

पावर फाइनेंस कार्पोरेशन लिमिटेड POWER FINANCE CORPORATION LTD.

(भारत सरकार का उपक्रम)

(A Govt. of India Undertaking)

No:1:05:138:II:CS Dated: 23.09.2022

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, बांद्रा-कुर्ला कॉम्प्लेक्स, बांद्रा (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: Voting Results of 36th AGM of Power Finance Corporation Limited

Madam/Sir,

Pursuant to the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company had provided remote E-voting facility to the Shareholders of the Company in respect of all the items transacted at Annual General Meeting (AGM) of the Company held on 21st September, 2022. The e-voting period commenced on 18th September, 2022 at 10.00 am and ended at 5.00 pm on 20th September, 2022 with cut-off date for determining eligibility of shareholders for e-voting being 15th September, 2022.

The Company had also provided e-voting at the said AGM held through VC on 21st September, 2022 for all the resolutions.

Shri Amit Agarwal, Practising Company Secretary, who was appointed as a Scrutinizer has since submitted his Report to the Chairman. Based on the said report of the Scrutinizer, all business items proposed for the 36th AGM of the Company have been approved with requisite majority.

The voting results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report are enclosed herewith as **Annexure I and 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

ऊर्जानिधि, 1, बाराखम्बा लेन, कनॉट प्लेस, नई दिल्ली—110001 टेलीफैक्स : 011-23456740 ईपीएबीएक्स : 011-23456000 Urjanidhi, 1, Barakhamba Lane, Connaught Place, New Delhi - 110001 Telefax : 011-23456740 EPABX : 011-23456000 ई—मेल/ E-mail : mb@pfcindia.com वैबसाईट/ Website : www.pfcindia.com CIN : L65910DL1986GOI024862

| | | | POWER FINANCE | CORPORATION LIM | TED | | | | | |
|---|--------------------------------------|---|----------------------------------|---|--|--|---|---|--|--|
| Date of the AGM/EGM Total number of shareholders on record date | | | 21-09-2022 481083 | CORPORATION LIM | nev | | | | | |
| No. of shareholders present in the meeting either | er in person or thro | ough proxy: | | | | | | | | |
| Promoters and Promoter Group: Public: | | | Not Applicable Not Applicable | | | | | | | |
| No. of Shareholders attended the meeting throu Promoters and Promoter Group: | igh Video Conferen | ncing | 1 | | | | | | | |
| Public: | | | 130 | | | | | | | |
| Resolution No. | 1 | | | | | | | | | |
| | ORDINARY - To red | ceive, consider and | adopt a.the Standa | lone Audited Finan | cial Statements of | the Company for th | e financial year end | ded March 31, 2022 | including the Au | dited Balance |
| | | | | | | | | tors, Statutory Audi 022 including the A | | |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are | | | | | | | | d Auditor General o | | T. T |
| interested in the agenda/resolution? | Yes | | | AVE 236 | | | 海 神 | | 3334 | 0 |
| | | | | | | | | | | |
| | | | | % of Votes Polled on outstanding | | | % of Votes in favour on votes | % of Votes against on votes | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | shares (3)=[(2)/(1)]* 100 | No. of Votes - in | No. of Votes – against (5) | polled (6)=[(4)/(2)]*100 | polled (7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |
| category | E-Voting | neid (1) | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | 0 |
| | Poll Postal Ballot (if | 1,47,82,91,778 | 1,47,82,91,778 | 100.0000 | 1,47,82,91,778 | 0 | 100.0000 | 0.0000 | - | 0 |
| Promoter and Promoter Group | applicable) Total | Calculation of the Con- | 1,47,82,91,778 | 0.0000 | 1,47,82,91,778 | | 0.0000 | 0.0000 | | 0 |
| | E-Voting | | 61,79,55,187 | 80.9093 | 57,34,15,450 0 | 4,45,39,737 | 92.7924 | 7.2075 | | 0 13,31,58 |
| | Poll Postal Ballot (if | 76,37,62,943 | 0 | 0.0000 | | | 0.0000 | 0.0000 | | |
| Public- Institutions | applicable) Total | | 61,79,55,187 | 0.0000 80.9093 | 57,34,15,450 | | 0.0000 92 7924 | 0.0000 7.2076 | | 0 133158 |
| | E-Voting Poll | | 11,98,61,939 30,881 | 30.1140 0.0078 | 11,98,58,718 30,881 | | 99.9973 | 0.0026 0.0000 | | 0 41,10 |
| Public, Non Institutions | Postal Ballot (if | 39,80,26,687 | | | 30,001 | | 0.0000 | 0.0000 | | 0 |
| Public- Non Institutions | applicable) Total | | 11,98,92,820 | | 11,98,89,599 | 3,221 | 99.9973 | 0.0000 | | 0 4110 |
| 177.47 | Total | 2.64,00.81,406 | 2,71,61,39,789 | \$8.94Z1. | 2,17,15,96,877 | 4,45,42,958 | 97 9901 | 2.0199 | | 137268 |
| Resolution No. | 2 | | | | | | | | | |
| Resolution required: (Ordinary/ Special) | ORDINARY - To co | nfirm the payment | of Interim Dividen | d and declare Final | Dividend on Equity | Shares for the fina | ncial year 2021-22. | - | NAMES OF THE OWNER. | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | Yas | | | | | | de reservi | | TABLE 1 | |
| | | | | | 100 | | | | | |
| | | | | % of Votes Polled on outstanding | | | % of Votes in favour on votes | % of Votes against on votes | | |
| | 1 | No. of shares | No. of votes | shares | No. of Votes – in | No. of Votes - | polled | polled | Makan lawalish | Votes Abstained |
| Category | Mode of Voting E-Voting | held (1) | polled (2) 0 | | 0 | | | (7)=[(5)/(2)]*100 0.0000 | | 0 |
| | Poll Postal Ballot (if | 1,47,82,91,778 | 1,47,82,91,778 | 100.0000 | 1,47,82,91,778 | 0 | 100.0000 | 0.0000 | - | 0 |
| Promoter and Promoter Group | applicable) | *************************************** | 1,47,82,91,778 | 0.0000 | 1,47,82,91,778 | | | 0.0000 | | 0 |
| | Total E-Voting | | 61,92,86,769 | 81.0836 | 61,92,86,769 | 0 | 100.0000 | 0.0000 | | 0 |
| | Poll Postal Ballot (if | 76,37,62,943 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | 0 |
| Public- Institutions | applicable) Total | | 61,92,86,769 | 0.0000 81.0836 | 61,92.86,769 | | | 0.0000 | | 0 |
| | E-Voting | | 11,99,02,349 | 30.1242 | 11,98,94,247 | 8,102 | 99.9932 | 0.0067 | | 0 69 |
| | Poll Postal Ballot (if | 39,80,26,687 | 30,881 | 0.0078 | 30,881 | . 0 | 100.0000 | | | 0 |
| Public- Non Institutions | applicable) Total | | 11,99,33,230 | | 11,99,25,128 | | | 0.0000 | | 0 65 |
| | Total 111 | 2,64,00,81,400 | 2,21,75,11,777 | 83,9941 | | 8,102 | 99.9996 | HO.OIXIA | e de la constitución de la const | 0 69 |
| Resolution No. | 3 | | | | | | | | | |
| Barahain and Ordina (Carriell | ODDINADY To | int - Disaster in | place of Smt. Darm | inder Chanca (DIN | 09530597) who re | tires by rotation an | d heing eligible off | ers herself for re-a | nnointment. | |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are | | point a Director in | place of SML Parm | Inder Chopra (DIN | 08330367), WIIO TE | eres by rotation a | | | manufactures and a second | |
| interested in the agenda/resolution? | Yes | | | A-48-11-A | | | | | Scotting Co. | |
| | | | | % of Votes Polled | | | % of Votes in | % of Votes | | |
| | | No. of shares | No. of votes | on outstanding shares | No. of Votes in | No. of Votes - | favour on votes polled | against on votes polled | | |
| Category | Mode of Voting | No. of shares held (1) | polled (2) | (3)=[(2)/(1)]* 100 | favour (4) | against (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |
| | E-Voting Poll | 1 42 42 51 | 1,47,82,91,778 | | 1,47,82,91,778 | | | | | 0 |
| Promoter and Promoter Group | Postal Ballot (if applicable) | 1,47,82,91,778 | 0 | | | | 0.0000 | 0.0000 | | 0 |
| rromoter and Promoter Group | Total | | 1,47,82,91,776 | 100.0000 | 1,47,82,91,778 | | 100.0000 | 0.0000 | | 0 |
| | E-Voting Poll | 76,37,62,943 | 61,92,86,769 | | | | | | | 0 |
| Public- Institutions | Postal Ballot (if applicable) | 70,37,02,343 | C | 0.0000 | 0 | 0 | 0.0000 | | | 0 |
| | Total | | 61,92,86,769 11,98,43,117 | 81.0836 | 44,90,33,121 | | | 27 4919 0.0093 | | 0 60,93 |
| | E-Voting Poll | 39,80,26,687 | 30.881 | | | | | | | 0 |
| | Postal Ballot (if applicable) | | | | | | | | | 0 |
| Public- Non Institutions | applicable) | | 11,98,73,998 | 30.1177 | 11,98,62,746 | | | | 19441 | 0 609 |
| Public- Non Institutions | Total Total | 2,64,00,81,405 | 2.21,74.52,545 | 83.9928 | 1988 A. W. | | | | | |
| | Total | 254,00,81,402 | 2.21,74.52,545 | 83.9926 | | ************************************** | | | | |
| Resolution No. Resolution required: (Ordinary/ Special) | Total Fotal | 2,54,10,81,400 x the remuneration | | | | | | | | |
| Resolution No. | Total Fotal | 2,54,00,81,406 x the remuneration | | | | | | | Sec. 1972 | |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are | Total Total 4 ORDINARY - To fin | x the remuneration | | | | | - m | | | |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the ugenda/resolution? | Total Total 4 ORDINARY - To fit Yes | x the remuneration | | uditors. | | | % of Votes in | % of Votes | 250 | |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the ugenda/resolution? | Total Total 4 ORDINARY - To fit Yes | x the remuneration | | % of Votes Polled on outstanding shares | No. of Votes – in | No. of Votes — | % of Votes in favour on votes polled | against on votes polled | 2002 | |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? | Total Total 4 ORDINARY - To fit Yes | | of the Statutory A | % of Votes Polled on outstanding | No. of Votes – in favour (4) | No. of Votes — against (5) | % of Votes in favour on votes | against on votes polled (7)=[(5)/(2)]*100 | | Votes Abstained |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category: URJANIDHI. | Total Total 4 ORDINARY - To fit Yes | No. of shares | of the Statutory Au | % 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 | against on votes polled (7)=[(5)/(2)]*100 | | |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category: URJANIDHI. | Total Total 4 ORDINARY - To fit Yes | No. of shares | of the Statutory Au | % 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 | against on votes polled (7)=[(5)/(2)]*100 | | |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category: URJANIDHI. | Total Total 4 ORDINARY - To fit Yes | No. of shares | of the Statutory Au | % 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 | against on votes polled (7)=[(5)/(2)]*100 | | |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category: URJANIDHI. | Total Total 4 ORDINARY - To fit Yes | No. of shares | of the Statutory Au | % 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 | against on votes polled (7)=[(5)/(2)]*100 | | |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the usenda/resolution? Category ORAMIDMY New Delhi-110001 | Total Total 4 ORDINARY - To fit Yes | No. of shares | of the Statutory Au | % 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 | against on votes polled (7)=[(5)/(2)]*100 | | |

| | Poll Postal Ballot (if | 1,47,82,91,778 | 1,47,82,91,778 | 100.0000 | 1,47,82,91,778 | 0 | 100.0000 | 0.0000 | 0 | |
|---|-------------------------------|---|--------------------------------|---|--------------------------------|------------------|--|--|--|--------------|
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | | 0 | | | 0 | |
| | Total E-Voting | | 1.47,82,91,778 61,92,86,769 | | 1,47,82.91,778 55,10,64,623 | | 100.0000 88.9837 | | 0 | |
| | Poll | 76,37,62,943 | 0 | | | | 0.0000 | | 0 | |
| Public- Institutions | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | |
| | Total | | 61,92,86,769 | 81.0636 | 55,10,64,623 | 6,82,22,146 | 88.9838 | 11.0162 | 0 | |
| | E-Voting Poll | 39,80,26,687 | 11,98,59,510 | | | 4,877 | 99.9959 | | 0 | |
| Public- Non Institutions | Postal Ballot (if applicable) | 39,00,20,08/ | 0 | 0.0000 | | 7.0 | 0.0000 | | | |
| | Total | 48.00 | 11,98,90,391 | 30.1212 | 11,98,85,514 | 4,877 | 99.9959 | 0.0041 | 0 | |
| 2 | Total | 2,64,00;81,408 | 2,21,74,68,938 | 89.9924 | 2,14,92,41,915 | 6,62,27,023 | 96 9237 | 9.0768 | 0 | |
| Resolution No. Resolution required: (Ordinary/ Special) | 5 | | | | | | | | | |
| Whether promoter/ promoter group are | ORDINARY - To ap | ppoint Shri Rajiv Rai | njan Jha (DIN03523 | 954), as Director of | the Company | | 6 111 | | 200 | |
| Interested in the agenda/resolution? | Yes | | No. | | | - | | tion - | | |
| | | | | | | | | | | |
| | | | | % of Votes Polled on outstanding | | | % of Votes in favour on votes | % of Votes against on votes | | |
| Catagory | Mode of Voting | No. of shares | No. of votes | shares | No. of Votes – in | No. of Votes - | polled | polled | | |
| Category | E-Voting | held (1) | polled (2) 0 | (3)=[(2)/(1)]* 100 | ravour (4) | against (5) 0 | (6)=[(4)/(2)]*100 0.0000 | | Votes Invalid 0 | Votes Ab |
| | Poll Postal Ballot (if | 1,47,82,91,778 | 1,47,82,91,778 | 100.0000 | 1,47,82,91,778 | 0 | 100.0000 | 0.0000 | 0 | |
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | | 0 | |
| | Total E-Voting | | 1,47,82,91,778 61,92,86,769 | 81.0836 | 1,47,82,91,778 43,31,40,345 | 18,61,46,424 | 100.0000 69.9418 | | 0 | |
| | Poll | 76.37,62,943 | 0 | 0.0000 | | | 0.0000 | | 0 | |
| Public- Institutions | Postal Ballot (if applicable) | ,, | 0 | 0.0000 | n | 0 | 0.0000 | 0.0000 | 0 | |
| | Total | 3-11-4 | 61,92,86,769 | 81.0836 | 43,31,40,345 | 18,61,46,424 | 69.9418 | 30.0582 | 0 | |
| | E-Voting Poll | 70.00 | 11,98,41,592 30,881 | 30.1089 0.0078 | 11,98,33,853 30,881 | 7,739 | 99.9935 | | 0 | |
| Public- Non Institutions | Postal Ballot (if | 39,80,26,687 | - | | | | | | | |
| rublic- Non institutions | applicable) Total | | 11,98,72,473 | 0.0000 30 1167 | 0 11,98,64,734 | | 0.0000 99.9935 | | 0 | |
| | Total | 2,64,00,61,408 | 2,21,74,51,020 | 93 9918 | 2,03.12,96.657 | 18,61,54,163 | 91.6050 | 8 3950 | 0 | |
| Resolution No. | 6 | | | | | | | | | |
| Resolution required: (Ordinary/ Special) | SPECIAL - To appo | oint Shri Bhaskar Bh | attacharya (DINO94 | 106292), as Director | of the Company | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | Yes | | | | 1 | | | Selection of the select | | |
| | | | | | | | | | | |
| | | | | % of Votes Polled | | | % of Votes in | % of Votes | | |
| | | No. of shares | No. of votes | on outstanding shares | No. of Votes – in | No. of Votes – | favour on votes | against on votes | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | (3)=[(2)/(1)]* 100 | favour (4) | against (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | | Votes Ab |
| | E-Voting Poll | | 1,47,82,91,778 | | | 0 | the same of the sa | | 0 | |
| | Postal Ballot (if | 1,47,82,91,778 | -,,02,32,770 | | | | | | | |
| Promoter and Promoter Group | applicable) Total | | 1,47,82,91,778 | 0.0000 | | 0 | 0.0000 | | 0 | |
| | E-Voting | | 61,92,86,769 | 81.0836 | 57,15,68,276 | 4,77,18,493 | 92.2946 | 7.7053 | 0 | |
| | Poll Postal Ballot (if | 76,37,62,943 | 0 | | | 0 | 0.0000 | | | |
| Public- Institutions | applicable) Total | | 61,92,86,769 | 0.0000 | 57,15,68,276 | 4,77,18,493 | 0.0000 92.2948 | | 0 | No. |
| | E-Voting | A THE RESIDENCE AND A STATE OF | 11,98,58,411 | 30.1132 | 11,88,84,901 | 9,73,510 | 99.1877 | 0.8122 | 0 | |
| | Poll Postal Ballot (if | 39,80,26,687 | 30,881 | 0.0078 | 29,106 | 1,775 | 94.2521 | 5.7478 | 0 | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | | 0 | 0.0000 | | | |
| | Total | 2,64 (B),61 408 | 11,98,89,292 2,21,74,67,839 | · p · · · · · · · · · · · · · · · · · · | | | | | 0 | |
| Danalistica Na | T ₂ | | | | | | | | | |
| Resolution No. Resolution required: (Ordinary/ Special) | 7 SPECIAL - To appe | pint Smt. Usha Saine | ev Nair (DINO94084 | 54), as Director of t | the Company | | | | | |
| Whether promoter/ promoter group are | a state | Sinti Osla saje | | # 22 Director of 1 | | 1 TO F 197 | 24.5 | | | |
| interested in the agenda/resolution? | Yes | | | Control of the second | 100 T | | CONTRACTOR | | THE PROPERTY OF THE PARTY OF TH | |
| | | | | 0/ =51/-4 5 | | | % of Votos !- | % of Vinter | | |
| | | | | % of Votes Polled on outstanding | | | % of Votes in favour on votes | % of Votes against on votes | | |
| | | No. of shares | No. of votes | shares | No. of Votes – in | No. of Votes - | polled | polled (7)=1(5)/(2)]*100 | Votes Invalid | Votes Ab |
| Category | Mode of Voting E-Voting | held (1) | polled (2) | | 0 | | | 0.0000 | 0 | |
| | Poll | 1,47,82,91,778 | 1,47,82,91,778 | 100.0000 | 1,47,82,91,778 | 3 0 | 100.0000 | 0.0000 | 0 | |
| Promoter and Promoter Group | Postal Ballot (if applicable) | | | 0.0000 | | 0 | | | | |
| | Total E-Voting | | 1,47,82,91,778 61,92,86,769 | | | | | | 0 | |
| | Poll | 76,37,62,943 | | | | 0 0 | | | | |
| Public- Institutions | Postal Ballot (if applicable) | ,02,343 | | 0.0000 | | | 0.0000 | 0.0000 | 0 | |
| | Total | | 61,92,86,769 | 81.0636 | 57,15,68,276 | | 92.2946 | 7.7054 | 0 | _ |
| | E-Voting Poll | *************************************** | 11,98,59,311 | | | | | | | |
| | Postal Ballot (if | 39,80,26,687 | | | | | | 0.0000 | 0 | |
| Public- Non Institutions | applicable) Total | | 11 96,90,19 | 30.1212 | 11.39,13.477 | 9,76,715 | 99.185 | 0.8147 | | |
| SCHOOLS IN | Total Control | 2,64,00,31,406 | 2,21,74,68,731 | 80.9524 | 2,16,37,23,53 | 4,86,95,76 | 97.864 | 2,1950 | -0 | |
| Resolution No. | 8 | | | | | | | | | |
| Resolution required: (Ordinary/ Special) | SPECIAL - To app | oint Shri Prasanna 1 | Tantri (DINO647186 | 4), as Director of th | e Company | 1 | 188 | | | e agradujoja |
| Whether promoter/ promoter group are interested in the agenda/resolution? | Yes | | | | | | | 200 | | |
| | | | | | | | | | | |
| | | | | % of Votes Polled | | | % of Votes in | % of Votes | | |
| FM (Pa | | 1 | 1 | on outstanding shares | No. of Votes – in | No. of Votes - | favour on votes polled | against on votes polled | | |
| THE TOWN OF THE POWER | | No of the | No of water | lauging) | | | (6)=[(4)/(2)]*100 | Control of the Contro | | Votes Ai |
| Tot. / POWER AND INC. | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | (3)=[(2)/(1)]* 100 | favour (4) | against (5) | | | 4 0 | |
| Tellegory Caffegory | Mode of Voting | | | | | | 0.000 | | 0 | |
| Category The Recoll 110000 | | | polled (2) | | | | | | <u> </u> | |
| Category | | | polled (2) | | | | | | | |
| Category New Delhi. 11001 | | | polled (2) | | | | | | | |
| Category New Delhi. 11001 E CO | | | polled (2) | | | | | | | |

| | Poll | 1 | 1,47,82,91,778 | 100.0000 | 1,47,82,91,778 | 0 | 100.0000 | 0.0000 | 0 | |
|--|---------------------------|--------------------|-----------------------|--|-------------------|----------------|-------------------|-------------------|---------------|-----------------|
| | Postal Ballot (if | 1,47,82,91,778 | | | | | 100.000 | 0.0000 | | |
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | |
| | Total | | 1,47,82,91,778 | 100.0000 | 1,47,82,91,778 | 0 | 100.0000 | 0.0000 | 0 | |
| | E-Voting | | 61,92,86,769 | | | 4,90,54,828 | 92.0788 | 7.9211 | . 0 | |
| | Poll | 76,37,62,943 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | |
| | Postal Ballot (if | ,.,.,. | | | | | | | | |
| Public- Institutions | applicable) | | 0 | 010000 | | 0 | 0.0000 | 0.0000 | 0 | |
| | Total | | 61,92,86,769 | | | 4,90,54,828 | | | | |
| | E-Voting | | 11,98,41,575 | | | 9,73,451 | 99.1877 | | | 62,46 |
| | Poll | 39,80,26,687 | 30,881 | 0.0078 | 29,106 | 1,775 | 94.2521 | 5.7478 | 0 | |
| Public Non-levels at | Postal Ballot (if | | | | | | | | | |
| Public- Non Institutions | applicable) | | 0 | | | | 0.000 | | | |
| The same of the sa | Total | | 11,98,72,456 | N. AND DESCRIPTION OF THE PARTY | | | | | 0 | |
| 7550A1156 | equal management | 2 64,00 31,400 | 2,21,74,51,003 | 89.9918 | 2,16.74,20.949 | 5,00,30,054 | 97.7431 | 2.2552 | 1 0 | 624 |
| Resolution No. | 9 | | | | | | | | | |
| | | | * | | | | | | | |
| Resolution required: (Ordinary/ Special) | SPECIAL - To char | ge Object Clause o | the Memorandum | of Association of t | he Company | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | Yes | | Constant Constant | | line. | Dec. | 1000 | 5-62 | # 10 mm | |
| | | | | | | | | | | |
| | | | | | | 1 | | | | |
| | | | | % of Votes Polled | | | % of Votes in | % of Votes | | |
| | | | | on outstanding | la record | 100 × 10000000 | favour on votes | against on votes | | |
| | | No. of shares | No. of votes | shares | No. of Votes – in | No. of Votes - | polled | polled | | |
| Category | Mode of Voting | held (1) | polled (2) | (3)=[(2)/(1)]* 100 | | against (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |
| | E-Voting | - | 0 | 0,0000 | | | | | | 1 |
| | Poll Postal Ballot (if | 1,47,82,91,778 | 1,47,82,91,778 | 100.0000 | 1,47,82,91,778 | 0 | 100.0000 | 0.0000 | 0 | |
| Promoter and Promoter Group | applicable) | | | 0.0000 | | | 0.0000 | 0.0000 | 0 | |
| Fromoter and Fromoter Group | Total | | 1,47,82,91,778 | | | | | | | |
| | E-Voting | | 61,92,86,769 | | | | | | | |
| | Poll | 1 | | | | | | | | |
| | Postal Ballot (if | 76,37,62,943 | | 0.0000 | - | - | 0.0000 | 0.0000 | - | |
| Public- Institutions | applicable) | | | 0.0000 | | | 0.0000 | 0.0000 | 0 | |
| Table Hadden | Total | | 61,92,86,769 | | | | | | | |
| | E-Voting | | 11,98,44,756 | | 11,98,35,852 | 8,904 | | 0.0074 | | |
| | Poll | 1 | 30 881 | | | 0 | | | | |
| | Postal Ballot (if | 39,80,26,687 | | | | | | | | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | |
| | Total | | 11,98,75,637 | 30.1175 | 11,98,66,733 | 8,904 | 99.9926 | 0.0074 | 1 HSS 0 | 5928 |
| | Total | 2,64,00,81,400 | 2,21,74,54,194 | 89.9919 | 2,21,74,45,290 | 8,904 | 99-99-96 | 0.0004 | mintens 0 | \$925 |
| | | | | | | | | | | |
| Resolution No. | 10 | | | | | | | | | |
| Resolution required: (Ordinary/ Special) | ORDINARY - To as | point Shri Manoj S | harma (DINO68223) | 95), as Director of t | the Company | | | | | |
| Whether promoter/ promoter group are | SX | | and the second second | | | | BOOK BOOK | | Mark . | |
| interested in the agenda/resolution? | Yes | | Control of | 27546 | 182 | 10 miles | 糖炒 | | 260 | |
| | | | | | | | | | | |
| | | | | | | | | | | |
| | | | | % of Votes Polled | | | % of Votes in | % of Votes | | |
| | | | | on outstanding | | | favour on votes | against on votes | | |
| C-1 | Manda of Marin | No. of shares | No. of votes | shares | No. of Votes - in | No. of Votes - | polled | polled | Votes Invalid | Votes Abstained |
| Category | Mode of Voting | held (1) | polled (2) | (3)=[(2)/(1)]* 100 | | against (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | | - |
| | E-Voting Poll | 1 | 1,47,82,91,778 | | | | | | | |
| | Postal Ballot (if | 1,47,82,91,778 | 1,41,02,31,118 | 100.0000 | 1,47,02,31,770 | 1 | 100.0000 | 0.0000 | 1 | |
| Promoter and Promoter Group | applicable) | | | 0.0000 | | | 0.0000 | 0.0000 | 0 | |
| Tomote, and Fromoter Group | Total | 0.70 | 1,47,82,91,778 | | | | | | | |
| | E-Voting | | 30,55,48,631 | | | | | | | |
| | Poll | | 0 | | | | | | | |
| | Postal Ballot (if | 76,37,62,943 | | | | | | | | |
| Public- Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | |
| | Total | | 30,55,48,631 | | | | | | 0 | 31535029 |
| | E-Voting | | 11,98,41,992 | 30.1090 | | | 99.9939 | 0.0060 | 0 | 62,04 |
| | Poll | 20.00.25 | 30 991 | 0.0078 | | | | 5.7478 | 3 0 | |
| | Postal Ballot (if | 39,80,26,687 | | | | | | | | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | 0 | , c | 0.0000 | 0.0000 | 0 | |
| | | | | | | | | | | |



POWER FINANCE CORPORATION LTD.

Results of remote e-voting and e-voting at the 36th Annual General Meeting of the Company held through Video Conferencing

As per the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided evoting facility to the shareholders to enable them to cast their vote electronically on the items proposed in the Notice of the 36th Annual General Meeting (AGM) dated 30th August, 2022. The same was also made available on the website of the Company and Stock Exchanges. The e-voting period commenced on 18th September, 2022 at 10.00 am and ended at 5.00 pm on 20th September, 2022.

Further, the shareholders had also casted their e-votes at the 36th Annual General Meeting.

Shri Amit Agarwal, Proprietor, M/s. Amit Agarwal & Associates, Company Secretaries, was appointed as the scrutinizer for conducting remote e-voting and e-voting at the AGM in a fair and transparent manner. The Scrutinizer has carried out the scrutiny of all the electronic votes received upto 05:00 PM on 20th September, 2022 and those casted through electronic voting system at the Annual General Meeting and submitted his Report dated 21st September, 2022. He has informed that on reckoning of the voting rights of the shareholders on the basis of the paid up value of shares registered in their names, it has been found that the shareholders have consented to all the proposed resolutions. In his report, Shri Amit Agarwal has confirmed the following:

1. Resolution No.1: ORDINARY RESOLUTION

"RESOLVED THAT the following be and are hereby received, considered and adopted:

- a the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2022 including the Audited Balance Sheet as on March 31, 2022 and the Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors, Statutory Auditor and Comptroller and Auditor General of India thereon.
- b. the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2022 including the Audited Balance Sheet as on March 31, 2022 and the Statement of Profit & Loss for the year ended on that date and the Reports of Statutory Auditor and Comptroller and Auditor General of India thereon."

| Particular | Remot | te E-Votes | Votin | g at AGM | | Percent | |
|------------|--------|------------|--------|------------|--------|------------|-------|
| | Number | Votes | Number | Votes | Number | Votes | age |
| Assent | 1052 | 693274168 | 19 | 1478322659 | 1071 | 2171596827 | 97.93 |
| Dissent | 50 | 44542958 | 0 | 0 | 50 | 44542958 | 2.01 |
| Abstain | 09 | 1372685 | 0 | 0 | 09 | 1372685 | 0.06 |
| Total | 1111 | 739189811 | 19 | 1478322659 | 1130 | 2217512470 | 100 |

Therefore, the resolution no.1 has been approved with requisite majority of 97.93%.



2. Resolution No. 2: ORDINARY RESOLUTION

"RESOLVED THAT the interim dividend for financial year 2021-22 @ of ₹10.75/- per share (face value of ₹10/- each) amounting to ₹2838.08 crore paid during FY 2021-2022, be and is hereby confirmed and pursuant to the recommendation of the Board of Directors, final dividend for financial year 2021-22 @ of ₹1.25/- per equity share (face value of ₹10/- each) amounting to ₹330.01 crore, subject to deduction of applicable income tax at Source (TDS), be and is hereby declared out of the profits of the Company for the financial year 2021-2022 to be paid to the equity shareholders of the Company whose names appear on the Company's Register of Members as on June 10, 2022 in respect of physical shares and in respect of dematerialized shares, the dividend be paid to the beneficial owners of the shares whose names appeared in the Statement of Beneficial Ownership, as at the close of business hours on as on June 10, 2022 furnished by National Securities Depository Limited and Central Depository Services (India) Limited."

| Particular | Remo | te E-Votes | Voting at AGM Total | | Voting at AGM Total | | Percenta |
|------------|--------|------------|---------------------|------------|---------------------|------------|----------|
| | Number | Votes | Number | Votes | Number | Votes | ge % |
| Assent | 1075 | 739181016 | 19 | 1478322659 | 1094 | 2217503675 | 100 |
| Dissent | 29 | 8102 | 0 | 0 | 29 | 8102 | |
| Abstain | 07 | 693 | 0 | 0 | 07 | 693 | |
| Total | 1111 | 739189811 | 19 | 1478322659 | 1130 | 2217512470 | 100 |

Therefore, the resolution no.2 has been approved with requisite majority of 100%.

3. Resolution No. 3: ORDINARY RESOLUTION

"RESOLVED THAT Smt. Parminder Chopra (DIN: 08530587), who retires by rotation pursuant to the provisions of the Companies Act, 2013, and being eligible offers herself for re-appointment, be and is hereby re-appointed as Director of the company."

| Particular | Remo | te E-Votes | Votin | ig at AGM | | Percent | |
|------------|--------|------------|--------|------------|--------|------------|----------|
| | Number | Votes | Number | Votes | Number | Votes | age % |
| Assent | 859 | 568864986 | 19 | 1478322659 | 878 | 2047187645 | 92.32 |
| Dissent | 234 | 170264900 | 0 | 0 | 234 | 170264900 | 7.68 |
| Abstain | 19 | 60924 | 0 | 0 | 19 | 60924 | |
| Total | 1112 | 739190810 | 19 | 1478322659 | 1131 | 2217513469 | 100 |

Therefore, the resolution no.3 has been approved with requisite majority of 92.32%.

4. Resolution No. 4: ORDINARY RESOLUTION

"RESOLVED THAT Board of Directors be and is hereby authorised to fix remuneration, fee etc., payable to Statutory Auditors, appointed by Comptroller and Auditors General of India under Section 139 of the Companies Act, 2013, for the financial year 2022-23."

| Particular | Remo | te E-Votes | Votin | ng at AGM | | Percent | |
|------------|--------|------------|--------|------------|--------|------------|----------|
| | Number | Votes | Number | Votes | Number | Votes | age % |
| Assent | 981 | 670919256 | 19 | 1478322659 | 1000 | 2149241915 | 96.93 |
| Dissent | 113 | 68227023 | 0 | 0 | 113 | 68227023 | 3.07 |
| Abstain | 19 | 44531 | 0 | 0 | 19 | 44531 | |
| Total | 1113 | 739190810 | 19 | 1478322659 | 1132 | 2217513469 | 100 |

Therefore, the resolution no.4 has been approved with requisite majority of 96.93%.



5. Resolution No. 5: ORDINARY RESOLUTION

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, Shri Rajiv Ranjan Jha (DIN:03523954), who was appointed as Director (Projects), by the President of India through Ministry of Power vide letter no. 24-8/1/2020-PFC (MoP) dated October 28, 2021 and subsequently on the recommendation of the Nomination and Remuneration Committee, appointed as an Additional Director by the Board of Directors with effect from October 28, 2021 to hold office until the date of this Annual General Meeting, in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as Director (Projects) of the Company, on terms & conditions determined by the Govt. of India from time to time."

| Particular | Remot | Remote E-Votes | | ng at AGM | | Percent | |
|------------|--------|----------------|--------|------------|--------|------------|----------|
| | Number | Votes | Number | Votes | Number | Votes | age % |
| Assent | 858 | 552974198 | 19 | 1478322659 | 877 | 2031296857 | 91.60 |
| Dissent | 232 | 186154163 | 0 | 0 | 232 | 186154163 | 8.40 |
| Abstain | 22 | 62449 | 0 | 0 | 22 | 62449 | |
| Total | 1112 | 739190810 | 19 | 1478322659 | 1131 | 2217513469 | 100 |

Therefore, the resolution no.5 has been approved with requisite majority of 91.60%.

6. Resolution No. 6: SPECIAL RESOLUTION

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, Shri Bhaskar Bhattacharya (DIN:09406292), who was appointed as part-time Non Official Director, by the President of India through Ministry of Power vide letter no. F.No.8/1/2012-PFC Desk (Vol II) dated November 15, 2021 and subsequently on the recommendation of the Nomination and Remuneration Committee, appointed as an Additional Director (part-time Non Official Director) by the Board of Directors with effect from December 23, 2021 to hold office until the date of this Annual General Meeting, in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as part-time Non Official Director (Independent Director) of the Company, on terms & conditions determined by the Govt. of India from time to time."

| Particular | Remot | te E-Votes | Voti | ng at AGM | | Total | Percent | |
|------------|--------|------------|--------|------------|------------|------------|----------|--|
| | Number | Votes | Number | Votes | Numbe r | Votes | age % | |
| Assent | 1018 | 690453177 | 18 | 1478322659 | 1036 | 2168774061 | 97.80 | |
| Dissent | 72 | 48692003 | 01 | 1775 | 73 | 48693778 | 2.20 | |
| Abstain | 21 | 45630 | | | 21 | 45630 | | |
| Total | 1111 | 739190810 | 19 | 1478324434 | 1130 | 2217513469 | 100 | |

Therefore, the resolution no.6 has been approved with requisite majority of 97.80%.

7. Resolution No. 7: SPECIAL RESOLUTION

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, Smt. Usha Sajeev Nair (DIN:09408454), who was appointed as part-time Non Official Director, by the President of India through Ministry of Power vide letter no. F.No.8/1/2012-PFC Desk (Vol II) dated November 15, 2021 and subsequently on the recommendation of the Nomination and Remuneration Committee, appointed as an Additional Director (part-time Non Official Director) by the Board of Directors with effect from December 23, 2021 to hold office until the date of this Annual General Meeting, in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as part-time Non Official Director (Independent Director) of the Company, on terms & conditions determined by the Govt. of India from time to time."

| Particular | Remote | E-Votes | Voting | g at AGM | Total | | Percent |
|------------|--------|---------|--------|----------|--------|-------|---------|
| | Number | Votes | Number | Votes | Number | Votes | age |

प्रतिकालम् । प्रतिकालम् ।

| | | | | | | | % |
|---------|------|-----------|----|------------|------|------------|-------|
| Assent | 1018 | 690452647 | 18 | 1478322659 | 1036 | 2168773531 | 97.80 |
| Dissent | 73 | 48693433 | 01 | 1775 | 74 | 48695208 | 2.20 |
| Abstain | 20 | 44730 | | | 20 | 44730 | |
| Total | 1111 | 739190810 | 19 | 1478324434 | 1130 | 2217513469 | 100 |

Therefore, the resolution no.7 has been approved with requisite majority of 97.80%.

8. Resolution No. 8: SPECIAL RESOLUTION

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, Shri Prasanna Tantri (DIN:06471864), who was appointed as part-time Non Official Director, by the President of India through Ministry of Power vide letter no. F.No.8/1/2012-PFC Desk (Vol II) dated November 15, 2021 and subsequently on the recommendation of the Nomination and Remuneration Committee, appointed as an Additional Director (part-time Non Official Director) by the Board of Directors with effect from December 23, 2021 to hold office until the date of this Annual General Meeting, in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as part-time Non Official Director (Independent Director) of the Company, on terms & conditions determined by the Govt. of India from time to time."

| Particular | Remot | te E-Votes | Votir | ng at AGM | ** | Percentag | |
|------------|--------|------------|--------|------------|--------|------------|--------|
| | Number | Votes | Number | Votes | Number | Votes | e % |
| Assent | 1017 | 689100065 | 18 | 1478320884 | 1035 | 2167420949 | 97.74 |
| Dissent | 71 | 50028279 | 1 | 1775 | 72 | 50030054 | 2.26 |
| Abstain | 24 | 62466 | | | 24 | 62466 | |
| Total | 1112 | 739190810 | 19 | 1478322659 | 1131 | 2217513469 | 100 |

Therefore, the resolution no.8 has been approved with requisite majority of 97.74%.

9. Resolution No. 9: SPECIAL RESOLUTION

"RESOLVED THAT pursuant to approval of Ministry of Power vide letter no. F.No.24-3/2/2019-PFC (MoP) dtd. 25th August, 2022, Section 13 & other applicable provisions, if any, of the Companies Act, 2013 including Rules made thereunder as well as any other applicable laws for the time being in force & such other approvals, permissions and sanctions, as may be necessary, the consent of the Company be and is hereby accorded to alter the Memorandum of Association of the Company by insertion of following new sub-clause 7 in Clause III(A) titled 'Objects for which the Company is established'-

7. To lend to Logistics and Infrastructure sectors to the extent permitted by the Government of India."

| Particular | Remote E-Votes | | Voting at AGM | | Total | | Percent | |
|------------|----------------|-----------|---------------|------------|--------|------------|----------|--|
| | Number | Votes | Number | Votes | Number | Votes | age % | |
| Assent | 1046 | 739122621 | 19 | 1478322659 | 1065 | 2217445280 | 100 | |
| Dissent | 46 | 8904 | | | 46 | 8904 | | |
| Abstain | 19 | 59285 | | | 19 | 59285 | | |
| Total | 1111 | 739190810 | 19 | 1478322659 | 1130 | 2217513469 | 100 | |

Therefore, the resolution no.9 has been approved with requisite majority of 100%.



10. Resolution No. 10: ORDINARY RESOLUTION

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, Shri Manoj Sharma (DIN:06822395), who was appointed as as Director (Commercial), by the President of India through Ministry of Power vide letter no. F.No.24-8/1/2021-PFC(MoP) dated 29th August 2022 and subsequently on the recommendation of the Nomination and Remuneration Committee, appointed as an Additional Director by the Board of Directors with effect from 29th August 2022 to hold office until the date of this Annual General Meeting, in terms of Section 161 of the Companies Act, 2013, for whom notice of candidature has been received from a shareholder be and is hereby appointed as Director of the Company, on terms & conditions determined by the Govt. of India from time to time."

| Particular | Remote E-Votes | | Voting at AGM | | Total | | Percent | |
|------------|----------------|-----------|---------------|------------|--------|------------|----------|--|
| | Number | Votes | Number | Votes | Number | Votes | age % | |
| Assent | 850 | 418397463 | 18 | 1478320884 | 868 | 1896718347 | 85.47 | |
| Dissent | 54 | 6993160 | 01 | 1775 | 55 | 6994935 | 0.32 | |
| Abstain | 208 | 315412343 | | | 208 | 315412343 | 14.21 | |
| Total | 1112 | 740802966 | 19 | 1478322659 | 1131 | 2219125625 | 100 | |

Therefore, the resolution no.10 has been approved with requisite majority of 85.47%.

In the light of the Report of the Scrutinizer, as detailed hereinabove, I, **R. S. Dhillon**, Chairman and Managing Director, PFC declare that all the Resolution(s) proposed in the 36th Annual General Meeting have been passed with requisite majority. The above results be notified accordingly.

For POWER FINANCE CORPORATION LIMITED

Manohar Balwani CGM & Company S

CGM & Company Secret

R. S. Dhillon

Chairman and Managing Director DIN No.: 00278074

Place: New Delhi

Date: September 22, 2022



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

Consolidated Report of Scrutinizer(s)

Pursuant to section 108 of the Companies Act, 2013 and Rule 20(3) 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.: 36th Annual General Meeting of the members of Power Finance Corporation Limited held on Wednesday, 21st day of September, 2022 at 11:30 a.m. through Video Conferencing ("VC") / other Audio Visual Means ("OAVM").

Sub.: Consolidated Scrutinizer's Report on voting through electronic means (remote e-voting) and voting at the AGM through VC or OAVM process conducted pursuant to the provisions of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 and Section 108 of Companies Act 2013 ("the Act") read with Rule 20 (4)(xii) of Companies (Management and Administration) Rules, 2014 read with Companies (Management and Administration) Rules, 2015.

Dear Sir.

I, Amit Agrawal, Practicing Company Secretaries, had been appointed as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 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 vide resolution dated 12th August, 2022 for the purpose of scrutinizing the remote electronic voting process and to scrutinize voting at AGM through VC or OAVM process by the shareholders in respect of the below mentioned resolutions passed at 36th Annual General Meeting of the Company held on Wednesday, 21st day of September, 2022 at 11:30 A.M.

AMIT Digitally signed by AMIT
AGRAW AGRAWAL Date:
AL 2022.09.21
18:19:12 +05'36

1. The result of the poll is as under:

| Item No. | 01 |
|------------------------------------|---|
| Subject matter of resolution | To receive, consider and adopt: a. the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2022 including the Audited Balance Sheet as on March 31, 2022 and the Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors, Statutory Auditor and Comptroller and Auditor General of India thereon. b. the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2022 including the Audited Balance Sheet as on March 31, 2022 and the Statement of Profit & Loss for the year ended on that date and the Reports of Statutory Auditor and Comptroller and Auditor General of India thereon. |
| Type of Resolution | Ordinary |

| Particular | Remote E-Votes | | Voting at AGM | | Total | | Perce ntage |
|------------|----------------|------------|---------------|------------|-------|------------|---|
| | Number | nber Votes | Numb | Votes | Numbe | Votes | |
| | | | er | | r | | of 6000 (1000), in an analysis of the 1000 (1000) |
| Assent | 1052 | 693274168 | 19 | 1478322659 | 1071 | 2171596827 | 97.93 |
| Dissent | 50 | 44542958 | 0 | 0 | 50 | 44542958 | 2.01 |
| Abstain | 09 | 1372685 | 0 | 0 | 09 | 1372685 | 0.06 |
| Total | 1111 | 739189811 | 19 | 1478322659 | 1130 | 2217512470 | 100 |

| Item No. | 02 |
|------------------------------------|--|
| Subject matter of resolution | To confirm the payment of Interim Dividend and declare Final Dividend on Equity Shares for the financial year 2021-22. |
| Type of Resolution | Ordinary |

| Particular | Remote E-Votes | | Voting at AGM | | 1 | Perce ntage % | |
|------------|----------------|-----------|---------------|------------|--------|---------------------|-----|
| | Num ber | Votes | Numb er | Votes | Number | Votes | |
| Assent | 1075 | 739181016 | 19 | 1478322659 | 1094 | 2217503675 | 100 |
| Dissent | 29 | 8102 | 0 | 0 | 29 | 8102 | |
| Abstain | 07 | 693 | 0 | 0 | 07 | 693 | |
| Total | 1111 | 739189811 | 19 | 1478322659 | 1130 | 2217512470 | 100 |

AMIT Digitally signed by AMIT
AGRAWA AGRAWAL Date: 2022.09.21
18:19:27 +05'30'



| Item No. | 03 |
|------------------------------------|---|
| Subject matter of resolution | To appoint a Director in place of Smt. Parminder Chopra (DIN: 08530587), who retires by rotation and being eligible, offers herself for re-appointment. |
| Type of Resolution | Ordinary |

| Particular | Remote E-Votes | | Voting at AGM | | Total | | Perce ntage % |
|------------|----------------|-----------|---------------|------------|-------|------------|---------------------|
| | Number | Votes | Numb | Votes | Numbe | Votes | |
| | | | er | | r | | |
| Assent | 859 | 568864986 | 19 | 1478322659 | 878 | 2047187645 | 92.32 |
| Dissent | 234 | 170264900 | 0 | 0 | 234 | 170264900 | 7.68 |
| Abstain | 19 | 60924 | 0 | 0 | 19 | 60924 | |
| Total | 1112 | 739190810 | 19 | 1478322659 | 1131 | 2217513469 | 100 |

| Item No. | 04 |
|------------|---|
| Subject | To fix the remuneration of the Statutory Auditors |
| matter of | |
| resolution | |
| Type of | Ordinary |
| Resolution | |

| Particular | Remote E-Votes | | Voting at AGM | | | Perce | |
|------------|----------------|-----------|---------------|------------|-------|------------|-------|
| | | | | | | ntage | |
| | Numbe | Votes | Numbe | Votes | Numbe | Votes | |
| | r | | r | | r | | |
| Assent | 981 | 670919256 | 19 | 1478322659 | 1000 | 2149241915 | 96.93 |
| Dissent | 113 | 68227023 | 0 | 0 | 113 | 68227023 | 3.07 |
| Abstain | 19 | 44531 | 0 | 0 | 19 | 44531 | |
| Total | 1113 | 739190810 | 19 | 1478322659 | 1132 | 2217513469 | 100 |

| Item No. | 05 |
|------------------------------------|---|
| Subject matter of resolution | To appoint Shri Rajiv Ranjan Jha (DIN: 03523954), as Director of the Company. |
| Type of | Ordinary |
| Resolution | |

AMIT Digitally signed by AMIT AGRAWAL Date: 2022.09.21 18:19:37 +05'30'



| Particular | Remote E-Votes | | Voting at AGM | | Total | | Perce ntage % |
|------------|----------------|-----------|---------------|------------|-------|------------|---------------------|
| | Numbe | Votes | Numbe | Votes | Numbe | Votes | |
| | r | | r | | r | | |
| Assent | 858 | 552974198 | 19 | 1478322659 | 877 | 2031296857 | 91.60 |
| Dissent | 232 | 186154163 | 0 | 0 | 232 | 186154163 | 8.40 |
| Abstain | 22 | 62449 | 0 | 0 | 22 | 62449 | |
| Total | 1112 | 739190810 | 19 | 1478322659 | 1131 | 2217513469 | 100 |

| Item No. | 06 |
|----------------|---|
| Subject matter | To appoint Shri Bhaskar Bhattacharya (DIN:09406292), as Director of the |
| of resolution | Company |
| Type of | Ordinary Resolution proposed in the Notice however passed as Special |
| Resolution | Resolution after intimating the same in the AGM |

| Particula | Remote E-Votes | | Voting at AGM | | Total | | Percenta | |
|-----------|----------------|-----------|---------------|------------|-------|------------|----------|--|
| 1 | | | | | | | ge % | |
| | Numbe | Votes | Num | Votes | Numbe | Votes | | |
| | r | | ber | | r | | | |
| Assent | 1018 | 690453177 | 18 | 1478322659 | 1036 | 2168774061 | 97.80 | |
| Dissent | 72 | 48692003 | 01 | 1775 | 73 | 48693778 | 2.20 | |
| Abstain | 21 | 45630 | | | 21 | 45630 | | |
| Total | 1111 | 739190810 | 19 | 1478324434 | 1130 | 2217513469 | 100 | |

| Item No. | 07 |
|------------------------------------|---|
| Subject matter of resolution | To appoint Smt. Usha Sajeev Nair (DIN: 09408454), as Director of the Company. |
| Type of | Ordinary Resolution proposed in the Notice however passed as Special |
| Resolution | Resolution after intimating the same in the AGM |

| Particular | Remot | te E-Votes | Votin | ng at AGM | Total | | Perce ntage | |
|------------|-------|------------|-------|------------|-------|------------|----------------|--|
| | Numbe | Votes | Numbe | Votes | Numbe | Votes | | |
| | r | | r | | r | | | |
| Assent | 1018 | 690452647 | 18 | 1478322659 | 1036 | 2168773531 | 97.80 | |
| Dissent | 73 | 48693433 | 01 | 1775 | 74 | 48695208 | 2.20 | |
| Abstain | 20 | 44730 | | | 20 | 44730 | | |
| Total | 1111 | 739190810 | 19 | 1478324434 | 1130 | 2217513469 | 100 | |

AMIT AGRAW AL

Digitally signed by AMIT AGRAWAL Date: 2022.09.21 18:19:55 +05'30'



| Item No. | 08 |
|------------------------------------|--|
| Subject matter of resolution | To appoint Shri Prasanna Tantri (DIN:06471864), as Director of the Company |
| Type of Resolution | Ordinary Resolution proposed in the Notice however passed as Special Resolution after intimating the same in the AGM |

| Particular | | te E-Votes | Votir | ng at AGM | Total | | Percent age |
|------------|--------|------------|--------|------------|--------|------------|----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 1017 | 689100065 | 18 | 1478320884 | 1035 | 2167420949 | 97.74 |
| Dissent | 71 | 50028279 | 1 | 1775 | 72 | 50030054 | 2.26 |
| Abstain | 24 | 62466 | | | 24 | 62466 | 2,20 |
| Total | 1112 | 739190810 | 19 | 1478322659 | 1131 | 2217513469 | 100 |

| Item No. | 09 |
|------------------------------------|---|
| Subject matter of resolution | To change Object Clause of the Memorandum of Association of the Company |
| Type of Resolution | Special |

| Particular | Remo | te E-Votes | Votir | ng at AGM | | Perce ntage | |
|------------|-------|-------------|-------|------------|-------|----------------|-----|
| | Numbe | Numbe Votes | Numbe | Votes | Numbe | Votes | |
| | r | | r | | r | | |
| Assent | 1046 | 739122621 | 19 | 1478322659 | 1065 | 2217445280 | 100 |
| Dissent | 46 | 8904 | | | 46 | 8904 | |
| Abstain | 19 | 59285 | | | 19 | 59285 | |
| Total | 1111 | 739190810 | 19 | 1478322659 | 1130 | 2217513469 | 100 |

| Item No. | 10 |
|------------------------------------|---|
| Subject matter of resolution | To appoint Shri Manoj Sharma (DIN:06822395), as Director of the Company |
| Type of Resolution | Ordinary |

AMIT Digitally signed by AMIT AGRAWAL Date: 2022.09.21 18:20:04 +05'30'



| Particular | | te E-Votes | Votii | ng at AGM | Total | | Perce ntage |
|------------|---------|------------|-------|------------|-------|------------|----------------|
| | Numbe V | Votes | Numbe | Votes | Numbe | Votes | |
| | r | | r | | r | | |
| Assent | 850 | 418397463 | 18 | 1478320884 | 868 | 1896718347 | 85.47 |
| Dissent | 54 | 6993160 | 01 | 1775 | 55 | 6994935 | 0.32 |
| Abstain | 208 | 315412343 | | | 208 | 315412343 | - |
| Total | 1112 | 740802966 | 19 | 1478322659 | 1131 | 2219125625 | 14.21 100 |

The Company has provided the voting through electronics means (remote e-voting and e-voting at the AGM) facility offered by Kfin Technologies Limited (KFintech), for conducting remote e-voting by the shareholders of the Company. The shareholders of the Company holding shares as on the "Cut-off" date i.e. Thursday the 15th September, 2022 were entitled to vote on the proposed resolutions as set out at item no. 01 to 10 in the notice convening 36th Annual General Meeting of the Company.

The voting period for remote e-voting commenced on Sunday, 18th September 2022 at 10:00 am and ended on Tuesday, 20th September 2022 at 05:00 pm and the remote e-voting platform was blocked thereafter. After the closure of the voting at Annual General Meeting held on 21st September 2022 the report of voting done at the meeting was generated in my presence.

The voting pattern was unblocked by us on Wednesday, 21st September 2022 in the presence of Mr Nagendra Chauhan and Ms Sibani Agrawal who are not in employment of the company.

Mr. Nagendra Chauhan

Ms. Ritu Sharma

I have scrutinized the consolidated voting in a fair & transparent manner based on the data downloaded from. **Kfin Technologies Limited**, remote e-voting platform and the voting at the AGM through VC or OAVM & verified by RTA, respectively.

You may accordingly declare the result of the consolidated report and all other relevant records were sealed and handed over to the Chairman/Company Secretary by the Board for safe keeping.

Place: New Delhi Dated: 21.09.2022

AMIT Dig by: AGRA AGI Dat WAL 202 18:2

Digitally signed by AMIT AGRAWAL Date: 2022.09.21 18:20:35 +05'30' Gaithfully, Grawal)

hanking you,

UDIN: F005311D001015188

मनोहर बलवानी/MANOHAR BALWANI
मुख्य महाप्रबन्धक एवं कंपनी सचिव

CGM & Company Secretary (A-11117)

पावर फाइनेंस कॉपॉरेशन लिमिटेड

Power Finance Corporation Limited

'জর্জানিখি', 1, बाराखंबा लेन, कनॉट फेस,

RJANIDH'', 1, Barakhamba Lane, Connaucht Pla

"URJANIDHi", 1, Barakhamba Lane, Connaught Place, नई दिल्ली -110001 / New Delhi-110001 ई:मेल : एममी@पीएफसीइंडिया,कॉम/E-mail:mb@pfcindia.com Boni lean

रविन्स विस्ति विस्ति (RAVINDER SINGEN pressure पूर्व प्राचीय निष्टे इसक प्राचाय पूर्व प्राचीय निष्टे इसक Cheirmen & Menaging Director पावर काइनिया कॉर्पोरेशन कि. / P.F.C. Ltd. 'पार्टिंग पार्टिंग के प्राचीय के प्राचीय प्राचीय 'पार्टिंग कि. 1, चाराचीया के प्राचीय प्राचीय 'पार्टिंग कि. 1, 10001/New Delhi-110001