



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: 21.09.2017

<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>
<p>Kind Attn.: Ms. Rehana Dsouza, Asstt. Vice President</p>	<p>Kind Attn.: Mr. Iyer Gopalkrishnan, GM, Corporate Services.</p>

SUB: Voting Results of 31st 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 to be transacted at Annual General Meeting (AGM) of the Company held on 20th September, 2017. The e-voting period commenced on 17th September, 2017 at 10.00 am and ended at 5.00 pm on 19th September, 2017 with cut-off date for determining eligibility of shareholders for e-voting being 12th September, 2017.

The Company had also provided voting through ballot papers at the said AGM held on 20th September, 2017 for all the resolutions.

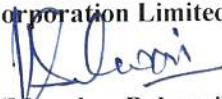
Shri Sachin Agarwal, Practising Company Secretary, who was appointed as a Scrutinizer has since submitted his Report to the Chairman.

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

Voting Results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

	POWER FINANCE CORPORATION LIMITED
Date of the AGM/EGM	20-09-2017
Total number of shareholders on record date	256850
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	27514
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	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, 2017, 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	1751631394	0	0.0000	00	0	0.0000	0.0000
	Poll		1751631394	100.0000	1751631394	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1751631394	100	1751631394	0	100	0
Public- Institutions	E-Voting	735355270	532272683	72.3831	532272683	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		532272683	72.3831	532272683	0	100	0
Public- Non Institutions	E-Voting	153094744	7358012	4.8062	7357353	659	99.9910	0.0089
	Poll		84056	0.0549	84056	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7442068	4.8611	7441409	659	99.9911	0.0089
Total		2640081408	2291346145	86.7907	2291345486	659	100.0000	0.0000



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm interim dividend as total dividend for the financial year 2016-17.							
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	1751631394	0	0.0000	00	0	0.0000	0.0000
	Poll		1751631394	100.0000	1751631394	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1751631394	100	1751631394	0	100	0
Public- Institutions	E-Voting	735355270	532513673	72.4158	532513673	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		532513673	72.4158	532513673	0	100	0
Public- Non Institutions	E-Voting	153094744	7357862	4.8061	7357187	675	99.9908	0.0091
	Poll		84056	0.0549	84056	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7441918	4.861	7441243	675	99.9909	0.0091
Total		2640081408	2291586985	86.7999	2291586310	675	100.0000	0.0000

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Shri Arun Kumar Verma (DIN: 02190047), 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	1751631394	0	0.0000	00	0	0.0000	0.0000
	Poll		1751631394	100.0000	1751631394	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1751631394	100	1751631394	0	100	0
	E-Voting		532513673	72.4158	304062721	228450952	57.0995	42.9004



Public- Institutions	Poll	735355270	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		532513673	72.4158	304062721	228450952	57.0995	42.9005
Public- Non Institutions	E-Voting	153094744	7357320	4.8057	7351795	5525	99.9249	0.0750
	Poll		84056	0.0549	84056	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7441376	4.8606	7435851	5525	99.9258	0.0742
Total	2640081408	2291586443	86.7998	2063129966	228456477	90.0306	9.9694	

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	1751631394	0	0.0000	00	0	0.0000	0.0000
	Poll		1751631394	100.0000	1751631394	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1751631394	100	1751631394	0	100	0
Public- Institutions	E-Voting	735355270	532513673	72.4158	531724216	789457	99.8517	0.1482
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		532513673	72.4158	531724216	789457	99.8517	0.1483
Public- Non Institutions	E-Voting	153094744	7357552	4.8059	7354349	3203	99.9564	0.0435
	Poll		84056	0.0549	84056	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7441608	4.8608	7438405	3203	99.957	0.043
Total	2640081408	2291586675	86.7998	2290794015	792660	99.9654	0.0346	

Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Shri Rajeev Sharma (DIN: 00973413), 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	1751631394	0	0.0000	00	0	0.0000	0.0000
	Poll		1751631394	100.0000	1751631394	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1751631394	100	1751631394	0	100	0
Public- Institutions	E-Voting	735355270	532513673	72.4158	515608141	16905532	96.8253	3.1746
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		532513673	72.4158	515608141	16905532	96.8253	3.1747
Public- Non Institutions	E-Voting	153094744	7357412	4.8058	7352304	5108	99.9305	0.0694
	Poll		84056	0.0549	84056	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7441468	4.8607	7436360	5108	99.9314	0.0686
Total		2640081408	2291586535	86.7998	2274675895	16910640	99.2621	0.7379

Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Shri Chinmoy Gangopadhyay (DIN: 02271398), 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	1751631394	0	0.0000	00	0	0.0000	0.0000
	Poll		1751631394	100.0000	1751631394	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1751631394	100	1751631394	0	100	0
Public- Institutions	E-Voting	735355270	532513673	72.4158	295495786	237017887	55.4907	44.5092
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		532513673	72.4158	295495786	237017887	55.4907	44.5093
	E-Voting		7357312	4.8057	7352179	5133	99.9302	0.0697



	Poll	153094744	84056	0.0549	84056	0	100.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7441368	4.8606	7436235	5133	99.931	0.069
Total		2640081408	2291586435	86.7998	2054563415	237023020	89.6568	10.3432

Resolution No.	7							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Shri Sitaram Pareek (DIN: 00165036), 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	1751631394	0	0.0000	00	0	0.0000	0.0000
	Poll		1751631394	100.0000	1751631394	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1751631394	100	1751631394	0	100	0
Public- Institutions	E-Voting	735355270	532513673	72.4158	525252490	7261183	98.6364	1.3635
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		532513673	72.4158	525252490	7261183	98.6364	1.3636
Public- Non Institutions	E-Voting	153094744	7357412	4.8058	7352304	5108	99.9305	0.0694
	Poll		84056	0.0549	84056	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7441468	4.8607	7436360	5108	99.9314	0.0686
Total		2640081408	2291586535	86.7998	2284320244	7266291	99.6829	0.3171

Resolution No.	8							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Shri N. B. Gupta (DIN: 00530741), 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
	E-Voting		0	0.0000	00	0	0.0000	0.0000



Promoter and Promoter Group	Poll	1751631394	1751631394	100.0000	1751631394	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1751631394	100	1751631394	0	100	0
Public- Institutions	E-Voting	735355270	532513673	72.4158	344743012	187770661	64.7388	35.2611
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total			532513673	72.4158	344743012	187770661	64.7388	35.2612
Public- Non Institutions	E-Voting	153094744	7357412	4.8058	7352304	5108	99.9305	0.0694
	Poll		84056	0.0549	84056	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total			7441468	4.8607	7436360	5108	99.9314	0.0686
Total		2640081408	2291586535	86.7998	2103810766	187775769	91.8059	8.1941

Resolution No.	9							
Resolution required: (Ordinary/ Special)	SPECIAL - To raise funds upto ₹65,000 crore through issue of bonds/Debentures/notes/debt securities on Private Placement basis in India and/or outside India.							
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	1751631394	0	0.0000	00	0	0.0000	0.0000
	Poll		1751631394	100.0000	1751631394	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total			1751631394	100	1751631394	0	100	0
Public- Institutions	E-Voting	735355270	532513673	72.4158	480409388	52104285	90.2154	9.7845
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total			532513673	72.4158	480409388	52104285	90.2154	9.7846
Public- Non Institutions	E-Voting	153094744	7357812	4.8061	7353044	4768	99.9351	0.0648
	Poll		84056	0.0549	84056	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total			7441868	4.861	7437100	4768	99.9359	0.0641
Total		2640081408	2291586935	86.7999	2239477882	52109053	97.7261	2.2739



All Resolutions as set out in the Notice of 31st Annual General Meeting were duly approved by the Shareholders with requisite majority.