

**General information about company**

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	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	30-06-2023
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	Disqualification of Directors under section 164 of the Companies Act, 2013																
Whether Chairperson is related to MD or CEO								No																	
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 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
1	Mrs	Parminder Chopra	ABRPC7988H	08530587	Executive Director	Chairperson	MD	30-04-1967	No				Active	NA		01-07-2020	01-07-2020			3	0	3	0		
2	Mr	Ajay Tewari	ACCPT0045Q	09633300	Non-Executive - Nominee Director	Not Applicable		05-08-1970	No				Active	NA		09-06-2022	09-06-2022			2	0	0	0		
3	Mr	Bhaskar Bhattacharya	ADKPB8657M	09406292	Non-Executive - Independent Director	Not Applicable		15-07-1958	No				Active	NA		23-12-2021	23-12-2021		18.5	1	1	1	0		
4	Mrs	Usha Sajeev Nair	AIYPN5768N	09408454	Non-Executive - Independent Director	Not Applicable		02-07-1976	No				Active	NA		23-12-2021	23-12-2021		18.5	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**

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 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
5	Mr	Prasanna Tantri	AHZPT6239Q	06471864	Non-Executive - Independent Director	Not Applicable		14-10-1981	No				Active	NA		23-12-2021	23-12-2021		18.5	1	1	1	1		
6	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		
7	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		
8	Mr	Ravinder Singh Dhillon	ACHPD6730B	00278074	Executive Director	Not Applicable		13-05-1963	No				Active	NA		01-06-2020	01-06-2020	01-06-2023		0	0	0	0		

<b>Text Block</b>	
Textual Information(1)	<ol style="list-style-type: none"><li>1. Subsequent to superannuation on 31.05.2023, Shri R.S Dhillon, CMD ceased to be Director of the company w.e.f June 1, 2023.</li><li>2. Pursuant to Ministry of Power, Government of India, Order dated 31.05.2023, Smt. Parminder Chopra, Director (Finance), PFC has assumed the additional charge of Chairman and Managing Director, PFC with effect from 01.06.2023.</li><li>3. Pursuant to provisions of AoA of Co, Directors on board are appointed by President of India through MoP, Gol.The Co. has requested MoP to expedite process of appointment of balance number of Independent Directors on the board so that Co. can ensure Compliance with provisions of Listing Regulations.</li></ol>

<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)	<ol style="list-style-type: none"><li>1.Subsequent to superannation on 31.05.2023, Shri R.S Dhillon, CMD ceased to be Director of the company w.e.f June 1, 2023. Accordingly he ceases to be the chairman (Member) of Board Level Risk Management Committee w.e.f. 01.06.2023</li><li>2. Pursuant to Ministry of Power, Government of India, Order dated 31.05.2023, Smt. Parminder Chopra, Director (Finance), PFC has assumed the additional charge of Chairman and Managing Director, PFC with effect from 01.06.2023.</li><li>3. By virtue of additional charge of Chairman and Managing Director,Smt. Parminder Chopra, Director (Finance) and Member of Board Level Risk Management Committee, is now the Chairman of the said committee w.e.f. 01.06.2023.</li></ol>
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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 Sajeev 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	08530587	Parminder Chopra	Executive Director	Chairperson	01-07-2020		
2	03523954	Rajiv Ranjan Jha	Executive Director	Member	28-10-2021		
3	06822395	Manoj Sharma	Executive Director	Member	18-07-2022		
4	09406292	Bhaskar Bhattacharya	Non-Executive - Independent Director	Member	23-12-2021		
5	00278074	Ravinder Singh Dhillon	Executive Director	Member	23-12-2021	01-06-2023	

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	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		

Other Committee						
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							Textual Information(1)	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)	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)	
1	13-01-2023				Yes	8	8	3
2	21-01-2023		7		Yes	8	5	1
3	13-02-2023		22		Yes	8	7	3
4	16-02-2023		2		Yes	8	7	2
5	21-03-2023		32		Yes	8	7	3
6	23-03-2023		1		Yes	8	8	3
7		09-05-2023	46		Yes	8	8	3
8		27-05-2023	17		Yes	8	8	3
9		30-05-2023	2		Yes	8	8	3

<b>Text Block</b>	
Textual Information(1)	1.Subsequent to superannation on 31.05.2023, Shri R.S Dhillon, CMD ceased to be Director of the company w.e.f June 1, 2023. 2. Pursuant to Ministry of Power, Government of India, Order dated 31.05.2023, Smt. Parminder Chopra, Director (Finance), PFC has assumed the additional charge of Chairman and Managing Director, PFC with effect from 01.06.2023.

**Annexure 1**

**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	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	13-01-2023				Yes	3	3	2	0
2	Audit Committee	13-02-2023	30			Yes	3	3	2	0
3	Audit Committee	27-05-2023	102			Yes	3	3	2	0
4	Risk Management Committee	21-03-2023				Yes	5	5	1	0
5	Risk Management Committee	09-06-2023	79			Yes	4	4	1	0
6	Corporate Social Responsibility Committee	13-01-2023				Yes	5	5	2	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	Corporate Social Responsibility Committee	21-03-2023	66			Yes	5	5	2	0
8	Corporate Social Responsibility Committee	09-05-2023	48			Yes	5	5	2	0
9	Corporate Social Responsibility Committee	30-05-2023	20			Yes	5	5	2	0
10	Stakeholders Relationship Committee	13-02-2023				Yes	3	3	1	0
11	Stakeholders Relationship Committee	30-05-2023	105			Yes	3	2	1	0
12	Nomination and remuneration committee	09-05-2023				Yes	3	3	3	0
13	Nomination and remuneration committee	27-05-2023	17			Yes	3	3	3	0

<b>Text Block</b>	
Textual Information(1)	<ol style="list-style-type: none"><li>1. Subsequent to superannuation on 31.05.2023, Shri R.S Dhillon, CMD ceased to be Director of the company w.e.f June 1, 2023.</li><li>2. Accordingly he ceases to be the chairman (Member) of Board Level Risk Management Committee w.e.f. 01.06.2023</li><li>3. Pursuant to Ministry of Power, Government of India, Order dated 31.05.2023, Smt. Parminder Chopra, Director (Finance), PFC has assumed the additional charge of Chairman and Managing Director, PFC with effect from 01.06.2023.</li><li>4. Smt. Parminder Chopra, Director (Finance), by virtue of additional charge of Chairman and Managing Director, PFC is Chairman, Board Level Risk Management Committee w.e.f. 01.06.2023</li></ol>

**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	NA	
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	Manish Agarwal
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	Manish Agarwal
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	19-07-2023

