

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity   **-Punjab National Bank**  
 2. Quarter ending           **- 31-Mar-2017**

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Sunil Mehta	00065343	AEBPM7132A	C & NED	16-Mar-2017		3	2	2	0
Mrs	Usha Ananthasubramanian	02784580	AACPA4668E	ED	14-Aug-2015			3	0	0
Mr.	K.Veera Brahmaji Rao	06861202	ATOPR8778D	ED	22-Jan-2014			2	2	0
Mr.	Ram S. Sangapure	03297417	AJRPS3887P	ED	13-Mar-2014			2	1	0
Mr.	Sanjiv Sharan	07340257	AGPPS2879A	ED	15-Sep-2016			1	0	0
Mr.	Anil Kumar Khachi	00122260	ABZPK6400A	NED	22-Jul-2016			1	1	0
Mr.	Rabi N. Mishra	0000000000	AFZPM3211R	NED	26-Apr-2016			1	1	0
Mr.	Mahesh Baboo Gupta	00014313	AEZPG4302A	NED	26-Jul-2016		3	1	1	0
Ms.	Hiroo Mirchandani	06992518	AEAPM0523L	ID	02-May-2015		3	4	2	0
Mr.	Sudhir Nayar	00200415	ACIPN0720G	ID	19-Dec-2015		3	2	3	2

## II. Composition of Committees

<b>Audit Committee</b>			
<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>
1	K.Veera Brahmaji Rao	ED	Member
2	Anil Kumar Khachi	NED	Member
3	Rabi N. Mishra	NED	Member
4	Mahesh Baboo Gupta	NED	Member
5	Sudhir Nayar	ID	Chairperson

<b>Stakeholders Relationship Committee</b>			
<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>
1	K.Veera Brahmaji Rao	ED	Member
2	Ram S. Sangapure	ED	Member
3	Sudhir Nayar	ID	Chairperson

<b>Risk Management Committee</b>			
<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>
1	Sunil Mehta	C & NED	Chairperson
2	Usha Ananthasubramanian	ED	Member
3	K.Veera Brahmaji Rao	ED	Member
4	Ram S. Sangapure	ED	Member
5	Sanjiv Sharan	ED	Member
6	Mahesh Baboo Gupta	NED	Member
7	Hiroo Mirchandani	ID	Member

<b>Nomination and Remuneration Committee</b>			
<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>
1	Sunil Mehta	C & NED	Chairperson
2	Anil Kumar Khachi	NED	Member
3	Rabi N. Mishra	NED	Member
4	Mahesh Baboo Gupta	NED	Member
5	Hiroo Mirchandani	ID	Member
6	Sudhir Nayar	ID	Member

III. Meeting of Board of Directors		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
04-Nov-2016	06-Feb-2017	37
05-Nov-2016	07-Feb-2017	
29-Nov-2016	13-Feb-2017	
30-Dec-2016	14-Mar-2017	
	28-Mar-2017	

IV. Meeting of Committees				
<i>Name of the committee</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
				48
Audit Committee	06-Feb-2017	YesQuorum3	04-Nov-2016	
Audit Committee	07-Feb-2017	Yes	05-Nov-2016	
Audit Committee	28-Mar-2017	Yes	29-Nov-2016	
Audit Committee		Yes	30-Dec-2016	
Stakeholders Relationship Committee	27-Feb-2017	YesQuorum2	28-Oct-2016	
Stakeholders Relationship Committee			29-Dec-2016	

V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	Not Applicable
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listingobligationsanddisclosurerequirements)Regulations,2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stake holders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. 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.- **Yes**
5.
  - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.- **Yes**
  - b. Any comments/ observations/ advice of Board of Directors may be mentioned here:

**Public sector banks are not companies but body corporate constituted under Banking Companies (Acquisition & transfer of undertakings) Act 1970/80 and are subject to exemptions under Regulations 15(2)(b) of the SEBI (LODR) Regulations 2015. The Board of the Bank is constituted in terms of Banking Companies (acquisition & Transfer of undertakings) Act 1970/1980.**

**Name : Balbir Singh**  
**Designation : Company Secretary**

**ANNEXURE II**

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

<b>Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>		<b>Compliance status (Yes/No/NA)</b>
Details of business		Yes
Terms and conditions of appointment of independent directors		Yes
Composition of various committees of board of directors		Yes
Code of conduct of board of directors and senior management personnel		Yes
Details of establishment of vigil mechanism/Whistle Blower policy		Yes
Criteria of making payments to non-executive directors		Yes
Policy on dealing with related party transactions		Yes
Policy for determining 'material' subsidiaries		Yes
Details of familiarization programmes imparted to independent directors		Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances		Yes
Email address for grievance redressal and other relevant details		Yes
Financial results		Yes
Shareholding pattern		Yes)
Details of agreements entered in to with the media companies and/or their associates		Not Applicable
New name and the old name of the listed entity		Not Applicable
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance</b>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b)&25(6)	Not Applicable
<i>Board composition</i>	17(1)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment &amp; Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Not Applicable

<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination &amp; remuneration committee</i>	19(1)&(2)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1)&(2)	Yes
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7)&(8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2),(3)	Yes
<i>Approval for material related party transactions</i>	23(4)	Yes
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes
<i>Other Corporate Governance requirements with respect to subsidiary of listed</i>	24(2),(3),(4),(5)&(6)	Yes
<i>Maximum Directorship &amp; Tenure</i>	25(1)&(2)	Yes
<i>Meeting of independent directors</i>	25(3)&(4)	Yes
<i>Familiarization of independent directors</i>	25(7)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26(2)&26(5)	Yes

### III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Name : Balbir Singh  
Designation : Company Secretary