

सं: 1:05:138:II:सीएस
दिनांक: 31 मई, 2017

नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड लिस्टिंग विभाग, एक्सचेंज प्लाजा, बांद्रा-कुर्ला कॉम्प्लेक्स, बांद्रा (पू), मुंबई-400 051	बंबई स्टॉक एक्सचेंज लिमिटेड, कॉर्पोरेट सेवाएं विभाग, मंजिल-25, पी. जे. टावर्स, दलाल स्ट्रीट, मुंबई-400 001
ध्यानाकर्षण: सुश्री रेहाना डीसूजा, सहायक उपाध्यक्ष	ध्यानाकर्षण: श्री अय्यर गोपालकृष्ण, महाप्रबंधक, निगम सेवाएं

विषय: सेबी (एलओडीआर) विनियम, 2015 के विनियम 52(5) के अंतर्गत डिबेंचर ट्रस्टी(यों) से प्रमाण-पत्र।

महोदय/महोदया,

हमारे दिनांक 29 मई, 2017 के पूर्ववर्ती पत्र के अनुक्रम में, सेबी (एलओडीआर) विनियम, 2015 के विनियम 52(5) के अंतर्गत दिनांक 31 मार्च, 2017 को समाप्त अवधि के लिए डिबेंचर ट्रस्टी(यों) से प्रमाण-पत्र इस पत्र के साथ संलग्न हैं।

धन्यवाद,

भवदीय,
कृते पावर फाइनेंस कॉर्पोरेशन लिमिटेड

(मनोहर बलवानी)
कंपनी सचिव
mb@pfcindia.com

संलग्न: यथोपरि।

CERTIFICATE FOR RECEIPT AND NOTING OF INFORMATION

[Pursuant to Regulation 52(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We, **Catalyst Trusteeship Limited** (“**Debenture Trustee**”) hereby confirm that we have received and noted (without independent verification thereof) the information, as specified under regulation 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Regulations**”), provided to us by **Power Finance Corporation Limited** (“**the Company**”) for the Half year ended on March 31, 2017.

This Certificate is being issued pursuant to the requirements of Regulation 52(5) of the aforesaid Regulations, for onward submission to Stock Exchange(s) by the Company.

**For Catalyst Trusteeship Limited
(Formerly GDA Trusteeship Limited)**

S.B. Karawade

Authorised Signatory

Date: May 29, 2017



IDBI Trusteeship Services Ltd

CIN : U65991MH2001GOI131154



No. 1765 /ITSL/OPR/2017-18
May 30, 2017

To,
Power Finance Corporation Limited
Urjanidhi, 1, Barakhamba Lane,
Connaught Place,
New Delhi - 110001

Kind Attn: Ms. Samidha Jain

Dear Madam,

Sub: Letter of Debenture Trustee pursuant to Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended March 31, 2017

This has reference to the privately placed Unsecured, Non-Convertible Debentures issued by **Power Finance Corporation Limited ("Issuer")** wherein IDBI Trusteeship Services Limited is acting as the Debenture Trustee and listed on the National Stock Exchange of India Ltd. (NSE) and or/ Bombay Stock Exchange (BSE) ("**Listed Debt Securities**").

Pursuant to Regulation 52(4) read with Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015, the Issuer is required to submit the documents required there along with its half yearly/annual financial results to the Stock Exchange, with a letter of the Debenture Trustee (IDBI Trusteeship Services Limited) that the Debenture Trustee has noted the contents furnished by the Issuer as per Regulation 52(4).

In pursuance thereof we hereby confirm that we have received the aforesaid information through your letter bearing reference no.04:04:QCR:2015-16:H2 dated May 29, 2017 and we have noted the contents provided therein.

Thanking you,

Yours faithfully

For **IDBI Trusteeship Services Limited**

Authorised Signatory

A handwritten signature in blue ink, appearing to be 'AS' followed by a stylized name.



Handwritten initials 'ASK' in blue ink.



Handwritten signature or initials in blue ink.






uthorised



30th May, 2017

To,
Mr. Manohar Balwani
Company Secretary
Power Finance Corporation Limited,
Urjanidhi, 1 Barakhamba Lane, Connaught Place,
New Delhi 110001

Dear Sir,

Sub: Half Yearly Certificate of Debenture Trustee for March 31, 2017

In compliance of the requirements of Chapter V, Regulation 52, Sub – Regulation (4) and (5) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for Non – Convertible Debt Securities we would like to state as under:

We, Vistra ITCL (India) Limited (formerly known as IL&FS Trust Company Limited), are acting as a Debenture Trustee for Public Issue – Tax Free Bonds in nature of Secured, Redeemable Non-Convertible Debenture issue aggregating up to Rs. 4741.02 crores (Rs. 699.75 crores + Rs. 165.37 crores + Rs. 3875.90 crores) of Power Finance Corporation Limited. ('Company').

With reference to above, we have received the following documents from the Company and have noted its contents without verification:

1. Details of Non-Convertible Debentures issued through Public Issue under Regulation 52(4) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 dated May 29, 2017
2. Audited Financial Results (Standalone and Consolidated) and Audit Report for the quarter and the financial year ended March 31, 2017

This certificate has been signed and issued by us based on the documents (as mentioned above) submitted by you.

Thanking You.

Yours sincerely,

For Vistra ITCL (India) Limited
(Formerly known as IL&FS Trust Company Limited)

MJ
[Signature]
Authorized Signatory
Place: Mumbai





(A wholly owned subsidiary of Punjab National Bank)

Regd. Office:
10, Rakesh Deep Building, Yusuf Sarai Commercial Complex,
Gulmohar Enclave, New Delhi 110049 Tel: 011-41032929
Fax : 011-41035057 E-Mail: delhi_corporate@pnbisl.com

Date: 09.05.2017

Sub: CERTIFICATE FOR RECEIPT AND NOTING OF INFORMATION

We, PNB Investment Services Limited, hereby confirm that we have received and noted the information as specified under regulation 52 (4) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, provided to us by Power Finance Corporation Ltd. for the half year ended 31.03.2017.

This certificate is being issued pursuant to the requirement of regulation 52(5) of the above referred regulations for onward submission to Stock Exchange(s) by the Company.

For PNB Investment Services Limited

Authorised Signatory

Corporate Office: PNB Pragati Towers, 2nd Floor, Plot No. C-9, G-Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051.
Tel: 022-26532745 Fax: 022-26532687 Email: mumbai_corporate@pnbisl.com Website: www.pnbisl.com

CIN: U65191DL2009GOI187146

29th May, 2017



To,
Ms. Samidha Jain
Addl. General Manager (RM-I)
Power Finance Corporation Limited,
Urjanidhi, 1 Barakhamba Lane, Connaught Place,
New Delhi 110001

Dear Madam,

Sub: Half Yearly Certificate of Debenture Trustee for March 31, 2017

In compliance of the requirements of Chapter V, Regulation 52, Sub – Regulation (4) and (5) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for Non – Convertible Debt Securities we would like to state as under:

We, Vistra ITCL (India) Limited (formerly known as IL&FS Trust Company Limited), are acting as a Debenture Trustee for private placement – Tax Free Bonds in nature of Secured, Redeemable Non-Convertible Debenture issue aggregating up to Rs. 13,321.96 crores (Rs. 190 Crs + Rs. 250 Crs + Rs. 250 Crs + Rs.157.96 Crs + Rs. 800 Crs + Rs. 113 Crs + Rs. 1011 Crs + Rs. 4500 Crs + Rs.1000 Crs + Rs.270 Crs + Rs. 270 Crs + Rs.270 Crs + Rs. 2240 Crs + Rs. 2000 Crs) of Power Finance Corporation Limited. ('Company').

With reference to above, we have received Details of Non-Convertible Debentures issued on private placement basis under Regulation 52(4) and 58(1)(d) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 dated May 29, 2017 from the Company and have noted its contents without verification:

This certificate has been signed and issued by us based on the document (as mentioned above) submitted by you.

Thanking You.

Yours sincerely,
For Vistra ITCL (India) Limited
(Formerly known as IL&FS Trust Company Limited)

A handwritten signature in blue ink, appearing to read 'Shanani', written over a horizontal line.

Authorized Signatory

Place: Mumbai