



**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  
E-mail: [appfcl@gmail.com](mailto:appfcl@gmail.com), Website : [www.appfcl.com](http://www.appfcl.com), CIN : U40109AP2000SGC107482

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. 799/2023-24 Dated 19/11/24

Dear Sirs,

**SUB:** Report on Corporate Governance on various Regulations of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 ('Listing Regulations') for the half year period ended 31<sup>st</sup> December 2023

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 03<sup>rd</sup> quarter ended 31<sup>st</sup> December 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 the 03<sup>rd</sup> quarter ended 31<sup>st</sup> December 2023**

1. Name of Listed Entity: ANDHRA PRADESH POWER FINANCE CORPORATION LIMITED
2. Quarter ending: 31<sup>st</sup> DECEMBER 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 director shipin listed entities including this listed entity  [in referenceto Regulation 17A(1)]	Noof Independ ent Directors hip in listed entities including this listed entity  [in referenceto proviso to regulation 17A(1)]	Numberof membership s in Audit/ Stakeholder Committee (s) including thislisted entity  (Refer Regulation 26(1)of Listing Regulation s)	Noof post of Chairperson in Audit/ Stakeholder Committee heldinlisted entities including thislisted 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
Dr.	K V V Satyanarayana	08076027	Executive	21/07/2019	NA	NA	NA	12/06/1970	Nil	Nil	Nil	Nil
Mr.	K Vijayanand	02138144	Non-Executive	04/11/2022	NA	NA	NA	18/11/1965	Nil	Nil	2	1
Mr.	Venkata Naresh Chakradhara Babu Kandregula	08504821	Non-Executive	28/06/2023	NA	NA	NA	18/08/1983	Nil	Nil	2	Nil
Mr.	Vee Narayanan Babu	08772842	Non-Executive	12/11/2020	NA	NA	NA	01/03/1960	Nil	Nil	2	1
		WhetherRegularchairpersonappointed: <b>YES</b>										
		WhetherChairpersonisrelatedtomanagingdirectororCEO : <b>NO</b>										

		<p><i>\$PAN of any director would not be displayed on the website of Stock Exchange</i></p> <p><i>&amp; Category of directors mean 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>
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<b>II. Composition of Committees</b>					
<i>Name of Committee</i>	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive)	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

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. Shamsher 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 mean executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separated in them with hyphen*

### III. Meeting of Board of Directors

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
06/12/2023	22/08/2023	Yes	4	Nil	54


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

<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>
06/12/2023	Yes	2	Nil	06/12/2023	54
*This information has to be mandatorily 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>	
				<i>refer note below</i>	
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.					

## 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 reports 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**  
19<sup>th</sup> January 2024

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

