

Form No. MGT-7**Annual Return (other than OPCs and Small Companies)**

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]



Form language

☒ English ☐ Hindi

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L65922DL1988PLC033856

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2026

(c) *Type of Annual filing

☒ Original

☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	PNB HOUSING FINANCE LIMITED	PNB HOUSING FINANCE LIMITED
Registered office address	9TH FLOOR ANTRIKSH BHAWAN 22 K G MARG,NA,NEW DELHI,Delhi,India,110001	9TH FLOOR ANTRIKSH BHAWAN 22 K G MARG,NA,NEW DELHI,Delhi,India,110001
Latitude details	28.628671	28.628671
Longitude details	77.222847	77.222847

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

PNBH Regd Office.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****2N

(c) *e-mail ID of the company

*****.kamath@pnbhousing.com

(d) *Telephone number with STD code

01*****00

(e) Website

www.pnbhousing.com

iv *Date of Incorporation (DD/MM/YYYY)

11/11/1988

v (a) *Class of Company (as on the financial year end date)
(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)
(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)
(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government company

vi *Whether company is having share capital (as on the financial year end date)

☒ Yes

☐ No

vii (a) Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058

ix * (a) Whether Annual General Meeting (AGM) held

☐ Yes

☒ No

(b) If yes, date of AGM (DD/MM/YYYY)

(c) Due date of AGM (DD/MM/YYYY)

30/09/2026

(d) Whether any extension for AGM granted

☐ Yes

☒ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

This is provisional MGT-7, AGM is scheduled to be held on August 17, 2026.

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance activities	66	Other financial activities	100

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

2

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U67200DL2017PLC322468		PHFL HOME LOANS AND SERVICES LIMITED	Subsidiary	100
2	U85320DL2019NPL356152		PEHEL FOUNDATION	Subsidiary	100

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	500000000.00	260549578.00	260549578.00	260549578.00
Total amount of equity shares (in rupees)	5000000000.00	2605495780.00	2605495780.00	2605495780.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	500000000	260549578	260549578	260549578
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	5000000000	2605495780	2605495780	2605495780

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	0	259925043	259925043.00	2599250430	2599250430	
Increase during the year	0.00	624535.00	624535.00	6245350.00	6245350.00	0.00
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	624535	624535.00	6245350	6245350	0
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify 						
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify 0			0	0	0	
At the end of the year	0.00	260549578.00	260549578.00	2605495780.00	2605495780.00	
(ii) Preference shares						

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify 0	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify 0	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE572E01012

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☒ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

3

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Non-Convertible Debentures	520600	100000	52060000000.00
Non-Convertible Debentures	3297	1000000	3297000000.00
Non-Convertible Debentures	25000	800000	20000000000.00
Total	548897.00	1900000.00	75357000000.00

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
1	59207000000	23250000000	7100000000	75357000000.00
0	0	0	0	0.00
0	0	0	0	0.00
Total	59207000000.00	23250000000.00	7100000000.00	75357000000.00

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	59207000000.00	23250000000.00	7100000000.00	75357000000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	59207000000.00	23250000000.00	7100000000.00	75357000000.00

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

85142900000

ii * Net worth of the Company

192258000000

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	73051205	28.04	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00
10	Others 	0	0.00	0	0.00
	Total	73051205.00	28.04	0.00	0

Total number of shareholders (promoters)

1

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	24365678	9.35	0	0.00
	(ii) Non-resident Indian (NRI)	1463889	0.56	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	55680	0.02	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	20506658	7.87	0	0.00
4	Banks	46000	0.02	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	43255571	16.60	0	0.00
7	Mutual funds	81057864	31.11	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	2923359	1.12	0	0.00
10	Others	13823674	5.31	0	0.00
	AIF, CM, Trust etc				
	Total	187498373.00	71.96	0.00	0

Total number of shareholders (other than promoters)

192511

Total number of shareholders (Promoters + Public/Other than promoters)

192512.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	63820
2	Individual - Male	121480
3	Individual - Transgender	1
4	Other than individuals	7211
	Total	192512.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

193

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	08/08/2018	India	206793	0.0794

FUTURE FUND BOARD OF GUARDIANS ON BEHALF OF MEDICAL RESEARCH FUTURE FUND MANAGED BY ROBECO HONG KONG LIMITED	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	07/05/2020	India	19956	0.0077
BRIGHTER SUPER	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	13/03/2019	India	7089	0.0027
ALLIANZ GLOBAL INVESTORS GMBH ACTING ON BEHALF OF ALLIANZ VGL FONDS	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI	01/02/2023	India	83622	0.0321
SEI TRUST COMPANY AS TRUSTEE ON BEHALF OF SEGALL BRYANT AND HAMILL EMERGING MARKETS SMALL CAP TRUST	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	06/02/2008	India	3568	0.0014
AL MEHWAR COMMERCIAL INVESTMENTS L.L.C. - (WANDA)	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	10/08/2009	India	321481	0.1234
HSBC GLOBAL INVESTMENT FUNDS - ASIA EX JAPAN EQUITY SMALLER COMPANIES	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI	24/04/2000	India	271508	0.1042
ABSL UMBRELLA UCITS FUND PLC - INDIA FRONTLINE EQUITY FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	11/02/2009	India	82134	0.0315
INTERNATIONAL MONETARY FUND- MANAGER A	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	19/11/2002	India	2204	0.0008

EMA-FONDS	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	09/10/2006	India	9739	0.0037
ABSL UMBRELLA UCITS FUND PLC - INDIA QUALITY ADVANTAGE FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	18/12/2014	India	23929	0.0092
TRANS EXT GLOBAL EMRG MKTS	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	25/09/2013	India	1661	0.0006
VANGUARD ESG INTERNATIONAL STOCK ETF	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	20/05/2015	India	34686	0.0133
UBS AG - ODI	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23- 25 MAHATMA GANDHI ROAD FORT, MUMBAI	10/11/1999	India	11416	0.0044
STATE OF ALASKA RETIREMENT AND BENEFITS PLANS MANAGED BY DIMENSIONAL FUND ADVISORS LP	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	21/09/2001	India	13060	0.005
TEACHERS RETIREMENT SYSTEM OF THE CITY OF NEW YORK	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	13/07/2014	India	2773	0.0011
DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	08/07/2002	India	30128	0.0116

TEACHER RETIREMENT SYSTEM OF TEXAS - SELF MANAGED 33	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	24/07/2006	India	16119	0.0062
MORGAN STANLEY ASIA (SINGAPORE) PTE	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	11/03/2020	India	1040	0.0004
HSBK ASIAN SMALL CAPS	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	19/06/2004	India	267401	0.1026
CALYPSO GLOBAL INVESTMENT FUND	C/O ANEX MANAGEMENT SERVICES LIMITED 8TH FLOOR EBENE TOWER 52 CYBERCITY EBENE MAURITIUS	21/09/1999	India	1998	0.0008
PEOPLE'S BANK OF CHINA	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	12/10/1997	India	19233	0.0074
ABU DHABI INVESTMENT AUTHORITY - STABLE	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	26/12/2003	India	766756	0.2943
ABS DIRECT EQUITY FUND LLC - INDIA SERIES 3	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	12/02/2003	India	305198	0.1171
THRIFT SAVINGS PLAN	JP Morgan Chase Bank N.A, India Sub Custody 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	31/01/2006	Mauritius	594931	0.2283

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	1	1
Members (other than promoters)	182069	192511
Debenture holders	302	373

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	0	1	0	2	0	0
B Non-Promoter	1	7	1	4	0.00	0.00
i Non-Independent	1	0	1	0	0	0
ii Independent	0	7	0	4	0	0
C Nominee Directors representing	0	1	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	1	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	1	9	1	6	0.00	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

10

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
VINAY GUPTA	AHIPG6039N	CFO	0	
VEENA GANESH KAMATH	AKRPK4488R	Company Secretary	0	
NILESH SHIVJI VIKAMSEY	00031213	Director	0	21/04/2026
NEERAJ MADAN VYAS	07053788	Director	0	
GITA NAYYAR	07128438	Director	8936	
TEJENDRA MOHAN BHASIN	03091429	Director	0	
DIPANKAR MAHAPATRA	09446502	Nominee Director	0	
AJAI KUMAR SHUKLA	11358498	Managing Director	0	
AJAI KUMAR SHUKLA	ANOPS7925H	CEO	25	
DEVENDRAN SURENDRAN	10174317	Nominee Director	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

11

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
SUNIL KAUL	05102910	Nominee Director	02/05/2025	Cessation
SUDARSHAN SEN	03570051	Director	30/09/2025	Cessation
CHANDRASEKARAN RAMAKRISHNAN	00580842	Director	06/10/2025	Cessation
PAVAN PAL KAUSHAL	07117387	Director	26/10/2025	Cessation
KOUSGI SREENIVASA MURTHY GIRISH	ACNPG1840R	CEO	28/10/2025	Cessation
KOUSGI SREENIVASA MURTHY GIRISH	08524205	Managing Director	28/10/2025	Cessation
AJAI KUMAR SHUKLA	ANOPS7925H	CEO	18/12/2025	Appointment
AJAI KUMAR SHUKLA	11358498	Managing Director	18/12/2025	Appointment
DEVENDRAN SURENDRAN	10174317	Nominee Director	23/08/2025	Appointment

DILIP KUMAR JAIN	06822012	Nominee Director	04/02/2026	Cessation
DIPANKAR MAHAPATRA	09446502	Nominee Director	05/02/2026	Appointment

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	21/08/2025	254327	241	0.05

B BOARD MEETINGS

*Number of meetings held

23

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/04/2025	10	10	100
2	23/05/2025	9	9	100
3	19/06/2025	9	7	77.78
4	02/07/2025	9	9	100
5	21/07/2025	9	9	100
6	24/07/2025	9	9	100
7	31/07/2025	9	8	88.89
8	02/08/2025	9	8	88.89
9	04/08/2025	9	8	88.89

10	13/08/2025	9	8	88.89
11	05/09/2025	10	10	100
12	06/10/2025	9	9	100
13	09/10/2025	8	6	75
14	13/10/2025	8	7	87.5
15	18/10/2025	8	6	75
16	25/10/2025	8	6	75
17	27/10/2025	7	6	85.71
18	28/11/2025	6	6	100
19	12/12/2025	6	6	100
20	21/01/2026	7	7	100
21	04/02/2026	7	7	100
22	27/02/2026	7	6	85.71
23	30/03/2026	7	7	100

C COMMITTEE MEETINGS

Number of meetings held

71

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	16/04/2025	4	4	100
2	Audit Committee	22/04/2025	4	4	100
3	Audit Committee	28/04/2025	4	4	100
4	Audit Committee	21/07/2025	4	4	100
5	Audit Committee	06/08/2025	4	4	100
6	Audit Committee	25/08/2025	4	4	100
7	Audit Committee	03/09/2025	4	4	100

8	Audit Committee	27/10/2025	3	2	66.67
9	Audit Committee	27/11/2025	3	3	100
10	Audit Committee	10/12/2025	3	3	100
11	Audit Committee	26/12/2025	3	3	100
12	Audit Committee	21/01/2026	3	3	100
13	Audit Committee	25/02/2026	3	3	100
14	Audit Committee	16/03/2026	3	3	100
15	Risk Management Committee	20/05/2025	4	4	100
16	Risk Management Committee	07/08/2025	6	6	100
17	Risk Management Committee	17/09/2025	5	4	80
18	Risk Management Committee	27/11/2025	3	3	100
19	Risk Management Committee	26/12/2025	4	4	100
20	Risk Management Committee	19/02/2026	4	4	100
21	Nomination and Remuneration Committee	13/05/2025	4	4	100
22	Nomination and Remuneration Committee	14/05/2025	4	4	100
23	Nomination and Remuneration Committee	17/05/2025	4	4	100
24	Nomination and Remuneration Committee	01/07/2025	5	5	100
25	Nomination and Remuneration Committee	01/08/2025	5	4	80
26	Nomination and Remuneration Committee	02/08/2025	5	5	100
27	Nomination and Remuneration Committee	19/09/2025	5	3	60
28	Nomination and Remuneration Committee	29/09/2025	5	5	100

29	Nomination and Remuneration Committee	09/10/2025	4	4	100
30	Nomination and Remuneration Committee	12/10/2025	4	4	100
31	Nomination and Remuneration Committee	14/10/2025	4	4	100
32	Nomination and Remuneration Committee	18/10/2025	4	3	75
33	Nomination and Remuneration Committee	03/12/2025	4	4	100
34	Nomination and Remuneration Committee	11/12/2025	4	4	100
35	Nomination and Remuneration Committee	12/12/2025	4	4	100
36	Nomination and Remuneration Committee	24/12/2025	4	4	100
37	Nomination and Remuneration Committee	04/02/2026	4	4	100
38	Nomination and Remuneration Committee	25/02/2026	4	4	100
39	Nomination and Remuneration Committee	19/03/2026	4	4	100
40	Nomination and Remuneration Committee	23/03/2026	4	4	100
41	Corporate Social Responsibility	07/05/2025	4	4	100
42	Corporate Social Responsibility	14/07/2025	5	4	80
43	Corporate Social Responsibility	06/10/2025	5	5	100
44	Corporate Social Responsibility	18/11/2025	3	3	100
45	Corporate Social Responsibility	30/12/2025	4	4	100
46	Corporate Social Responsibility	19/02/2026	4	4	100

47	Stakeholders Relationship Committee	15/05/2025	3	3	100
48	Stakeholders Relationship Committee	18/11/2025	3	3	100
49	ITSC	10/07/2025	4	4	100
50	ITSC	10/09/2025	4	4	100
51	ITSC	06/10/2025	4	4	100
52	ITSC	26/12/2025	4	4	100
53	ITSC	09/03/2026	4	4	100
54	Credit Committee of Board	21/05/2025	3	3	100
55	Credit Committee of Board	19/07/2025	4	3	75
56	Credit Committee of Board	28/08/2025	4	4	100
57	Credit Committee of Board	06/09/2025	4	4	100
58	Credit Committee of Board	09/09/2025	4	4	100
59	Credit Committee of Board	11/10/2025	4	3	75
60	Credit Committee of Board	17/10/2025	4	3	75
61	Credit Committee of Board	14/11/2025	2	2	100
62	Credit Committee of Board	26/12/2025	3	3	100
63	Credit Committee of Board	23/01/2026	3	3	100
64	Credit Committee of Board	16/02/2026	3	3	100
65	Credit Committee of Board	12/03/2026	3	3	100
66	Special Committee of Board	24/06/2025	4	4	100
67	Special Committee of Board	27/09/2025	4	4	100
68	Special Committee of Board	29/12/2025	5	5	100
69	Special Committee of Board	09/03/2026	5	5	100
70	Consumer Protection Committee	06/08/2025	3	3	100

71	Consumer Protection Committee	27/12/2025	3	3	100
----	-------------------------------	------------	---	---	-----

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	DIPANKAR MAHAPATRA	2	1	50	4	4	100	
2	Nilesh Vikamsey	23	22	95	39	35	89	
3	NEERAJ MADAN VYAS	23	23	100	43	43	100	
4	AJAI KUMAR SHUKLA	4	4	100	13	13	100	
5	TEJENDRA MOHAN BHASIN	23	23	100	42	42	100	
6	GITA NAYYAR	23	23	100	29	29	100	
7	D Surendran	13	13	100	23	22	95	

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Mr. Ajai Kumar Shukla	Managing Director	11332344	0	0	0	11332344.00
2	Mr. Girish Kousgi	Managing Director	17700444	0	0	13725000	31425444.00
	Total		29032788.00	0.00	0.00	13725000.00	42757788.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Vinay Gupta	CFO	12541434	0	0	2475356	15016790.00
2	Veena G Kamath	Company Secretary	6817318	0	0	1476771	8294089.00
	Total		19358752.00	0.00	0.00	3952127.00	23310879.00

C *Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Gita Nayyar	Director	0	2500000	0	4150000	6650000.00
2	Sudarshan Sen	Director	0	2500000	0	1550000	4050000.00
3	Pavan Kaushal	Director	0	2500000	0	2450000	4950000.00
4	Tejendra Mohan Bhasin	Director	0	2500000	0	4950000	7450000.00
5	Chandrasekaran Ramakrishnan	Director	0	2500000	0	2250000	4750000.00
6	Nilesh Shivji Vikamsey	Director	0	2500000	0	4100000	6600000.00
7	Neeraj Madan Vyas	Director	0	2500000	0	4600000	7100000.00
8	Dilip Kumar Jain	Nominee Director	0	0	0	2250000	2250000.00
	Total		0.00	17500000.00	0.00	26300000.00	43800000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/
DIRECTORS/OFFICERS

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

198480

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holderf.xlsm

(b) Optional Attachment(s), if any

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of PNB Housing Finance Limited as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2026

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the

provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Anirudh Grover

Date (DD/MM/YYYY)

07/07/2026

Place

New Delhi

Whether associate or fellow:

☒ Associate

☐ Fellow

Certificate of practice number

2*6*9

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

23788

*(b) Name of the Designated Person

VEENA GANESH KAMATH

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 06 dated*

(DD/MM/YYYY) 24/01/2024 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

*To be digitally signed by

*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

1*3*8*9*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

2*7*8

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AC4480821

eForm filing date (DD/MM/YYYY)

18/07/2026

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company