



मनोहर बलवानी  
मुख्य महाप्रबंधक एवं कम्पनी सचिव  
**MANOHAR BALWANI**  
CGM & Company Secretary

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

No:1:05:424:I:CS  
Dated: 06.09.2022

<p><b>National Stock Exchange of India Limited,</b> <b>Listing Department,</b> <b>Exchange Plaza,</b> <b>Bandra – Kurla Complex,</b> <b>Bandra (E)</b> <b><u>MUMBAI – 400 051.</u></b></p> <p>नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड लिस्टिंग विभाग, एक्सचेंज प्लाजा, बांद्रा-कुर्ला कॉम्प्लेक्स, बांद्रा (पू), मुंबई-400 051</p>	<p><b>Bombay Stock Exchange Limited,</b> <b>Department of Corporate Services,</b> <b>Floor – 25,</b> <b>PJ Towers,</b> <b>Dalal Street,</b> <b><u>MUMBAI – 400 001.</u></b></p> <p>बंबई स्टॉक एक्सचेंज लिमिटेड, कॉर्पोरेट सेवाएं विभाग, मंजिल-25, पी. जे. टावर्स, दलाल स्ट्रीट, मुंबई-400 001</p>
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**SUB: Voting Results of Postal Ballot Notice dated 05.08.2022 of Power Finance Corporation Limited**

Sir/Madam,

This is with reference to our earlier letter dated 05.08.2022 regarding the Postal Ballot Notice dated 05.08.2022, for seeking shareholders' approval by means of Postal ballot through remote e-voting, for the below mentioned ordinary resolution:

**Item. No. 1 Appointment of Shri Ajay Tewari (DIN 0009633300), Additional Secretary, Ministry of Power as Government Nominee Director.**

The e-voting period commenced on 06.08.2022 at 09.00 am and ended at 5.00 pm on 04.09.2022 with cut-off date for determining eligibility of shareholders for e-voting being 03.08.2022.

Shri Amit Agarwal, Practising Company Secretary, who was appointed as a Scrutinizer to scrutinize the votes cast by the shareholders through Postal ballot has submitted Scrutinizer Report dated 06.09.2022. Based on the said report, it is hereby informed that the resolution as set out in the Postal Ballot Notice dated 05.08.2022 of the Company has been approved by the shareholders with requisite majority.

The voting results in terms of Regulation 44(3) of the SEBI (LODR) Regulations, 2015 and Scrutinizer's Report dated 06.09.2022 are enclosed herewith at Annexure I & II respectively.

Submitted for your information and record.

Thanking You,

Yours faithfully,  
For Power Finance Corporation Limited

  
(Manohar Balwani)  
CGM & Company Secretary  
[mb@pfcindia.com](mailto:mb@pfcindia.com)

Company Name	POWER FINANCE CORPORATION LIMITED
Date of the AGM/EGM	
Total number of shareholders on record date	473035
No. of shareholders present in the meeting either in person or Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Shri Ajay Tewari (DIN 0009633300), Additional Secretary, Ministry of Power as Government Nominee Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – In favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	1478291778	1478291778	100.0000	1478291778	0	100.0000	0.0000
	Poll	1478291778	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	1478291778	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	763286550	619168732	81.1188	380863778	238304954	61.5121	38.4878
	Poll	763286550	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	763286550	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	398503080	135444203	33.9882	134412606	1031597	99.2383	0.7616
	Poll	398503080	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	398503080	0	0.0000	00	0	0.0000	0.0000
Total		2640081408	2222904713	84.5773	1998568162	239936954	89.2814	10.7186





Annexure II

**Amit Agrawal & Associates**  
**Company Secretaries**

Office : H-63, Vijay Chowk, Laxmi Nagar, Delhi-110092, INDIA

Ph. : +91-11-49423788, 43019279, Mob.: +91-9811272307

E-mail : amitagcs@gmail.com, amit2kas@yahoo.com

**Report of Scrutinizer(s)**

Pursuant to section 108 & 110 of the Companies Act, 2013 and  
Rule 20 and 22 of the Companies (Management and Administration) Rules 2014 as  
amended by Companies (Management and Administration) Rules 2015

To,  
The Chairman  
**Power Finance Corporation Limited**  
'URJANIDHI', 1, Barakhamba Lane,  
Connaught Place, New Delhi-110001  
CIN: L65910DL1986GOI024862

**Reg.:** Result of the Postal Ballot / E-Voting

Dear Sir,

I, **Amit Agrawal, Practicing Company Secretaries**, had been appointed as the Scrutinizer in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules 2014 by the Board Of Directors of **Power Finance Corporation Limited** (the Company) having its registered office at 'URJANIDHI', 1, Barakhamba Lane, Connaught Place, New Delhi-110001 in its Board meeting held on 1<sup>st</sup> August, 2022 to conduct the postal ballot through the process of remote e-voting in a fair and transparent manner and ascertaining the requisite majority on postal ballot resolution through remote e-voting carried out pursuant to provisions of section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) 2014 ("the Rules") as amended from time to time, read with Circular No. 14/2020 dated 08<sup>th</sup> April, 2020, Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, Circular No. 22/2020 dated 15<sup>th</sup> June, 2020, Circular No. 33/2020 dated 28<sup>th</sup> September, 2020 Circular No. 39/2020 dated 31<sup>st</sup> December, 2020, Circular no. 10/221 dated 23<sup>rd</sup> June, 2021 and Circular no. 20/2021 dated 8<sup>th</sup> December, 2021 issued by Ministry of Corporate Affairs (MCA) (hereafter collectively referred to as MCA Circulars) and to the extent applicable for the Ordinary resolution as set out in the Notice for Postal ballot through remote e-voting dated 5<sup>th</sup> August, 2022 ("the Notice") for the Equity Shareholders of the Company.





## **Responsibility of the Management**

The Management of the Company is responsible for ensuring compliances with the requirements of the Act and the Rules made thereunder including MCA Circulars issued by MCA in view of the current extraordinary circumstances due to COVID-19 pandemic which requires social distancing. As per the MCA Circulars, the company is advised to take all decisions requiring member's approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot / e-voting in accordance with the provisions of the Companies Act 2013 and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue.

The management of the Company is also responsible for ensuring compliances in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time relating to voting done through the postal ballot and e-voting conducted through electronic voting system on the resolution contained in the Postal Ballot Notice dated 5<sup>th</sup> August, 2022.

In accordance with the MCA Circulars, the Company has sent the Postal Ballot Notice in electronic form. Accordingly, the communication of the 'assent' and 'dissent' of the members took place through the remote e-voting system only.

## **Responsibility as a Scrutinizer**

My responsibility as a Scrutinizer for the process of postal ballot through remote e-voting is to ensure that the voting process is conducted in a fair and transparent manner and is restrict / limited to issuance of the Scrutinizer's Report on the votes cast as 'Assent' or 'Dissent' / 'For' or ' Against' for the ordinary resolution stated in the Notice of postal Ballot and ascertaining the requisite majority thereon, based on the reports generated from the electronic voting service facility provided by KFin Technologies Limited (KFIN), the authorized agency engaged by the Company to provide through electronic means i.e. e-voting.

The Notice along with explanatory statement under section 102 of the Act was sent to the shareholders of the Company through electronic mode to those members whose email address were registered with the Company / Depositories as on the cut-off i.e. 3<sup>rd</sup> August, 2022. However, the Company has also given an additional opportunity to its members to update their credentials with the Company through a public notice dated 5<sup>th</sup> August, 2022. Further the Company vide postal ballot notice dated 5<sup>th</sup> August, 2022 had also requested its shareholders to register their email address with the Registrar and



Transfer Agent of the Company. The shareholders holding shares as on the cut-off date i.e. 3<sup>rd</sup> August, 2022 were entitled to vote on the proposed resolution as set out in the Notice and as mentioned below:

**Ordinary Resolution for the Appointment of Shri Ajay Tewari (DIN 09633300), Additional Secretary, Ministry of Power as Government Nominee Director**

**I submit my report as under:**

- i. The Company completed the dispatch of postal ballot notice (for the process of remote e-voting) on 5<sup>th</sup> August, 2022 only through electronic mode to member(s) whose e-mail ID(s) was registered with the Company and whose name(s) appeared on the register of members / List of beneficial owners as on the cut-off date i.e. 3<sup>rd</sup> August, 2022. For this purpose we have relied upon the email exchanged by KFin Technologies Limited (Kfintech) with the Company for confirming that the email communication has been sent to all the members as mentioned above.
- ii. An advertisement regarding notice of Postal Ballot / E-Voting was published in Indian Express (English Edition) dated 07.08.2022 and Jansatta (Hindi Edition) dated 07.08.2022.
- iii. The shareholders have cast their votes through e-voting facility on the designated website.
- iv. The remote e-voting for postal ballot process commenced on Saturday, the 6<sup>th</sup> August, 2022 (09:00 AM IST) and ended on Sunday, 4<sup>th</sup> September, 2022 (05:00 PM IST)
- v. All the votes received upto 05:00 PM on 4<sup>th</sup> September, 2022, being the last date and time fixed by the Company for remote e-voting, were considered for my scrutiny. The e-voting was disabled immediately thereafter.
- vi. A total number of 3074 shareholders have cast their vote on the e-voting platform.
- vii. The result of remote e-voting was unblocked by me by accessing the data downloaded by me from the website <https://evoting.kfintech.com>. The votes were unblocked by me at Delhi on 5<sup>th</sup> September, 2022, in the presence of two witnesses, Mr. Nagendra Chauhan and Ms. Ritu Sharma who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.







Nagendra Chauhan



Ritu Sharma

viii. The Postal Ballot electronic votes as downloaded from the kfintech website were duly scrutinized.

ix. The particulars of postal ballot received from members in electronic voting report generated from kfintech website have been entered in a separate register maintained for the purpose.

x. The report of results of the remote e-voting for postal ballot process is as under:

**Ordinary Resolution for the Appointment of Shri Ajay Tewari (DIN 09633300), Additional Secretary, Ministry of Power as Government Nominee Director.**

The Total number of persons voted as per details below:

Total No. of person voted	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Ballot in E-Voting Form	3074	2,23,45,70,795	
Ballot in Physical form	nil	nil	nil
Ballot in IPOLL form	nil	nil	nil
<b>Total</b>	<b>3074</b>	<b>2,23,45,70,795</b>	<b>100</b>

The result of postal ballot:

Particular	Remote E-Votes		Percentage %
	Number	Votes	
Assent	2621	1,99,35,68,162	89.28
Dissent	397	23,93,36,551	10.72
Abstain	65	49,187	0.00
<b>Total</b>	<b>3083</b>	<b>2,23,29,53,900</b>	<b>100</b>



\* 9 members have partially voted, hence, there numbers have counted twice once in voted and other in abstained.

xi. Based on the aforesaid result, I report that the Ordinary Resolution as contained in the Postal Ballot Notice dated 5<sup>th</sup> August, 2022 has been passed with the requisite majority. You may accordingly declare the result of remote e-voting for postal ballot process.

Thanking you,  
Yours faithfully,

Place: New Delhi

Dated: 06.09.2022

  
  
(Amit Agrawal)  
Scrutinizer  
UDIN: F005311D000926242

  
06/09/2022  
मनोहर बलवानी/MANO HAR BALWANI  
मुख्य महाप्रबन्धक एवं कंपनी सचिव  
CGM & Company Secretary (A-11117)  
पावर फाइनेंस कॉर्पोरेशन लिमिटेड  
Power Finance Corporation Limited  
"ऊर्जानिधि", 1, बाराखंबा लेन, कनॉट प्लेस,  
"URJANIDHI", 1, Barakhamba Lane, Connaught Place,  
नई दिल्ली-110001/New Delhi-110001  
ई-मेल : एमबी@पीएफसीइंडिया.कॉम/E-mail:mb@pfcindia.com

  
रविन्द्र सिंह धिल्लों/RAVINDER SINGH DHILLON  
अध्यक्ष एवं प्रबंध निदेशक  
Chairman & Managing Director  
पावर फाइनेंस कॉर्पोरेशन लि. / P.F.C. Ltd.  
(भारत सरकार का उपक्रम)/(A Govt. of India Undertaking)  
"ऊर्जानिधि", 1, बाराखंबा लेन, कनॉट प्लेस,  
"URJANIDHI", 1, Barakhamba Lane, Connaught Place,  
नई दिल्ली-110001/New Delhi-110001