

SHARE DEPARTMENT, FINANCE DIVISION,
5, SANSAD MARG, NEW DELHI-110001
Telephone No. 011-23708257, Fax No.011-23766079
e-mail: hosd@pnb.co.in

SD/61/63
December 16, 2013

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 16.12.2013

In continuation to our letter dated 28.10.2013 vide which the Exchange was informed holding of Extraordinary General Meeting of shareholders of the Bank on 16th December, 2013 in PNB Auditorium, Central Staff College, 8, Underhill Road, Civil Lines, Delhi – 110054 for the purpose of 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 today i.e.16.12.2013 have unanimously passed the Special Resolution to issue and ~~to~~ allot 85,96,530 equity shares of face value of Rs 10/- each of the Bank to Government of India on preferential basis at a price of Rs 581.63 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.: 2(A/a)

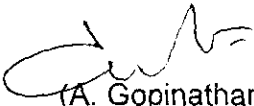
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Proceedings of Extra-ordinary General Meeting(EGM) of the Bank held on Monday, December 16, 2013 – Clause 31(d) of the Listing Agreement

1. In accordance with the Notice dated 18.11.2013, the Extra-ordinary General Meeting of the shareholders of the Bank was held on Monday, December 16, 2013 at 11.00 AM in Punjab National Bank Auditorium, Central Staff College, 8, Underhill Road, Civil Lines, Delhi – 110054.
2. Sh. K.R. Kamath, Chairman & Managing Director chaired the meeting and welcomed the shareholders present. The requisite quorum being present, the Chairman called the meeting to order.
3. Thereafter, the Chairman read out the details of proxies received and communication received from Govt. of India authorizing Mr. Tirath Ram, Under Secretary being the Govt. nominee to attend the meeting. He also introduced the directors on dais.
4. The Chairman informed that Notice convening the EGM was mailed to all the eligible shareholders and duly notified in the newspapers.
5. The Chairman further informed that due to change in holiday on account of Muharram, relevant date was changed to 14.11.2013 instead of 15.11.2013 as per regulatory requirements and accordingly change in price and number of equity shares to be issued and allotted to Govt. was notified in the form of corrigendum issued in newspaper. With the consent of the shareholders the notice for EGM was taken as read. He also informed that the corrigendum has been circulated to all the members who were present in the auditorium.
6. The Chairman then took the sole agenda item for approval of shareholders by Special Resolution to issue and to allot 85,96,530 equity shares of face value of Rs. 10/- each of the Bank to Government of India on preferential basis, at a price of Rs 581.63 per equity share, subject to necessary approvals.
7. He also informed that the Bank has obtained a certificate from M/s Ramesh Kapoor & Co., one of the Statutory Auditors of the Bank certifying correctness of the Issue Price of Rs 581.63 per equity share and compliance with SEBI(ICDR) Regulations, 2009.
8. The Special Resolution as proposed and seconded by the shareholders was passed unanimously by show of hands.
9. The Chairman then declared the meeting as closed.

Place: New Delhi

Date: 16.12.2013

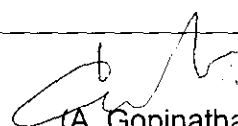

(A. Gopinathan)
Company Secretary

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EXTRA-ORDINARY GENERAL MEETING-16.12.2013
Details regarding Voting Results – Clause 35A of Listing Agreement

Name of the Company				Punjab National Bank			
Date of the EGM				16 th December, 2013			
Total number of shareholders as on cut-off date (22.11.2013)				2,32,606			
No. of shareholders present in the meeting either in person or through proxy:				Promoters and Promoter Group:		1	
				Public		315	
No. of Shareholders attended the meeting through Video Conferencing				Promoters and Promoter Group:		NIL	
				Public		NIL	
(Agenda-wise) Details of the Agenda:				Approval of shareholders to issue and to allot 85,96,530 equity shares of face value of Rs 10/- each of the Bank to Government of India on preferential basis, at a price of Rs 581.63 per equity share.			
Resolution required: (Ordinary/Special)				Special			
Mode of voting: (Show of hands/Poll/Postal ballot/E-Voting)				Show of hands (passed unanimously)			
In case of Poll/Postal ballot/E-voting				NOT APPLICABLE			
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
Promoter and Promoter Group	NOT APPLICABLE						
Public Institutional holders							
Public- Others							
Total							

Place: New Delhi
Date: 16.12.2013


(A. Gopinathan)
Company Secretary