

सं: 1:05:138:II:सीएस

दिनांक: 22.09.2021

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
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विषय: पावर फाइनेंस कॉर्पोरेशन लिमिटेड की 35वीं वार्षिक आम बैठक का वोटिंग परिणाम

महोदया/महोदय,

भारतीय प्रतिभूति एवं विनियम बोर्ड (सूचीकरण बाध्यता एवं प्रकटीकरण अपेक्षाएं) विनियम, 2015 के विनियम 44 के प्रावधानों के साथ-साथ कंपनी (प्रबंधन एवं प्रशासन) नियमावली, 2014 के साथ पठित कंपनी अधिनियम, 2013 की धारा 108 के अनुसार, कंपनी ने 21 सितंबर, 2021 को आयोजित कंपनी की वार्षिक आम बैठक (एजीएम) में सभी चर्चित मदों के संबंध में कंपनी के शेयरधारकों को रिमोट ई-वोटिंग की सुविधा प्रदान की थी। ई-वोटिंग की अवधि 17 सितंबर, 2021 को प्रातः 10.00 बजे शुरू हुई थी और 15 सितंबर, 2021 को ई-वोटिंग के लिए शेयरधारकों की पात्रता निर्धारित करने की कट-ऑफ तारीख के साथ 20 सितंबर, 2021 को सायं 5.00 बजे समाप्त हुई।

कंपनी ने सभी संकल्पों के लिए 21 सितंबर, 2021 को वीसी के माध्यम से आयोजित उक्त एजीएम में इंस्टा पोल के माध्यम से मतदान का भी विकल्प प्रदान किया था।

श्री अमित अग्रवाल, प्रैक्टिसिंग कंपनी सचिव, जिन्हें स्कूटिनाइज़र के रूप में नियुक्त किया गया था, ने अपनी रिपोर्ट अध्यक्ष को प्रस्तुत की है। स्कूटिनाइज़र की उक्त रिपोर्ट के आधार पर, कंपनी की दिनांक 26 अगस्त, 2021 की 35वीं एजीएम की सूचना में निर्धारित सभी प्रस्तावित व्यवसाय को अपेक्षित बहुमत के साथ अनुमोदित किया गया है।

सेबी (सूचीकरण बाध्यता एवं प्रकटीकरण अपेक्षाएं) विनियम, 2015 के विनियम 44 और 21 सितंबर, 2021 की स्कूटिनाइज़र की रिपोर्ट के अनुसार वोटिंग परिणाम इसके साथ क्रमशः **अनुलग्नक I और II** के रूप में संलग्न हैं।

आपकी जानकारी और रिकॉर्ड हेतु प्रस्तुत।

धन्यवाद,

भवदीय,
कृते पावर फाइनेंस कॉर्पोरेशन लिमिटेड

(मनोहर बलवानी)
सीजीएम एवं कंपनी सचिव
mb@pfcindia.com

	POWER FINANCE
Date of the AGM/EGM	21-09-2021
Total number of shareholders on record date	354508
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
	Not Applicable
Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1

	1												
	O	Reports of the Board Directors and Officers thereon.											
Whether promoter/ promoter group are interested in the agenda/resolution?	No												
Category	Mode Voting						% favo						
	E-Voting						$(6)=[(4)/(2)]*100$						
		0					0.0000						
		14782,91,778					100.0000			0.0000			
Promoter Promoter group			0.0000	0	0	0.0000							
		14782,91,778	100.0000	14782,91,778									0
		6459,46,065	78.1850	6360,39,972	99.06093	98.4664							
	Poll	0	0.0000	0									
	Postal applicable)	0	0.0000		0	0.0000		0.0000		0.0000		0	0
	Total	6459,46,065	78.185	6360	99.06093	98.4664		1.0000		0.0000		0	
			51.2105	718,63,502	.752	99.9966		0.0033				0	1,777
		72	5,012	0.0015	5,012	0							
Institutions	applicable)	0	0.0000	0								0	
	Total	1718,74,266	51.212	1718,68,514	5,752	99.9967						90	
	Total	26400,81,408	22961,12,109	86,27,3	2,00,264	1	99.5683	0.4317				90	87101

N													
req (Ordinary/ Special)	NARY - confirm the payme	Interim Dividend	on Equity Shares	year 2020-21.									
promoter interested the agenda/resolution?													



Total		1718,64,850				0.0151	90
Total	26400,81,408	22969,72,428				5.7023	90

4										
ORDI fix the remuneration of Statutory Auditors.										
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
							Votes			
		0	0.0000		0	0.0000	0			
	Poll	91,778	14782,91,778							
	and group		0.0000	0		0.0000	0			
	Total	14782,91,778	100.0000	14782,91,778						
	E-Voting		2903							
	Poll		0	0.0000	0	0	0.0000			
	Postal applicable)		0	0.0000	0	0.0000	0			
	Total	6468,15,800			89,4645	5				
		1718,66,407			99,9936	0	4			
	Poll		4,012							
	Public- institutions applicable)		0	0.0000	0.0000	0.0000	0			
	Total	1718,70,419		718,59,506	99,9937	- 0.0063	7			
	Total	26400,81,408	22969,77,997	87.0041	21288,22,120	681,55,877	97.0328	2,9572	0	5147



POWER FINANCE CORPORATION LTD.**Results of remote e-voting and e-voting at the 35th Annual General Meeting of the Company held through Video Conferencing.**

As per the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided e-voting facility to the shareholders to enable them to cast their vote electronically on the items proposed in the Notice of the 35th Annual General Meeting (AGM) dated 26th August, 2021. The same was also made available on the website of the Company and Stock Exchanges. The e-voting period commenced on 17th September, 2021 at 10.00 am and ended at 5.00 pm on 20th September, 2021.

Further, the shareholders had also casted their e-votes at the 35th Annual General Meeting.

Shri Amit Agarwal, Proprietor, M/s. Amit Agarwal & Associates, Company Secretaries, was appointed as the scrutinizer for conducting remote e-voting and e-voting at the AGM in a fair and transparent manner. The Scrutinizer has carried out the scrutiny of all the electronic votes received upto 05:00 PM on 20th September, 2021 and those casted through electronic voting system at the Annual General Meeting and submitted his Report dated 21st September, 2021. He has informed that on reckoning of the voting rights of the shareholders on the basis of the paid up value of shares registered in their names, it has been found that the shareholders have consented to all the proposed resolutions. In his report, Shri Amit Agarwal has confirmed the following:

1. Resolution No.1: ORDINARY RESOLUTION

"**RESOLVED THAT** the audited standalone financial statements and consolidated financial statements for the financial year ended March 31, 2021, together with Directors' Report, Statutory Auditors' Report, Secretarial Auditors' Report alongwith Management replies thereupon and the comments of Comptroller and Auditor General of India be and are hereby received, considered and adopted."

Particular	Remote E-Votes		Voting at AGM		Total		Percent age %
	Number	Votes	Number	Votes	Number	Votes	
Assent	1531	807903474	11	1478296790	1542	2286200264	99.57
Dissent	46	9911845	0	0	46	9911845	0.43
Abstain	13	871012	01	90	14	871102	
Total	1590	10782857	12	1478296880	1602*	2296983211	100

*12 members have partially voted, hence, there numbers have counted twice once in voted and other in abstained.

Therefore, the resolution no.1 has been approved with requisite majority.

2. Resolution No. 2: ORDINARY RESOLUTION

“RESOLVED THAT the interim dividend for financial year 2020-21 @ of ₹8/- per share (face value of ₹10/- each) amounting to ₹2112 crore paid in March, 2021, be and is hereby confirmed and pursuant to the recommendation of the Board of Directors, final dividend for financial year 2020-21 @ of ₹2/- per equity share (face value of ₹10/- each) amounting to ₹ 528 crore, subject to deduction of applicable income tax at Source (TDS), be and is hereby declared out of the profits of the Company for the financial year 2020-2021 to be paid to the equity shareholders of the Company whose names appear on the Company’s Register of Members as on 2nd July, 2021 in respect of physical shares and in respect of dematerialized shares, the dividend be paid to the beneficial owners of the shares whose names appeared in the Statement of Beneficial Ownership, as at the close of business hours on 2nd July, 2021, furnished by National Securities Depository Limited and Central Depository Services (India) Limited.”

Particular	Remote E-Votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	1554	818682837	11	1478296790	1565	2296979627	99.99
Dissent	24	2322			24	2322	.001
Abstain	11	1172	1	90	12	1262	
Total	1589	818686331	12	1478296880	1601*	2296983211	100

*12 members have partially voted, hence, these numbers have counted twice once in voted and other in abstained.

Therefore, the resolution no.2 has been approved with requisite majority.

3. Resolution No. 3: ORDINARY RESOLUTION

“RESOLVED THAT Smt. Parminder Chopra (DIN: 08530587), who retires by rotation pursuant to the provisions of the Companies Act, 2013, and being eligible offers herself for re-appointment, be and is hereby re-appointed as Director of the company.”

Particular	Remote E-Votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	1348	687695167	11	1478296790	1359	2165991957	94.30
Dissent	211	130980471	0	0	211	130980471	5.70
Abstain	35	10694	1	90	36	10784	
Total	1594	818686332	12	1478296880	1606*	2296983212	100

*12 members have partially voted, hence, these numbers have counted twice once in voted and other in abstained.

Therefore, the resolution no.3 has been approved with requisite majority.

4. Resolution No. 4: ORDINARY RESOLUTION

"RESOLVED THAT Board of Directors be and is hereby authorised to fix remuneration, fee etc., payable to Statutory Auditors, appointed by Comptroller and Auditors General of India under Section 139 of the Companies Act, 2013, for the financial year 2021-22."

Particular	Remote E-Votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	1442	750526330	10	1478295790	1452	2228822120	97.03
Dissent	124	68155877			124	68155877	2.97
Abstain	27	4057	1	1090	28	5147	
Total	1593	818686264	11	1478296880	1604*	2296983144	100

*11 members have partially voted, hence, there numbers have counted twice once in person voted and other in abstained.

Therefore, the resolution no.4 has been approved with requisite majority.

In the light of the Report of the Scrutinizer, as detailed hereinabove, I, **R. S. Dhillon**, Chairman and Managing Director, PFC declare that all the Resolution(s) proposed in the 35th Annual General Meeting have been passed with requisite majority. The above results be notified accordingly.

For POWER FINANCE CORPORATION LIMITED



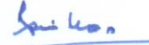
Manohar Balwani

CGM & Company Secretary

मनोहर बलवानी / MANOHAR BALWANI
मुख्य महाप्रबन्धक एवं कंपनी सचिव
CGM & Company Secretary (A-11117)
पावर फाइनेंस कॉर्पोरेशन लिमिटेड
Power Finance Corporation Limited
"ऊर्जाविधि", 1, बाराखंबा लेन, कर्नाट प्लेस,
"URJANIDHI", 1, Barakhamba Lane, Connaught Place,
नई दिल्ली - 110001 / New Delhi - 110001
ई-मेल: एमबी@पीएफसीइंडिया.कॉम / E-mail: mb@pfcindia.com

Place: New Delhi

Date: 29 September, 2021



R. S. Dhillon

Chairman and Managing Director

DIN No.: 00278074

रविन्द्र सिंह दिल्ली / RAVINDER SINGH DHILLON
अध्यक्ष एवं प्रबंध निदेशक
Chairman & Managing Director
पावर फाइनेंस कॉर्पोरेशन लि. / P.F.C. Ltd.
(भारत सरकार का उपक्रम) / (A Govt. of India Undertaking)
"ऊर्जाविधि", 1, बाराखंबा लेन, कर्नाट प्लेस,
"URJANIDHI", 1, Barakhamba Lane, Connaught Place,
नई दिल्ली - 110001 / New Delhi - 110001



Amit Agrawal & Associates
Company Secretaries

Office: H-63, Vijay Chowk, Laxmi Nagar, Delhi-110092, INDIA

Ph : +91-11-22024525, 43019279, Mob.: +91-9811272307

E-mail : amitagcs@gmail.com, amit2kas@yahoo.com

Consolidated Report of Scrutinizer(s)

Pursuant to section 108 of the Companies Act, 2013 and
Rule 20(3) of the Companies (Management and Administration) Rules 2014 as amended
by Companies (Management and Administration) Rules 2015

To,
The Chairman
Power Finance Corporation Limited
'URJANIDHI', 1, Barakhamba Lane,
Connaught Place, New Delhi-110001
CIN: L65910DL1986GOI024862

Reg.: 35th Annual General Meeting of the members of Power Finance Corporation Limited held on Tuesday, 21st day of September, 2021 at 12:30 p.m. through Video Conferencing ("VC") / other Audio Visual Means ("OAVM").

Sub.: Consolidated Scrutinizer's Report on voting through electronic means (remote e-voting) and voting at the AGM through VC or OAVM process conducted pursuant to the provisions of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 and Section 108 of Companies Act 2013 ("the Act") read with Rule 20 (4)(xii) of Companies (Management and Administration) Rules, 2014 read with Companies (Management and Administration) Rules, 2015.

Dear Sir,

I, **Amit Agrawal, Practicing Company Secretaries**, had been appointed as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 by the Board Of Directors of **Power Finance Corporation Limited** (the Company) having its registered office at 'URJANIDHI', 1, Barakhamba Lane, Connaught Place, New Delhi-110001 vide resolution dated 12th August, 2021 for the purpose of scrutinizing the remote electronic voting process and to scrutinize voting at AGM through VC or OAVM process by the shareholders in respect of the below mentioned resolutions passed at 35th Annual General Meeting of the Company held on Tuesday, 21st day of September, 2021 at 12:30 P.M.



The Total number of persons voted as per details below:

Total No. of person voted	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Ballot in E-Voting Form	1587	818989853	35.65
Ballot in Physical form	nil	nil	nil
Ballot in IPOLL form	11	1478296880	64.35
Total	1598	2297286733	100

1. The result of the poll is as under:

Item No.	01
Subject matter of resolution	To receive, consider and adopt the audited financial statements including consolidated financial statements of the Company for the financial year ended March 31, 2021, the Reports of the Board of Directors and Auditors thereon
Type of Resolution	Ordinary

Particular	Remote E-Votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	1531	807903474	11	1478296790	1542	2286200264	99.57
Dissent	46	9911845	0	0	46	9911845	0.43
Abstain	13	871012	01	90	14	871102	
Total	1590	10782857	12	1478296880	1602*	2296983211	100

**12 members have partially voted, hence, there numbers have counted twice once in voted and other in abstained.*



Item No.	02
Subject matter of resolution	To confirm the payment of Interim Dividend and declare Final Dividend on Equity Shares for the financial year 2020-21
Type of Resolution	Ordinary

Particular	Remote E-Votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	1554	818682837	11	1478296790	1565	2296979627	99.99
Dissent	24	2322			24	2322	.001
Abstain	11	1172	1	90	12	1262	
Total	1589	818686331	12	1478296880	1601*	2296983211	100

**12 members have partially voted, hence, there numbers have counted twice once in voted and other in abstained.*

Item No.	03
Subject matter of resolution	To appoint a Director in place of Smt. Parminder Chopra (DIN: 08530587), who retires by rotation and being eligible, offers herself for re-appointment.
Type of Resolution	Ordinary

Particular	Remote E-Votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	1348	687695167	11	1478296790	1359	2165991957	94.30
Dissent	211	130980471	0	0	211	130980471	5.70
Abstain	35	10694	1	90	36	10784	
Total	1594	818686332	12	1478296880	1606*	2296983212	100

**12 members have partially voted, hence, there numbers have counted twice once in voted and other in abstained.*



Item No.	04
Subject matter of resolution	To fix the remuneration of the Statutory Auditors
Type of Resolution	Ordinary

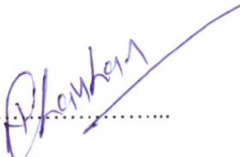
Particular	Remote E-Votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	1442	750526330	10	1478295790	1452	2228822120	97.03
Dissent	124	68155877			124	68155877	2.97
Abstain	27	4057	1	1090	28	5147	
Total	1593	818686264	11	1478296880	1604*	2296983144	100

**11 members have partially voted, hence, their numbers have counted twice once in person voted and other in abstained.*

The Company has provided the voting through electronics means (remote e-voting) facility offered by Kfin Technologies private Limited (KFintech), for conducting remote e-voting by the shareholders of the Company. The shareholders of the Company holding shares as on the "Cut-off" date i.e. Wednesday the 15th September, 2021 were entitled to vote on the proposed resolutions as set out at item no. 01 to 04 in the notice convening 35th Annual General Meeting of the Company.

The voting period for remote e-voting commenced on Friday, 17th September 2021 at 10:00 am and ended on Monday, 20th September 2021 at 05:00 pm and the remote e-voting platform was blocked thereafter. After the closure of the voting at Annual General Meeting held on 21st September 2021 the report of voting done at the meeting was generated in my presence.

The voting pattern was unblocked by us on Tuesday, 21st September 2021 in the presence of Mr Nagendra Chauhan and Ms Sibani Agrawal who are not in employment of the company.

.....


Mr. Nagendra Chauhan

.....


Ms. Sibani Agrawal



I have scrutinized the consolidated voting in a fair & transparent manner based on the data downloaded from. **Kfin Technologies private Limited**, remote e-voting platform and the voting at the AGM through VC or OAVM & verified by RTA, respectively.

You may accordingly declare the result of the consolidated report and all other relevant records were sealed and handed over to the Chairman/Company Secretary by the Board for safe keeping.

Place: New Delhi
Dated: 21.09.2021

Thanking you,
Yours faithfully,



(Amit Agrawal)
Scrutinizer

UDIN: F005311C000980791

मनोहर बलवानी/MANO HAR BALWANI
मुख्य महाप्रबन्धक एवं कंपनी सचिव
CGM & Company Secretary (A-11117)
पावर फाइनेंस कॉर्पोरेशन लिमिटेड
Power Finance Corporation Limited
"ऊर्जानिधि", 1, बाराखंबा लेन, कर्नाट प्लेस,
"URJANIDHI", 1, Barakhamba Lane, Connaught Place,
नई दिल्ली - 110001 / New Delhi-110001
ई-मेल : एमबी@पीएफसीइंडिया.कॉम/E-mail:mb@pfcindia.com

रविन्द्र सिंह धिल्लों/RAVINDER SINGH DHILLON
अध्यक्ष एवं प्रबंध निदेशक
Chairman & Managing Director
पावर फाइनेंस कॉर्पोरेशन लि. / P.F.C. Ltd.
(भारत सरकार का उपक्रम)/(A Govt. of India Undertaking)
"ऊर्जानिधि", 1, बाराखंबा लेन, कर्नाट प्लेस,
"URJANIDHI", 1, Barakhamba Lane, Connaught Place,
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