

Date: 29.09.2026

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 BSE Limited Phiroze JeeJeebhoy Towers Dalal Street Mumbai- 400 001 <u>Scrip Code: 532366</u>
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Sub: Submission of Scrutinizer Report for 30th Annual General Meeting

Ref: Regulation 44(3) 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"), please find enclosed herewith the scrutinizer's report for the 30th Annual General Meeting (AGM) of the Company held on 28th September, 2026 as Annexure A.

Voting Results are also attached as Annexure B.

We would like to inform you that all the resolutions set out in such notice of AGM were passed with requisite majority by the members of the Company.

You are requested to please take the same on record.

The above is for your information and records.

Thanking You,

Yours faithfully,
For PNB Gilts Ltd

Monika
Kochar
Digitally signed
by Monika Kochar
Date: 2026.09.29
17:45:18 +05'30'

(Monika Kochar)
Company Secretary & Compliance Officer

Encl: A/a

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
PNB Gilts Limited
CIN: L74899DL1996PLC077120
Sansad Marg,
New Delhi-110001

Subject: Consolidated Scrutinizer's Report on voting through remote e-voting and e-voting during the 30th Annual General Meeting ("AGM") of PNB Gilts Limited ("the Company") held on Monday, 28th September, 2026 at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir,

I, Nitesh Latwal, Partner of M/s. PI & Associates, Practicing Company Secretaries (FRN: P2014UP035400), was appointed as a Scrutinizer by the Board of Directors of the Company on Friday, 07th August, 2026 for the purpose of scrutinizing the voting process i.e. remote e-voting and e-voting during the AGM of the Company held on **Monday, 28th September, 2026 at 11:00 A.M. (IST)** through VC/ OAVM facility in compliance with the provisions of Section 96, 101, 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and in accordance with the terms of General Circulars issued by Ministry of Corporate Affairs ("**MCA**") i.e., General Circular No. 3/2025 dated 22nd September, 2025 read with the applicable circulars, issued earlier in this regard by the MCA (collectively referred to as "**MCA Circulars**") and in accordance with the applicable circulars issued by Securities and Exchange Board of India in this regard (collectively referred to as "**SEBI Circulars**"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and to submit a report thereon to the Company on the resolutions forming part of the AGM Notice dated 07th August, 2026 ("**AGM Notice**").

1. My responsibility as a Scrutinizer was to (i) ensure that the voting process was conducted in a fair and transparent manner and (ii) to submit a Consolidated Scrutinizer's report for remote e-voting and e-voting

CORPORATE OFFICE

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during the AGM, for the resolutions set out in the AGM Notice to the Chairman of the Company or any person authorized by him.

2. I submit my report as under: -

- i. In compliance with the MCA Circulars and SEBI Circulars, the AGM Notice along with Annual Report for the Financial Year 2025-26 was dispatched by the Company on Thursday, 03rd September, 2026, to all those members, whose e-mail address were registered with the Company/ Registrar to an Issue and Share Transfer Agent/ Depository Participant(s)/Depository(ies).
- ii. A letter containing the weblink, including the exact path, where complete details of Annual Report along with AGM Notice are available, was sent to members whose emails address were not registered with the Company/ Registrar to an Issue and Share Transfer Agent/ Depository Participant(s)/Depository(ies).
- iii. The Company has engaged National Securities Depository Limited (“NSDL”) to provide services related to remote e-voting and e-voting during the AGM.
- iv. The AGM Notice was simultaneously (i) submitted to the stock exchanges i.e. National Stock Exchange of India Limited and BSE Limited (ii) posted on the websites of the Company and NSDL.
- v. The members of the Company as on the “cut off” date i.e. Monday, 21st September, 2026 were entitled to avail the facility of remote e-voting as well as e-voting during the AGM on the resolutions as set out in the AGM Notice.
- vi. The remote e-voting period commenced on Thursday, 24th September, 2026 at 9:00 A.M. (IST) and ended on Sunday, 27th September, 2026 at 5:00 P.M. (IST).
- vii. After completion of e-voting during the AGM, the votes cast through e-voting during the AGM and remote e-voting, were unblocked in the presence of two witnesses who are not in employment of the Company.
- viii. The data of remote e-voting and e-voting during AGM was diligently scrutinized and reconciled with the records maintained by the NSDL and the authorizations lodged. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting during the AGM.
- ix. The consolidated summary of results of remote e- voting and e-voting during the AGM is annexed herewith.



- x. For preparation of this report, Permanent Account Number (PAN) based consolidation of folios of Individual Shareholders has not been done.
- xi. Based on the aforesaid results, I report that all the Resolutions as contained in the Item No(s). 1 and 6 of the AGM Notice of the Company, have been passed with requisite majority.

Countersigned by
For PNB Gilts Limited

Monika
Kochar
Digitally signed
by Monika
Kochar
Date: 2026.09.29
17:44:43 +05'30'

Monika Kochar
Company Secretary & Compliance Officer

For PI & Associates
Company Secretaries



Nitesh Latwal

Partner

ACS No.: 32109

C P No.: 16276

PR No.: 8318/2026

UDIN: A032109H001655940

Date: 29.09.2026

Place: Delhi

Annexure

Item No. 1: To receive, consider and adopt the audited financial statements of the Company for the year ended March 31, 2026 and the Reports of the Auditors and the Board of Directors thereon.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes casted	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes casted	Number of members who voted	Number of shares for which votes casted
Remote E – Voting	242	133606470	99.9987	30	1790	0.0013	0	0
E-voting at AGM	2	410	100.00	0	0	0		
Total	244	133606880	99.9987	30	1790	0.0013	0	0

Result: Based on the above, the Resolution has been passed with requisite majority.



Item No. 2: To declare a final dividend of Rs. 2 per equity share of Rs. 10/- each for the year ended March 31, 2026.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes casted	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes casted	Number of members who voted	Number of shares for which votes casted
Remote E – Voting	242	133606470	99.9987	30	1790	0.0013	0	0
E-voting at AGM	2	410	100.00	0	0	0.00		
Total	244	133606880	99.9987	30	1790	0.0013	0	0

Result: Based on the above, the Resolution has been passed with requisite majority.



Item No. 3: To appoint a Director in place of Sh. Pareed Sunil (holding DIN: 11001150), who is liable to retire by rotation and being eligible, offers himself for reappointment.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes casted	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes casted	Number of members who voted	Number of shares for which votes casted
Remote E – Voting	240	133606373	99.9986	32	1887	0.0014	0	0
E-voting at AGM	2	410	100.00	0	0	0.00		
Total	242	133606783	99.9986	32	1887	0.0014	0	0

Result: Based on the above, the Resolution has been passed with requisite majority.



Item No. 4: To authorize Board of Directors to fix remuneration of the Statutory Auditor(s) / Joint Statutory Auditors of the Company, as appointed by the Comptroller and Auditor General of India for the financial year 2026- 27.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes casted	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes casted	Number of members who voted	Number of shares for which votes casted
Remote E – Voting	240	133606382	99.9986	32	1878	0.0014	0	0
E-voting at AGM	2	410	100.00	0	0	0.00		
Total	242	133606792	99.9986	32	1878	0.0014	0	0

Result: Based on the above, the Resolution has been passed with requisite majority.



Item No. 5: To approve the appointment of Sh. Amit Kumar Srivastava (DIN: 08099846) as a Non-Executive and Non-Independent Director of the Company.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes casted	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes casted	Number of members who voted	Number of shares for which votes casted
Remote E – Voting	238	133606237	99.9985	34	2023	0.0015	0	0
E-voting at AGM	2	410	100.00	0	0	0.00		
Total	240	133606647	99.9985	34	2023	0.0015	0	0

Result: Based on the above, the Resolution has been passed with requisite majority.



Item No. 6: To approve existing as well as the new material related party transactions with promoter and its group companies/associates.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes casted	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes casted	Number of members who voted	Number of shares for which votes casted
Remote E – Voting	237	272665	99.1834	33	2245	0.8166	0	0
E-voting at AGM	2	410	100.00	0	0	0.00		
Total	239	273075	99.1846	33	2245	0.8154	0	0

Result: Based on the above, the Resolution has been passed with requisite majority.



Annexure - B

General information about company	
Scrip code	532366
NSE Symbol	PNBGILTS
MSEI Symbol	NOTLISTED
ISIN	INE859A01011
Name of the company	PNB Giltts Ltd.
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-09-2026
Start time of the meeting	11:00 AM
End time of the meeting	11:48 AM

Scrutinizer Details	
Name of the Scrutinizer	Nitesh Latwal
Firms Name	M/s PI & Associates
Qualification	CS
Membership Number	32109
Date of Board Meeting in which appointed	07-08-2026
Date of Issuance of Report to the company	29-09-2026

Voting results	
Record date	21-09-2026
Total number of shareholders on record date	84394
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	58
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited financial statements of the Company for the year ended March 31, 2026 and the Reports of the Auditors and the Board of Directors thereto.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	133333333	133333333	100	133333333	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	133333333	133333333	100	133333333	0	100	0
Public- Institutions	E-Voting	111462	89435	80.2381	89435	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	111462	89435	80.2381	89435	0	100	0
Public- Non Institutions	E-Voting	46565339	185902	0.3992	184112	1790	99.0371	0.9629
	Poll							
	Postal Ballot (if applicable)							
	Total	46565339	185902	0.3992	184112	1790	99.0371	0.9629
Total		180010134	133608670	74.2229	133606880	1790	99.9987	0.0013
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare a final dividend of Rs. 2 per equity share of Rs. 10 each for the year ended March 31, 2026.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	13333333	13333333	100	13333333	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	13333333	13333333	100	13333333	0	100	0
Public- Institutions	E-Voting	111462	89435	80.2381	89435	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	111462	89435	80.2381	89435	0	100	0
Public- Non Institutions	E-Voting	46565339	185902	0.3992	184112	1790	99.0371	0.9629
	Poll							
	Postal Ballot (if applicable)							
	Total	46565339	185902	0.3992	184112	1790	99.0371	0.9629
Total		180010134	133608670	74.2229	133606880	1790	99.9987	0.0013
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Sh. Pareed Sunil (holding DIN: 11001150), who is liable to retire by rotation and being eligible, offers himself for reappointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	133333333	133333333	100	133333333	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	133333333	133333333	100	133333333	0	100	0
Public- Institutions	E-Voting	111462	89435	80.2381	89435	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	111462	89435	80.2381	89435	0	100	0
Public- Non Institutions	E-Voting	46565339	185902	0.3992	184015	1887	98.9849	1.0151
	Poll							
	Postal Ballot (if applicable)							
	Total	46565339	185902	0.3992	184015	1887	98.9849	1.0151
Total		180010134	133608670	74.2229	133606783	1887	99.9986	0.0014
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To authorize Board of Directors to fix remuneration of the Statutory Auditor(s) Joint Statutory Auditors of the Company, as appointed by the Comptroller and Auditor General of India for the financial year 2026-27.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	13333333	13333333	100	13333333	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	13333333	13333333	100	13333333	0	100	0
Public- Institutions	E-Voting	111462	89435	80.2381	89435	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	111462	89435	80.2381	89435	0	100	0
Public- Non Institutions	E-Voting	46565339	185902	0.3992	184024	1878	98.9898	1.0102
	Poll							
	Postal Ballot (if applicable)							
	Total	46565339	185902	0.3992	184024	1878	98.9898	1.0102
Total		180010134	133608670	74.2229	133606792	1878	99.9986	0.0014
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the appointment of Sh. Amit Kumar Srivastava (DIN: 08099846) as a Non- Executive and Non-Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	13333333	13333333	100	13333333	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	13333333	13333333	100	13333333	0	100	0
Public- Institutions	E-Voting	111462	89435	80.2381	89435	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	111462	89435	80.2381	89435	0	100	0
Public- Non Institutions	E-Voting	46565339	185902	0.3992	183879	2023	98.9118	1.0882
	Poll							
	Postal Ballot (if applicable)							
	Total	46565339	185902	0.3992	183879	2023	98.9118	1.0882
Total		180010134	133608670	74.2229	133606647	2023	99.9985	0.0015
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve existing as well as the new material related party transactions with promoter and its group companies/ associates.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	133333333	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	133333333	0	0	0	0	0	0
Public- Institutions	E-Voting	111462	89435	80.2381	89435	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	111462	89435	80.2381	89435	0	100	0
Public- Non Institutions	E-Voting	46565339	185885	0.3992	183640	2245	98.7923	1.2077
	Poll							
	Postal Ballot (if applicable)							
	Total	46565339	185885	0.3992	183640	2245	98.7923	1.2077
Total		180010134	275320	0.1529	273075	2245	99.1846	0.8154
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	