

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

1. Name of Listed Entity -Punjab National Bank
2. Quarter ending - 30-Sep-2017

<b>1.Composition of Board of Directors</b>										
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 member ships in Audit/ Stake holder 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	0	0
Mr.	Sunil Mehta	07430460	ACLPM2877Q	MD&CEO	05-May-2017			4	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.	Ravi Mital	06507252	AEYPM2252G	NED	04-Jul-2017			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	3	2	1
Mr.	Sudhir Nayar	00200415	ACIPN0720G	ID	19-Dec-2015		3	2	3	2
Mr.	Sanjay Verma	0000000000	ABSPV5115C	ID	15-Jun-2017		3	1	0	0

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**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	Ravi Mital	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	Sunil Mehta	MD & CEO	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	Ravi Mital	NED	Member
3	Rabi N. Mishra	NED	Member
4	Mahesh Baboo Gupta	NED	Member
5	Hiroo Mirchandani	ID	Member
6	Sudhir Nayar	ID	Member

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<b>III. Meeting of Board of Directors</b>		
<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>
28-Jun-2017		33
09-Jun-2017		
16-May-2017	27-Sep-2017	
15-May-2017	29-Aug-2017	
26-Apr-2017	02-Aug-2017	
12-Apr-2017	01-Aug-2017	

<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>
Audit Committee	01-Aug-2017	Yes Quorum 3	06-Feb-2017
Audit Committee	28-Aug-2017	Yes	07-Feb-2017
Audit Committee	27-Sep-2017	Yes	28-Mar-2017
Audit Committee		Yes	
Stakeholders Relationship Committee	28-Aug-2017	Yes Quorum 2	27-Feb-2017
Stakeholders Relationship Committee	28-Jun-2017	YES	
Risk Management Committee	27-Sep-2017	Y Quorum 4	27-Mar-2017
Nomination & Remuneration Committee	15-Jun-2017	Y Quorum 3	

<b>v. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>
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

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### 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**

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ANNEXURE III

**Affirmations**

<b><i>Broad Heading</i></b>	<b><i>Regulation Number</i></b>	<b><i>Compliance Status</i></b>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Note:

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

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