

Integrated Governance

Punjab National Bank

General information about company

Scrip code	532461	
NSE Symbol	PNB	
MSEI Symbol	NotListed	
ISIN	INE160A01022	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	31-12-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	true	
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	true	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	false	Not applicable for quarter ended 31.12.2025
Risk management committee	true	
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities	
Is SCORE ID Available ?	true	
SCORE Registration ID	pnbank	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		

Annexure I

Annexure I to be submitted by listed entity on quarterly basis
I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory						Textual Information(1)																		
Whether the listed entity has a Regular Chairperson						true																		
Whether Chairperson is related to MD or CEO						true	Disqualification of Directors under section 164 of the Companies Act, 2013																	
Sr no.	Title(Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director(in months)	No of Directorship in listed entities including this listed entity(Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity(Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Kumarapuram Gopalakrishnan Ananthakrishnan	00019325	Non-Executive - Independent Director	Chairperson		false				Inactive	NA		07-11-2022	07-11-2022	06-11-2025	36	4	4	4	2	Tenure Completion		
2	Mr	Ashok Chandra	09322823	Executive Director	Not Applicable	CEO-MD	false				Active	NA		16-01-2025	16-01-2025			1	0	1	0			
3	Mr	M. Paramasivam	08997088	Executive Director	Not Applicable		false				Active	NA		01-12-2022	01-12-2022			1	0	0	0			
4	Mr	Bibhu Prasad Mahapatra	08756848	Executive Director	Not Applicable		false				Active	NA		09-10-2023	09-10-2023			1	0	1	0			
5	Mr	D Surendran	10174317	Executive Director	Not Applicable		false				Active	NA		24-03-2025	24-03-2025			2	0	1	0			
6	Mr	Amit Kumar Srivastava	08099846	Executive Director	Not Applicable		false				Active	NA		24-11-2025	24-11-2025			1	0	0	0			
7	Mr	D Anandan	99999998	Non-Executive - Nominee Director	Not Applicable		false				Active	NA		24-07-2025	24-07-2025			1	0	0	0			Textual Information(2)
8	Mrs	Uma Sankar	99999997	Non-Executive - Nominee Director	Not Applicable		false				Active	NA		14-07-2023	14-07-2023			1	0	1	0			Textual Information(3)
9	Mr	Ambarish Ojha	07008756	Non-Executive - Independent Director	Not Applicable	Shareholder Director	false				Active	NA		12-09-2024	12-09-2024		16	1	1	1	0			
10	Mrs	Vandana Bhagavatula	08352752	Non-Executive - Independent Director	Not Applicable	Shareholder Director	false				Active	NA		29-08-2025	29-08-2025		5	1	1	2	2			

Text Block

Textual Information(1)	In terms of Regulation 17(1) of SEBI (LODR) Regulations, 2015, not less than fifty per cent of the Board of Directors shall comprise non-executive directors. Further, where the chairperson of the Board of Directors is a non-executive director, at least one-third of the Board of Directors shall comprise independent directors and where the listed entity does not have a regular non-executive chairperson, at least half of the board of directors shall comprise of independent directors. The tenure of Non-Executive Chairman on the Banks Board completed on 06.11.2025. During the period from 07.11.2025 to 31.12.2025, guideline relating to at least fifty per cent of the Board of Directors comprising independent directors was not adhered to. Further, during the period from 24.11.2025 to 31.12.2025, guideline relating to fifty per cent of the Board of Directors comprising non-executive directors was also not adhered to. In terms of Clause 12(6) of the Nationalized Banks (Management and Miscellaneous Provisions) Scheme, 1970, if, for any reason, the Chairman is unable to attend a meeting of the Board, the Managing Director shall preside over that meeting. Accordingly, in view of vacancy in the post of Non-Executive Chairman w.e.f. 07.11.2025, Shri Ashok Chandra, MD & CEO of the Bank has been appointed as the Chairman of the Board at its meeting held on 01.12.2025 until appointment of Non-Executive Chairman by DFS, MoF, Gol In terms of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 read with the Nationalized Banks (Management and Miscellaneous Provisions) Scheme, 1970, the appointment of Directors on the Board of the Bank is done by Government of India except Shareholder Directors who are elected to the Board as per public shareholding of the Bank which currently permits to elect two Shareholder Directors on the Board. The issue of appointment of non-executive directors have been made to DFS, MoF, Gol. Further, Shri Ashok Chandra is also Director of PNB International Limited, United Kingdom.
Textual Information(2)	DIN Not Available
Textual Information(3)	DIN not available

Annexure I

II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Text Block

Textual Information(1)	<p>a.Audit Committee of the Board Comments: The composition of the Committee during the quarter ended 31.12.2025 was in terms of SEBI (LODR) Regulations, 2015. b.Nomination & Remuneration Committee (SEBI Regulations to be read with Govt. Guidelines applicable to Non-Executive Director and RBI) Comments: The composition of the Committee w.e.f. 01.10.2025 to 06.11.2025 was in terms of SEBI (LODR) Regulations, 2015. The limited purpose of NRC on PSB's is to determine Fit and Proper status of candidate contesting election for directorship. There is no such election foreseen in the near future and the Committee is non-functional w.e.f. 07.11.2025 to 31.12.2025 due to inadequacy of Independent Directors. The committee shall be reconstituted upon nomination of new Independent Directors by Central Government. c.Stakeholders Relationship Committee Comments: The composition of the Committee during the quarter ended 31.12.2025 was in terms of SEBI (LODR) Regulations, 2015. d.Risk Management Committee (applicable to the top 1000 listed entities) Comments: The composition of the Committee during the quarter ended 31.12.2025 was in terms of SEBI (LODR) Regulations, 2015.</p>
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Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08352752	Vandana Bhagavatula	Non-Executive - Independent Director	Chairperson	29-08-2025		
2	99999997	Uma Sankar	Non-Executive - Nominee Director	Member	29-08-2025		
3	07008756	Ambarish Ojha	Non-Executive - Independent Director	Member	29-08-2025		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						false	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07008756	Ambarish Ojha	Non-Executive - Independent Director	Chairperson	29-08-2025	06-11-2025	Textual Information(1)
2	00019325	Kumarapuram Gopalakrishnan Ananthakrishnan	Non-Executive - Independent Director	Member	29-08-2025	06-11-2025	
3	08352752	Vandana Bhagavatula	Non-Executive - Independent Director	Member	29-08-2025	06-11-2025	

Text Block

Textual Information(1)	Upon completion of tenure of Shri K. G. Ananthakrishnan (Non-Executive Chairman) on 06.11.2025, the Nomination and Remuneration Committee remained non-functional w.e.f. 07.11.2025 to 31.12.2025 due to inadequacy of Independent Directors on the Banks Board.
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Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08352752	Vandana Bhagavatula	Non-Executive - Independent Director	Chairperson	29-08-2025		
2	09322823	Ashok Chandra	Executive Director	Member	21-01-2025		
3	08756848	Bibhu Prasad Mahapatra	Executive Director	Member	01-10-2025		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07008756	Ambarish Ojha	Non-Executive - Independent Director	Chairperson	29-08-2025		
2	09322823	Ashok Chandra	Executive Director	Member	29-08-2025		
3	08997088	M. Paramasivam	Executive Director	Member	29-08-2025	24-11-2025	
4	08099846	Amit Kumar Srivastava	Executive Director	Member	24-11-2025		
5	08352752	Vandana Bhagavatula	Non-Executive - Independent Director	Member	29-08-2025		

Annexure I

III. Meeting of Board of Directors							Textual Information(1)
Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	22-07-2025			true	9	8	2
2	29-07-2025	6		true	9	9	2
3	30-07-2025	0		true	9	9	2
4	12-08-2025	12		true	9	8	2
5	28-08-2025	15		true	9	8	2
6	29-08-2025	0		true	10	9	3
7	24-09-2025	25		true	10	9	3
8	18-10-2025	23		true	9	9	3
9	06-11-2025	18		true	9	9	3
10	01-12-2025	24		true	9	9	2

Text Block

Textual Information(1)	During the quarter ended 31.12.2025, the meetings of the Board of Directors were conducted in the manner as specified in The Nationalized Banks (Management and Miscellaneous Provisions) Scheme, 1970 / SEBI (LODR) Regulations, 2015. In terms of Regulation 17(2A) of SEBI (LODR) Regulations, 2015 the quorum for every meeting of the board of directors shall be one-third of its total strength or three directors, whichever is higher, including at least one independent director. Accordingly, the quorum of meetings of Board of Director is in accordance with the above guidelines.
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Annexure I

IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory								Textual Information(1)		
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	15-09-2025				true	3	3	2	0
2	Audit Committee	17-10-2025	31			true	3	3	2	0
3	Audit Committee	18-10-2025	0			true	3	3	2	0
4	Audit Committee	03-12-2025	45			true	3	3	2	0
5	Risk Management Committee	11-09-2025				true	4	4	2	0
6	Risk Management Committee	15-11-2025	64			true	4	4	2	0
7	Stakeholders Relationship Committee	18-07-2025				true	3	3	1	0
8	Stakeholders Relationship Committee	17-10-2025	90			true	3	3	1	0

Text Block

Textual Information(1)	During the quarter ended 31.12.2025 the meetings of the Audit Committee of the Board, Stakeholders Relationship Committee and Risk Management Committee have been conducted in the manner as specified in The Nationalized Banks (Management and Miscellaneous Provisions) Scheme, 1970 / SEBI (LODR) Regulations, 2015. Further, during this quarter, no meeting of the Nomination & Remuneration Committee was conducted.
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Annexure I

V. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	false
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	false
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	true
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Text Block

Textual Information(1)	<p>In terms of Regulation 17(1) of SEBI (LODR) Regulations, 2015, not less than fifty per cent of the Board of Directors shall comprise non-executive directors. Further, where the chairperson of the Board of Directors is a non-executive director, at least one-third of the Board of Directors shall comprise independent directors and where the listed entity does not have a regular non-executive chairperson, at least half of the board of directors shall comprise of independent directors. The tenure of Non-Executive Chairman on the Banks Board completed on 06.11.2025. During the period from 07.11.2025 to 31.12.2025, guideline relating to at least fifty per cent of the Board of Directors comprising independent directors was not adhered to. Further, during the period from 24.11.2025 to 31.12.2025, guideline relating to fifty per cent of the Board of Directors comprising non-executive directors was also not adhered to. In terms of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 read with the Nationalized Banks (Management and Miscellaneous Provisions) Scheme, 1970, the appointment of Directors on the Board of the Bank is done by Government of India except Shareholder Directors who are elected to the Board as per public shareholding of the Bank which currently permits to elect only two Shareholder Directors on the Board. Requests for appointment of non-executive directors has been consistently taken up with with DFS, MoF, Gol.</p>
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Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Bikramjit Shom
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	false
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	
No records available	

Signatory Details

Name of signatory	Bikramjit Shom
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	22-01-2026

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	9
No. of investor complaints disposed off during the Quarter	9
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
1	Raajmarg Infra Investment Managers Private Limited	10-11-2025	0.00%	7.45%	7.45%

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	RBI	Penalty of Rs. 5000/- levied by Reserve Bank of India	01-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
2	RBI	Penalty of Rs. 5000/- levied by Reserve Bank of India	01-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
3	RBI	Penalty of Rs. 5550/- levied by Reserve Bank of India	01-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
4	RBI	Penalty of Rs. 4450/- levied by Reserve Bank of India	01-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
5	RBI	Penalty of Rs. 100/- levied by Reserve Bank of India	01-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
6	RBI	Penalty of Rs. 5000/- levied by Reserve Bank of India	05-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
7	RBI	Penalty of Rs. 25000/- levied by Reserve Bank of India	07-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
8	RBI	Penalty of Rs. 2400/- levied by Reserve Bank of India	08-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
9	RBI	Penalty of Rs. 200/- levied by Reserve Bank of India	08-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
10	RBI	Penalty of Rs. 1150/- levied by Reserve Bank of India	08-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
11	RBI	Penalty of Rs. 5000/- levied by Reserve Bank of India	08-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
12	RBI	Penalty of Rs. 10000/- levied by Reserve Bank of India	08-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
13	RBI	Penalty of Rs. 10000/- levied by Reserve Bank of India	08-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
14	RBI	Penalty of Rs. 10000/- levied by Reserve Bank of India	08-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
15	RBI	Penalty of Rs. 5000/- levied by Reserve Bank of India	08-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
16	RBI	Penalty of Rs. 5000/- levied by Reserve Bank of India	08-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
17	RBI	Penalty of Rs. 10000/- levied by Reserve Bank of India	08-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
18	RBI	Penalty of Rs. 5000/- levied by Reserve Bank of India	08-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
19	RBI	Penalty of Rs. 5000/- levied by Reserve Bank of India	08-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
20	RBI	Penalty of Rs. 50000/- levied by Reserve Bank of India	08-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
21	RBI	Penalty of Rs. 150/- levied by Reserve Bank of India	09-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
22	RBI	Penalty of Rs. 150/- levied by Reserve Bank of India	09-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
23	RBI	Penalty of Rs. 500/- levied by Reserve Bank of India	09-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
24	RBI	Penalty of Rs. 2950/- levied by Reserve Bank of India	09-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
25	RBI	Penalty of Rs. 300/- levied by Reserve Bank of India	09-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
26	RBI	Penalty of Rs. 4450/- levied by Reserve Bank of India	10-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
27	RBI	Penalty of Rs. 100/- levied by Reserve Bank of India	10-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
28	RBI	Penalty of Rs. 750/- levied by Reserve Bank of India	10-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.
29	RBI	Penalty of Rs. 78500/- levied by Reserve Bank of India	10-10-2025	Non compliance with operational guidelines of Currency Chests as per Master Directions of RBI	To extent of amount of penalty.

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
No records available				