

**General information about company**

Scrip code	532810
NSE Symbol	PFC
MSEI Symbol	Not Listed
ISIN	INE134E01011
Name of the entity	Power Finance Corporation Limited
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Quarterly
Date of Report	30-06-2020
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 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					
Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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
R.S Dhillon	ACHPD6730B	00278074	Executive Director	Chairperson	CEO-MD	13-05-1963	NA		12-06-2019	01-06-2020		1	0	0	0		
Mritunjay Kumar Narayan	ABQPN5499M	03426753	Non-Executive - Nominee Director	Not Applicable		01-01-1970	NA		28-08-2019			3	0	0	0		
R.C Mishra	AFVPM0091H	02469982	Non-Executive - Independent Director	Not Applicable		24-11-1952	NA		11-07-2019			36	1	1	1	1	
Gouri Chaudhury	AERPC3560Q	07970522	Non-Executive - Independent Director	Not Applicable		19-02-1942	Yes	11-09-2018	03-11-2017			36	1	1	2	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

Sr	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 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 Chair in Stakeholder Com held en inc this entity Reg 26 Li Regu
5	Mr	N B Gupta	AAAPG0945L	00530741	Executive Director	Not Applicable		11-06-1960	NA		18-08-2017		30-06-2020		2	0	1	0
6	Mr	P.K Singh	ARVPS2332K	03548218	Executive Director	Not Applicable		20-01-1962	NA		10-08-2018				2	0	2	0
7	Mr	Rajeev Sharma	ABXPS3315G	00973413	Executive Director	Not Applicable		01-06-1960	NA		01-10-2016		31-05-2020		1	0	0	0

**Text Block**

Textual Information(1)

1. Pursuant to the provisions of Articles of Association of the company, Directors on the board of the Company are appointed by President of India through Ministry of Power (MoP), Government of India. The Company has requested MoP to expedite the process of appointment of the balance number of Independent Directors on the board of the Company so that the Company can ensure Compliance with the provisions of the Listing Regulations.
2. Shri R.C Mishra holds the membership in one Committees wherein he chairs the Committee.
3. Smt Gouri Chaudhury holds the membership in two Committees wherein she chairs one committee.
4. Shri Rajiv Sharma, Chairman and Managing Director ceased to be a Director on the Board of the Company w.e.f 31/05/2020 .
5. Shri R.S Dhillon, Director (Projects), PFC was appointed as Chairman and Managing Director of the Company pursuant to Ministry of Power, Government of India, Communication No.24-8/1/2019-PFC (MOP), dated 7th April 2020 w.e.f 01 June 2020. Shri P. K. Singh, Director (Commercial) has the additional charge of Director (Projects).
6. Shri N.B Gupta, Director (Finance) ceased to be a Director on the Board of the Company w.e.f 30/06/2020.
7. The details of number of Committees is as per 30.06.2020.

<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)

1. Shri R.S. Dhillon, Director (Projects) was appointed as Chairman and Managing Director of the Company w.e.f. 01/06/2020. Shri P. K. Singh, Director(Commercial) has additional charge of Directors(Projects) w.e.f. 01/06/2020.

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	02469982	R.C Mishra	Non-Executive - Independent Director	Chairperson	13-08-2019		
2	07970522	Gouri Chaudhury	Non-Executive - Independent Director	Member	03-11-2017		
3	00278074	R.S Dhillon	Executive Director	Member	06-02-2020	01-06-2020	
4	03548218	P.K Singh	Executive Director	Member	01-06-2020		

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	02469982	R.C Mishra	Non-Executive - Independent Director	Chairperson	13-08-2019		
2	03426753	MrItunjay Kumar Narayan	Non-Executive - Nominee Director	Member	06-02-2020		
3	07970522	Gouri Chaudhury	Non-Executive - Independent Director	Member	03-11-2017		

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	07970522	Gouri Chaudhury	Non-Executive - Independent Director	Chairperson	03-11-2017		
2	00530741	N.B Gupta	Executive Director	Member	18-08-2017		
3	00278074	R.S Dhillon	Executive Director	Member	12-06-2019	01-06-2020	
4	03548218	P.K Singh	Executive Director	Member	01-06-2019		

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	00530741	N.B Gupta	Executive Director	Chairperson	18-08-2017		
2	00278074	R.S Dhillon	Executive Director	Member	12-06-2019	01-06-2020	
3	03548218	P.K Singh	Executive Director	Member	01-06-2020		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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	02469982	R.C Mishra	Non-Executive - Independent Director	Chairperson	13-08-2019		
2	07970522	Gouri Chaudhury	Non-Executive - Independent Director	Member	06-02-2020		
3	03548218	P.K Singh	Executive Director	Member	10-08-2018		

<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				Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
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)				
1	12-02-2020				Yes	7	2
2	09-03-2020		25		Yes	6	1
3	21-03-2020		11		Yes	4	1
4		11-05-2020	50		Yes	6	2
5		29-05-2020	17		Yes	7	2
6		24-06-2020	25		Yes	5	2

**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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	12-02-2020				Yes	3	2
2	Audit Committee	24-06-2020	132			Yes	3	2
3	Stakeholders Relationship Committee	12-02-2020				Yes	3	1
4	Stakeholders Relationship Committee	24-06-2020	132			Yes	3	1
5	Corporate Social Responsibility Committee	03-02-2020				Yes	3	2
6	Corporate Social Responsibility Committee	29-05-2020	115			Yes	3	2

**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)	Number of Directors present*	No. of Independent Directors attending the meeting*
7	Risk Management Committee	23-03-2020				Yes	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 500 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

**Text Block**

Textual Information(1)

Pursuant to the provisions of Articles of Association of the company, Directors on the board of the Company are appointed by President of India through Ministry of Power (MoP), Government of India. The Company has requested MoP to expedite the process of appointment of the balance number of Independent Directors on the board of the Company so that the Company can ensure Compliance with the provisions of the Listing Regulations.

<b>Signatory Details</b>	
Name of signatory	Manohar Balwani
Designation of person	Company Secretary
Place	New Delhi
Date	12-07-2020

