

# Form No. MGT-7



Form language

English  Hindi

## 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]

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)

01/04/2024

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

31/03/2025

(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 Updated.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

https://www.pnbhousing.com

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

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

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

(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)

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

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)

(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

## 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	259925043.00	259925043.00	259925043.00
Total amount of equity shares (in rupees)	5000000000.00	2599250430.00	2599250430.00	2599250430.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	500000000	259925043	259925043	259925043
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees )	5000000000.00	2599250430.00	2599250430	2599250430

**(b) Preference share capital**

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

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			
<b>(i) Equity shares</b>						
<b>At the beginning of the year</b>	0	259723886	259723886.00	2597238860	2597238860	
<b>Increase during the year</b>	0.00	201157.00	201157.00	2011570.00	2011570.00	0
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	201157	201157.00	2011570	2011570	
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 <input type="text"/>						
<b>Decrease during the year</b>	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 <input type="text"/>			0			
<b>At the end of the year</b>	0.00	259925043.00	259925043.00	2599250430.00	2599250430.00	
<b>(ii) Preference shares</b>						

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
<b>At the beginning of the year</b>	0	0	0.00	0	0	
<b>Increase during the year</b>	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 <input type="text"/>			0			
<b>Decrease during the year</b>	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 <input type="text"/>			0			
<b>At the end of the year</b>	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

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

Class of shares		<input type="text"/>
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

2

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Non-Convertible Debentures	288100	100000	28810000000.00
Non-Convertible Debentures	30397	1000000	30397000000.00
<b>Total</b>	<b>318497.00</b>	<b>1100000.00</b>	<b>59207000000.00</b>

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	52957000000	22300000000	16050000000	59207000000.00
0	0	0	0	0.00
<b>Total</b>	<b>52957000000.00</b>	<b>22300000000.00</b>	<b>16050000000.00</b>	<b>59207000000.00</b>

**(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)
<b>Total</b>			

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

<b>Total</b>				

**(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)
<b>Total</b>			

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
<b>Total</b>				

**(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	52957000000.00	22300000000.00	16050000000.00	59207000000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
<b>Total</b>	52957000000.00	22300000000.00	16050000000.00	59207000000.00

**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

<b>Total</b>					
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**V Turnover and net worth of the company (as defined in the Companies Act, 2013)**

i \*Turnover

76612200000

ii \* Net worth of the Company

168337000000

**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	28.10	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 <input type="text"/>	0	0.00	0	0.00
	<b>Total</b>	73051205.00	28.1	0.00	0

Total number of shareholders (promoters)

#### 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	21308443	8.20	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	1386824	0.53	0	0.00
2	Government				
	(i) Central Government	6711	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	17352527	6.68	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	55739437	21.44	0	0.00
7	Mutual funds	52206743	20.09	0	0.00

8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	3277419	1.26	0	0.00
10	Others AIF, CM, Trust, Etc	35595734	13.69	0	0.00
	<b>Total</b>	186873838.00	71.89	0.00	0

Total number of shareholders (other than promoters)

182069

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

182070.00

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

Sl.No	Category	
1	Individual - Female	59482
2	Individual - Male	116299
3	Individual - Transgender	1
4	Other than individuals	6288
	<b>Total</b>	182070.00

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
AVIATOR EMERGING MARKET FUND	ICICI BANK LTD SMS DEPT 1ST FLOOR EMPIRE COMPLEX 414 S B MARG LOWER PAREL MUMBAI MAHARASHTRA	12/04/2021	India	1500	0.01
PUB EQUITIES EMERGING MARKETS 2	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	12/04/2021	India	91402	0.01

BVK PERSONALVORSORGE DES KANTONS ZURICH	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	05/04/2021	India	19887	0.01
ISHARES EMERGING MARKETS IMI EQUITY INDEX FUND	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	13/04/2021	India	2006	0.01
FLEXSHARES MORNINGSTAR EMERGING MARKETS FACTOR TILT INDEX FUND	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	06/04/2021	India	1056	0.01
AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EMERGING MARKETS EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	06/05/2025	India	4528	0.01
CALYPSO GLOBAL INVESTMENT FUND	C/O ANEX MANAGEMENT SERVICES LIMITED 8TH FLOOR EBENE TOWER 52 CYBERCITY EBENE MAURITIUS	16/09/2025	India	1998	0.01
AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKETS VALUE ETF	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI	03/09/2025	India	25989	0.01
SH INDIA SECURITY MASTER (EQUITY)	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	01/09/2025	India	29407	0.01
WORLD SUSTAINABILITY EQUITY FUND OF DIMENSIONAL FUNDS PLC	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	19/08/2025	India	1277	0.01
CANSO MASALA FUND	100 YORK BOULEVARD SUITE 550 RICHMOND HILL ONTARIO CANADA	13/08/2025	India	19921	0.01

WASHINGTON STATE INVESTMENT BOARD MANAGED BY STATE STREET GLOBAL ADVISORS GUARANTEED EDUCATION TUITION-GET	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	20/08/2025	India	3249	0.01
EMERGING MARKETS TARGETED VALUE PORTFOLIO	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	05/08/2025	India	16208	0.01
FUNDPARTNER SOLUTIONS (SUISSE) S.A.-RP - FONDS INSTITUTIONNEL - ACTIONS MARCHES EMERGENTS	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	08/08/2025	India	16900	0.01
THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	02/09/2025	India	346684	0.01
DFA GLOBAL SUSTAINABILITY CORE EQUITY FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	05/08/2025	India	2011	0.01
DFA INTERNATIONAL VECTOR EQUITY FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	05/09/2025	India	8375	0.01
CUSTODY BANK OF JAPAN, LTD. RE: SMTB AXA IM EMERGING SMALL CAP EQUITY MOTHER FUND	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	20/08/2025	India	22691	0.01
PUBLIC SECTOR PENSION INVESTMENT BOARD - IIFL ASSET MANAGEMENT LIMITED	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	22/07/2025	India	799095	0.01

WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	05/08/2025	India	40860	0.01
INDIA ADVANTAGE FUND LIMITED	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	08/07/2024	India	23425	0.01
SUN LIFE ADITYA BIRLA INDIA FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	02/09/2025	India	207723	0.01
CAN LAH INVESTMENTS PTE. LTD.	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	06/08/2025	India	480755	0.01
NEUBERGER BERMAN EMERGING MARKETS EQUITY TRUST	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	11/08/2025	India	82695	0.01
THE SAUDI SECOND INVESTMENT COMPANY	JP Morgan Chase Bank N.A, India Sub Custody 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	04/08/2025	India	125274	0.01

#### 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)	133176	182069
Debenture holders	374	302

#### 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
<b>A Promoter</b>	0	2	0	1	0	0
<b>B Non-Promoter</b>	1	7	1	7	0.00	0.00
i Non-Independent	1	1	1	0	0	0
ii Independent	0	6	0	7	0	0
<b>C Nominee Directors representing</b>	0	2	0	1	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	2	0	1	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
<b>Total</b>	1	11	1	9	0.00	0.00

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

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**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)
GITA NAYYAR	07128438	Director	8936	
NEERAJ MADAN VYAS	07053788	Director	0	
SUDARSHAN SEN	03570051	Director	0	
CHANDRASEKARAN RAMAKRISHNAN	00580842	Director	0	
DILIP KUMAR JAIN	06822012	Nominee Director	0	
NILESH SHIVJI VIKAMSEY	00031213	Director	0	

KOUSGI SREENIVASA MURTHY GIRISH	ACNPG1840R	CEO	0	
KOUSGI SREENIVASA MURTHY GIRISH	08524205	Managing Director	0	
PAVAN PAL KAUSHAL	07117387	Director	1000	
SUNIL KAUL	05102910	Nominee Director	0	02/05/2025
TEJENDRA MOHAN BHASIN	03091429	Director	0	
VINAY GUPTA	AHIPG6039N	CFO	0	
VEENA GANESH KAMATH	AKRPK4488R	Company Secretary	0	

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

2

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)
ATUL KUMAR GOEL	07266897	Nominee Director	01/01/2025	Cessation
KAPIL MODI	07055408	Nominee Director	30/07/2024	Cessation

**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	12/08/2024	172763	261	28.17

**B BOARD MEETINGS**

\*Number of meetings held

12

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	29/04/2024	12	12	100
2	03/05/2024	12	11	91.67
3	04/05/2024	12	10	83.33
4	18/06/2024	12	9	75
5	25/07/2024	12	12	100
6	09/09/2024	11	11	100
7	24/09/2024	11	10	90.91
8	24/10/2024	11	11	100
9	16/11/2024	11	9	81.82
10	18/12/2024	11	11	100
11	21/01/2025	10	10	100
12	22/02/2025	10	9	90

### C COMMITTEE MEETINGS

Number of meetings held

38

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	29/04/2024	4	4	100
2	Audit Committee	21/05/2024	4	4	100
3	Audit Committee	04/07/2024	4	3	75
4	Audit Committee	25/07/2024	4	4	100
5	Audit Committee	21/08/2024	4	4	100
6	Audit Committee	27/08/2024	4	4	100

7	Audit Committee	09/09/2024	4	4	100
8	Audit Committee	24/10/2024	4	4	100
9	Audit Committee	13/11/2024	4	4	100
10	Audit Committee	26/12/2024	4	4	100
11	Audit Committee	21/01/2025	4	4	100
12	Audit Committee	11/02/2025	4	4	100
13	Credit Committee	13/06/2024	4	4	100
14	Credit Committee	30/09/2024	3	3	100
15	Credit Committee	30/12/2024	3	3	100
16	Credit Committee	19/02/2025	3	3	100
17	Credit Committee	24/03/2025	3	3	100
18	Risk Management Committee	29/05/2024	4	4	100
19	Risk Management Committee	22/08/2024	4	4	100
20	Risk Management Committee	30/09/2024	4	4	100
21	Risk Management Committee	04/11/2024	4	4	100
22	Risk Management Committee	17/12/2024	4	4	100
23	Risk Management Committee	14/02/2025	4	4	100
24	Corporate Social Responsibility	29/05/2024	4	4	100
25	Corporate Social Responsibility	23/08/2024	4	4	100
26	Corporate Social Responsibility	13/01/2025	4	4	100
27	Stakeholders Relationship Committee	04/11/2024	4	4	100
28	Nomination and Remuneration Committee	05/06/2024	6	5	83.33
29	Nomination and Remuneration Committee	18/12/2024	5	5	100
30	Nomination and Remuneration Committee	29/01/2024	4	4	100
31	IT Strategy Committee	23/04/2024	5	5	100

32	IT Strategy Committee	19/06/2024	5	5	100
33	IT Strategy Committee	23/07/2024	5	5	100
34	IT Strategy Committee	23/08/2024	4	4	100
35	IT Strategy Committee	22/10/2024	4	4	100
36	IT Strategy Committee	16/12/2024	4	4	100
37	IT Strategy Committee	24/02/2025	4	4	100
38	Special committee of Board for Monitoring and Follow up of cases of frauds	31/03/2025	3	3	100

#### D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on  21/08/2025 (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	NEERAJ MADAN VYAS	12	10	83	23	23	100	Yes
2	GITA NAYYAR	12	11	91	8	7	87	Yes
3	SUDARSHAN SEN	12	10	83	19	18	94	Yes
4	CHANDRASEKARAN RAMAKRISHNAN	12	12	100	13	13	100	Yes
5	DILIP KUMAR JAIN	12	11	91	4	4	100	Yes
6	NILESH SHIVJI VIKAMSEY	12	10	83	16	16	100	Yes
7	KOUSGI SREENIVASA MURTHY GIRISH	12	12	100	23	23	100	Yes
8	PAVAN PAL KAUSHAL	12	12	100	13	13	100	Yes
9	SUNIL KAUL	12	11	91	3	3	100	Not applicable
10	TEJENDRA MOHAN BHASIN	12	12	100	21	21	100	Yes

#### 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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Girish Kousgi	Managing Director	27300000	0	0	14000000	41300000.00
	<b>Total</b>		27300000.00	0.00	0.00	14000000.00	41300000.00

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	12750312	0	0	2902955	15653267.00
2	Veena G Kamath	Company Secretary	6343200	0	0	951781	7294981.00
	<b>Total</b>		19093512.00	0.00	0.00	3854736.00	22948248.00

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

7

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Gita Nayyar	Director	0	2500000	0	1500000	4000000.00
2	Neeraj Madan Vyas	Director	0	2500000	0	2200000	4700000.00
3	Sudarshan Sen	Director	0	2500000	0	1950000	4450000.00
4	Chandrasekaran Ramakrishnan	Director	0	2500000	0	1900000	4400000.00
5	Nilesh Shivji Vikamsey	Director	0	2500000	0	1850000	4350000.00
6	Pavan kaushal	Director	0	2500000	0	1950000	4450000.00
7	Tejendra Mohan Bhasin	Director	0	2500000	0	2300000	4800000.00
	<b>Total</b>		0.00	17500000.00	0.00	13650000.00	31150000.00

#### 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

186667

## XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or  
Debenture holder Final File.xlsm

(b) Optional Attachment(s), if any

Signed MGT-8\_PNBHFL.pdf  
Clarification Letter and Annexures  
Final.pdf

## 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
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 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) 

31/03/2025
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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

SUJEET KUMAR

Name

Sujeet Kumar

Date (DD/MM/YYYY)

25/10/2025

Place

New Delhi

Whether associate or fellow:

Associate  Fellow

Certificate of practice number

2\*6\*4

**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\*  dated\*  
(DD/MM/YYYY)  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

VEENA GANESH KAMATH

\*Designation

Director

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

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

0\*5\*4\*0\*

**\*To be digitally signed by**

Digitally signed by  
Veena G  
Kamath  
Date: 2025.10.25  
13:24:41 +05:30

Company Secretary       Company secretary in practice

**\*Whether associate or fellow:**

Associate       Fellow

Membership number

2\*7\*8

Certificate of practice number

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**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)

AB8516932

eForm filing date (DD/MM/YYYY)

25/10/2025

**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**