

| 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 | 01-04-2021 |
| Date of end of financial year | 31-03-2022 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2021 |
| 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 | 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 | Temure 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 | Mr | R.S Dhillon | ACHPD6730B | 00278074 | Executive Director | Chairperson | CEO-MD | 13-05-1963 | NA | | 12-06-2019 | 01-06-2020 | | 1 | 0 | 0 | 0 | | | |
| 2 | Mr | Vishal Kapoor | ABUPK0787H | 08700132 | Executive Director | Not Applicable | | 19-06-1974 | NA | | 07-09-2021 | 07-09-2021 | | 2 | 0 | 2 | 1 | | | |
| 3 | Mr | R.C Mishra | AFVPM0091H | 02469982 | Non-Executive - Independent Director | Not Applicable | | 24-11-1952 | NA | | 11-07-2019 | 11-07-2019 | 36 | 1 | 1 | 2 | 2 | | | |
| 4 | Mr | P.K Singh | ARVPS2332K | 03548218 | Executive Director | Not Applicable | | 20-01-1962 | NA | | 10-08-2018 | 10-08-2018 | | 2 | 0 | 4 | 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 post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Note |
|----|-----------------|----------------------|------------|----------|----------------------------------|-------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|--|--|------|
| 5 | Mrs | Parminder Chopra | ABRPC7988H | 08530587 | Executive Director | Not Applicable | | 30-04-1967 | NA | | 01-07-2020 | 01-07-2020 | | | 2 | 0 | 1 | 0 | |
| 6 | Mr | Tannay Kumar | ACRPK7796A | 02574098 | Non-Executive - Nominee Director | Not Applicable | | 27-09-1966 | NA | | 04-11-2020 | 04-11-2020 | 07-09-2021 | | 0 | 0 | 0 | 0 | |

Text Block

| | |
|------------------------|--|
| Textual Information(1) | Pursuant to AoA of Co, Directors are appointed by Pol through MoP, GoI. The Co. has requested MoP to expedite process of appointment of Independent Directors so that Co. can ensure Compliance with Listing Regulations. Sh R.C Mishra holds membership and Chairmanship in 2 Committees. Sh P.K Singh, Director(Commercial), is also holding additional charge of Director(Projects), Sh Tanmay Kumar ceased to be Director w.e.f 7.9.21 so the details of Directorship/membership as on 30.9.21 are NA. |
|------------------------|--|

| | |
|--|------------------------|
| 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.Sh. Tanmay Kumar, Govt. Nominee Director ceased to be member on Board of Co. w.e.f. 07.09.2021, accordingly he also ceased to be a member of the Committees. 2. Sh. P.K Singh, Director(Commercial) is holding additional charge of Director (Projects) 3. Pursuant to SEBI notification dt. 5.5.21, Board level Risk Management Committee (RMC) was constituted by BoD in its meeting on 12.8.21, vice the then existing RMC. |
|------------------------|--|

| 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 | 08700132 | Vishal Kapoor | Executive Director | Member | 07-09-2021 | | |
| 3 | 03548218 | P.K Singh | Executive Director | Member | 01-06-2020 | | |
| 4 | 02574098 | Tanmay Kumar | Non-Executive - Nominee Director | Member | 09-11-2020 | 07-09-2021 | |

| 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 | 02469982 | R.C Mishra | Non-Executive - Independent Director | Chairperson | 13-08-2019 | | |
| 2 | 08700132 | Vishal Kapoor | Executive Director | Member | 07-09-2021 | | |
| 3 | 03548218 | P.K Singh | Executive Director | Member | 09-11-2020 | | |
| 4 | 02574098 | Tanmay Kumar | Non-Executive - Nominee Director | Member | 09-11-2020 | 07-09-2021 | |

| 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 | 02469982 | R.C Mishra | Non-Executive - Independent Director | Chairperson | 09-11-2020 | | |
| 2 | 03548218 | P.K Singh | Executive Director | Member | 01-06-2020 | | |
| 3 | 08530587 | Parminder Chopra | Executive Director | Member | 01-07-2020 | | |

| 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 | 02469982 | R.C Mishra | Non Executive-Independent Director | Chairperson | 12-08-2021 | | |
| 2 | 03548218 | P.K Singh | Executive Director | Member | 12-08-2021 | | |
| 3 | 08530587 | Parminder Chopra | Executive Director | Member | 12-08-2021 | | |

| 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 | 02469982 | R.C Mishra | Non-Executive - Independent Director | Chairperson | 13-08-2019 | | |
| 2 | 03548218 | P.K Singh | Executive Director | Member | 10-08-2018 | | |
| 3 | 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 | | | | | | | |
|--|---|--|---|------------------------------|--|--|---|
| 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) | Number of Directors present* (other than Independent Director) | No. of Independent Directors attending the meeting* |
| 1 | 21-05-2021 | | | | Yes | 5 | 1 |
| 2 | 15-06-2021 | | 24 | | Yes | 5 | 1 |
| 3 | | 12-08-2021 | 57 | | Yes | 5 | 1 |
| 4 | | 30-08-2021 | 17 | | Yes | 5 | 1 |
| 5 | | 17-09-2021 | 17 | | Yes | 5 | 1 |

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) | Disclosure of notes on meeting of committees explanatory | | | | Number of Directors present* (other than Independent Director) | No. of Independent Directors attending the meeting* |
| | | | 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) | | |
| 1 | Audit Committee | 15-06-2021 | | | | Yes | 3 | 1 |
| 2 | Audit Committee | 12-08-2021 | 57 | | | Yes | 3 | 1 |
| 3 | Nomination and remuneration committee | 12-08-2021 | | | | Yes | 3 | 1 |
| 4 | Nomination and remuneration committee | 10-09-2021 | | | | Yes | 2 | 1 |
| 5 | Stakeholders Relationship Committee | 15-06-2021 | | | | Yes | 3 | 1 |
| 6 | Stakeholders Relationship Committee | 12-08-2021 | | | | Yes | 3 | 1 |

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* (other than Independent Director) | No. of Independent Directors attending the meeting* |
| 7 | Corporate Social Responsibility Committee | 17-05-2021 | | | | Yes | 3 | 1 |
| 8 | Corporate Social Responsibility Committee | 06-08-2021 | | | | Yes | 3 | 1 |
| 9 | Risk Management Committee | 12-08-2021 | | | | Yes | 3 | 1 |

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 | No |
| 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 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 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 Independent Directors (including at least one Independent Woman Director) 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 | Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| Any other information to be provided | | | | |

Annexure III

| | | |
|---|-------------------|--|
| 1 | Name of signatory | Manohar Balwani |
| 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 | 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 |
| (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 | CFO | | |
| Place | New Delhi | | |
| Date | 21-10-2021 | | |

| Signatory Details | |
|--------------------------|--|
| Name of signatory | Manohar Balwani |
| Designation of person | Company Secretary and Compliance Officer |
| Place | New Delhi |
| Date | 21-10-2021 |

