



मनोहर बलवानी
कम्पनी सचिव
MANOHAR BALWANI
Company Secretary

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

No: 1:05:138: II: CS
Date: 05th November, 2018

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, बान्द्रा-कुर्ला कॉम्प्लेक्स, बान्द्रा (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
Kind Attn.: Ms. Rehana Dsouza, Asstt. Vice President	Kind Attn.: Mr. Iyer Gopalkrishnan, GM, Corporate Services

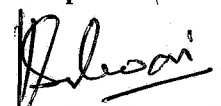
Sub: Certificates from Debenture Trustee(s) under the Regulation 52(5) of the SEBI(LODR) Regulations, 2015.

Sir/Madam,

In continuation of our earlier letter dt. 02nd November, 2018, please find enclosed herewith the Certificates from Debenture Trustee(s) for the period ended 30th September, 2018 under the Regulation 52(5) of the SEBI (LODR) Regulations, 2015.

Thanking you,

Yours faithfully,
For Power Finance Corporation Ltd.


(Manohar Balwani)
Company Secretary
Email: mb@pfcindia.com

Encl: As above



(A wholly owned subsidiary of Punjab National Bank)

Regd. Office:

10, Rakesh Deep Building, Yusuf Sarai Commercial Complex,
Gulmohar Enclave, New Delhi 110049 Tel: 011-41032929

Fax : 011-41035057 E-Mail: delhi_corporate@pnbisl.com

GST No - 07AAECP9801F1ZG

2nd November, 2018

To,

Power Finance Corporation Limited (Company)

Urjanidhi, 1, Barakhamba Lane,

Connaught Place,

New Delhi-110001

Sub: Letter of Debenture Trustee pursuant to Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015

Dear Sir/Madam,

This has reference to the Public/private placed, Secured/Unsecured, Redeemable, Fully/partly/Non-Convertible Debentures issued by **Power Finance Corporation Limited** ("Company") and listed on the NSE/BSE ("Listed Debt Securities").

Pursuant to Regulation 52(4) read with Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015, the Company is required to submit its half yearly financial results to the Stock Exchange, with a letter of the Debenture Trustee (PNB Investment Services Ltd. Trustee) that the Debenture Trustee has noted the contents furnished by the Company as per Regulation 52(4).

In pursuance thereof we hereby confirm that we have received the said aforesaid information vide your letter reference no 04/04: QCR: 2018-19:HI dated 2nd November, 2018 (enclosed herewith) along with the relevant/necessary supporting and we have noted the contents in respect of the Listed Debt Securities issued by the Company.

Thanking You,

Yours Faithfully

For PNB Investment Services Ltd.
(Debenture Trustee)

Shant. Garg
(Authorised Signatory)



Corporate Office: PNB Pragati Towers, 2nd Floor, Plot No. C-9, G-Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051

Tel: 022-26532745 Fax: 022-26532687 Email: mumbai_corporate@pnbisl.com Website: www.pnbisl.com

CIN: U65191DL2009GO1187146

November 02, 2018

To,
Mr. Manohar Balwani
Company Secretary
Power Finance Corporation Limited,
Urjanidhi, 1 Barakhamba Lane, Connaught Place,
New Delhi 110001

Dear Sir,

Sub: Certificate of Debenture Trustee under Regulation 52(5) of SEBI (LODR) Regulations, 2015 for September 30, 2018.

In compliance of the requirements of Chapter V, Regulation 52, Sub – Regulation (4) and (5) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for Non – Convertible Debt Securities we would like to state as under:

We, Vistra ITCL (India) Limited, are acting as a Debenture Trustee for Tax Free Bonds in nature of Secured, Redeemable Non-Convertible Debenture Issue aggregating up to Rs.12872.91 crores (divided into Rs.4741.01 crores- Public Issue and Rs.8131.9 crores- Private Placement Basis) of Power Finance Corporation Limited. ("Company")

With reference to above, we have received details of the following from the Company and have noted its contents without verification.

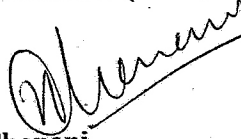
1. Non-Convertible Debentures Issue under Regulation 52(4) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 dated November 02, 2018.
2. Credit Rating Letter from CARE dated May 03, 2018 and CRISIL dated May 02, 2018

This certificate has been signed and issued by us based on the documents (as mentioned above) submitted by you.

Thanking You.

Yours sincerely,

For Vistra ITCL (India) Limited


Jatin Chonani
Compliance Officer
Place: Mumbai



3432/OPR/BTL/2018-19
Date: November 2, 2018

Power Finance Corporation Limited
"Urjanidhi", 1, Barakhamba Lane,
Connaught Place, New Delhi - 110 001

Dear Sir/Ma'am,

Certificate for receipt and noting of information
(Pursuant to Regulation 52(5) of the Securities and Exchange Board of India (Listing Obligations
and Disclosure Requirements) Regulations, 2015)

We write in capacity as Debenture Trustee for the Non-Convertible Debentures (NCD's) issued by Power Finance Corporation Limited ("Company").

Pursuant to Regulation 52(4) read with Regulation 52(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations"), the Company while submitting its half yearly/annual financial results to the Stock Exchanges, is required to submit a letter to the Debenture Trustee ("Beacon Trusteeship Limited") that the Debenture Trustee has noted the contents furnished by the Company in terms of Regulation 52(4).

In pursuance thereof, we hereby confirm that we have received the said information vide your email dated 2nd November, 2018 along with relevant/necessary supporting and we have noted the contents in respect of the Debt Securities issued by the Company.

Further, please note that we have not independently verified the contents submitted by the Company vide your above letter and the aforesaid noting is subject to the following:

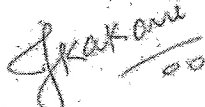
1. The Debenture Trustee is relying on the information/status as submitted by the Company for the purpose of submission to the Stock Exchange without reconfirming.
2. Any commitment pertaining to the interest/principal payable on the future due dates are sole commitment on the Company's part and the Debenture Trustee is not liable in any manner if the Company fails to fulfil/does not fulfil its commitment.

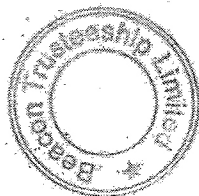
This Certificate is being issued pursuant to the requirements of Regulation 52(5) of the aforesaid Regulations, for onward submission to Stock Exchange by the Company.

This is for your information and records.

Yours faithfully,

For Beacon Trusteeship Limited


Authorised Signatory



BEACON TRUSTEESHIP LTD.

Corporate Office : 4C & D, Siddhivinayak Chambers, Gandhi Nagar, Opp MIG Cricket Club Bandra (E), Mumbai - 400 051.

CERTIFICATE FOR RECEIPT AND NOTING OF INFORMATION

[Pursuant to Regulation 52(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We, Catalyst Trusteeship Limited ("Debenture Trustee") hereby confirm that we have received and noted (without independent verification thereof) the information, as specified under regulation 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations"), provided to us by Power Finance Corporation Limited ("the Company") for the Half year ended on September 30, 2018.

This Certificate is being issued pursuant to the requirements of Regulation 52(5) of the aforesaid Regulations, for onward submission to Stock Exchange(s) by the Company.

For Catalyst Trusteeship Limited
(Formerly GDA Trusteeship Limited)



Authorized Signatory

Date: November 2, 2018



IDBI Trusteeship Services Ltd

CIN : U65991MH2001GOI131154



No. 7379/ITSL/OPR/2018-19
November 2, 2018

To,
Power Finance Corporation Ltd.,
1, Barakhamba Lane,
Connaught Place,
New Delhi 110001,

Dear Sir/ Madam,

Sub: Letter of Debenture Trustee pursuant to Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended September 30, 2018

This has reference to the Unsecured, Redeemable, Non-Convertible Debentures issued by Power Finance Corporation Ltd. ("Issuer") wherein IDBI Trusteeship Services Limited is acting as the Debenture Trustee and listed on the National Stock Exchange of India Ltd. (NSE) and/or Bombay Stock Exchange (BSE) ("Listed Debt Securities")

Pursuant to Regulation 52(4) read with Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015, the Issuer is required to submit the documents required there along with its half yearly/annual financial results to the Stock Exchange, with a letter of the Debenture Trustee (IDBI Trusteeship Services Limited) that the Debenture Trustee has noted the contents furnished by the Issuer as per Regulation 52(4).

In pursuance thereof we hereby confirm that we have received the aforesaid information through your letter bearing no. 04:04:QCR:2017-18:H1 dated November 2, 2018 and we have noted the contents provided therein.

Thanking you,

Yours faithfully

For IDBI Trusteeship Services Limited

Authorised Signatory



BN



November 2, 2018

POWER FINANCE CORPORATION LIMITED

"Urjanidi", 1 Barakhamba Lane,
Connaught Place, New Delhi - 110001

Sub: NOTING CERTIFICATE

We refer to your letter no. 04:04:QCR:2018-19:H1 dated November 2, 2018 forwarding therewith Half Yearly Report for the half year ended 30.09.2018 for NCD issues as per details in Schedule-I to be submitted to the Stock Exchange and requesting us to issue Noting Certificate for the same as per regulation 52 (5) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 (LODR)

As requested, we hereby certify that we have taken note of the contents submitted by you vide your aforesaid letter (copy enclosed).

For Milestone Trusteeship Services Pvt Ltd

Authorized Signatory

Encl: Letter No. 04:04:QCR:2018-19:H1 dated November 2, 2018