



Ref No.: PNBHFL/SE/EQ/FY25/150
Date: March 13, 2026

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

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

Sub: Voting Results of Postal Ballot along with Scrutinizer’s Report – Reg. 44(3) of SEBI (LODR), 2015
Ref: Our letter No. PNBHFL/SE/EQ/FY26/142 dated February 10, 2026

Dear Sir/Madam,

With reference to the above and pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions of the Companies Act, 2013, please find enclosed the following:

S. No.	Enclosures	Annexure
1	e-Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in the prescribed format.	I
2	Report on e-Voting results dated March 13, 2026, issued by the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration), Rules 2014.	II

We also wish to inform you that in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company had availed the services of National Securities Depository Limited (NSDL) for providing e-Voting facility to its members. The e-voting period for casting the vote had commenced on Wednesday, February 11, 2026 (09:00 A.M.) and ended on Thursday, March 12, 2026 (05:00 P.M.)

The resolution as proposed in the Postal Ballot notice has been passed by the members by e-voting process with requisite majority. The resolution is deemed to have been passed on the last date specified for remote e-voting i.e. Thursday, March 12, 2026.

The above intimation/document will also be made available on the website of the Company viz. <https://www.pnbhousing.com/>

Kindly take the above intimation on record.

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

Veena G Kamath
Company Secretary

Encl: As above

Voting Results

[Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

General information about the company	
Name of the company	PNB HOUSING FINANCE
Type of meeting	Postal Ballot
Date of Postal Ballot Notice	February 04, 2026
Voting Start Date	February 11, 2026
Voting End Date	March 12, 2026
Total number of Members as on record date/ Cut-off date i.e. February 06, 2026	2,01,302
No. of Members present in the meeting either in person or through proxy	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Members attended the meeting through Video Conferencing	
Promoters & Promoter Group	Not Applicable
Public	Not Applicable
No. of resolution passed in the meeting/Postal Ballot	3

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Ajai Kumar Shukla (DIN:11358498) as Managing Director and Chief Executive Officer 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	73051205	73051205	100.0000	73051205	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	73051205	73051205	100.0000	73051205	0	100.0000	0.0000
Public- Institutions	E-Voting	158662096	138685135	87.4091	137792235	892900	99.3562	0.6438
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	158662096	138685135	87.4091	137792235	892900	99.3562	0.6438
Public- Non Institutions	E-Voting	28795262	510329	1.7723	346793	163536	67.9548	32.0452
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	28795262	510329	1.7723	346793	163536	67.9548	32.0452
Total		260508563	212246669	81.4740	211190233	1056436	99.5023	0.4977
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Dipankar Mahapatra (DIN:09446502) as Nominee Non- Executive 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	73051205	73051205	100.0000	73051205	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	73051205	73051205	100.0000	73051205	0	100.0000	0.0000
Public- Institutions	E-Voting	158662096	138707640	87.4233	112902772	25804868	81.3962	18.6038
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	158662096	138707640	87.4233	112902772	25804868	81.3962	18.6038
Public- Non Institutions	E-Voting	28795262	510065	1.7714	346374	163691	67.9078	32.0922
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	28795262	510065	1.7714	346374	163691	67.9078	32.0922
Total		260508563	212268910	81.4825	186300351	25968559	87.7662	12.2338
Whether resolution is Pass or Not.						Yes		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Payment of sitting fee to Mr. Dilip Kumar Jain (DIN: 06822012), Non- Executive Nominee Director				
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	73051205	73051205	100.0000	73051205	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		73051205	73051205	100.0000	73051205	0	100.0000
Public- Institutions	E-Voting	158662096	138707640	87.4233	138707640	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		158662096	138707640	87.4233	138707640	0	100.0000
Public- Non Institutions	E-Voting	28795262	510214	1.7719	341974	168240	67.0256	32.9744
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		28795262	510214	1.7719	341974	168240	67.0256
Total		260508563	212269059	81.4826	212100819	168240	99.9207	0.0793
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1ST Floor, Defence Colony, New Delhi – 110 024
Tel.: (011) 4679 0000, Fax: (011) 4679 0012
e-mail: contact@cssanjaygrover.in
Website: www.cssanjaygrover.in

SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 ("the Act") and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), read with General Circulars issued by the Ministry of Corporate Affairs from time to time and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")]

To,

The Company Secretary

PNB HOUSING FINANCE LIMITED

(CIN: L65922DL1988PLC033856)

9th Floor, Antriksh Bhavan, 22 Kasturba Gandhi Marg,

New Delhi – 110001

Dear Ma'am,

I, Sujeet Kumar (FCS No. 12562, C.P. No.: 22684), Partner of M/s Sanjay Grover & Associates, Company Secretaries, having office at B-88, First Floor, Defence Colony, New Delhi - 110024, was appointed as Scrutinizer by the Board of Directors of PNB Housing Finance Limited ("the Company") at its meeting held on February 04, 2026 for the purpose of scrutinizing the voting of the Postal Ballot process through remote e-voting in a fair and transparent manner under the provisions of Sections 108 and 110 of the Act read with the Rules made thereunder and read with General Circular No. 03/2025 dated September 22, 2025 and other previous circulars ("MCA Circulars") issued by the Ministry of Corporate Affairs ("MCA") from time to time and Regulation 44 of the SEBI Listing Regulations, Secretarial Standard- 2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the following resolutions as mentioned in the Notice of Postal Ballot dated February 04, 2026 ("Notice").



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Type of Resolutions	Particulars
Ordinary Resolution	Appointment of Mr. Ajai Kumar Shukla (DIN:11358498) as Managing Director and Chief Executive Officer of the Company
Ordinary Resolution	Appointment of Mr. Dipankar Mahapatra (DIN:09446502) as Nominee Non- Executive Director of the Company
Ordinary Resolution	Payment of sitting fee to Mr. Dilip Kumar Jain (DIN: 06822012), Non-Executive Nominee Director

I submit my report as under:-

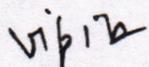
1. As informed by the Company, Postal Ballot Notice along with explanatory statement under section 102 of the Companies Act, 2013 and remote e-voting instructions were sent to all those Members, whose e-mail address were registered with the Company or Registrar and Share Transfer Agent ("RTA") i.e. MUFG Intime India Private Limited, or with their respective Depository Participants ("DP") and whose names appeared in the Register of Members of the Company/ List of Beneficial Owners as maintained by the National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") as on **Friday, February 06, 2026** ("Cut-off Date").
2. The management of the Company is responsible to ensure compliance with the requirements of the Act and the Rules thereof including MCA Circulars/ SEBI Listing Regulations in respect of the resolutions contained in the Postal Ballot Notice including the dispatch of notice to the Members. My responsibilities as Scrutinizer are restricted to make and submit a Scrutinizer's Report of the votes cast by the members in 'Favour' or 'Against' the resolutions contained in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL").
3. The Company has published the advertisements on February 11, 2026 regarding completion of dispatch of Postal Ballot Notice to eligible Members in Business Standard (English) and Business Standard (Hindi).



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4. The Members of the Company holding equity shares as on **Cut-off date i.e., Friday, February 06, 2026** were entitled to vote on the resolutions as contained in the Postal Ballot Notice through remote e- voting facility in compliance of the MCA Circulars. The Company has engaged the services of National Securities Depositories Limited (“NSDL”) to provide remote e-voting facility to cast their members viz. ['https://www.evoting.nsdl.com/](https://www.evoting.nsdl.com/) (“website”).
5. The remote e-voting period commenced on **Wednesday, February 11, 2026, at 09:00 A.M. (IST)** and ended on **Thursday, March 12, 2026, at 5:00 P.M. (IST)**. Further, the remote e-voting process was monitored through the Scrutinizer's secured link provided by NSDL through its website.
6. The remote e-voting was unblocked on March 12, 2026 after 05:00 P.M. (IST) in the presence of two witnesses i.e., Mr. Ayush Arya and Mr. Vipin Dhameja who were not in the employment of the Company and have signed below:


Ayush Arya


Vipin Dhameja
7. The particulars of remote e-voting report generated from electronic registry of NSDL have been entered in a separate register maintained for this purpose. E-votes cast upto 05:00 P.M. (IST) on March 12, 2026, are considered for the purpose of this report.
8. The remote e-voting was scrutinized and reconciled with the register of members of the Company as on cut-off date as maintained by RTA of the Company.
9. The total paid-up share capital of the Company as on the Cut-off date, i.e. Friday, February 06, 2026 was INR 2,60,50,85,630/- (Indian Rupees Two Hundred Sixty Crore Fifty Lakhs Eighty Five Thousand Six Hundred Thirty Only) divided into 26,05,08,563 (Twenty Six Crore Five Lakh Eight Thousand Five Hundred Sixty Three) Equity shares of INR 10/- (Indian Rupees Ten Only) each.



SANJAY GROVER & ASSOCIATES

10.1 hereby submit the result of the remote e-voting as under:

Resolution No.1: Appointment of Mr. Ajai Kumar Shukla (DIN:11358498) as Managing Director and Chief Executive Officer of the Company.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Postal Ballot	Remote E-voting	Total	
Assent	NA	21,11,90,233	21,11,90,233	99.5023
Dissent		10,56,436	10,56,436	0.4977
Total			21,22,46,669	21,22,46,669

The detailed break up of voting through remote e-voting in respect of above resolution is attached to this report and marked as 'Annexure-A'.

Resolution No.2: Appointment of Mr. Dipankar Mahapatra (DIN:09446502) as Nominee Non- Executive Director of the Company.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Postal Ballot	Remote E-voting	Total	
Assent	NA	18,63,00,351	18,63,00,351	87.7662
Dissent		2,59,68,559	2,59,68,559	12.2338
Total			21,22,68,910	21,22,68,910

The detailed break up of voting through remote e-voting in respect of above resolution is attached to this report and marked as 'Annexure-B'.



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**Resolution No.3: Payment of sitting fee to Mr. Dilip Kumar Jain (DIN: 06822012),
Non- Executive Nominee Director.**

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Postal Ballot	Remote E-voting	Total	
Assent	NA	21,21,00,819	21,21,00,819	99.9207
Dissent		1,68,240	1,68,240	0.0793
Total			21,22,69,059	21,22,69,059

The detailed break up of voting through remote e-voting in respect of above resolution is attached to this report and marked as 'Annexure-C'.

11. Based on the aforesaid results, the resolutions as mentioned above shall be deemed to have been passed with requisite majority, on Thursday, March 12, 2026, being the last date of remote e-voting for the Members of the Company. Therefore, the Chairperson or the Managing Director & CEO or Executive Director or the Company Secretary may accordingly declare the result thereof as authorized.

Thanking You,

**For Sanjay Grover & Associates
Company Secretaries**

Firm Registration No.: P2001DE052900

Peer Review Certificate No.: 6311/2024

Sujeet Kumar

Scrutinizer

CP No.: 22684/Mem. No. F12562

UDIN: F012562G004066216

March 13, 2026

New Delhi



Countersigned by

(Handwritten Signature)

For and on behalf of
PNB Housing Finance

Limited

Veena G Kamath
Company Secretary

13/03/2026



A detailed summary of the remote e-voting is given herein below:

REMOTE E-VOTING			
Particulars	No. of e-voters	No. of Equity Shares held by them	Paid up value of the Equity Shares (In INR)
a) Total Votes received	1,015*	21,22,46,669	2,12,24,66,690
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	1,015*	21,22,46,669	2,12,24,66,690
d) Votes with Assent	950	21,11,90,233	2,11,19,02,330
e) Votes with Dissent	69	10,56,436	1,05,64,360

**Four (4) members voted partially in favour of the resolution, partially against the resolution and accordingly, these four members are counted under assent as well as dissent.*



A detailed summary of the remote e-voting is given herein below:

REMOTE E-VOTING			
Particulars	No. of e-voters	No. of Equity Shares held by them	Paid up value of the Equity Shares (In INR)
a) Total Votes received	1,012	21,22,68,910	2,12,26,89,100
b) Less: Invalid Votes	-	-	-
c) Net Valid votes	1,012	21,22,68,910	2,12,26,89,100
d) Votes with Assent	867	18,63,00,351	1,86,30,03,510
e) Votes with Dissent	145	2,59,68,559	25,96,85,590



