

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company	<input type="text" value="L65910DL1986GOI024862"/>	<input type="button" value="Pre-fill"/>						
Global Location Number (GLN) of the company	<input type="text"/>							
* Permanent Account Number (PAN) of the company	<input type="text" value="AAACP1570H"/>							
(ii) (a) Name of the company	<input type="text" value="POWER FINANCE CORPORATIC"/>							
(b) Registered office address	<input type="text" value="'URJANIDHI', 1,BARAKHAMBA LANE,
CONNAUGHT PLACE,
NEW DELHI
Delhi
110001"/>							
(c) *e-mail ID of the company	<input type="text" value="mb@pfcindia.com"/>							
(d) *Telephone number with STD code	<input type="text" value="01123456020"/>							
(e) Website	<input type="text" value="www.pfcindia.com"/>							
(iii) Date of Incorporation	<input type="text" value="16/07/1986"/>							
(iv)	<table border="1"><thead><tr><th>Type of the Company</th><th>Category of the Company</th><th>Sub-category of the Company</th></tr></thead><tbody><tr><td>Public Company</td><td>Company limited by shares</td><td>Union Government Company</td></tr></tbody></table>	Type of the Company	Category of the Company	Sub-category of the Company	Public Company	Company limited by shares	Union Government Company	
Type of the Company	Category of the Company	Sub-category of the Company						
Public Company	Company limited by shares	Union Government Company						
(v) Whether company is having share capital	<input checked="" type="radio"/> Yes	<input type="radio"/> No						
(vi) *Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes	<input type="radio"/> No						

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM 29/09/2020

(b) Due date of AGM 30/09/2020

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K8	Other financial activities	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 32

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	PFC CONSULTING LIMITED	U74140DL2008GOI175858	Subsidiary	100
2	REC LIMITED	L40101DL1969GOI005095	Subsidiary	52.63

3	COASTAL MAHARASHTRA MEC	U40102DL2006GOI146953	Subsidiary	100
4	SAKHIGOPAL INTEGRATED PO	U40108DL2008GOI178409	Subsidiary	100
5	ORISSA INTEGRATED POWER L	U40102DL2006GOI152423	Subsidiary	100
6	GHOARPALLI INTEGRATED PO	U45207DL2008GOI178456	Subsidiary	100
7	COASTAL KARNATAKA POWER	U40102DL2006GOI146109	Subsidiary	100
8	TATIYA ANDHRA MEGA POWER	U40200DL2009GOI189476	Subsidiary	100
9	COASTAL TAMIL NADU POWER	U40102DL2007GOI157615	Subsidiary	100
10	DEOGHAR MEGA POWER LIMIT	U40300DL2012GOI234839	Subsidiary	100
11	CHHATTISGARH SURGUJA POW	U40102DL2006GOI146111	Subsidiary	100
12	CHEYYUR INFRA LIMITED	U93000DL2014GOI263819	Subsidiary	100
13	DEOGHAR INFRA LIMITED	U93000DL2015GOI282164	Subsidiary	100
14	ODISHA INFRAPOWER LIMITED	U93000DL2014GOI263902	Subsidiary	100
15	BIHAR INFRAPOWER LIMITED	U93000DL2015GOI282192	Subsidiary	100
16	BIHAR MEGA POWER LIMITED	U93000DL2015GOI282653	Subsidiary	100
17	JHARKHAND INFRAPOWER LIM	U40300DL2015GOI288311	Subsidiary	100
18	TANDA TRANSMISSION COMP.	U74999DL2013GOI257471	Subsidiary	100
19	SHONGTONG KARCHAM-WAN	U40300DL2017GOI310556	Subsidiary	0
20	BIJAWAR-VIDARBHA TRANSMI	U40300DL2017GOI310540	Subsidiary	0
21	POWER EQUITY CAPITAL ADVI	U65100DL2008PTC175845	Subsidiary	100
22	VAPI II-NORTH LAKHIMPUR TR	U40100DL2018GOI335750	Subsidiary	0
23	KOPPAL-NARENDRA TRANSMI	U40106DL2019GOI357628	Subsidiary	0
24	KARUR TRANSMISSION LIMITE	U40106DL2019GOI357791	Subsidiary	0
25	REC POWER DISTRIBUTION CO	U40101DL2007GOI165779	Subsidiary	0
26	REC TRANSMISSION PROJECTS	U40101DL2007GOI157558	Subsidiary	0
27	DINCHANG TRANSMISSION LIM	U40300DL2015GOI288066	Subsidiary	0

28	KODERMA TRANSMISSION LIM	U40300DL2018GOI331192	Subsidiary	0
29	CHANDIL TRANSMISSION LIM	U40108DL2018GOI330905	Subsidiary	0
30	MANDAR TRANSMISSION LIM	U40101DL2018GOI331526	Subsidiary	0
31	DUMKA TRANSMISSION LIMITE	U40300DL2018GOI331490	Subsidiary	0
32	ENERGY EFFICIENCY SERVICES	U40200DL2009PLC196789	Joint Venture	47.15

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	11,000,000,000	2,640,081,408	2,640,081,408	2,640,081,408
Total amount of equity shares (in Rupees)	110,000,000,000	26,400,814,080	26,400,814,080	26,400,814,080

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	11,000,000,000	2,640,081,408	2,640,081,408	2,640,081,408
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	110,000,000,000	26,400,814,080	26,400,814,080	26,400,814,080

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	200,000,000	0	0	0
Total amount of preference shares (in rupees)	2,000,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	200,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	2,000,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				
At the beginning of the year	2,640,081,408	26,400,814,080	26,400,814,080	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	2,640,081,408	26,400,814,080	26,400,814,080	
Preference shares				
At the beginning of the year	0	0	0	

Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	99,135,612	DIFF. IN DFF. SERIES	1,966,140,263,586
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			105,999,272,064
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			666,826,262,523
Deposit			0
Total			2,738,965,798,173

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	1,903,242,904,000	275,335,359,586	212,438,000,000	1,966,140,263,586
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

1

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
FORIEGN CURRENCY N	3,700,000	USD 1000 @ 74.3859	281,794,787,380	USD 1000 @ 74.3859	281,794,787,380
Total	3,700,000		281,794,787,380		281,794,787,380

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)**(i) Turnover**

333,629,003,691

(ii) Net worth of the Company

451,641,358,900

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	1,478,291,778	55.99	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	1,478,291,778	55.99	0	0

Total number of shareholders (promoters)

1

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	98,953,911	3.75	0	
	(ii) Non-resident Indian (NRI)	4,510,107	0.17	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	160,127,605	6.07	0	
4.	Banks	5,627,490	0.21	0	
5.	Financial institutions	7,809,414	0.3	0	
6.	Foreign institutional investors	420,551	0.02	0	
7.	Mutual funds	365,135,276	13.83	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	14,487,512	0.55	0	
10.	Others TRUSTS, CLEARING MEMBE	504,717,764	19.12	0	
	Total	1,161,789,630	44.02	0	0

Total number of shareholders (other than promoters)

228,530

**Total number of shareholders (Promoters+Public/
Other than promoters)**

228,531

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
THE BOEING COMPAN	1 CHASE MANHATTAN PLAZA NEV			420,551	0.02

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	1	1
Members (other than promoters)	245,024	228,530
Debenture holders	252,267	249,045

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	4	2	4	2	0	0
(i) Non-Independent	4	0	4	0	0	0
(ii) Independent	0	2	0	2	0	0
C. Nominee Directors representing	0	1	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	1	0	1	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	4	3	4	3	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

9

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
RAJEEV SHARMA	00973413	Managing Director	32,574	31/05/2020
NAVEEN BHUSHAN GUPTA	00530741	Whole-time director	24,584	30/06/2020
PRAVEEN KUMAR SINHA	03548218	Whole-time director	32,194	
RAVINDER SINGH DHILLON	00278074	Whole-time director	27,050	
MRITUNJAY KUMAR NATH	03426753	Nominee director	0	
GOURI CHAUDHURY	07970522	Director	0	
RAM CHANDRA MISHRA	02469982	Director	0	
MANOHAR BALWANI	AAAPB3961D	Company Secretary	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
NAVEEN BHUSHAN GUPTA	AAAPG0945L	CFO	24,584	30/06/2020

(ii) Particulars of change in director(s) and Key managerial personnel during the year

8

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
CHINMOY GANGOPADHYAY	02271398	Whole-time director	30/04/2019	CESSATION
RAVINDER SINGH DHILLON	00278074	Additional director	12/06/2019	APPOINTMENT
RAM CHANDRA MISHRA	02469982	Additional director	11/07/2019	APPOINTMENT
MRITUNJAY KUMAR NATH	03426753	Nominee director	28/08/2019	APPOINTMENT
A. K. VERMA	02190047	Nominee director	28/08/2019	CESSATION
SITARAM PAREEK	00165036	Director	06/02/2020	CESSATION
RAVINDER SINGH DHILLON	00278074	Whole-time director	27/08/2019	CHANGE IN DESIGNATION
RAM CHANDRA MISHRA	02469982	Director	27/08/2019	CHANGE IN DESIGNATION

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	27/08/2019	256,932	21,568	56.2

B. BOARD MEETINGS

*Number of meetings held

13

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	17/05/2019	6	6	100
2	29/05/2019	6	6	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	24/06/2019	7	7	100
4	30/07/2019	8	7	87.5
5	13/08/2019	8	7	87.5
6	27/08/2019	8	7	87.5
7	20/09/2019	8	8	100
8	22/10/2019	8	7	87.5
9	14/11/2019	8	7	87.5
10	24/12/2019	8	8	100
11	12/02/2020	7	7	100
12	09/03/2020	7	6	85.71

C. COMMITTEE MEETINGS

Number of meetings held

44

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Meeting of Auc	16/05/2019	2	2	100
2	Meeting of Auc	29/05/2019	2	2	100
3	Meeting of Auc	29/07/2019	3	3	100
4	Meeting of Auc	13/08/2019	3	3	100
5	Meeting of Auc	20/09/2019	3	3	100
6	Meeting of Auc	14/11/2019	3	3	100
7	Meeting of Auc	12/02/2020	3	3	100
8	Meeting of Nor	24/06/2019	3	3	100
9	Meeting of Nor	29/07/2019	3	3	100
10	Meeting of Nor	20/09/2019	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	29/09/2020
								(Y/N/NA)
1	RAJEEV SHA	13	13	100	16	16	100	Not Applicable
2	NAVEEN BHL	13	12	92.31	27	27	100	Not Applicable
3	PRAVEEN KU	13	13	100	28	27	96.43	Yes
4	RAVINDER SI	11	11	100	28	28	100	Yes
5	MRITUNJAY K	7	5	71.43	0	0	0	Yes
6	GOURI CHAU	13	11	84.62	14	14	100	Yes
7	RAM CHANDI	10	9	90	9	8	88.89	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAJEEV SHARMA	Managing Director	10,084,921				10,084,921
2	NAVEEN BHUSHAI	Whole-time director	8,090,979				8,090,979
3	PRAVEEN KUMAR	Whole-time director	7,339,619				7,339,619
4	RAVINDER SINGH	Whole-time director	3,908,033				3,908,033
5	CHINMOY GANGO	Whole-time director	2,420,576				2,420,576
	Total		31,844,128	0	0	0	31,844,128

Number of CEO, CFO and Company secretary whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MANOHAR BALWA	COMPANY SECRETARY	4,985,834				4,985,834
	Total		4,985,834	0	0	0	4,985,834

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	A. K. VERMA	GOVERNMENT N	0			0	0
2	MRITUNJAY KUMA	GOVERNMENT N	0			0	0
3	SITARAM PAREEK	INDEPENDENT	0			587,153	587,153
4	GOURI CHAUDHU	INDEPENDENT	0			659,000	659,000
5	RAM CHANDRA MI	INDEPENDENT	0			449,562	449,562
	Total		0			1,695,715	1,695,715

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

During year, in absence of requisite number of Independent Directors (IDs) on Board of Directors (BoD) of Company, composition of the BoD was not in conformity with provisions of Companies Act, 2013, SEBI (LODR) Regulations, 2015 & Guidelines on Corporate Governance for CPSEs issued by DPE.

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

SACHIN AGARWAL

Whether associate or fellow

Associate Fellow

Certificate of practice number

5910

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

Digitally signed by
PARMINDE PARMINDER
R CHOPRA
Date: 2020.11.18
10:54:19 +05'30'

DIN of the director

08530587

To be digitally signed by

Digitally signed by
MANOHAR MANOJ
BALWANI
Date: 2020.11.18
10:56:28 +05'30'

Company Secretary

Company secretary in practice

Membership number

11117

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

board Meeting detail.pdf
Committee Meeting detail.pdf
POW FII LIST -30-03-2020.pdf
PFC MGT 8.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

MEETINGS OF THE BOARD OF DIRECTORS

Board meeting (In continuation to the details given in Point IX (B) of Form MGT-7)

S.No.	Date of Meeting	Total no. of directors associated as on the date of meeting	Attendance	
			Number of Directors attended	% of attendance
13.	21/03/2020	7	4	57.14%

MEETINGS OF THE COMMITTEE OF THE BOARD OF DIRECTORS

Committee meeting (In continuation to the details given in Point IX (C) of Form MGT-7)

S. No	Type of meeting	Date of meeting	Total no of members as on the date	Attendance	
				No. of members attended	% of attendance
11.	Meeting of Stakeholders Relationship and Shareholders'/ Investors' Grievance Committee	17/05/2019	2	2	100
12.	Meeting of Stakeholders Relationship and Shareholders'/ Investors' Grievance Committee	13/08/2019	3	3	100
13.	Meeting of Stakeholders Relationship and Shareholders'/ Investors' Grievance Committee	14/11/2019	3	3	100
14.	Meeting of Stakeholders Relationship and Shareholders'/ Investors' Grievance Committee	12/02/2020	3	3	100
15.	Meeting of Risk Management Committee	25/04/2019	2	2	100
16.	Meeting of Risk Management Committee	11/09/2019	2	2	100
17.	Meeting of Risk Management Committee	23/03/2020	2	2	100
18.	Meeting of CSR & SD Committee	14/05/2019	2	2	100
19.	Meeting of CSR & SD Committee	16/07/2019	3	3	100
20.	Meeting of CSR & SD Committee	29/07/2019	3	3	100
21.	Meeting of CSR & SD Committee	12/09/2019	3	3	100
22.	Meeting of CSR & SD Committee	22/10/2019	3	2	66.67

23.	<i>Meeting of CSR & SD Committee</i>	04/12/2019	3	3	100
24.	<i>Meeting of CSR & SD Committee</i>	03/02/2020	3	3	100
25.	<i>Meeting of Loans Committee of Directors</i>	21/06/2019	5	4	80
26.	<i>Meeting of Loans Committee of Functional Directors</i>	13/09/2019	4	4	100
27.	<i>Meeting of Loans Committee of Functional Directors</i>	07/10/2019	4	4	100
28.	<i>Meeting of Loans Committee of Functional Directors</i>	31/10/2019	4	4	100
29.	<i>Meeting of Loans Committee of Functional Directors</i>	27/11/2019	4	4	100
30.	<i>Meeting of Loans Committee of Functional Directors</i>	16/12/2019	4	4	100
31.	<i>Meeting of Loans Committee of Functional Directors</i>	30/12/2019	4	4	100
32.	<i>Meeting of Loans Committee of Functional Directors</i>	07/01/2020	4	4	100
33.	<i>Meeting of Loans Committee of Functional Directors</i>	09/03/2020	4	4	100
34.	<i>Meeting of Loans Committee of Functional Directors</i>	12/03/2020	4	4	100
35.	<i>Meeting of Loans Committee of Functional Directors</i>	23/03/2020	4	4	100
36.	<i>Meeting of Loans Committee of Functional Directors</i>	28/03/2020	4	4	100
37.	<i>Meeting of Loans Committee of Functional Directors</i>	30/03/2020	4	4	100
38.	<i>Meeting of Investment Committee of Directors</i>	04/06/2019	3	3	100
39.	<i>Meeting of Investment Committee of Directors</i>	09/08/2019	4	4	100
40.	<i>Meeting of Investment Committee of Directors</i>	12/02/2020	5	5	100
41.	<i>Meeting of HR Committee</i>	14/05/2019	2	2	100
42.	<i>Meeting of HR Committee</i>	11/11/2019	3	3	100

43.	<i>Meeting of HR Committee</i>	13/12/2019	3	3	100
44.	<i>Meeting of ALM Committee of Functional Directors</i>	23/03/2020	2	2	100

POWER FINANCE CORPORATION LIMITED
List of Top 5 Shareholders as on 31/03/2020 ((FII))

SLNO	DPID	FOLIO/CL-ID	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	REGN. NO WITH SEBI	HOLDING	% TO EQT	MINOR CODE	PAN NO
1	IN303438	10003458	THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS MASTE R TRUST	1 CHASE MANHATTAN PLAZA NEW YORK	UNITED STATES OF AMERICA	INUSFP073215	420551	0.02	FII	AABTT6404E
TOTAL:							420551	0.02		



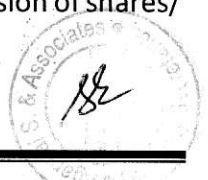
Form No. MGT-8

*[Pursuant to section 92(2) of the Companies Act, 2013 and Rule 11(2) of
Companies (Management and Administration) Rules, 2014]*

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records, books and papers etc. of **Power Finance Corporation Limited** (herein after called "the Company") as required to be maintained under the Companies Act, 2013 (herein after called "the Act") and the rules made thereunder for the financial year ended on 31st March, 2020. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
1. its status under the Act;
 2. maintenance of registers/records & making entries therein within the time prescribed therefore;
 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time;
 4. calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
 5. closure of Register of Members / Security holders, as the case may be.
 6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
 7. contracts/arrangements with related parties as specified in Section 188 of the Act;
 8. issue or allotment or transfer or transmission or buy back of securities/redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;



9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10. declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them *except the appointment of requisite number of Non-Executive Directors and Independent Directors and consequential non-compliances thereof.*
13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of Section 139 of the Act;
14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act; if any, were duly taken under provisions of Companies Act, 2013.
15. acceptance/ renewal/ repayment of deposits, if any, in compliance of under provisions of Companies Act, 2013;
16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company; if any, in compliance of under provisions of Companies Act, 2013.

For Agarwal S. & Associates,
Company Secretaries,



Agarwal

CS Sachin Agarwal
Partner
FCS No. : 5774
C.P No. : 5910.

Place: New Delhi
Date: November 05, 2020
UDIN: F005774B001167341

Our above certificate of even date is subject to following:

1. Maintenance of secretarial record is the responsibility of the management of the Company.
2. We have followed the secretarial practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records for issuance of above certificate. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulation and happening of events etc.
5. Certificate in from MGT 8 is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
6. The prevailing circumstances in the country on account of Lockdown/ restrictions on movements and COVID-19 have impacted physical verification of the records/ documents of the Company by us.

For Agarwal S. & Associates,
Company Secretaries,



A handwritten signature in black ink, appearing to read "Sachin Agarwal".

CS Sachin Agarwal
Partner
FCS No. : 5774
C.P No. : 5910

Place: New Delhi
Date: November 05, 2020