

**Date: October 01, 2020**

The BSE Limited,  
Listing Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001

National Stock Exchange of India Limited,  
Listing Department  
“Exchange Plaza”  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 051

Scrip Code: 540173

Symbol: PNBHOUSING

Dear Sirs,

**Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015) relating to continuous disclosure requirements for listed entities, this is to inform you that the Board of Directors of the Company, on recommendation of the Nomination and Remuneration Committee, vide Circular Resolution passed on October 01, 2020 has approved the appointment of two (2) Directors and reappointment of one (1) Director on the Board of the Company:

- Appointment of Mr. Sudarshan Sen [DIN: 03570051] as an Additional Director in the category of Independent Director for a term of five (5) years with effect from October 01, 2020;
- Appointment of Mr. Kapil Modi [DIN: 07055408] as an Additional Director in the category of Non-Executive Nominee Director of Quality Holdings Limited with effect from October 01, 2020; and
- Reappointment of Mr. Chandrasekaran Ramakrishna [DIN: 00580842] as an Additional Director in the category of Independent Director for second term of five (5) years with effect from October 07, 2020.

The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015) are as follows:

**A. Appointment of Mr. Sudarshan Sen as an Independent Director**

Particulars	Details
Reason for change viz. appointment, resignation, removal, death or otherwise	Mr. Sudarshan Sen has been appointed as an Additional Director in the category of Independent Director of the Company for a term of five (5) years with effect from October 01, 2020, subject to approval of Shareholders.
Date of appointment/cessation as applicable	October 01, 2020 5 years (upto September 30, 2025)
Term of appointment /re-appointment	
Brief profile (in case of appointment /re-appointment)	Mr. Sudarshan Sen is a retired Executive Director of Reserve Bank of India. He was in charge of regulation of banks and non-banking financial companies. In a career spanning over 36 years with the Reserve Bank, he worked in a number of areas, including banking regulation, bank supervision, fintech regulation, human resources, information technology, and currency management.  He has been on a number of major national and international committees; he has served as the Reserve Bank's nominee on the Supervision and Implementation Group and the Policy

पंजीकृत कार्यालय: 9वीं मंजिल, अंतरिक्ष भवन, 22, कस्तूरबा गाँधी मार्ग, न्यू दिल्ली – 110001

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CIN: L65922DL1988PLCO33856



	<p>Development Group of the Basel Committee on Banking Supervision and was a member of the Committees which drafted and subsequently reviewed India's Insolvency and Bankruptcy Code. He has also chaired the Inter-Regulatory Working Group on Fintech and the Working Group on Implementation of Ind AS by Banks, constituted by the Reserve Bank of India.</p> <p>He holds a master's degree in Mathematics from Delhi University and an MBA in International Banking and Finance from the University of Birmingham, UK. He is presently on the Board of Federal Bank Limited and Cashpor Micro Credit.</p>
Disclosure of relationships between Directors (in case of appointment/reappointment of a Director)	Mr. Sudarshan Sen is not related to any Director of the Company.
Information as required pursuant to BSE circular with reference no LIST/COMP/14/2018-19 and NSE circular with ref no. NSE/CML/2018/24 dated June 20, 2018	Mr. Sudarshan Sen is not debarred from holding the office of the Director by virtue of any SEBI order or any other such authority.

**B. Appointment of Mr. Kapil Modi as Non-Executive Nominee Director**

Particulars	Details
Reason for change viz. appointment, resignation, removal, death or otherwise	<p>Mr. Kapil Modi has been appointed as an Additional Director in the category of Non-Executive Nominee Director of the Company.</p> <p>He shall hold office upto the date of the next general meeting of the Company. Quality Investment Holding (QIH) has nominated Mr. Kapil Modi on the Board of the Company.</p>
Date of appointment/cessation as applicable	<p>With effect from October 01, 2020</p> <p>Not Applicable</p>
Term of appointment /re-appointment	
Brief profile (in case of appointment /re-appointment)	<p>Presently, Mr. Kapil Modi is a Director, Carlyle India and part of Carlyle investment team for the last 12 plus years.</p> <p>He is part of the investment team for c. \$1.7bn of investments by Carlyle in India and managed 9 new investments, 5 full exits and one partial exit through strategic sale and block trades.</p> <p>He is a Director on the Board of Carlyle India Advisors Private Limited (CIAPL).</p> <p>He holds an MBA degree (Gold Medal) in Finance and strategy from IIM Ahmedabad and B. Tech. (Computer Science) from IIT Kharagpur. He is also did CFA from USA and Master's in Business Law, National Law School Bangalore.</p>
Disclosure of relationships between Directors (in case of appointment/reappointment of a Director)	Mr. Sunil Kaul is also a Nominee Director of QIH.

Information as required pursuant to BSE circular with reference no LIST/COMP/14/2018-19 and NSE circular with ref no. NSE/CML/2018/24 dated June 20, 2018	Mr. Kapil Modi is not debarred from holding the office of the Director by virtue of any SEBI order or any other such authority.
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C. Reappointment of Mr. Chandrasekaran Ramakrishna as an Independent Director

Particulars	Details
Reason for change viz. appointment, resignation, removal, death or otherwise	Mr. Chandrasekaran Ramakrishna has been reappointed as an Additional Director in the category of Independent Director of the Company for a second term of five (5) years with effect from October 07, 2020, subject to approval of Shareholders of the Company.  His present first term of five (5) years expires on October 06, 2020.
Date of appointment/cessation as applicable	With effect from October 07, 2020  Five (5) years (upto October 06, 2025)
Term of appointment /re-appointment	
Brief profile (in case of appointment /re-appointment)	Mr. R Chandrasekaran has been on Company's Board for nearly 5 years as an Independent Director. He is currently member of Nomination and Remuneration Committee and Chairman of CSR Committee of the Board. Earlier, he was member of Audit Committee of Board.  Mr. R Chandrasekaran retired as Executive Vice Chairman of Cognizant India. He was one of the professional co-founders of Cognizant in 1994.  He obtained his bachelor's degree in mechanical engineering from the National Institute of Technology in Trichy and MBA degree from the IIM, Bangalore. He was the recipient of the Distinguished Alumni Award from the National Institute of Technology, Trichy in 2008.
Disclosure of relationships between Directors (in case of appointment/reappointment of a Director)	Mr. R Chandrasekaran is not related to any Director of the Company.
Information as required pursuant to BSE circular with reference no LIST/COMP/14/2018-19 and NSE circular with ref no. NSE/CML/2018/24 dated June 20, 2018	Mr. R Chandrasekaran is not debarred from holding the office of the Director by virtue of any SEBI order or any other such authority.

This is for your information and records.

For PNB Housing Finance Limited

  
Sanjay Jain  
Company Secretary & Head Compliance  
Membership No.: F2642

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