

Date: 30.09.2020

The Manager – Listing National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex Bandra (E), Mumbai -400051  <u>Scrip Code: PNBGILTS</u>	The Manager – Listing DCS- Listing BSE Limited Phiroz JeeJeebhoy Tower Dalal Street, Mumbai- 400 001  <u>Scrip Code: 532366</u>
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**Sub: Proceedings of 24<sup>th</sup> Annual General Meeting of PNB Gilts Limited.**

**Ref: Regulation 30(6) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015**

Dear Sir / Madam,

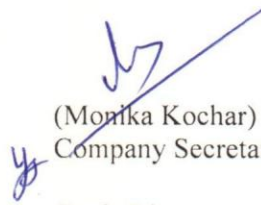
In accordance with above referred provisions of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("Listing Regulations"), we wish to inform you that the 24<sup>th</sup> Annual General Meeting ("AGM") of the Company was held today viz. 30<sup>th</sup> September, 2020 at 10.30 A.M. through Video Conferencing (VC)/ Other Audio Visual means (OAVM).

In this regard, please find enclosed herewith the proceedings of the 24<sup>th</sup> Annual General Meeting of the Company.

The above is for your information and records.

Thanking You,

Yours faithfully,  
For PNB Gilts Ltd

  
(Monika Kochar)  
Company Secretary

Encl: A/a



**SUMMARY OF PROCEEDINGS OF THE 24<sup>th</sup> ANNUAL GENERAL MEETING OF THE  
MEMBERS OF PNB GILTS LIMITED**

The 24<sup>th</sup> Annual General Meeting (AGM) of the members of PNB Gilts Limited ("Company") was held today i.e. Wednesday, September 30, 2020 at 10:30 a.m. (IST) through Video Conferencing (VC)/ Other Audio Visual means (OAVM). The meeting was held in compliance with Circular No. 14/2020 dated April 08, 2020, Circular No. 17 /2020 dated April 13, 2020 read with Circular No. 20/2020 dated May 05, 2020 issued by Ministry of Corporate Affairs (hereinafter collectively referred to as 'Circulars') and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P /2020/79 dated May 12, 2020 and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder.

Ms. Monika Kochar, Company Secretary welcomed the members and other attendees at virtual Annual General Meeting.

Mr. P P Pareek, Chairman of the Audit Committee, Nomination and Remuneration Committee & Corporate Social Responsibility Committee and Ms. Uma Ajay Relan, Chairman of the Stakeholders' Relationship Committee also attended the meeting through VC from their respective locations.

It was informed to the members that the Annual Report for the year 2019-20 had been emailed to the members and informed that the statutory registers and other documents as referred in AGM Notice were available at the NSDL's e-voting platform for electronic inspection by the members till the conclusion of the meeting.

Mr. P P Pareek, was elected as the Chairman of the Meeting and the requisite quorum being present, he called the meeting to order. 63 Members were present through VC.

The Chairman then introduced the directors, officers and auditors etc. present at the meeting

The Chairman then delivered his speech and gave an overview of the performance of the Company during FY 2019-2020.

With the consent of the members, the Notice convening the Annual General Meeting, the Directors' Report and the Auditors' Report were taken as read. The Chairman informed that there were no qualifications or observations or adverse comments or remarks in the reports of Statutory Auditor, CAG and Secretarial Auditor, which have any material bearing on the functioning of the Company

The business items placed before the members for approval as per the Notice of the AGM were then summarized by the Company Secretary to the members present.

Queries raised by the shareholders during the course of the meeting, were duly responded by the Chairman/Management.





The members were informed that the members who have not cast their votes through remote e-voting were provided an opportunity to cast their votes electronically at the meeting.

It was further informed to the members that the Board of Directors had appointed Mr. Ankit Singhi (CP No. 16274), Practicing Company Secretary and Partner of PI & Associates, Company Secretaries, as Scrutinizer to scrutinize the entire e-voting process i.e. remote e-voting as well as e-voting during the AGM.

The following businesses were then transacted at the meeting through e-voting:

**ORDINARY BUSINESSES**

1. To receive, consider and adopt the audited financial statements of the Company for the year ended March 31, 2020 and the Reports of the Auditors and the Board of Directors thereon.
2. To declare a final dividend of Rs. 3 per Equity Share of Rs. 10/- each for the year ended 31<sup>st</sup> March, 2020.
3. To appoint a Director in place of Sh. Vikas Goel (holding DIN: 08322541), who is liable to retire by rotation and being eligible, offers himself for reappointment.
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 2020-21

**SPECIAL BUSINESS**

5. To approve alteration in Articles of Association of the Company (Special Resolution)


The Company Secretary thanked the members for participating in the meeting. The e-voting facility was kept open for next 30 minutes to enable the members to cast their vote.

It was announced that the results of voting shall be declared after receiving of scrutinizer's report within 48 hours of conclusion of the meeting. The same shall also be intimated to stock exchanges and placed on the website of the Company.

The meeting commenced at 10:30 a.m. and the proceedings ended at 11:20 a.m. and shareholders were given 30 minutes for e-voting thereafter.

Thanking You,

Yours faithfully,  
For PNB Gilts Ltd

  
(Monika Kochar)  
Company Secretary

