

SHARE DEPARTMENT, FINANCE DIVISION, 5, SANSAD MARG, NEW DELHI-110001

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FD/SD/EGM239

March 20, 2015

Scrip Code – PNB	Scrip Code - 532461
The Asstt. Vice President-Listing National Stock Exchange of India Limited, " Exchange Plaza, Bandra-Kurla Complex, Bandra(E), Mumbai-400051	The Deputy General Manager Bombay Stock Exchange Limited 1st Floor, Phiroze Jeejeebhoy Towers Dalal Street, Mumbai-400001

Dear Sir,

Reg: Outcome of Extraordinary General Meeting(EGM) of the shareholders of the Bank held on 19.03.2015

The Exchange is hereby informed that Extraordinary General Meeting of shareholders of the Bank was held on 19.03.2015 in PNB Auditorium, Central Staff College, 8, Underhill Road, Civil Lines, Delhi – 110054 for the following purposes:

1 Seeking approval of shareholders for raising of Equity Capital by the bank through QIP/FPO/ESPS/ or any other mode or any combination thereof.

2 Seeking approval of shareholders for issuance of equity shares on preferential basis in favour of Govt. of India

The Exchange is now informed that the shareholders in the said Meeting held on 19.03.2015 have passed the following Special Resolutions:

1 Approval for raising of Equity Capital by the bank through QIP/FPO/ESPS/ or any other mode or any combination thereof.

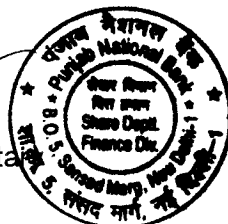
2 Approval to issue and to allot 4,42,07,317 equity shares of face value of Rs 2/- each of the Bank to Government of India on preferential basis at a price of Rs 196.80 per equity share.

The proceedings of EGM in compliance of Clause 31(d) and the details regarding the voting results in the EGM in compliance of Clause 35A of the Listing Agreement are enclosed.

Thanking you,

Yours faithfully,

(A. Gopinathan)
Company Secretary



Encl.: (A/a)

Mode of Voting : E-voting and Polling

E-voting (During 12th March 2015 to 14th March 2015)

Total no. of shareholders on cut-off date as on 13th Feb, 2015 for e-voting : 2,85,444

Poll at EGM dated 19th March 2015

No. of shareholders present in the meeting either in person or through proxy*: 196

(*Based on shareholders registering attendance)

Promoters and Promoters Group	1
Public	195
Total	196

No. of shareholders attended the meeting through video conferencing

Promoter and Promoter Group : Not Applicable

Public : Not Applicable

Detail of the Agenda:

Promoter/ Public	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
Resolution No. 2							
Mode of Voting : (E-voting)							
Promoter and Promoter Group	1065840595						
Public - Institutional holders	309306794	215889174		161644659	54244515	74.87	25.13
Public - Others	435202241	286077311		279629683	6447628	97.75	2.25
Total - (A)	1810349630	501966485		441274342	60692143	87.91	12.09

Mode of Voting : (Poll)							
Promoter and Promoter Group	1065840595	1065840595		1065840595		100.00	0.00
Public - Institutional holders	309306794	0		0	0	0.00	0.00
Public - Others	435202241	2874380		2874229	151	99.99	0.01
Total - (B)	1810349630	1068714975		1068714824	151	100.00	0.00
Result (A+B)	1810349630	1570681460		1509989166	60692294		3.86

Resolution No. 3							
Mode of Voting : (E-voting)							
Promoter and Promoter Group	1065840595						
Public - Institutional holders	309306794	217318329		214967713	2350616	98.92	1.08
Public - Others	435202241	286077311		286076366	945	100.00	0.00
Total - (A)	1810349630	503395640		501044079	2351561	99.53	0.47

Mode of Voting : (Poll)							
Promoter and Promoter Group	1065840595	1065840595		1065840595		100.00	
Public - Institutional holders	309306794	0		0	0		
Public - Others	435202241	2874380		2873494	886	99.97	0.03
Total - (B)	1810349630	1068714975		1068714089	886	100.00	0.00
Result (A+B)	1810349630	1572110615		1569758168	2352447		





Ashu Gupta & Co.

Company Secretaries

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FORM No. MGT-13

Report of Scrutinizer(s)

*[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the
Companies (Management and Administration) Rules, 2014]*

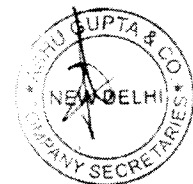
To,
Shri Gauri Shankar,
The Managing Director,
Punjab National Bank,
7, Bhikhaji Cama Place,
New Delhi-110607

**Extra-Ordinary General Meeting of the Equity Shareholders of Punjab National Bank held on
19th day of March, 2015 at Punjab National Auditorium, Central Staff Collège, 8, Underhill
Road, Civil Lines, Delhi 110054**

Dear Sir,

I, Ashu Gupta, Company Secretary in Practice of M/s Ashu Gupta & Co. , Company Secretaries appointed as Scrutinizer for the purpose of the poll taken on the resolutions contained in the notice dated 02nd February, 2015 (read with addendum to the notice dated 14th February, 2015 subject to withdrawal of item 1 to the notice) of the Extra-Ordinary General Meeting of the shareholders of Punjab National Bank, held on 19th day of March, 2015 at Punjab National Auditorium, Central Staff College, 8, Underhill Road, Civil Lines, Delhi 110054, submit my report as under:

1. After completion of the poll the ballot box kept for polling was sealed in my presence with due identification marks placed by me.
2. The sealed ballot box was subsequently opened in my presence along with two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company, Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.



3. Four (4) poll papers, which were incomplete and were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is annexed as an annexure.
5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,
Yours faithfully,

Place: New Delhi
Dated: 20.03.2015

Signature: 
Name of the Scrutinizer **Ashu Gupta**
Company secretary in Practice
CP NO. 6646



Scrutinizer's Report on Poll													
Result Of Voting through poll													
Resolutio n No	Subject of Resolution	Type of Resolution	Differen tial Voting Rights	Valid Votes							Total valid Votes cast	Invalid Votes	
				Votes in Favour (assent)			Votes casted Against (dissent)					No. of Members/ proxy whose votes were declared invalid	No. of invalid votes cast
				No. of Member/ proxy	No. of Vote cast	% of total no of valid votes cast	No. of Member/ proxy	No. of Vote cast	% of total no of valid votes cast				
2	To approve raising of equity capital of the Bank by way of FPO/QIP/ESPS or any other mode or any combination thereof.	Special	NIL	110	1068714824	99.99	3	151	0.0001	1068714975	4	85	
3	Issue of equity shares on preferential basis	Special	NIL	107	1068714089	99.99	6	886	0.0001	1068714975	4	85	

Ashu

ASHU GUPTA & CO
NEW DELHI
COMPANY SECRETARIES