



(एक महारत्न कंपनी)

पावर फाइनेंस कॉर्पोरेशन लिमिटेड POWER FINANCE CORPORATION LTD.

(भारत सरकार का उपक्रम)

(A Govt. of India Undertaking)

(आई.एस.ओ. 45001:2018 प्रमाणित)

(ISO 45001:2018 Certified)

No: 1:05:138:II:CS

Dated: 28.08.2025

National Stock Exchange of India Limited, Listing Department, Exchange Plaza, Bandra – Kurla Complex, Bandra (E) MUMBAI – 400 051. नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड लिस्टिंग विभाग, एक्सचेंज प्लाजा, बान्द्रा-कुर्ला कॉम्प्लेक्स, बान्द्रा (पू), मुंबई-400 051	BSE Limited, Department of Corporate Services, Floor – 25, PJ Towers, Dalal Street, MUMBAI – 400 001. बीएसई लिमिटेड, कॉर्पोरेट सेवाएं विभाग, मंजिल-25, पी. जे. टावर्स, दलाल स्ट्रीट, मुंबई-400 001
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SUB: Voting Results of 39th AGM of Power Finance Corporation Limited

Madam/Sir,

Pursuant to the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company had provided remote E-voting facility to the Shareholders of the Company in respect of all the items transacted at Annual General Meeting (AGM) of the Company held on 28th August, 2025. The e-voting period commenced on 25th August, 2025 at 09.00 am and ended at 5.00 pm on 27th August, 2025 with cut-off date for determining eligibility of shareholders for e-voting being 22nd August, 2025.

The Company had also provided e-voting at the said AGM held through VC on August 28, 2025 for all the resolutions.

Smt. Nayan Handa, Partner, M/s. Mehta & Mehta, Company Secretaries, who was appointed as a Scrutinizer has since submitted her Scrutinizer Report to the Chairman. Based on the said report, all business items proposed for the 39th AGM of the Company have been approved with requisite majority.

The voting results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report are enclosed herewith as **Annexure I and II** respectively.

Submitted for your information and record.

Thanking You,

Yours faithfully,
For Power Finance Corporation Limited

(Manish Kumar Agarwal)
Company Secretary
mk_agarwal@pfcindia.com

POWER FINANCE CORPORATION LIMITED

Results of remote e-voting and e-voting at the 39th 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 39th Annual General Meeting (AGM) dated 06th August, 2025. The same was also made available on the website of the Company and Stock Exchanges. The e-voting period commenced on August 25, 2025 at 09.00 am and ended at 5.00 pm on August 27, 2025.

Further, the shareholders had also casted their e-votes at the 39th Annual General Meeting.

Smt. Nayan Handa, Partner, M/s. Mehta & Mehta, 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 August 27, 2025 and those casted through electronic voting system at the Annual General Meeting and submitted her Report dated 28th August, 2025. She 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 her report, Smt. Nayan Handa has confirmed the following:

1. Resolution No.1: ORDINARY RESOLUTION

"RESOLVED THAT the following be and are hereby received, considered and adopted:

To receive, consider and adopt:

- a. the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2025 including the Audited Balance Sheet as on March 31, 2025 and the Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors, Statutory Auditor and comments of Comptroller and Auditor General of India thereon.
- b. the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2025 including the Audited Balance Sheet as on March 31, 2025 and the Statement of Profit & Loss for the year ended on that date and the Reports of Statutory Auditor and comments of Comptroller and Auditor General of India thereon."

Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	2380	2,84,67,40,038	19	1,04,549	2399	2,84,68,44,587	99.9868
Votes against the resolution	66	3,74,658	0	0	66	3,74,658	0.0132
Invalid votes/ Abstained	19	17008011	0	0	19	17008011	-

The above ordinary resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

2. Resolution No. 2: ORDINARY RESOLUTION

“RESOLVED THAT the interim dividend for financial year 2024-25 @ of ₹13.75/- per share (face value of ₹10/- each) amounting to ₹4,537.64 crore (approx.) paid during FY 2024-25, be and is hereby confirmed and pursuant to the recommendation of the Board of Directors, final dividend for financial year 2024-25 @ of ₹2.05/- per equity share (face value of ₹10/- each) amounting to ₹676.52 crore (approx.) , 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 2024-25 to be paid to the equity shareholders of the Company whose names appear on the Company’s Register of Members as on June 13, 2025 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 as on June 13, 2025 furnished by National Securities Depository Limited and Central Depository Services (India) Limited.”

Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	2391	2,86,40,78,594	19	1,04,549	2410	2,86,41,83,143	99.9996
Votes against the resolution	61	11,078	0	0	61	11,078	0.0004
Invalid votes/ Abstained	13	32792	0	0	13	32792	-

The above ordinary resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

3. Resolution No. 3: ORDINARY RESOLUTION

“RESOLVED THAT Shri Rajiv Ranjan Jha (DIN: 03523954), who retires by rotation pursuant to the provisions of the Companies Act, 2013, and being eligible offers himself for re-appointment, be and is hereby re-appointed as Director of the company.”

Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1788	2,45,71,42,749	18	1,04,518	1806	2,45,72,47,267	85.7952
Votes against the resolution	661	40,68,38,647	1	31	662	40,68,38,678	14.2048
Invalid votes/ Abstained	24	141308	0	0	24	141308	-

The above ordinary resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

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 2025-26."

Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	2186	2,72,23,73,770	19	1,04,549	2205	2,72,24,78,319	95.0522
Votes against the resolution	276	14,17,13,656	0	0	276	14,17,13,656	4.9478
Invalid votes/ Abstained	18	35033	0	0	18	35033	-

The above ordinary resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

5. Resolution No. 5: SPECIAL RESOLUTION

“**RESOLVED THAT** pursuant to Section 149, 152,161 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder, Regulation 17(1C), 25 (2A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), Smt. Usha Sajeev Nair (DIN: 09408454) who was appointed/re-appointed as Part-Time Non-Official Director in exercise of powers conferred under the Articles of Association of the Company, by the President of India through Ministry of Power vide order No. F.No.46/2/2010-RE(Vol.III)(part-4)(part-1) dated April 17, 2025 and subsequently on the recommendation of the Nomination and Remuneration Committee, appointed as an Additional Director by the Board of Directors with effect from April 17, 2025 to hold office until the date of this Annual General Meeting, be and is hereby appointed as Part-Time Non-Official Director (Independent Director) of the Company, on terms & conditions determined by the Govt. of India from time to time.”

Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1853	2,49,18,81,886	19	1,04,549	1872	2,49,19,86,435	87.0085
Votes against the resolution	601	37,20,87,026	0	0	601	37,20,87,026	12.9915
Invalid votes/ Abstained	24	153797	0	0	24	153797	-

The above special resolution has been passed since the votes cast in favour of the resolution are more than three times the votes cast against the resolution.

6. Resolution No. 6: SPECIAL RESOLUTION

“**RESOLVED THAT** pursuant to Section 149, 152,161 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder, Regulation 17(1C), 25 (2A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), Shri Prasanna Tantri (DIN:06471864) who was appointed/re-appointed as Part-Time Non-Official Director in exercise of powers conferred under the Articles of Association of the Company, by the President of India through Ministry of Power vide order No. F.No.46/2/2010-RE(Vol.III)(part-4)(part-1) dated April 17, 2025 and subsequently on the recommendation of the Nomination and Remuneration Committee, appointed as an Additional Director by

the Board of Directors with effect from April 17, 2025 to hold office until the date of this Annual General Meeting, be and is hereby appointed as Part-Time Non-Official Director (Independent Director) of the Company, on terms & conditions determined by the Govt. of India from time to time.”

Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	2239	2,83,50,94,253	19	1,04,549	2258	2,83,51,98,802	98.9918
Votes against the resolution	207	2,88,74,656	0	0	207	2,88,74,656	1.0082
Invalid votes/ Abstained	25	153798	0	0	25	153798	-

The above special resolution has been passed since the votes cast in favour of the resolution are more than three times the votes cast against the resolution.

7. Resolution No. 7: SPECIAL RESOLUTION

“**RESOLVED THAT** pursuant to Section 149, 152,161 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder, Regulation 17(1C), 25 (2A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), Shri Naresh Dhanrajbhai Kella (DIN: 01176450) who was appointed as Part-Time Non-Official Director in exercise of powers conferred under the Articles of Association of the Company, by the President of India through Ministry of Power vide order No. F.No.46/2/2010-RE(Vol.III)(part-4)(part-1) dated April 17, 2025 and subsequently on the recommendation of the Nomination and Remuneration Committee, appointed as an Additional Director by the Board of Directors with effect from April 17, 2025 to hold office until the date of this Annual General Meeting, be and is hereby appointed as Part-Time Non-Official Director (Independent Director) of the Company, on terms & conditions determined by the Govt. of India from time to time.”

Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1810	2,46,03,69,396	19	1,04,549	1829	2,46,04,73,945	85.9082
Votes against the resolution	643	40,35,99,510	0	0	643	40,35,99,510	14.0918
Invalid votes/ Abstained	25	153798	0	0	25	153798	-

The above special resolution has been passed since the votes cast in favour of the resolution are more than three times the votes cast against the resolution.

8. Resolution No. 8: SPECIAL RESOLUTION

“**RESOLVED THAT** pursuant to Section 149, 152,161 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder, Regulation 17(1C), 25 (2A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or any other applicable laws (including any statutory amendment(s), modification(s) or re-

enactment(s) thereof, for the time being in force), Shri Bhaskar Bhattacharya (DIN:09406292) who was appointed/re-appointed as Part-Time Non-Official Director in exercise of powers conferred under the Articles of Association of the Company, by the President of India through Ministry of Power vide order No. F.No.46/2/2010-RE(Vol.III)(part-4)(part-1) dated May 13, 2025 and subsequently on the recommendation of the Nomination and Remuneration Committee, appointed as an Additional Director by the Board of Directors with effect from May 13, 2025 to hold office until the date of this Annual General Meeting, be and is hereby appointed as Part-Time Non-Official Director (Independent Director) of the Company, on terms & conditions determined by the Govt. of India from time to time.”

Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	2123	2,68,74,86,768	19	1,04,549	2142	2,68,75,91,317	93.8381
Votes against the resolution	321	17,64,82,132	0	0	321	17,64,82,132	6.1619
Invalid votes/ Abstained	26	153806	0	0	26	153806	-

The above special resolution has been passed since the votes cast in favour of the resolution are more than three times the votes cast against the resolution.

9. Resolution No. 9: SPECIAL RESOLUTION

“**RESOLVED THAT** pursuant to Section 149, 152,161 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder, Regulation 17(1C), 25 (2A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), Shri Sudhir Mehta (DIN:00056867) who was appointed as Part-Time Non-Official Director in exercise of powers conferred under the Articles of Association of the Company, by the President of India through Ministry of Power vide order No. F.No.24-8/3/2022-PFC (MoP) dated May 14, 2025 and subsequently on the recommendation of the Nomination and Remuneration Committee, appointed as an Additional Director by the Board of Directors with effect from May 14, 2025 to hold office until the date of this Annual General Meeting, be and is hereby appointed as Part-Time Non-Official Director (Independent Director) of the Company, on terms & conditions determined by the Govt. of India from time to time.”

Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	2252	2,84,15,57,933	19	1,04,549	2271	2,84,16,62,482	99.2175
Votes against the resolution	188	2,24,11,104	0	0	188	2,24,11,104	0.7825
Invalid votes/ Abstained	26	153675	0	0	26	153675	-

The above special resolution has been passed since the votes cast in favour of the resolution are more than three times the votes cast against the resolution.

10. Resolution No. 10: ORDINARY RESOLUTION

“**RESOLVED THAT** pursuant to provisions of Section 204 and other applicable provisions of Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 framed thereunder, Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), re-enactment thereof for time being in force) and circulars issued thereunder from time to time and based on recommendations of the Board of Directors, M/s T. Chatterjee & Associates, Company Secretaries, be and are hereby appointed as the Secretarial Auditors of the Company for a term of five consecutive years commencing from financial year 2025-26 till financial year 2029-30, at a consolidated fee (Inclusive of all applicable taxes) as determined by the Board of Directors.”

Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	2345	2,85,63,64,981	19	1,04,549	2364	2,85,64,69,530	99.7465
Votes against the resolution	95	72,58,164	0	0	95	72,58,164	0.2535
Invalid votes/ Abstained	26	499564	0	0	26	499564	-

The above ordinary resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

In the light of the Report of the Scrutinizer, as detailed hereinabove, I, **Parminder Chopra**, Chairman and Managing Director, PFC declare that all the Resolution(s) proposed in the 39th Annual General Meeting have been passed with requisite majority. The above results be notified accordingly.

For POWER FINANCE CORPORATION LIMITED

Sd/-

Manish Kumar Agarwal
Company Secretary

Sd/-

Parminder Chopra
Chairman and Managing Director
DIN No.: 08530587

Place: New Delhi
Date: August 28, 2025

Mehta & Mehta

COMPANY SECRETARIES

187, Second Floor, Pocket-17, Sector-24, Rohini, Near Best Mega Mall, Delhi - 110085
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AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

Scrutinizer's Report

*[Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 of the Companies (Management and Administration) Rules, 2014]*

To,
The Chairman
Power Finance Corporation Limited
Urjanidhi, 1, Barakhamba Lane, Connaught
Place, New Delhi 110001, India
CIN: L65910DL1986GO1024862

Thirty Ninth (39th) Annual General Meeting ("AGM") of the Members of Power Finance Corporation Limited for the financial year 2024-25 held on Thursday, August 28, 2025, at 11:00 A.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

Dear Sir,

I, **Nayan Handa**, Partner, M/s. Mehta & Mehta, Company Secretaries have been appointed by the Board of Directors of **Power Finance Corporation Limited ("the Company")** to act as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and voting through electronic voting system during the **39th (Thirty Ninth) AGM** of the Company held on **Thursday, August 28, 2025 at 11:00 A.M.** through VC/OAVM pursuant to Section 108 of Companies Act, 2013 (as amended) ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules") pursuant to the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 20/2020 dated May 05, 2020, the General Circular No. 02/2021 dated January 13, 2021, the General Circular No. 21/2021 dated December 14, 2021, General Circular No. 02/2022 dated May 05, 2022, General Circular No. 10/2022 dated December 28, 2022, General Circular No. 09/2023 dated 25 September 2023 and General Circular No. 09/2024 dated 19 September 2024 issued by the Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 and Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India in respect of the Resolutions as set out in the Notice convening the 39th AGM, do hereby submit the report as follows:

1. The Notice of the 39th AGM was sent to the Members on Wednesday, August 6, 2025 through electronic mode whose email addresses are registered with the Company / Registrar and Share Transfer Agent (RTA) / Depositories in compliance with MCA circulars.



2. The Resolutions were transacted through the process of remote e-voting and through electronic voting system during the AGM. For the purpose of e-voting, the Company engaged the services of Kfin Technologies Limited ("Kfintech").
3. The members of the Company holding shares as on the "cut off" date i.e., Friday, August 22, 2025, were entitled to vote on the resolutions stated in the Notice of the 39th AGM
4. The period for remote e-voting commenced on Monday, August 25, 2025 (09:00 A.M. IST) and ended on Wednesday, August 27, 2025 (5:00 P.M. IST). The Remote e-voting module was disabled by Kfintech for voting thereafter.
5. The facility for e-voting was made available for the Members attending the meeting through VC/OAVM and who did not cast their vote through remote e-voting
6. After the closure of e-voting at the AGM, the report on the voting done at the AGM and votes cast through remote e-voting facility done prior to the AGM were unblocked, in the presence of two witnesses Mr. Rahul Mehta and Ms. Laxmi Bhardwaj neither of whom are in the employment of the Company and the said report was generated from e-voting website <https://evoting.kfintech.com>
7. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and rules thereunder, MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the 39th AGM.
8. My responsibility as a Scrutinizer for the e-voting process (i.e., remote e-voting and e-voting during AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolutions.
9. The consolidated results of remote e-voting and voting through electronic voting system at the 39th AGM are enclosed as an **Annexure** to this report.

Thanking You,

**For Mehta & Mehta
Company Secretaries**

**CS Nayan Handa
Scrutinizer**

FCS No: 11993

CP No: 18686

UDIN: F011993G001099365

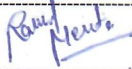
Place: New Delhi

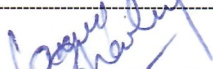
Date: 28.08.2025



Enclosed: Annexure

We, the undersigned, have witnessed that the votes cast through remote e-voting were unblocked from Kfintech e-voting website <https://evoting.kfintech.com> in our presence on August 28, 2025.

Signature:	
Name:	Mr. Rahul Mehta
Address:	Plot No. 177, Pocket 25, Sector 24, Rohini, Delhi - 110085

Signature:	
Name:	Ms. Laxmi Bhardwaj
Address:	Plot No. 233, Budh Vihar Phase 1, Rohini, Delhi - 110085

Countersigned by

sd/-

Smt. Parminder Chopra
Chairman and Managing Director
DIN: 08530587
Power Finance Corporation Limited



Annexure I**Item No. 1: Ordinary Business**

To receive, consider and adopt:

- a. the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2025 including the Audited Balance Sheet as on March 31, 2025 and the Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors, Statutory Auditor and comments of Comptroller and Auditor General of India thereon.
- b. the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2025 including the Audited Balance Sheet as on March 31, 2025 and the Statement of Profit & Loss for the year ended on that date and the Reports of Statutory Auditor and comments of Comptroller and Auditor General of India thereon.

Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	2380	2846740038	19	104549	2399	2846844587	99.9868
Votes against the resolution	66	374658	0	0	66	374658	0.0132
Invalid votes/ Abstained	19	17008011	0	0	19	17008011	0.0000

The above Ordinary Resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Item No. 2: Ordinary Business

To confirm the payment of Interim Dividend and declare Final Dividend on Equity Shares for the financial year 2024-25.

Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	2391	2864078594	19	104549	2410	2864183143	99.9996
Votes against the resolution	61	11078	0	0	61	11078	0.0004
Invalid votes/ Abstained	13	32792	0	0	13	32792	0.0000

The above Ordinary Resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.



Item No. 3: Ordinary Business							
To appoint a Director in place of Shri Rajiv Ranjan Jha (DIN: 03523954), who retires by rotation and being eligible, offers himself for re-appointment.							
Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1788	2457142749	18	104518	1806	2457247267	85.7952
Votes against the resolution	661	406838647	1	31	662	406838678	14.2048
Invalid votes/ Abstained	24	141308	0	0	24	141308	0.0000
The above Ordinary Resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.							

Item No. 4: Ordinary Business							
To fix the remuneration of the Statutory Auditors.							
Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	2186	2722373770	19	104549	2205	2722478319	95.0522
Votes against the resolution	276	141713656	0	0	276	141713656	4.9478
Invalid votes/ Abstained	18	35033	0	0	18	35033	0.0000
The above Ordinary Resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.							



Item No. 5: Special Business							
Appointment/Re-appointment of Smt. Usha Sajeev Nair (DIN: 09408454) as Part-Time Non-official Director (Independent Director) of the Company.							
Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1853	2491881886	19	104549	1872	2491986435	87.0085
Votes against the resolution	601	372087026	0	0	601	372087026	12.9915
Invalid votes/ Abstained	24	153797	0	0	24	153797	0.0000
The above Special Resolution has passed since the votes cast in favour of the resolution are more than three times the votes cast against the resolution.							

Item No. 6: Special Business							
Appointment/Re-appointment of Shri Prasanna Tantri (DIN: 06471864) as Part-Time Non-official Director (Independent Director) of the Company.							
Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	2239	2835094253	19	104549	2258	2835198802	98.9918
Votes against the resolution	207	28874656	0	0	207	28874656	1.0082
Invalid votes/ Abstained	25	153798	0	0	25	153798	0.0000
The above Special Resolution has passed since the votes cast in favour of the resolution are more than three times the votes cast against the resolution.							



Item No. 7: Special Business							
Appointment of Shri Naresh Dhanrajbhai Kella (DIN: 01176450) as Part-Time Non-official Director (Independent Director) of the Company.							
Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1810	2460369396	19	104549	1829	2460473945	85.9082
Votes against the resolution	643	403599510	0	0	643	403599510	14.0918
Invalid votes/ Abstained	25	153798	0	0	25	153798	0.0000
The above Special Resolution has passed since the votes cast in favour of the resolution are more than three times the votes cast against the resolution.							

Item No. 8: Special Business							
Appointment/Re-appointment of Shri Bhaskar Bhattacharya (DIN: 09406292) as Part-Time Non official Director (Independent Director) of the Company.							
Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	2123	2687486768	19	104549	2142	2687591317	93.8381
Votes against the resolution	321	176482132	0	0	321	176482132	6.1619
Invalid votes/ Abstained	26	153806	0	0	26	153806	0.0000
The above Special Resolution has passed since the votes cast in favour of the resolution are more than three times the votes cast against the resolution.							



Item No. 9: Special Business							
Appointment of Dr. Sudhir Mehta (DIN: 00056867) as Part-Time Non-official Director (Independent Director) of the Company.							
Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	2252	2841557933	19	104549	2271	2841662482	99.2175
Votes against the resolution	188	22411104	0	0	188	22411104	0.7825
Invalid votes/ Abstained	26	153675	0	0	26	153675	0.0000
The above Special Resolution has passed since the votes cast in favour of the resolution are more than three times the votes cast against the resolution.							

Item No. 10: Special Business							
Appointment of M/s T. Chatterjee & Associates, Company Secretaries, as Secretarial Auditor of the Company.							
Particulars	Remote E-Votes		Voting through Insta Poll		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	2345	2856364981	19	104549	2364	2856469530	99.7465
Votes against the resolution	95	7258164	0	0	95	7258164	0.2535
Invalid votes/ Abstained	26	499564	0	0	26	499564	0.0000
The above Ordinary Resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.							

