



**ANDHRA PRADESH POWER FINANCE CORPORATION LIMITED**  
#48-12-16, 2<sup>nd</sup> Floor, East Wing, Vidyut Soudha, Gunadala, Vijayawada,  
Krishna District – 520004, Andhra Pradesh, India. Tel. 0866-2429226, Cell: 8897493344  
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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. CFO/APPFCL/D.No. 400/2023-24 Dated 20.07.2023**

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 No. SEBI/HO/DDHS/DDHS\_Div1/P/CIR/2022/0000000103 dated July 29, 2022 (updated as on December 01, 2022), we herewith submit our compliance for the 01<sup>st</sup> quarter ended 30<sup>th</sup> June 2023.

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 for quarter ended 30<sup>th</sup> June 2023**

1. Name of Listed Entity: ANDHRA PRADESH POWER FINANCE CORPORATION LIMITED
2. Quarter ending: 30<sup>th</sup> JUNE 2023

<b>I. Composition of Board of Directors</b>												
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 directorship in listed entities including this listed entity  [in reference to Regulation 17A(1)]	No of Independent Directors hip in listed entities including this listed entity  [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity  (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity  (Refer Regulation 26(1) of Listing Regulations)
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.	Venkata Naresh Chakradhara Babu Kandregula	08504821	Non-Executive	28/06/2023	NA	NA	NA	18/08/1983	Nil	Nil	2	Nil
Mr.	Sreedhar Bandatmakur	02591298	Non-Executive	21/07/2019	NA	28/06/2023	NA	20/08/1964	Nil	Nil	Nil	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: <b>YES</b>										

*M. K. ...*

	Whether Chairperson is related to managing director or CEO ; <b>NO</b>
	<i>*PAN of any director would not be displayed on the website of Stock Exchange &amp; 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 * 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>

*M. K. ...*

<b>II. Composition of Committees</b>					
<i>Name of Committee</i>	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 28/06/2023)	No	Sri. Vee Narayanan Babu	Chairman	16/03/2022	NA
		Sri. Kaveti Vijayanand	Member	04/11/2022	NA
		Sri. Venkata Naresh Chakradhara Babu Kandregula	Member	28/06/2023	NA
2. Nomination & Remuneration Committee (Constituted on 28/06/2023)	No	Sri. Venkata Naresh Chakradhara Babu Kandregula	Chairman	28/06/2023	NA
		Dr. K V V Satyanarayana	Member	28/06/2023	NA
		Sri. Vee Narayanan Babu	Member	28/06/2023	NA
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

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4. Stakeholders Relationship Committee (Reconstituted on 28/06/2023)	No	Sri. K Vijayanand	Chairman	04/11/2022	NA
		Sri. Venkata Naresh Chakradhara Babu Kandregula	Member	28/06/2023	NA
		Sri. Vee Narayanan Babu	Member	04/11/2022	NA
5. Corporate Social Responsibility Committee (Constituted on 04/11/2022)	Yes	Sri. Shamsheer 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

*&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)
10/02/2023	-	-	-	-	-
31/03/2023	28/06/2023	Yes	5	Nil	88

\* to be filled in only for the current quarter meetings

*M. Naresh Babu*

<b>IV. Meetings of Committees</b>					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
28/06/2023	Yes	3	Nil	31/03/2023; 10/02/2023	88
* 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					
<b>V. Related Party Transactions NA</b>					
<b>Subject</b>				<b>Compliance status (Yes/No/NA)</b>	
Whether prior approval of audit committee obtained				NA	
Whether shareholder approval obtained for material RPT				NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee				NA	
<b>Note:</b>					
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.					

*M. [Signature]*

**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**  
**20<sup>th</sup> JULY 2023**