



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. CS:1:05:138:II C

6th June, 2019

National Stock Exchange of India Ltd. Exchange Plaza Bandra-Kurla Complex Bandra (E) MUMBAI – 400 051	BSE Ltd. Corporate Relationship Department Phiroze Jeejeebhoy Towers Dalal Street, Fort MUMBAI – 400 001
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Sub: Announcement pursuant to Regulation 30 of the SEBI (LODR), Regulations, 2015

Dear Sirs,

Power Finance Corporation Limited (the “Company” or “PFC”), rated Baa3/ BBB-/ BBB- (Moody’s / S&P / Fitch) has mandated Barclays, MUFG and Standard Chartered Bank as Joint Lead Managers and Joint Bookrunners to arrange a series of fixed income investor meetings in Asia and Europe starting from June 6, 2019. A benchmark sized USD Regulation S 5 & / or 10-years senior notes offering, under its USD 3 billion Global Medium Term Note Programme, may follow, subject to market conditions.

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES (AS DEFINED IN REGULATION S UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED (THE “U.S. SECURITIES ACT”), OR IN OR INTO INDIA OR ANY OTHER JURISDICTION IN WHICH SUCH RELEASE, PUBLICATION OR DISTRIBUTION WOULD BE PROHIBITED BY APPLICABLE LAW.

FCA / ICMA stabilization applies.

MiFID II professionals / ECPs-only – Manufacturer target market (MiFID II product governance) is eligible counterparties and professional clients only (all distribution channels). No PRIIPs key information document (KID) has been prepared as not available to retail in EEA.

Notification under Section 309B(1)(c) of the Securities and Futures Act (Chapter 289) of Singapore (the SFA) - In connection with Section 309B of the SFA and the Securities and Futures (Capital Markets Products) Regulations 2018 (the CMP Regulations 2018), the Company has determined, and hereby notifies all relevant persons (as defined in Section 309A(1) of the SFA), the classification of any such notes as ‘prescribed capital markets products’ (as defined in the CMP Regulations 2018) and Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

This announcement is confidential and solely for the use of the person it is addressed to and its advisers. Release, transmission or distribution to any other person is prohibited. The distribution of this announcement and other information referred to herein may be restricted by law and persons into whose possession this announcement or such other information comes should inform themselves about and observe any such restriction.

This announcement is not and does not constitute or form a part of, and should not be construed as, any offer, solicitation or invitation to sell, issue, purchase or subscribe for any securities of the Company in or into the United States (as defined in Regulation S under the U.S. Securities Act), India or any other jurisdiction. No securities mentioned herein have been, or will be, registered under the U.S. Securities Act,

or any state securities laws or other jurisdiction of the United States, India or any other jurisdiction. If any offering proceeds, the securities will only be offered or sold outside the United States in reliance on Regulation S ("Regulation S") under the U.S. Securities Act. No securities may be offered, sold or delivered in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state or local securities laws of the United States. No public offering is being made in the United States, India or in any other jurisdiction where such an offering is restricted or prohibited or where such offer would be unlawful prior to registration or qualification under the securities laws of such jurisdiction. Nothing in this communication shall constitute an offer to sell or the solicitation of an offer to buy securities in any jurisdiction in which such offer or sale would be unlawful. Any offering of securities will be made by means of one or more offering documents, which will contain detailed information about the Company making the offer and its management and financial statements. No action has been taken in any jurisdiction that would permit a public offering to occur in any jurisdiction. Neither this announcement nor any portion hereof may be sent or distributed in or into the United States (as defined in Regulation S under the U.S. Securities Act), or in or into India or any jurisdiction where it is unlawful to do so. This announcement does not constitute an offer to sell, offer to purchase, or a solicitation to sell or solicitation to purchase or subscribe for securities (whether to the public or by way of private placement) within the meaning of the Indian Companies Act, 2013, as amended from time to time or other applicable laws, regulations and guidelines of India. Any failure to comply with these restrictions may result in a violation of the U.S. Securities Act or the applicable laws, regulations and guidelines of India or any other jurisdictions. No money, securities or other consideration is being solicited by this announcement or the information contained herein and, if sent in response to this announcement or the information contained herein, will not be accepted. Neither this communication nor any information herein nor the fact of its distribution shall form the basis of, or be relied on in connection with, any contract or commitment or investment decision whatsoever.

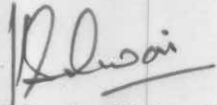
A rating is not a recommendation to buy, sell or hold securities and may be subject to revision, suspension, reduction or withdrawal at any time by the relevant rating agencies. The significance of each rating should be analysed independently from any other rating.

It may be noted that Financials in the enclosed Offering Circular for FY 2019 are subject to the Audit by the Comptroller and Auditor General of India and Shareholders' approval in the Annual General Meeting.

This is for your kind information and record please.

Thanking you

Yours faithfully
For POWER FINANCE CORPORATION LIMITED


(Manohar Balwani)
Company Secretary

Enclosed: as above