

General information about company

Scrip code	532810
NSE Symbol	PFC
MSEI Symbol	NOTLISTED
ISIN	INE134E01011
Name of the entity	Power Finance Corporation Limited
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	31-12-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Textual Information(1)

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mrs	Parminder Chopra	ABRPC7988H	08530587	Executive Director	Chairperson	CEO-MD	30-04-1967
2	Mr	Shashank Misra	ASVPM7403N	08364288	Non-Executive - Nominee Director	Not Applicable		16-03-1983
3	Mr	Rajiv Ranjan Jha	ACBPJ2598R	03523954	Executive Director	Not Applicable		26-04-1966
4	Mr	Manoj Sharma	ABBPS8923L	06822395	Executive Director	Not Applicable		10-03-1966
5	Mr	Sandeep Kumar	AAFPK2926A	08529035	Executive Director	Not Applicable		20-03-1966
6	Mr	Bhaskar Bhattacharya	ADKPB8657M	09406292	Non-Executive - Independent Director	Not Applicable		15-07-1958
7	Mrs	Usha Sajeev Nair	AIYPN5768N	09408454	Non-Executive - Independent Director	Not Applicable		02-07-1976
8	Mr	Prasanna Tantri	AHZPT6239Q	06471864	Non-Executive - Independent Director	Not Applicable		14-10-1981

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Inactive
7	No				Inactive
8	No				Inactive

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		01-07-2020	14-08-2023			1	0	0	0			
2	NA		25-06-2024	25-06-2024			2	0	1	0			
3	NA		28-10-2021	28-10-2021			2	0	2	0			
4	NA		29-08-2022	29-08-2022			2	0	2	0			
5	NA		11-07-2024	11-07-2024			1	0	1	0			
6	NA		23-12-2021	23-12-2021	23-12-2024	36	0	0	0	0	Tenure Completion		
7	NA		23-12-2021	23-12-2021	23-12-2024	36	0	0	0	0	Tenure Completion		
8	NA		23-12-2021	23-12-2021	23-12-2024	36	0	0	0	0	Tenure Completion		

Text Block

Textual Information(1)

1. As on 31.12.2024, PFC has 5 members on its Board comprising of 4 Functional Directors and 1 Government Nominee Director.

The 3 Independent Directors of PFC appointed w.e.f 23.12.2021, on completion of their tenure, ceased to be Directors on the Board of PFC and as Committee members w.e.f. 23.12.2024. Their status of Directorship and Committee positions are given as on 31.12.2024.

Pursuant to AoA, Directors on the BoD of PFC are appointed by President of India through Ministry of Power. Accordingly, the Co. has requested MoP to expedite process of appointment of required number of Independent Directors on its BoD.

2. Smt Parminder Chopra has been appointed as Director (Finance) on the Board of PFC wef 01.07.2020 and as Chairman wef 14.08.2023

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block

Textual Information(1)

1. As on 31.12.2024, PFC has 5 members on its board comprising of 4 Functional Directors and 1 Government Nominee Director.
2. The three Independent Directors of PFC appointed w.e.f 23.12.2021, on completion of their tenure, ceased to be the Directors on the board of PFC and as Committee members w.e.f. 23.12.2024. Pursuant to AoA, Directors on the BoD of PFC are appointed by President of India through Ministry of Power. Accordingly, the Co. has requested MoP to expedite process of appointment of required number of Independent Directors on BoD.
3. Shri Bhaskar Bhattacharya has been member of the Risk Management Committee (RMC) w.e.f. 23.12.2021 to 22.12.2024. During this tenure, he was Chairman of RMC during 23.12.2021 to 16.12.2022 and 28.10.2024 to 22.12.2024.
4. Smt. Parminder has been member of RMC w.e.f. 01.07.2020 to 27.10.2024 and as Chairman of RMC wef 01.06.2023 to 27.10.2024

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06471864	Prasanna Tantri	Non-Executive - Independent Director	Chairperson	23-12-2021	23-12-2024	
2	09406292	Bhaskar Bhattacharya	Non-Executive - Independent Director	Member	18-07-2022	23-12-2024	
3	03523954	Rajiv Ranjan Jha	Executive Director	Member	28-10-2021		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09408454	Usha Sajeev Nair	Non-Executive - Independent Director	Chairperson	23-12-2021	23-12-2024	
2	09406292	Bhaskar Bhattacharya	Non-Executive - Independent Director	Member	23-12-2021	23-12-2024	
3	06471864	Prasanna Tantri	Non-Executive - Independent Director	Member	23-12-2021	23-12-2024	

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09408454	Usha Sajeev Nair	Non-Executive - Independent Director	Chairperson	23-12-2021	23-12-2024	
2	03523954	Rajiv Ranjan Jha	Executive Director	Member	23-12-2021		
3	08529035	Sandeep Kumar	Executive Director	Member	11-07-2024		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08530587	Parminder Chopra	Executive Director	Chairperson	01-07-2020	28-10-2024	
2	03523954	Rajiv Ranjan Jha	Executive Director	Member	28-10-2021		
3	06822395	Manoj Sharma	Executive Director	Member	29-08-2022		
4	08529035	Sandeep Kumar	Executive Director	Member	11-07-2024		
5	09406292	Bhaskar Bhattacharya	Non-Executive - Independent Director	Chairperson	23-12-2021	23-12-2024	

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06471864	Prasanna Tantri	Non-Executive - Independent Director	Chairperson	18-07-2022	23-12-2024	
2	09408454	Usha Sajeev Nair	Non-Executive - Independent Director	Member	23-12-2021	23-12-2024	
3	06822395	Manoj Sharma	Executive Director	Member	29-08-2022		
4	03523954	Rajiv Ranjan Jha	Executive Director	Member	18-07-2022		
5	08529035	Sandeep Kumar	Executive Director	Member	11-07-2024		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory							Textual Information(1)	No. of Independent Directors attending the meeting*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	
1	03-07-2024				Yes	7	7	3
2	19-07-2024		15		Yes	8	8	3
3	30-07-2024		10		Yes	8	8	3
4	06-08-2024		6		Yes	8	8	3
5	29-08-2024		22		Yes	8	8	3
6	20-09-2024		21		Yes	8	8	3
7		18-10-2024	27		Yes	8	8	3
8		28-10-2024	9		Yes	8	8	3
9		08-11-2024	10		Yes	8	8	3
10		18-12-2024	39		Yes	8	8	3

Text Block

Textual Information(1)

Board Meeting held on 18-10-2024 adjourned and held on 28-10-2024.

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	18-07-2024				Yes	3	3	2	0
2	Audit Committee	06-08-2024				Yes	3	3	2	0
3	Audit Committee	17-10-2024	71			Yes	3	3	2	0
4	Audit Committee	08-11-2024	21			Yes	3	3	2	0
5	Audit Committee	25-11-2024	16			Yes	3	3	2	0
6	Nomination and remuneration committee	03-07-2024				Yes	3	3	3	0

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Nomination and remuneration committee	18-07-2024	14			Yes	3	3	3	0
8	Nomination and remuneration committee	08-11-2024	112			Yes	3	3	3	0
9	Corporate Social Responsibility Committee	03-09-2024				Yes	5	4	2	0
10	Corporate Social Responsibility Committee	25-09-2024	21			Yes	5	5	2	0
11	Corporate Social Responsibility Committee	17-10-2024	21			Yes	5	5	2	0
12	Corporate Social Responsibility Committee	25-11-2024	38			Yes	5	5	2	0
13	Risk Management Committee	07-11-2024				Yes	4	4	1	0
14	Risk Management Committee	18-12-2024	40			Yes	4	4	1	0
15	Stakeholders Relationship Committee	22-08-2024				Yes	3	3	1	0
16	Stakeholders Relationship Committee	07-11-2024	76			Yes	3	3	1	0

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	No
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	No
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	No
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	No
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	No
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Manish Kumar Agarwal
2	Designation	Company Secretary and Compliance Officer

Text Block

Textual Information(1)

Upto 22.12.2024, the composition of Committees of PFC was in compliance with SEBI LODR. However, due to completion of tenure on 22.12.2024, all the 3 Independent directors on the BoD of PFC ceased to be directors and as Committee members w.e.f 23.12.2024.

Therefore, the composition of the Committees mentioned at 2,3,4 & 5 are non-compliant wef 23.12.2024.

Pursuant to provisions of AoA of Co., Directors on board of PFC are appointed by President of India through MoP, GoI. The Co. has requested MoP to expedite the process of appointment of required number of Independent Directors on board of Co.so that it can ensure Compliance of provisions of Listing Regulations

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details

Name of signatory	Manish Kumar Agarwal
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	10-02-2025

