



Ref: PNBHFL/SE/EQ/FY2025-26/70
Date: August 21, 2025

The BSE Limited
Listing Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
Scrip Code: 540173

The National Stock Exchange of India Limited
Listing Department
“Exchange Plaza”
Bandra Kurla Complex,
Bandra (E), Mumbai – 400051
Symbol: PNBHOUSING

Dear Sir(s),

Sub: Proceedings of 37th Annual General Meeting of the Company held on August 21, 2025

Ref: (i) Our letter no. PNBHFL/SE/EQ/FY2025-26/41 dated July 02, 2025;
(ii) Our letter no. PNBHFL/SE/EQ/FY2025-26/55 dated July 28, 2025; and

In continuation of our letters referred above, we wish to inform that the 37th Annual General Meeting (AGM) of the Company was held today i.e. on August 21, 2025 at 03:00 P.M. (IST) through two-way Video Conference (VC) and the business mentioned in the Notice dated July 02, 2025 were transacted by Members.

In this connection, we have enclosed summary of proceedings of the AGM as required under Regulation 30 read with Part A of Schedule– III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

We wish to inform that the combined e-voting results, pursuant to Regulation 44 of the Listing Regulations along with Scrutinizer's Report issued by Practicing Company Secretaries, will be submitted to the Stock Exchanges separately.

The summary of the AGM proceeding is also placed on the Company's website viz., www.pnbhousing.com.

Kindly take the above document on record.

Thanking you,

Yours faithfully,
For **PNB Housing Finance Limited**

Veena G
Kamath

Veena G Kamath
Company Secretary

Encl: As above.



Summary of proceedings of the 37th Annual General Meeting of the Company

The 37th Annual General Meeting (AGM) of the Members of PNB Housing Finance Limited (the Company) was held on Thursday, August 21, 2025 at 03:00 P.M. (IST) through two-way Video Conferencing (VC) (Deemed Venue: Registered Office of the Company, New Delhi). The meeting was held in compliance with General Circulars issued by the Ministry of Corporate Affairs (MCA) and circulars issued by the Securities and Exchange Board of India (SEBI) and as per the relevant provisions of the Companies Act, 2013 and the Rules made thereunder.

In Attendance	
	Mr. Nilesh S Vikamsey Chairman of the 37 th AGM, Independent Director
	Mr. Girish Kousgi Managing Director & CEO
	Mr. Chandrasekaran Ramakrishnan Independent Director
	Dr. T.M. Bhasin Independent Director
	Mr. Sudarshan Sen Independent Director
	Mr. Neeraj Vyas Independent Director
	Ms. Gita Nayyar Independent Director
	Mr. Pavan Kaushal Independent Director
	Mr. Dilip Kumar Jain Nominee Director
Chief Financial Officer	Mr. Vinay Gupta
Company Secretary	Ms. Veena G Kamath
Representatives of Statutory Auditors	Mr. Navin Kumar Jain M/s M.M Nissim & Co LLP, Chartered Accountants Mr. Hiren Shah M/s CNK & Associates LLP, Chartered Accountants
Representatives of Secretarial Auditor	Ms. Nitu Poddar Vinod Kothari & Company, Practicing Company Secretaries
Scrutinizer	Mr. Kapil Dev Taneja Sanjay Grover & Associates, Practicing Company Secretaries
Members	Total of 241 Members attended the Meeting

Mr. Nilesh S Vikamsey chaired the meeting and welcomed the Members and all other Invitees to the Meeting. The requisite quorum being present, the Chairman called the meeting to order.

As advised by the Chairman, the Company Secretary informed regarding the arrangements made for e-Voting and participation of Members in the 37th AGM through the video conferencing facility provided by NSDL. She also provided the general instructions to the shareholders for casting their votes during the AGM and informed about the arrangements for expressing their views during the meeting. She further informed about dispatch of AGM Notice and Annual Report and related documents to the Members, dispatch of physical copies of the said documents on request by the Members, availability of documents mentioned in the Notice and Statutory Registers for inspection, electronically and at the registered office of the Company during the meeting, etc.

The Chairman presented his statement and read out the Notice of the AGM. The Statutory Auditor's Report and Secretarial Auditor's Reports were read out by the Company Secretary as advised by the Chairman.



Ghar Ki Baat

Further, the Chairman made announcement to take up the resolutions set out in the Notice of the AGM (hereinafter referred as AGM Notice).

As advised by the Chairman, the Company Secretary explained regarding the objective and implications of the following Resolutions covered in the AGM Notice and the following businesses as set out in the AGM Notice convening this AGM were transacted through e-Voting (remote e-Voting and e-Voting during the AGM):

Agenda No.	Resolutions	Type of Resolution
Ordinary business(es):		
1.	Adoption of Consolidated and Standalone financial statements for the year ended March 31, 2025 together with the Reports of the Board and Auditors, thereon.	Ordinary
2.	Declaration of Dividend	Ordinary
3.	Re-appointment of Mr. Dilip Kumar Jain as a Director.	Ordinary
Special business(es):		
4.	Appointment of M/s Vinod Kothari & Company, Company Secretaries, as Secretarial Auditors of the Company.	Ordinary
5.	Approval for material related party transactions with Punjab National Bank.	Ordinary
6.	Approval for material related party transactions with PNB Gilts Limited.	Ordinary
7.	Offer or invitation for subscription of Non-Convertible Debentures (NCDs) or bonds, secured or unsecured, of any nature up to an amount not exceeding Rs.10,000 Crore, on private placement.	Special
8.	Approval of Commission to Independent Directors and Non-Executive Non-Nominee Directors	Ordinary
9.	Alteration of the Object Clause of the Memorandum of Association of the Company	Special

The Company Secretary informed the Members that the Company had provided the facility to cast their vote electronically which commenced on Sunday, August 17, 2025 at 09:00 A.M. and ended on Wednesday, August 20, 2025 at 05:00 P.M. on all resolutions set forth in the AGM Notice.

The Chairman invited the members for discussion/queries and seek clarification if any, on the annual financial statements, Annual Report for the financial year 2024-25 and all the other agenda items set out in the AGM Notice. Clarifications to the queries raised by the speaker members were addressed by Mr. Nilesh S Vikamsey, Chairman.

The Chairman authorized the Managing Director & CEO to declare the results of the e-voting and to place the results on the website of the Company. The e-Voting platform remained open for 30 minutes post conclusion of the AGM, for enabling the members to cast their votes, for those who could not cast their vote through the remote e-Voting.

It was informed that the details of the voting results (remote e-Voting and e-Voting at the AGM) on all the resolutions as set out in the AGM Notice along with the Scrutinizer's Report will be submitted to the stock exchanges and will be placed on the Company's website, in due course.

The Chairman then declared the proceedings of the AGM as concluded.

The requisite quorum was present throughout the meeting. The meeting concluded at 05:00 P.M. (IST).