

<b>MSEI Symbol</b>	
Scrip code	532810
NSE Symbol	PFC
MSEI Symbol	
ISIN	INE134E01011
Name of the entity	Power Finance Corporation Limited
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Quarterly
Date of Report	30-06-2018
Risk management committee	Applicable

## 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)			
Is there any change in information of board of directors compare to previous quarter															
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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	Mr	Rajeev Sharma	ABXPS3315G	00973413	Executive Director	Chairperson	CEO-MD	01-10-2016			0	0	0		
2	Mr	Arun Kumar Verma	AATPB0522H	02190047	Non-Executive - Nominee Director	Not Applicable		13-10-2015			0	0	0		
3	Mr	Sitaram Pareek	AAAPP4080B	00165036	Non-Executive - Independent Director	Not Applicable		06-02-2017		36	1	1	1		
4	Mrs	Gouri Chaudhury	AERPC3560Q	07970522	Non-Executive - Independent Director	Not Applicable		03-11-2017		36	1	2	1		

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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	D.Ravi	AEFPD2949L	00038452	Executive Director	Not Applicable		16-11-2015	01-06-2018		0	0	0		
6	Mr	Chinmoy Gangopadhyay	AAAGPG8069D	02271398	Executive Director	Not Applicable		01-01-2017			0	3	0		
7	Mr	Naveen Bhushan Gupta	AAAPG0945L	00530741	Executive Director	Not Applicable		18-08-2017			0	1	0		

<b>Text Block</b>	
Textual Information(1)	<ol style="list-style-type: none"><li>1. Pursuant to the provisions of Article of Associations 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.</li><li>2. Shri Sitaram Pareek holds the Membership in one Committee wherein he chairs the Committee.</li><li>3. Smt. Gouri Chaudhury holds the Membership in two Committees out of which in one she chairs the Committee.</li><li>4. On reaching the age of superannuation, Shri D. Ravi has relinquished the charge of the post of Director (Commercial), w.e.f. 31st May, 2018 and consequently ceased to be a Director of Power Finance Corporation Ltd. w.e.f. 1st June, 2018.</li><li>5. Shri Rajeev Sharma, CMD PFC, has assumed the additional charge of Director (Commercial), PFC w.e.f. 1st June, 2018.</li></ol>

<b>Audit Committee Details</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00165036	Mr. Sitaram Pareek	Non-Executive - Independent Director	Chairperson	
2	07970522	Mrs. Gouri Chaudhury	Non-Executive - Independent Director	Member	
3	02271398	Mr. Chinmoy Gangopadhyay	Executive Director	Member	

<b>Nomination and remuneration committee</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00165036	Mr. Sitaram Pareek	Non-Executive - Independent Director	Chairperson	Textual Information(1)
2	07970522	Mrs. Gouri Chaudhury	Non-Executive - Independent Director	Member	
3	00973413	Mr. Rajeev Sharma	Executive Director	Member	

<b>Nomination and remuneration committee Text Block</b>	
Textual Information(1)	<p>The Nomination and Remuneration Committee comprises of 3 Members, out of which two are Non-Executive Independent Directors and 1 Executive Director.</p> <p>On reaching the age of superannuation, Shri D. Ravi has relinquished the charge of the post of Director (Commercial), w.e.f. 31st May, 2018 and consequently ceased to be a Director of Power Finance Corporation Ltd. w.e.f. 1st June, 2018 and accordingly ceased to be a member of the Nomination and Remuneration Committee.</p> <p>Shri Rajeev Sharma, CMD PFC, has assumed the additional charge of Director (Commercial), PFC w.e.f. 1st June, 2018.</p> <p>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.</p>

<b>Stakeholders Relationship Committee</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	07970522	Mrs. Gouri Chaudhury	Non-Executive - Independent Director	Chairperson	
2	00530741	Mr. Naveen Bhushan Gupta	Executive Director	Member	
3	02271398	Mr. Chinmoy Gangopadhyay	Executive Director	Member	

<b>Risk Management Committee</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	02271398	Mr.Chinmoy Gangopadhyay	Executive Director	Chairperson	
2	00530741	Mr. Naveen Bhushan	Executive Director	Member	

<b>Corporate Social Responsibility Committee</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00165036	Mr. Sitaram Pareek	Non-Executive - Independent Director	Chairperson	Textual Information(1)
2	02271398	Mr. Chinmoy Gangopadhyay	Executive Director	Member	
3	00973413	Mr. Rajeev Sharma	Executive Director	Member	

<b>Corporate Social Responsibility Committee Text Block</b>	
Textual Information(1)	<p>The CSR Committee comprises of 3 Members out of which one is a Non-Executive Independent Director and the other two are whole time director.</p> <p>On reaching the age of superannuation, Shri D. Ravi has relinquished the charge of the post of Director (Commercial), w.e.f. 31st May, 2018 and consequently ceased to be a Director of Power Finance Corporation Ltd. w.e.f. 1st June, 2018 and accordingly ceased to be a member of the CSR Committee.</p> <p>Shri Rajeev Sharma, CMD PFC, has assumed the additional charge of Director (Commercial), PFC w.e.f. 1st June, 2018.</p>

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

<b>Annexure 1</b>			
<b>Annexure 1</b>			
<b>III. Meeting of Board of Directors</b>			
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)
1	12-02-2018		
2	26-02-2018		13
3	21-03-2018		22
4	26-03-2018		4
5		25-05-2018	59
6		28-06-2018	33

Annexure 1							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee		Yes	3	12-02-2018		
2	Audit Committee		Yes	3	26-02-2018		
3	Audit Committee	25-05-2018	Yes	3			
4	Audit Committee	28-06-2018	Yes	3			
5	Corporate Social Responsibility Committee		Yes	3	10-01-2018		
6	Corporate Social Responsibility Committee		Yes	3	26-02-2018		

## Annexure 1

## IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
7	Corporate Social Responsibility Committee		Yes	3	26-03-2018		
8	Corporate Social Responsibility Committee	07-05-2018	Yes	3			
9	Stakeholders Relationship Committee		Yes	3	12-02-2018		
10	Stakeholders Relationship Committee	25-05-2018	Yes	3			
11	Risk Management Committee		Yes	2	23-03-2018		
12	Risk Management Committee	17-05-2018	Yes	2			

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
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	

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
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	No
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 100 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)

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	Mr. Manohar Balwani
2	Designation	Company Secretary

<b>Text Block</b>	
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 Listing Regulations.

<b>Signatory Details</b>	
Name of signatory	Mr. Manohar Balwani
Designation of person	Company Secretary
Place	New Delhi
Date	06-07-2018

