

## Annexure IV– EXTRACT OF ANNUAL RETURN

**Form No. MGT-9**

### EXTRACT OF ANNUAL RETURN

as on the financial year ended 31<sup>st</sup> March 2020

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

#### I. REGISTRATION AND OTHER DETAILS:

- (i) CIN : U40100MH2017PLC293914
- (ii) Registration Date : 17<sup>th</sup> April 2017
- (iii) Name of the Company: : TP Ajmer Distribution Limited
- (iv) Category / Sub-Category of the Company: : Unlisted Public Limited Company  
Electricity Distribution
- (v) Address of the Registered office and contact details: : C/o The Tata Power Company Limited  
34, Sant Tukaram Road, Carnac  
Bunder, Mumbai 400 009, Maharashtra
- (vi) Whether listed Company Yes / No : No
- (vii) Name, Address and Contact details of Registrar and Transfer Agent, if any : N.A.

#### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1	Sale of power	N.A.	100%

#### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	The Tata Power Company Limited Address: Bombay House 24, Homi Mody Street Mumbai - 400 001	L28920MH1919PLC000567	Holding Company	100%	2(46)

#### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

##### i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 1 <sup>st</sup> April 2019]				No. of Shares held at the end of the year [As on 31 <sup>st</sup> March 2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/ HUF	0	6	6	0	0	6	6	0	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	99,99,994	99,99,994	100	0	99,99,994	99,99,994	100	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
<b>Sub Total (A) (1)</b>	0	100,00,000	100,00,000	100	0	100,00,000	100,00,000	100	0
(2) Foreign									
a) NRI Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
d) Any other	0	0	0	0	0	0	0	0	0
<b>Sub Total (A) (2)</b>	0	0	0	0	0	0	0	0	0
<b>Total shareholding of Promoter(A)= (A)(1)+ (A)(2)</b>	0	100,00,000	100,00,000	100	0	100,00,000	100,00,000	100	0
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0

Category of Shareholders	No. of Shares held at the beginning of the year [As on 1 <sup>st</sup> April 2019]				No. of Shares held at the end of the year [As on 31 <sup>st</sup> March 2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
i) Others (specify)	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(1):-</b>	0	0	0	0	0	0	0	0	0
<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	0	0	0	0	0	0	0	0	0
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	0	0	0	0	0	0	0	0	0
c) Others (specify)	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(2):-</b>	0	0	0	0	0	0	0	0	0
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	0	0	0	0	0	0	0	0	0
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	0	100,00,000	100,00,000	100	0	100,00,000	100,00,000	100	0

### (ii) Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the Year			
		No. of Shares	% of total Shares of the Company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	%of Shares Pledged / encumbered to total shares	% change in share holding during the year
1	The Tata Power Company Limited	100,00,000	100%	Nil	100,00,000	100%	Nil	Nil
	<b>Total</b>	100,00,000	100%	Nil	100,00,000	100%	Nil	Nil

**(iii) Change in Promoters' Shareholding (please specify, if there is no change):**

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	At the beginning of the year	100,00,000	100	100,00,000	100
2	Date wise Increase/ decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g.)	Nil	Nil	Nil	Nil
3	Allotment/transfer/bonus/sweat equity etc):	Nil	Nil	Nil	Nil
4	At the end of the year	100,00,000	100	100,00,000	100

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs): NOT APPLICABLE**

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
1	For Each of the Top 10 Shareholders	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
2	At the beginning of the year	N.A.	N.A.	N.A.	N.A.
3	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer/bonus /sweat equity etc)	N.A.	N.A.	N.A.	N.A.
4	At the End of the year ( or on the date of separation, if separated during the year)	N.A.	N.A.	N.A.	N.A.

**(v) Shareholding of Directors and Key Managerial Personnel:**

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
1	For Each of the Directors and KMP	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
2	At the beginning of the year	4	Nil	4	Nil
3	Date wise Increase /Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	(1) [Decrease due to resignation of Mr. Sunil Singh, Director w.e.f 30.11.2019]	Nil	(1)	Nil
4	At the end of the year	3	Nil	3	Nil

**V. INDEBTEDNESS**

Indebtedness of the Company including interest outstanding/ accrued but not due for payment

(Amount in ₹ crore)

	Secured Loans	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	77.19	30.28	NA	107.47
ii) Interest due but not paid	NA	0.70	NA	0.70
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
<b>Total (i+ii+iii)</b>	<b>77.19</b>	<b>30.98</b>	<b>NA</b>	<b>108.17</b>
<b>Change in Indebtedness during the financial year</b>				
• Addition	339.23	25.00	NIL	364.23
• Reduction	343.40	30.98	NIL	374.38
<b>Net Change</b>	<b>(4.18)</b>	<b>(5.98)</b>	<b>NIL</b>	<b>(10.16)</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	73.01	25.00	NIL	98.01
ii) Interest due but not paid	NIL	0.13	NIL	0.13
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (i+ii+iii)</b>	<b>73.01</b>	<b>25.13</b>	<b>NIL</b>	<b>98.14</b>

Note:- The difference between opening CC and closing CC has been shown as addition/reduction, whichever is applicable.

Opening Interest accrued has been shown as reduction.

Closing Interest accrued has been shown as addition

**VI. A. REMUNERATION TO MANAGING DIRECTOR, WHOLE TIME DIRECTOR AND/OR MANAGER- Not Applicable**

(in ₹)

Sl. no.	Particulars of Remuneration	NAME OF THE MD/WTD/MANAGER	Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A.	N.A.
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	N.A.	N.A.
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	N.A.	N.A.
2.	Stock option	N.A.	N.A.
3.	Sweat equity	N.A.	N.A.
4.	Commission -as % of profit - others, specify	N.A.	N.A.
5.	Others, please specify*(Deputation Pay and other benefits)	N.A.	N.A.
	<b>Total</b>	N.A.	N.A.

**VI. B. REMUNERATION TO OTHER DIRECTORS**

**DISCLOSURE OF REMUNERATION PAID TO DIRECTORS**

Disclosure regarding receipt of commission by a Director from the holding or subsidiary of a Company, in which such person is a managing or whole time Director: Not Applicable

**Remuneration of Directors:**

Directors take no commission from the venture. Except for the nominated Director - Mr. Arup Ghosh, no other director nominated by The Tata Power Company Limited (Tata Power) on the Board draws any sitting fee nor commission from TPADL.

Mr. Sanjay Kumar Banga, Mr. Minesh Shrikrishna Dave (upto 30<sup>th</sup> November 2019), Mr. Ganesh Srinivasan, Mr. Sunil Parashuram Joglekar, Ms. Kiran Gupta and Mr. Suranjit Mishra, Non Executive Directors (NEDs) nominated by Tata Power were not paid any sitting fee/commission by the Company.

The Board of Directors in its meeting held on 19<sup>th</sup> July 2019, have approved payment of sitting fees to Mr. Arup Ghosh and Mr. Sunil Singh (upto 30<sup>th</sup> November 2019), Non Executive Directors (NEDs).

Mr. Arup Ghosh and Mr. Sunil Singh (upto 30<sup>th</sup> November 2019), Non Executive Directors (NEDs) were paid remuneration by way of Sitting Fees of ₹ 50,000/- (Rupees Fifty Thousand only) per meeting of the Board.

During the period under review, 5 Board Meetings were held.

None of the NEDs had any pecuniary relation or transactions with the Company other than mentioned below.

(in ₹)

<b>TP Ajmer Distribution Limited</b>				
<b>Detail of payments made to Directors during the period from 19.7.2019 to 31.03.2020</b>				
S. No.	Name of Directors	Fee Amount	Others Reimbursement	Total
1	Mr. Arup Ghosh	2,00,000/-	0	2,00,000/-
2	Mr. Sunil Singh	1,50,000/-	0	1,50,000/-
	<b>Total</b>	<b>3,50,000/-</b>	<b>0</b>	<b>3,50,000/-</b>

**VI. C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/ WTD:**

(in ₹ lakh)

Sl. no.	Particulars of Remuneration Key Managerial Personnel	Key Managerial Personnel		
		CEO Mr. Gajanan Kale	CFO Mr. Hemant Gupta	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	74.51	19.53	94.04
2.	Stock option	Nil	Nil	Nil
3.	Sweat equity	Nil	Nil	Nil
4.	Commission -as % of profit - others, specify	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil
	<b>Total</b>	<b>74.51</b>	<b>19.53</b>	<b>94.04</b>

**VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:NIL**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed Authority	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. Company</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>B. Directors</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>C. Other Officers in Default</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

On behalf of the Board of Directors  
For **TP Ajmer Distribution Limited**

Sd/-  
**Ganesh Srinivasan**  
Director  
(DIN: 08208444)

Sd/-  
**Suranjit Mishra**  
Director  
(DIN: 08176957)

Delhi, 28<sup>th</sup> April 2020