

ਪੰਜਾਬ ਨੈਸ਼ਨਲ ਬੈਂਕ

पंजाब नेशनल बैंक

punjab national bank

— the same you see (BANK) twice —

Head Office: Plot No. 4, Sector 10, Dwarka, New Delhi - 110 075
(E-mail: hosd@pnb.co.in)

NOTICE OF THE 24TH AGM OF THE BANK TO BE HELD THROUGH VC/OAVM

NOTICE IS HEREBY GIVEN that the 24TH Annual General Meeting of the Shareholders of PUNJAB NATIONAL BANK will be held on Friday, 27TH June, 2025 at 11:00 a.m. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) facility in compliance to the applicable provisions of the SEBI (LODR) Regulations, 2015 read with MCA Circular No. 09/2024 dated 18TH September 2024, No. 09/2023 dated 25TH September 2023, No. 10/2022 dated 28TH December 2022, No. 2/2022 dated 05TH May 2022 & No. 20/2020 dated 05TH May 2020 and SEBI Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03RD October 2024, without the need of physical presence of shareholders at a common venue, to transact the business as set forth in the AGM Notice:

Ordinary Business:

- To discuss, approve and adopt the Audited Balance Sheet of the Bank as at 31ST March 2025, Profit and Loss Account of the Bank for the year ended 31ST March 2025, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditor's Report on the Balance Sheet and Accounts.
- To declare dividend on equity shares of the Bank for the financial year 2024-25.

Special Business:

- To approve the Material Related Party Transactions of the Bank.
- To approve the appointment/extension of Directors during FY 2024-25 on the Board of the Bank.
- To approve the appointment of Secretarial Auditor for carrying out Secretarial Audit and Issuance of Annual Secretarial Compliance Report.

Notes:

- The Annual Report for the year 2024-25 along with the Notice of the AGM will be sent only through email to all those Shareholders whose email addresses are registered with the Bank/Depository Participant (DP), in accordance with the aforementioned Circular(s).
- The Notice of the AGM and the Annual Report will also be available on the website of the Bank i.e. <https://www.pnbIndia.in/annual-reports.html> and the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseIndia.com and www.nseIndia.com, respectively.
- Shareholders can join and participate in the AGM through VC/OAVM facility only and such participation shall be counted for the purpose of reckoning the quorum. The instructions for joining the AGM through VC/OAVM have been set forth in the detailed Notice of AGM.
- No person shall be entitled to attend the AGM through VC/OAVM and/or vote through e-voting as duly authorized representative of a body corporate, unless a certified true copy of the resolution appointing him/her as a duly authorized representative, shall have been deposited to the Share Department, Punjab National Bank, West Wing, Fifth Floor, Plot No.4, Sector 10, Dwarka, New Delhi 110075 or is sent to the Scrutinizer by e-mail to sachin.cs.2022@gmail.com with a copy marked to evoting@nsdl.com and hosd@pnb.co.in, not less than four days before the date of the meeting i.e. on or before the closing hours i.e. 5:00 p.m. of Monday, 23RD June, 2025.
- The Board of Directors has recommended a dividend of ₹2.90 per equity share of ₹2/- each for the financial year ended 31ST March, 2025. The Record Date for payment of Dividend will be Friday, 20TH June, 2025. The dividend payment date will be Thursday, 10TH July, 2025.
- For receiving the dividend directly into the bank account, Shareholders are requested to register/update their bank details by submitting the requisite documents to the concerned DP (for shares held in demat form) and to the Bank/Bank's Registrar and Share Transfer Agent (STA) i.e. M/s Beata Financial & Computer Services (P) Ltd. (for shares held in physical form).
- Shareholders holding shares in physical form, are required to furnish valid PAN, Contact Details, Bank Account Details and updated Specimen Signature immediately to the Bank's RTA in the prescribed forms (available on the Bank's website link: <https://www.pnbIndia.in/important-Announcement-to-Physical-Shareholders.html>). If not already done, to avail uninterrupted service requests as well as dividend credit in bank account, as no dividend can be paid by way of issuance of physical warrant, with effect from 01ST April, 2024. For convenience, the shareholders may also dematerialise the physical holding so as to avail the benefit of electronic dividend payment.
- As per the Income-Tax Act, 1961, as amended by the Finance Act, 2020, dividend paid or distributed by Bank after April 1, 2020 shall be taxable in the hands of the Shareholders. Accordingly, the dividend will be paid by the Bank after deducting applicable TDS, if any. Shareholders are requested to submit the necessary documents applicable to them by June 20, 2025, to enable the Bank to assess the applicability of lower deduction or non-deduction of TDS. Submissions should be made to beatafirta@gmail.com or hosd@pnb.co.in, as detailed in the Notice of the AGM.
- Shareholders are required to link their Aadhaar number with PAN as required under Section 139AA(2) read with rule 114AAA of Income Tax Rules, 1962, before the Record Date. If any PAN is found to have not been linked with Aadhaar within the stipulated timelines, then such PAN shall be deemed inoperative and TDS shall be deducted at higher rate under section 206AA of the Act. The Bank reserves its right to recover any demand raised subsequently on the Bank for not informing or providing wrong information about applicability of Section 206AA.
- In compliance of Regulation 44 of SEBI (LODR) Regulations, 2015 and the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended read with MCA Circulars, the Bank is pleased to provide its shareholders the facility to exercise their right to vote in respect of the business to be transacted at the AGM by electronic means (remote e-voting and e-voting during the AGM) through the e-voting platform provided by NSDL. The shareholders are requested to follow the procedure as detailed in the Notice of the AGM. A copy of the Notice of AGM shall also be made available on the website of NSDL at www.evoting.nsdl.com.
- The remote e-voting will commence from 09:00 a.m. of Tuesday, 24TH June, 2025 to 05:00 p.m. of Thursday, 26TH June, 2025. No remote e-voting will be allowed beyond this date and time.
- The Bank has fixed Friday, 20TH June, 2025 as the cut-off Date for determining voting rights of shareholders entitled to participate in the remote e-voting process/e-voting at the AGM in respect of the business to be transacted at the Meeting. Any person, who acquires shares of the Bank and becomes a shareholder after emailing of the Annual Report (including the Notice of AGM) and holding shares as on the cut-off date, may follow the procedure as provided in the Notice of the AGM for obtaining the login ID and password for e-voting. A person whose name is recorded in the Register of Shareholders/Beneficial owners (maintained by the Depositories) as on the cut-off date only shall be entitled to avail the facility of remote e-voting/e-voting during the AGM.
- In terms of provisions of Section 3(2E) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, no shareholder of the Bank other than Central Government shall be entitled to exercise voting rights in respect of the shares held by him in excess of 10% of the total voting rights of all the shareholders of the Bank. If any share stands in the name of two or more persons, the person first named in the register shall, as regards voting, be deemed to be the sole holder thereof.
- A shareholder may participate in the AGM even after exercising his right to vote through remote e-voting but such a shareholder shall not be allowed to vote again during the AGM.
- Shareholders holding shares in physical form, who have not registered their email ids are requested to register the same with the Bank's RTA at beatafirta@gmail.com while those Shareholders who are holding shares in demat form and have not registered/updated their email ids are requested to approach their DP for the same, at the earliest.
- Shareholders holding shares in physical form or who have not registered their email ids with the Bank/RTA are requested to follow the procedure for casting vote through remote e-voting or e-voting during the AGM as detailed in the Notice of the AGM.
- In case of any query/grievance concerning the facility for e-voting or attending the AGM through VC, shareholders may contact Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.com or at telephone nos. 022-48867000.

By order of the Board of Directors
For Punjab National Bank
(Bikramjit Shom)
Company Secretary

Place: New Delhi
Date: 03.06.2025

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