PROCEEDINGS OF THE FIFTH ANNUAL GENERAL MEETING OF SHAREHOLDERS OF PUNJAB & SIND BANK HELD ON MONDAY, 29th JUNE, 2015, AT 10.00 A.M. AT INDIA INTERNATIONAL CENTRE, 40-MAX MUELLER MARG, LODHI ESTATE, NEW DELHI -110 003.

PRESENT

1.	Sh. Jatinderbir Singh	Chairman and Managing Director
2.	Sh. M.K. Jain	Executive Director
3.	Sh. S.R. Mehar	Director
4.	Smt. Anita Karnavar	Director
5.	Sh. M.S. Sarang	Director
6.	Sh. S.P. Babuta	Director

Attendance 164 persons holding 36,31,32,663 shares representing 90.69% of Share Capital

164 Members: (in person) (36,31,32,663 shares representing 90.69% of Share Capital). No proxy was present.

1. Mr. I.S. Bhatia – Chief General Manager, welcomed the shareholders at the Fifth Annual General Meeting of shareholders of the Bank and requested the Chairman of the meeting to formally introduce the directors on dais, address the Shareholders and thereafter to take up Agenda items.

2. Mr. Jatinderbir Singh – Chairman and Managing Director of the Bank presided over the Meeting in terms of the Regulation 59 of Punjab & Sind Bank (Shares & Meetings) Regulations, 2008.

3. The Chairman and Managing Director welcomed the Shareholders and formally introduced the directors on dais. Pursuant to Regulation 58 of the Punjab & Sind Bank (Shares and Meetings) Regulations, 2008, announced that the necessary quorum was present and accordingly declared that the meeting is in order.

4. The Chairman and Managing Director informed that the Notice of the Meeting was duly published in terms of Regulation 56 of Punjab & Sind Bank (Shares & Meetings) Regulations, 2008 and Notice for Fifth Annual General Meeting and Annual Report was mailed to all the shareholders within the statutory time and the same was also placed on the website of the Bank www.psbindia.com. Chairman's Speech was circulated to the shareholders present, both were taken as read.

5. Chairman of the meeting, took up the issues raised by the shareholders one by one and gave replies to the satisfaction of the House.



6. The Chairman of the meeting informed the house that in terms of Rule 20 of Companies (Management and Administration) Amendment Rules, 2015, the Bank provided facility of e-Voting, through CDSL to the shareholders from 26.06.2015 (10.00 a.m.) to 28.06.2015 (5.00 p.m.) and Mr Deepak Gupta, Practicing Company Secretary, was appointed scrutinizer for e-voting. The Chairman informed that the polling will be held for the two agenda items. The Chairman informed the shareholders that Mr Deepak Gupta, Practicing Company Secretary shall act as First Scrutinizer and invited one amongst the shareholders present, to act as second scrutinizer for the purposes of polling and accordingly, Mr. G.N.Balaji, authorized representative of LIC of India (DP/Client ID: IN300812-10000012), being shareholder present in the meeting, was appointed as second scrutinizer for polling at the meeting for the following two agenda items :

Item No.1: To discuss, approve and adopt the Audited Balance Sheet of the Bank as at 31st March, 2015, Profit & Loss account, together with the Report of Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet & Accounts.

Item No.2: To approve and declare dividend @ Rs.0.60 per equity share of Rs.10/- each, for the year 2014-15.

The Chairman informed to the shareholders that the Board in its meeting held on 12.05.2015, has recommended Dividend of Rs.0.60 (paise sixty only) per equity share of Rs.10/-each, for the financial year 2014-15. The Dividend shall be paid to such shareholders whose name appear in the Register of Members at the close of business hours on 'Cut-Off date' i.e., 22.06.2015 (a day before the start of Book Closure; from 23.06.2015 to 29.06.2015). The date of payment of dividend shall be July 14, 2015.

Conclusion of Meeting

There being no other business, the Chairman declared the meeting as concluded after polling process and thanked the Ministry of Finance, Government of India, the Reserve Bank of India, SEBI and Stock Exchanges for their continued guidance and support. Chairman also thanked the shareholders, directors on the Board of the Bank for their valuable contributions, employees of the Bank for their dedication and the loyal customers of the Bank for their continued support and patronage.

Punjab & Sind Bank ★ H.O. Accounts & Audit Deptt. (Shares Cell) (शेयर कक्ष) ★ Rajendra Place, New Delhi-08

Proceedings of the Fifth Annual General Meeting of the Bank on 29.06.2015

Poll Process:

Polling was held from 11.00 a.m. to 12.00 noon for the above two Agenda Items.

After the completion of the polling process up to 12.00 noon, the two scrutinizers, viz., Mr. Deepak Gupta – Practicing Company Secretary and Mr. G.N.Balaji, authorized representative of LIC of India (DP/Client ID: IN300812-10000012) being shareholder of the Bank, opened the Ballot Boxes, counted the votes polled on the two items and prepared their report on polling. Mr. Deepak Gupta – Practicing Company Secretary, submitted his report on e-voting and also submitted consolidated report after merging the result of e-voting and polling.

Based on the consolidated report, the following agenda items were declared as approved:

Item No.1: Audited Balance Sheet of the Bank as at 31st March, 2015, Profit & Loss, together with the Report of Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet & Accounts, were approved and adopted.

No. of votes in favour of the resolution	No. of votes in against the resolution	Invalid Votes
36,79,53,318	**30**	**2,450**

Item No.2: Dividend @ Rs. 0.60 per equity share of Rs. 10/- each, for the year 2014-15 was approved and declared.

No. of votes in favour of the resolution	No. of votes in against the resolution	Invalid Votes
36,79,53,417	**31**	**2,450**

Punjab & Sind Bank ★ H.O. Accounts & Audit Deptt. (Share Cell) (शेयर कक्ष) ★ Rajendra Place, New Delhi

[M.K.Jain]
Executive Director

[Jatinderbir Singh]
Chairman and Managing Director