



मनोहर बलवानी
कम्पनी सचिव
MANOHAR BALWANI
Company Secretary

पावर फाइनेंस कार्पोरेशन लिमिटेड
POWER FINANCE CORPORATION LTD.
(भारत सरकार का उपक्रम) (A Govt. of India Undertaking)

No:1:05:138:II:CS

Dated: 27.08.2019

**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

**Bombay Stock Exchange Limited,
Department of Corporate Services,
Floor – 25,
PJ Towers,
Dalal Street,
MUMBAI – 400 001.**

बंबई स्टॉक एक्सचेंज लिमिटेड,
कॉर्पोरेट सेवाएं विभाग, मंजिल-25,
पी. जे. टावर्स, दलाल स्ट्रीट, मुंबई-400 001

SUB: Proceedings of 33rd AGM of Power Finance Corporation Limited


Madam/Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith proceedings of the 33rd AGM of the Company held today i.e. 27th August, 2019.

Submitted for your information and record.

Thanking You,

Yours faithfully,
For Power Finance Corporation Limited


(Manohar Balwani)
Company Secretary
mb@pfcindia.com

POWER FINANCE CORPORATION LIMITED
NEW DELHI

Proceedings of the 33rd Annual General Meeting held during 11.00 A.M. to 11.55 A.M. on Tuesday, the 27th August, 2019 at Talkatora Indoor Stadium, Talkatora Garden, New Delhi - 110004.

- I. Company Secretary welcomed Shareholders and Auditors and introduced CMD and Directors to the shareholders.
- II. Chairman addressed the shareholders and Directors.
- III. Company Secretary confirmed presence of quorum to Chairman, who declared meeting to be in order.
- IV. Company Secretary read out the Notice, Directors' Report, Auditor's Report, C&AG Report, Secretarial Audit Report and the explanations/comments given thereupon by the Board of Directors in their report.
- V. Company Secretary informed shareholders that in compliance with provisions of listing regulations as well as of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company had provided e-voting facility to the members as on the cut off date i.e. August 21, 2019 for a period of 3 days from August 24, 2019 to August 26, 2019 to enable them to cast their vote electronically on the items mentioned in the notice of AGM dated July 30, 2019. Shri Sachin Agarwal, practising company secretary had been appointed as scrutinizer for the purpose of remote e-voting and insta poll. Further, the shareholders were informed that the proceedings of the AGM were being webcasted live.

It was further informed that the shareholders who had casted their votes through remote e-voting were not required to vote again at the meeting.
- VI. Chairman explained the objective and implications of the proposed resolutions on the business set out in the notice of this AGM dated July 30, 2019.
- VII. Thereafter, shareholders who had not voted through remote e-voting were requested, to cast their vote through electronic voting system facility provided at the EGM i.e. Insta Poll after the resolution was read out.
- VIII. It was informed that the result of the Insta Poll along with the remote e-voting process shall be posted on the website of the company, after its approval by the chairman subsequent to due process of scrutinization of the voting by the scrutinizer, Shri Sachin Agarwal, practising company secretary.
- IX. The resolutions related to following items of business were considered at the meeting:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statements including consolidated financial statements of the Company for the financial year ended March 31, 2019, the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Shri Naveen Bhushan Gupta (DIN: 00530741), who retires by rotation and being eligible, offers himself for re-appointment.
3. To fix the remuneration of the Statutory Auditors.

SPECIAL BUSINESS

4. To appoint Shri Ravinder Singh Dhillon (DIN: 00278074), as Director of the Company.
 5. To appoint Shri R. C. Mishra (DIN: 02469982), as Director of the Company.
 6. To raise funds upto ₹70,000 crore through issue of Bonds/Debentures/notes/debt securities on Private Placement basis in India and/or outside India.
- X. Chairman invited comments on the resolutions and general working of the company and replied the same.
- XI. Company Secretary proposed a vote of thanks to the Chair.
- XII. Thereafter the Chairman declared the closure of the meeting.

It is hereby confirmed that the meeting was called, convened, held and conducted as per the provisions of the Companies Act, 2013, the rules notified thereunder and Secretarial Standards issued by the ICSI.
