

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	Half Yearly
Date of Report	30-09-2023
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	
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
1	Mrs	Parminder Chopra	ABRPC7988H	08530587	Executive Director	Chairperson	CEO-MD	30-04-1967
2	Mr	Ajay Tewari	ACCPT0045Q	09633300	Non-Executive - Nominee Director	Not Applicable		05-08-1970
3	Mr	Bhaskar Bhattacharya	ADKPB8657M	09406292	Non-Executive - Independent Director	Not Applicable		15-07-1958
4	Mrs	Usha Sajeew Nair	AIYPN5768N	09408454	Non-Executive - Independent Director	Not Applicable		02-07-1976
5	Mr	Prasanna Tantri	AHZPT6239Q	06471864	Non-Executive - Independent Director	Not Applicable		14-10-1981
6	Mr	Rajiv Ranjan Jha	ACBPJ2598R	03523954	Executive Director	Not Applicable		26-04-1966
7	Mr	Manoj Sharma	ABBPS8923L	06822395	Executive Director	Not Applicable		10-03-1966

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active

I. Composition of Board of Directors

Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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	NA		01-07-2020	14-08-2023			1	0	0	0		
2	NA		09-06-2022	09-06-2022			2	0	0	0		
3	NA		23-12-2021	23-12-2021		21.5	1	1	1	0		
4	NA		23-12-2021	23-12-2021		21.5	1	1	1	1		
5	NA		23-12-2021	23-12-2021		21.5	1	1	1	1		
6	NA		28-10-2021	28-10-2021			2	0	2	0		
7	NA		29-08-2022	29-08-2022			2	0	0	0		

Text Block

Textual Information(1)

1. Subsequent to superannuation on 31.05.2023, Sh R.S Dhillon, CMD ceased to be Director w.e.f 01.06.2023. 2. Pursuant to MoP, Order dt 31.05.2023, Smt. Parminder Chopra, Director (Finance) assumed additional charge of CMD, PFC wef 01.06.2023. 3. Subsequently, MoP vide Order dt.14.08.2023 has appointed Smt. Parminder Chopra, Director (Finance) PFC to the post of CMD w.e.f. 14.08.2023. Also, MoP vide order dt.30.08.2023 has entrusted the addl. charge of Director (Finance), PFC to Smt. Parminder Chopra, CMD, PFC w.e.f. 14.08.2023. 4. Pursuant to AoA, Directors on board are appointed by President of India through MoP. The Co. requested MoP to expedite process of appointment of balance Independent Directors on board so that Co. can ensure Compliance.

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

Annexure 1 Text Block

Textual Information(1)

1. Pursuant to MoP, Order dt 31.05.2023, Smt. Parminder Chopra, the then Director (Finance) assumed additional charge of CMD, PFC w.e.f. 01.06.2023. 2. Subsequently, MoP vide Order dated 14.08.2023 has appointed Smt. Parminder Chopra, Director (Finance) PFC to the post of CMD w.e.f. 14.08.2023. Also, MoP vide order dated 30.08.2023 has entrusted the additional charge of Director (Finance), PFC to Smt. Parminder Chopra, CMD, PFC w.e.f. 14.08.2023. 3. Smt. Parminder Chopra, has been member of BLRMC w.e.f. 01.07.2020 as Director (Finance) and on assumption of Charge as CMD(adl. charge w.e.f. 01.06.2023), she became Chairman, BLRMC 4. Also, Smt. Parminder Chopra, is continuing as Member, Stakeholders Relationship and Shareholders Investors Grievance Committee and CSR and Sustainable Development Committee (being Additional Charge , Director Finance w.e.f. 01.06.2023)

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	03523954	Rajiv Ranjan Jha	Executive Director	Member	23-12-2021		
3	08530587	Parminder Chopra	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		

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	06822395	Manoj Sharma	Executive Director	Member	18-07-2020		
4	03523954	Rajiv Ranjan Jha	Executive Director	Member	18-07-2020		
5	08530587	Parminder Chopra	Executive Director	Member	09-11-2020		

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				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*
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	09-05-2023				Yes	8	8	3
2	27-05-2023		17		Yes	8	8	3
3	30-05-2023		2		Yes	8	8	3
4		03-07-2023	33		Yes	7	7	3
5		11-08-2023	38		Yes	7	7	3
6		19-08-2023	7		Yes	7	7	3
7		12-09-2023	23		Yes	7	7	3
8		28-09-2023	15		Yes	7	7	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	27-05-2023				Yes	3	3	2	0
2	Audit Committee	11-08-2023	75			Yes	3	3	2	0
3	Audit Committee	27-09-2023	46			Yes	3	3	2	0
4	Nomination and remuneration committee	09-05-2023				Yes	3	3	3	0
5	Nomination and remuneration committee	27-05-2023	17			Yes	3	3	3	0
6	Nomination and remuneration committee	19-08-2023	83			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	Stakeholders Relationship Committee	30-05-2023				Yes	3	2	1	0
8	Stakeholders Relationship Committee	10-08-2023	71			Yes	3	2	1	0
9	Corporate Social Responsibility Committee	09-05-2023				Yes	5	5	2	0
10	Corporate Social Responsibility Committee	30-05-2023	20			Yes	5	5	2	0
11	Corporate Social Responsibility Committee	10-08-2023	71			Yes	5	4	2	0
12	Corporate Social	11-08-2023	0			Yes	5	5	2	0

	Responsibility Committee									
13	Corporate Social Responsibility Committee	11-09-2023	30			Yes	5	5	2	0
14	Risk Management Committee	09-06-2023				Yes	4	4	1	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	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 and Compliance Officer

Text Block

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.

Annexure III

III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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Annexure III

Annexure III		
1	Name of signatory	Manish Agarwal
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	NIL	0	0
Directors (including relatives) or any other entity controlled by them	NIL	0	0
KMPs or any other entity controlled by them	NIL	0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	0	0
Promoter Group or any other entity controlled by them	NIL	0	0
Directors (including relatives) or any other entity controlled by them	NIL	0	0
KMPs or any other entity controlled by them	NIL	0	0

(D) Additional Information

Textual Information(2)

II. Affirmations

Affirmations	Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	Yes	Textual Information(3)
Name	PARMINDER CHOPRA	
Designation	CEO	
Place	New Delhi	
Date	12-10-2023	

Text Block

Details of Cyber security incidence	
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Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
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Signatory Details

Name of signatory	Manish Agarwal
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	11-10-2023

