
Promoters and Conduct Court	2483188	300000	. 12.0813	3004000	0	100.0000	0.0000
Public - Institutional houses	44193815	83368	0.1886	66295	17073	79.5209	20.4791
Public - Ourers	180010134	133716701	74.2829	133699628	17073	99.9872	0.0128
Mode of voting: (Poll)							
Constant and Domester Crain	133333333	0	0.0000	ò	0	0.0000	0.0000
Piginglers and Figures Good	24831BB	0	0.0000	0	0	0.0000	0.0000
PUDIIC - IIIstitutional Italicas	44193615	781	0.0018	752	29	96.2868	3.7132
Public - Others	180010134	781	0.0004	752	29	96.2868	3.7132
וסימו (בי)							
Decult E wating and Poli	180010134	133717482	74.2833	133700380	17102	99.9872	0.0128
RESUIT E-VOILING RING & OIL							

* 0 Ballot papers considered invalid

For PNB GILTS LTD.

Sunit Profit
(Sunita Gupta)

Executive Director & CF0

Resolution No. : 8-	To adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013	es of Association o	f the Company con Act, 2013	taining regulations i	n conformity v	vith the Companies	
					-	_	
Resolution required: (Special)							Ī
Mode of voting: (E-voting)							
Dromotore and Promoter Group	13333333	13333333	100.0000	13333333	0	160.0000	0.0300
Dublic Institutional holders	2483186	300000	12.0813	300000	0	100.0000	0.0000
rubilic Othors	44193615	92149	0.2085	92148	1	99.9989	0.0011
Tubilia - Omers Total (A)	180010134	133725482	74.2878	133725481	-	100.0000	0.0000
Mode of voting: (Poll)					•		
Constant Constant	1333333	E	0.0000	0	ů	0.0000	0.0000
Promoters and Promoter Group	2483186	0	0.0000	Ö	0	0.0000	0 0000
Public - Institutional Installs	44193615	781	0.0018	726	55	92.9577	7.0423
Total (R)*	180010134	787	0.0004	726	55	92.9577	7.0423
fal ma		:					
Result F.voting and Poll	180010134	133726263	74.2882	133726207	99	100.0000	0.0000
F. C. C. T. C.							

0 Ballot papers considered invalid

0.0000 7.0423 0.0001 0.0000 100.0000 100.0000 99.9999 0.0000 0.0000 92.9577 92.9577 99.3999 Resolution No.: 9- To appoint Smt. Usha Ananthasubramanian (DIN: 02784580) as a Director 0 0 2 79 55 55 122 - 25 25 - 25 25 - 25 25 90415 13333333 133724474 100.0000 12.0813 0.2047 74.2868 0.0000 0.0000 0.0018 0.0004 74,2873 300000 90482 133723815 133724596 133333333 781 **781** 13333333 2483186 44193615 180010134 13333333 2483186 44193615 180010134 180010134 cons dered invalid Mode of voting: (E-voting) Promoters and Promoter Group Public - Institutional holders Public - Others Resolution required: (Ordinary) Promoters and Promoter Group Public - Institutional holders Public - Others* Total (A) Mode of voting: (Poll) Result E voting and Poll

Profession Pelling State College State Colle

For PNB GILTS LTD.

Corporate Professionals, Advisors & Advocates

Adv. Aphishek Bansal Senior Associate

Total (B)*

Dated: 21/09/2015 Place: New Defhi

Sunite Struction (Sunite Gupta)
Executive Director & CFO