



पावर फाइनेंस कॉर्पोरेशन लिमिटेड POWER FINANCE CORPORATION LTD.

(भारत सरकार का उपक्रम)

(A Govt. of India Undertaking)

(आई.एस.ओ. 9001:2015 प्रमाणित)

(ISO 9001:2015 Certified)

No:1:05:138:II:CS

Dated: 12.09.2018

<p>National Stock Exchange of India Limited, Listing Department, Exchange Plaza, Bandra – Kurla Complex, Bandra (E) MUMBAI – 400 051.</p> <p>नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड लिस्टिंग विभाग, एक्सचेंज प्लाजा, बान्द्रा-कुर्ला कॉम्प्लेक्स, बान्द्रा (पू), मुंबई-400 051</p>	<p>Bombay Stock Exchange Limited, Department of Corporate Services, Floor – 25, PJ Towers, Dalal Street, MUMBAI – 400 001.</p> <p>बंबई स्टॉक एक्सचेंज लिमिटेड, कॉर्पोरेट सेवाएं विभाग, मंजिल-25, पी. जे. टावर्स, दलाल स्ट्रीट, मुंबई-400 001</p>
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SUB: Voting Results of 32nd AGM of Power Finance Corporation Limited

Sir/Madam,

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 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 11th September, 2018. The e-voting period commenced on 8th September, 2018 at 10.00 am and ended at 5.00 pm on 10th September, 2018 with cut-off date for determining eligibility of shareholders for e-voting being 3rd September, 2018.

The Company had also provided voting through ballot papers at the said AGM held on 11th September, 2018 for all the resolutions.


Shri Sachin Agarwal, Practising Company Secretary, who was appointed as a Scrutinizer has since submitted his Report to the Chairman.

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

Submitted for your information and record.

Thanking You,

Yours faithfully,
For Power Finance Corporation Limited


(Manohar Balwani)
Company Secretary
mb@pfcindia.com

Date of the AGM/EGM	POWER FINANCE CORPORATION LIMITED
Total number of shareholders on record date	11-09-2018
No. of shareholders present in the meeting either in person or through proxy:	310586
Promoters and Promoter Group:	
Public:	1
No. of Shareholders attended the meeting through Video Conferencing	30142
Promoters and Promoter Group:	
Public:	Not Applicable
	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the audited financial statements including consolidated financial statements of the Company for the financial year ended March 31, 2018, the Reports of the Board of Directors and Auditors thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1733040058	0	0.0000	00	0	0.0000	0.0000
	Poll		1733040058	100.0000	1733040058	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total			1733040058	100	1733040058	0	100.0000
Public- Institutions	E-Voting	712322822	486984818	68.3657	486984818	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total			486984818	68.3657	486984818	0	100.0000
Public- Institutions	E-Voting	194718528	8130749	4.1756	8130509	240	99.9970	0.0029
	Poll		129901	0.0667	129881	20	99.9846	0.0153
	Postal Ballot (if applicable)							
	Total			8260650	4.2423	8260390	0	0.0000
Total		2640081408	2228285526	84.4022	2228285266	260	99.9969	0.0031
Total						260	100.0000	0.0000



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm interim dividend as total dividend for the financial year 2017-18.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1733040058	0	0.0000	00	0	0.0000	0.0000
	Poll		1733040058	100.0000	1733040058	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1733040058	100	1733040058	0	100.0000	0.0000
Public- Institutions	E-Voting	712322822	488124851	68.5258	488124851	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		488124851	68.5258	488124851	0	100.0000	0.0000
Public- Non Institutions	E-Voting	194718528	8130927	4.1757	8083540	47387	99.4172	0.5827
	Poll		129901	0.0667	129881	20	99.9846	0.0153
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		8260828	4.2424	8213421	47407	99.4261	0.5739
Total		2640081408	2229425737	84.4453	2229378330	47407	99.9979	0.0021

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Shri Chinmoy Gangopadhyay (DIN:02271398), who retires by rotation and being eligible, offers himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100



Promoter and Promoter Group	E-Voting	1733040058	0	0.0000	00	0	0.0000	0.0000
	Poll		1733040058	100.0000	1733040058	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		1733040058	100	1733040058	0	100.0000	0.0000
Public- Institutions	E-Voting	712322822	488124851	68.5258	351982946	136141905	72.1092	27.8907
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		488124851	68.5258	351982946	136141905	72.1092	27.8908
Public- Non Institutions	E-Voting	194718528	8130382	4.1755	8119853	10529	99.8704	0.1295
	Poll		129901	0.0667	129881	20	99.9846	0.0153
	Postal Ballot (if applicable)							
	Total		8260283	4.2422	8249734	10549	99.8723	0.1277
	Total	2640081408	2229425192	84.4453	2093272738	136152454	93.8929	6.1071

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - To fix the remuneration of the Statutory Auditors							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1733040058	0	0.0000	00	0	0.0000	0.0000
	Poll		1733040058	100.0000	1733040058	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		1733040058	100	1733040058	0	100.0000	0.0000
Public- Institutions	E-Voting	712322822	488124851	68.5258	485672884	2451967	99.4976	0.5023
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		488124851	68.5258	485672884	2451967	99.4977	0.5023
Public- Non Institutions	E-Voting	194718528	8130862	4.1757	8126489	4373	99.9462	0.0537
	Poll		129901	0.0667	129881	20	99.9846	0.0153
	Postal Ballot (if applicable)							
	Total		0	0.0000	00	0	0.0000	0.0000



Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1733040058	0	0.0000	00	0	0.0000	0.0000
	Poll		1733040058	100.0000	1733040058	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1733040058	100	1733040058	0	100.0000	0.0000
Public- Institutions	E-Voting	712322822	488124851	68.5258	429464713	58660138	87.9825	12.0174
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		488124851	68.5258	429464713	58660138	87.9826	12.0174
Public- Non Institutions	E-Voting	194718528	8406376	4.3172	8401391	4985	99.9406	0.0593
	Poll		129901	0.0667	129881	20	99.9846	0.0153
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		8536277	4.3839	8531272	5005	99.9414	0.0586
Total		2640081408	2229701186	84.4558	2171036043	58665143	97.3689	2.6311

Resolution No.	7							
Resolution required: (Ordinary/ Special)	SPECIAL - To approve scheme of arrangement for Amalgamation of PFC Green Energy Limited (Transferor Company) with Power Finance Corporation Limited (Transferee Company) and their respective shareholders and creditors under sections 230-232 of Companies Act, 2013, read along with Rules made there under and Notification No. G.S.R. 582 (E), Dated 13th June, 2017 of Ministry of Corporate Affairs.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1733040058	0	0.0000	00	0	0.0000	0.0000
	Poll		1733040058	100.0000	1733040058	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1733040058	100	1733040058	0	100.0000	0.0000
	E-Voting		488124851	68.5258	488124851	0	100.0000	0.0000



Public- Institutions	Poll	712322822	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		488124851	68.5258	488124851	0	100.0000	0.0000
Public- Non Institutions	E-Voting	194718528	8406376	4.3172	8401632	4744	99.9435	0.0564
	Poll		129901	0.0667	129881	20	99.9846	0.0153
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		8536277	4.3839	8531513	4764	99.9442	0.0558
	Total	2640081408	2229701186	84.4558	2229696422	4764	99.9998	0.0002

Resolution No.	8							
Resolution required: (Ordinary/ Special)	SPECIAL - To appoint Shri Praveen Kumar Singh (DIN: 03548218), as Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1733040058	0	0.0000	00	0	0.0000	0.0000
	Poll		1733040058	100.0000	1733040058	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1733040058	100	1733040058	0	100.0000	0.0000
Public- Institutions	E-Voting	712322822	335574891	47.1099	335574891	0	100.0000	0.0000
	Poll		0	0.0000	00	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		335574891	47.1099	335574891	0	100.0000	0.0000
Public- Non Institutions	E-Voting	194718528	7797327	4.0044	7786754	10573	99.8644	0.1355
	Poll		129901	0.0667	129901	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7927228	4.0711	7916655	10573	99.8666	0.1334
	Total	2640081408	2076542177	78.6545	2076531604	10573	99.9995	0.0005

