



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: 20.09.2017

National Stock Exchange of India Limited, Listing Department, Exchange Plaza, Bandra – Kurla Complex, Bandra (E) MUMBAI – 400 051.	Bombay Stock Exchange Limited, Department of Corporate Services, Floor – 25, PJ Towers, Dalal Street, MUMBAI – 400 001.
नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड लिस्टिंग विभाग, एक्सचेंज प्लाजा, बान्द्रा-कुर्ला कॉम्प्लेक्स, बान्द्रा (ए), मुंबई-400 051	बंबई स्टॉक एक्सचेंज लिमिटेड, कॉर्पोरेट सेवाएं विभाग, मंजिल-25, पी. जे. टावर्स, दलाल स्ट्रीट, मुंबई-400 001
Kind Attn.: Ms. Rehana Dsouza, Asstt. Vice President	Kind Attn.: Mr. Iyer Gopalkrishnan, GM, Corporate Services.

SUB: Proceedings of 31st AGM of Power Finance Corporation Limited

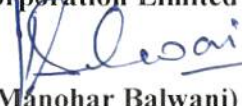
Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith proceedings of the 31st AGM of the Company held today i.e. 20th September, 2017.

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 31st Annual General Meeting held during 11.00 A.M. to 12.00 Noon on Wednesday, the 20th September, 2017 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. September 12, 2017 for a period of 3 days from September 17, 2017 to September 19, 2017 to enable them to cast their vote electronically on the items mentioned in the notice of AGM dated August 24, 2017. Shri Sachin Agarwal, practising company secretary had been appointed as scrutinizer for the purpose of e-voting and physical voting process.

It was further informed that the shareholders who had casted their votes electronically 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 August 24, 2017. Thereafter, shareholders who had not voted electronically were requested, to cast their vote on the polling paper made available and to drop the same in the ballot boxes placed in the auditorium after all the resolutions were read out.
- VII. It was informed that the result of the polling process along with the 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.
- VIII. The resolutions related to following items of business, as per the Notice of AGM, were transacted at the meeting:

ORDINARY BUSINESS

- I. 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.



2. To confirm interim dividend as total dividend for the financial year 2016-17.
3. 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.
4. To fix the remuneration of the Statutory Auditors.

SPECIAL BUSINESS

5. To appoint Shri Rajeev Sharma (DIN: 00973413), as Director of the Company.
6. To appoint Shri Chinmoy Gangopadhyay (DIN: 02271398), as Director of the Company.
7. To appoint Shri Sitaram Pareek (DIN: 00165036), as Director of the Company.
8. To appoint Shri N. B. Gupta (DIN: 00530741), as Director of the Company.
9. 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.
- IX. Chairman invited comments on the resolutions and general working of the company and replied the same.
- X. Shareholders casted their votes on the resolutions and dropped the ballot paper in the ballot boxes.
- XI. Company Secretary proposed a vote of thanks to the Chair.
- XII. Thereafter the Chairman declared the closure of the meeting.

कृते पावर फाइनेंस कॉर्पोरेशन लि.
For Power Finance Corporation Ltd.


(मनोहर बलवानी)
(MANOHAR BALWANI)
कंपनी सचिव / Company Secretary