

**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	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Half Yearly
Date of Report	30-09-2024
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

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	Shashank Misra	ASVPM7403N	08364288	Non-Executive - Nominee Director	Not Applicable		16-03-1983
3	Mr	Bhaskar Bhattacharya	ADKPB8657M	09406292	Non-Executive - Independent Director	Not Applicable		15-07-1958
4	Mrs	Usha Sajeev 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
8	Mr	Sandeep Kumar	AAFPPK2926A	08529035	Executive Director	Not Applicable		20-03-1966

**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
8	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		01-07-2020	14-08-2023			1	0	0	0			
2	NA		25-06-2024	25-06-2024			2	0	0	0			
3	NA		23-12-2021	23-12-2021		33.5	1	1	1	0			
4	NA		23-12-2021	23-12-2021		33.5	1	1	1	1			
5	NA		23-12-2021	23-12-2021		33.5	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	2	0			
8	NA		11-07-2024	11-07-2024			1	0	1	0			

**Text Block**

Textual Information(1)

1. MoP entrusted addl.charge D(F) to Smt. Parminder Chopra, CMD w.e.f. 14.08.23. 2. Sh. Sandeep Kumar has been appointed as Director (Finance) vide MoP order dt.11.07.2024 3.Pursuant to AoA, Dir. are appointed by President of India through MoP. The Co. requested MoP to expedite process of appt. of balance IDs on BoD

<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)

Consequent upon appointment of Shri Sandeep Kumar as D(F) we.f. 11.07.2024, he became a member of SIGC, BLRMC and CSR . Accordingly Smt. Parminder Chopra holding Addl.charge of D(F) upto 10.07.2024 ceased to be member SIGC, CSR.

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	06471864	Prasanna Tantri	Non-Executive - Independent Director	Member	23-12-2021		
3	09406292	Bhaskar Bhattacharya	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	08529035	Sandeep Kumar	Executive Director	Member	11-07-2024		
4	08530587	Parminder Chopra	Executive Director	Member	01-07-2020	10-07-2024	

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	09406292	Bhaskar Bhattacharya	Non-Executive - Independent Director	Member	23-12-2021		
3	03523954	Rajiv Ranjan Jha	Executive Director	Member	28-10-2021		
4	06822395	Manoj Sharma	Executive Director	Member	29-08-2022		
5	08529035	Sandeep Kumar	Executive Director	Member	11-07-2024		

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	29-08-2022		
4	03523954	Rajiv Ranjan Jha	Executive Director	Member	18-07-2022		
5	08529035	Sandeep Kumar	Executive Director	Member	11-07-2024		
6	08530587	Parminder Chopra	Executive Director	Member	09-11-2020	10-07-2024	

<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							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	15-04-2024				Yes	7	6	3
2	15-05-2024		29		Yes	7	7	3
3	16-05-2024		0	Adjourned meeting	Yes	7	6	3
4	20-06-2024		34		Yes	7	6	3
5		03-07-2024	12		Yes	7	7	3
6		19-07-2024	15		Yes	8	8	3
7		30-07-2024	10		Yes	8	8	3
8		06-08-2024	6		Yes	8	8	3
9		29-08-2024	22		Yes	8	8	3
10		20-09-2024	21		Yes	8	8	3

**Text Block**

Textual Information(1)

The Board meeting held on 15.05.2024 was adjourned and held on 16.05.2024

## 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	15-05-2024				Yes	3	3	2	0
2	Audit Committee	18-07-2024	63			Yes	3	3	2	0
3	Audit Committee	06-08-2024	18			Yes	3	3	2	0
4	Nomination and remuneration committee	14-05-2024				Yes	3	3	3	0
5	Nomination and remuneration committee	03-07-2024	49			Yes	3	3	3	0
6	Nomination and remuneration committee	18-07-2024	14			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	14-05-2024				Yes	3	2	1	0
8	Stakeholders Relationship Committee	22-08-2024	99			Yes	3	3	1	0
9	Corporate Social Responsibility Committee	14-05-2024				Yes	5	4	2	0
10	Corporate Social Responsibility Committee	03-09-2024	111			Yes	5	4	2	0
11	Corporate Social Responsibility Committee	25-09-2024	21			Yes	5	5	2	0
12	Risk Management Committee	20-06-2024				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 Kumar 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	
6				

**Annexure III**

<b>Annexure III</b>		
1	Name of signatory	Manish Kumar Agarwal
2	Designation	Company Secretary and Compliance Officer

<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(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>(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</b>			
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	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
<b>(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</b>			
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	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
(D) Additional Information			Textual Information(2)
<b>II. Affirmations</b>			
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	Sandeep Kumar		
Designation	CFO		
Place	New Delhi		
Date	17-10-2024		

**Text Block**

<b>Details of Cyber security incidence</b>		
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
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

<b>Signatory Details</b>	
Name of signatory	Manish Kumar Agarwal
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	17-10-2024

