

<b>General information about company</b>	
Scrip code	532810
NSE Symbol	PFC
MSEI Symbol	NOTLISTED
ISIN	INE134E01011
Name of the entity	POWER FINANCE CORPORATION LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	31-12-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

**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								Yes																		
Whether Chairperson is related to MD or CEO								No	Disqualification of Directors under section 164 of the Companies Act, 2013																	
Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)	Notes for not providing PAN	Notes for not providing DIN		
Mr	R. S. Dhillon	ACHPD6730B	00278074	Executive Director	Chairperson	CEO-MD	13-05-1963	No				Active	NA		01-06-2020	01-06-2020			1	0	0	0				
Mr	Ajay Tewari	ACCPT0045Q	09633300	Non-Executive - Nominee Director	Not Applicable		05-08-1970	No				Active	NA		09-06-2022	09-06-2022			1	0	0	0				
Mr	Bhaskar Bhattacharya	ADKPB8657M	09406292	Non-Executive - Independent Director	Not Applicable		15-07-1958	No				Active	NA		23-12-2021	23-12-2021		12	1	1	1	0				
Mrs	Usha Sajeev Nair	AIYPN5768N	09408454	Non-Executive - Independent Director	Not Applicable		02-07-1976	No				Active	NA		23-12-2021	23-12-2021		12	1	1	1	1				

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)	Notes for not providing PAN	Notes for not providing DIN
Mr	Prasanna Tantri	AHZPT6239Q	06471864	Non-Executive - Independent Director	Not Applicable		14-10-1981	No				Active	NA		23-12-2021	23-12-2021		12	1	1	1	1		
Mrs	Parminder Chopra	ABRPC7988H	08530587	Executive Director	Not Applicable		30-04-1967	No				Active	NA		01-07-2020	01-07-2020			3	0	3	0		
Mr	Rajiv Ranjan Jha	ACBPJ2598R	03523954	Executive Director	Not Applicable		26-04-1966	No				Active	NA		28-10-2021	28-10-2021			1	0	2	0		
Mr	Manoj Sharma	ABBPS8923L	06822395	Executive Director	Not Applicable		10-03-1966	No				Active	NA		29-08-2022	29-08-2022			1	0	0	0		

<b>Text Block</b>	
Textual Information(1)	Pursuant to provisions of AoA of Co, Directors on board are appointed by President of India through MoP, GoI. The Co. has requested MoP to expedite process of appointment of balance number of two Independent Directors on the board so that Co. can ensure Compliance with provisions of Listing Regulations.

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

**Annexure 1 Text Block**

Textual Information(1)	'Board Level Risk Management Committee' has been reconstituted w.e.f.17.12.2022 comprising of following memebers: 1. Chairman & Managing Director, -Chairman 2. Shri Bhaskar Bhattacharya, Ind. Director - Member 3. Director (Commercial) - Member 4. Director (Finance) - Member 5. Director (Projects) - Member
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Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06471864	Prasanna Tantri	Non-Executive - Independent Director	Chairperson	23-12-2021		
2	09406292	Bhaskar Bhattacharya	Non-Executive - Independent Director	Member	18-07-2022		
3	03523954	Rajiv Ranjan Jha	Executive Director	Member	28-10-2021		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09408454	Usha Sajeev Nair	Non-Executive - Independent Director	Chairperson	23-12-2021		
2	09406292	Bhaskar Bhattacharya	Non-Executive - Independent Director	Member	23-12-2021		
3	06471864	Prasanna Tantri	Non-Executive - Independent Director	Member	23-12-2021		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09408454	Usha Sajeew Nair	Non-Executive - Independent Director	Chairperson	23-12-2021		
2	08530587	Parminder Chopra	Executive Director	Member	01-07-2020		
3	03523954	Rajiv Ranjan Jha	Executive Director	Member	23-12-2021		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00278074	R. S. Dhillon	Executive Director	Chairperson	17-12-2022		
2	08530587	Parminder Chopra	Executive Director	Member	01-07-2020		
3	03523954	Rajiv Ranjan Jha	Executive Director	Member	28-10-2021		
4	06822395	Manoj Sharma	Executive Director	Member	18-07-2022		
5	09406292	Bhaskar Bhattacharya	Non-Executive - Independent Director	Member	23-12-2021		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06471864	Prasanna Tantri	Non-Executive - Independent Director	Chairperson	18-07-2022		
2	09408454	Usha Sajeev Nair	Non-Executive - Independent Director	Member	23-12-2021		
3	08530587	Parminder Chopra	Executive Director	Member	09-11-2020		
4	03523954	Rajiv Ranjan Jha	Executive Director	Member	18-07-2022		
5	06822395	Manoj Sharma	Executive Director	Member	18-07-2022		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

**Annexure 1****Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	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	18-07-2022				Yes	7	7	3
2	12-08-2022		24		Yes	7	7	3
3	05-09-2022		23		Yes	8	8	3
4	28-09-2022		22		Yes	8	7	3
5		10-11-2022	42		Yes	8	8	3
6		22-11-2022	11		Yes	8	8	3
7		17-12-2022	24		Yes	8	8	3

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory										
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	Reason 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	12-08-2022				Yes	3	3	2	0
2	Audit Committee	26-09-2022	44			Yes	3	3	2	0
3	Audit Committee	09-11-2022	43			Yes	3	3	2	0
4	Audit Committee	22-11-2022	12			Yes	3	3	2	0
5	Nomination and remuneration committee	05-09-2022				Yes	3	3	3	0
6	Nomination and remuneration committee	23-09-2022	17			Yes	3	3	3	0

**Annexure 1**

**IV. Meeting of Committees**

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	Reason 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)
7	Nomination and remuneration committee	26-09-2022	2			Yes	3	3	3	0
8	Nomination and remuneration committee	16-12-2022	80			Yes	3	3	3	0
9	Stakeholders Relationship Committee	12-08-2022				Yes	3	3	3	0
10	Stakeholders Relationship Committee	09-11-2022	88			Yes	3	3	3	0
11	Risk Management Committee	22-09-2022				Yes	4	4	1	0
12	Risk Management Committee	16-12-2022	84			Yes	4	3	1	0
13	Corporate Social Responsibility Committee	23-09-2022				Yes	5	5	2	0
14	Corporate Social Responsibility Committee	28-10-2022	34			Yes	5	5	2	0
15	Corporate Social Responsibility Committee	09-11-2022				Yes	5	4	2	0

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

**Annexure 1**

**VI. 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	No
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to 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.	Yes
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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Manohar Balwani
2	Designation	Company Secretary

<b>Text Block</b>	
Textual Information(1)	Pursuant to provisions of AoA of Co., Directors on board of Co. are appointed by President of India through MoP, GoI. The Co. has requested MoP to expedite the process of appointment of balance number of two Independent Directors on board of Co.so that Co.can ensure Compliance of provisions of Listing Regulations.

<b>Signatory Details</b>	
Name of signatory	Manohar Balwani
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	18-01-2023

