



ANDHRA PRADESH POWER FINANCE CORPORATION LIMITED
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Listing Compliance Department
National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051
Kind Attn: Ms. Manisha Vyas
Manager – Listing & Compliance

Listing Compliance Department
National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051
Kind Attn: Mr. Yogesh Deshmukh
Manager – Listing & Compliance

Lr. No. MD/CFO/APPFCL/D.No. 24/2023 Dated 18-01-2023.

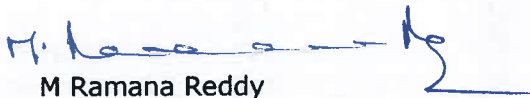
Dear Sirs,

SUB: Report on Corporate Governance on various Regulations of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 ('Listing Regulations')

Andhra Pradesh Power Finance Corporation Limited is a Government Non-Banking Financial Company (NBFC), registered with the Reserve Bank of India. Pursuant to Regulation 27 of SEBI LODR, 2015 and SEBI Circular vide SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated May 31, 2021 we herewith submit our compliance for the quarter ended on December 31, 2022.

Thanking You,

For Andhra Pradesh Power Finance Corporation Limited



M Ramana Reddy

Chief Financial Officer

Chief Financial Officer
Andhra Pradesh Power Finance
Corporation Limited
Gunadala, Vijayawada.

Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis

1. Name of Listed Entity: ANDHRA PRADESH POWER FINANCE CORPORATION LIMITED
2. Quarter ending: 31st DECEMBER 2022

I. Composition of Board of Directors												
Title (Mr / Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive/ Non-Executive/ independent / Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. Of director ship in listed entities including this listed entity	No of Independent Directors in listed entities including this listed entity	Number of membership in Audit/ Stakeholder Committee (s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Shamsher Singh Rawat	06927486	Chairman	21/07/2019	NA	NA	NA	20/12/1969	Nil	Nil	Nil	Nil
Mr.	K Vijayanand	02138144	Non-Executive	04/11/2022	NA	NA	NA	18/11/1965	Nil	Nil	2	1
Dr.	K V V Satyanarayana	08076027	Executive	21/07/2019	NA	NA	NA	12/06/1970	Nil	Nil	Nil	Nil
Mr.	Sreedhar Bandatmakur	02591298	Non-Executive	21/07/2019	NA	NA	NA	20/08/1964	Nil	Nil	2	Nil
Mr.	Vee Narayanan Babu	08772842	Non-Executive	12/11/2020	NA	NA	NA	01/03/1960	Nil	Nil	2	1
Whether Regular chairperson appointed: YES												

	Whether Chairperson is related to managing director or CEO :	NO
	<p><i>*PAN of any director would not be displayed on the website of Stock Exchange & Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen</i></p> <p><i>* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.</i></p>	

II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/ Nominee) \$	Date of Appointment	Date of Cessation
1. Audit Committee (Reconstituted on 04/11/2022)	No	Sri. Vee Narayanan Babu	Chairman	16/03/2022	NA
		Sri. Kaveti Vijayanand	Member	04/11/2022	NA
		Sri. Sreedhar Bandatmakur	Member	16/03/2022	31/07/2022
2. Nomination & Remuneration Committee					
3. Risk Management Committee (Reconstituted on 04/11/2022)	No	Dr. K V V Satyanarayana	Chairman	21/10/2021	NA
		Sri. M V S N Murthy	Member	21/10/2021	NA
		Sri. M Ramana Reddy	Member	21/10/2021	NA
4. Stakeholders Relationship Committee (Constituted on 04/11/2022)	No	Sri. K Vijayanand	Chairman	04/11/2022	NA
		Sri. Sreedhar Bandatmakur	Member	04/11/2022	NA
		Sri. Vee Narayanan Babu	Member	04/11/2022	NA
5. Corporate Social Responsibility Committee (Constituted on 04/11/2022)	Yes	Sri. Shamsler Singh Rawat	Chairman	04/11/2022	NA
		Sri. K Vijayanand	Member	04/11/2022	NA

		Dr. K V V Satyanarayana	Member	04/11/2022	NA
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&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
21/07/2022	04/11/2022	Yes	4	Nil	105

* to be filled in only for the current quarter meetings

IV. Meetings of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
04/11/2022	Yes	3	Nil	21/07/2022	105

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional
 ** to be filled in only for the current quarter meetings

V. Related Party Transactions Nil

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	refer note below Nil

Whether shareholder approval obtained for material RPT

Nil

Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee

Nil

Note:
 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
 2 If status is "No" details of non-compliance may be given here.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
 - d. Risk management committee (as applicable)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.

Name & Designation


M RAMANA REDDY
CHIEF FINANCIAL OFFICER

Chief Financial Officer
Andhra Pradesh Power Finance
Corporation Limited
Gunadala, Vijayawada.

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.