

**FORM NO.MGT-9****ANNEXURE-V**

**EXTRACT OF ANNUAL RETURN**  
as on the financial year ended on 31<sup>st</sup> March, 2019  
[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  | U40300UP2015GOI068632   |
| ii)  | Registration Date:   | 02.02.2015  |
| iii) | Name of the Company:   | Bundelkhand Saur Urja Limited   |
| iv)  | Category/ Sub-Category of the Company:                                     | Public Company/Govt. Company, Limited by Shares   |
| v)   | Address of the Registered office and contact details:                      | TC-43, Vibhuti Khand, Gomti Nagar, Lucknow, Uttar Pradesh – 226010<br>Tel & Fax. No. 0522-2720952 |
| vi)  | Whether listed company:  | No  |
| vii) | Name, Address and Contact details of Registrar and Transfer Agent, if any: | NA  |

**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       | Generation of Electricity <sup>#</sup>          | 35105*                          | NIL                                |

\* As per National Industrial Classification 2008-Ministry of Statistics and Programme Implementation.

# The project is yet to be constructed.

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

| S. NO. | NAME AND ADDRESS OF THE COMPANY   | CIN                   | HOLDING / SUBSIDIARY/ ASSOCIATE | % OF SHARES HELD | APPLICABLE SECTION                        |
|--------|---|-----------------------|---------------------------------|------------------|---|
| 1      | NHPC Limited<br>NHPC Office Complex,<br>Sector-33, Faridabad-121003,<br>Haryana | L40101HR1975GOI032564 | Holding                         | 99.99%           | Section 2 (46) of the Companies Act, 2013 |

IV. SHAREHOLDING 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 01.04.2018) |            |            |                   | No. of Shares held at the end of the year (as on 31.03.2019) |            |            |                   | % Change during the year |
|--------------------------|--|------------|------------|-------------------|--|------------|------------|-------------------|--------------------------|
|                          | Demat  | Physical   | Total      | % of Total Shares | Demat  | Physical   | Total      | % of Total Shares |                          |
| <b>A.Promoters</b>       |  |            |            |                   |  |            |            |                   |                          |
| <b>(1)Indian</b>         |  |            |            |                   |  |            |            |                   |                          |
| a) Individual/HUF        | -  | -          | -          | -                 | -  | -          | -          | -                 | -                        |
| b) Central Govt.         | -  | -          | -          | -                 | -  | -          | -          | -                 | -                        |
| c) State Govt (s)        | -  | 1          | 1          | 0.00001           | -  | 1          | 1          | 0.00001           | NIL                      |
| d) Bodies Corp.          | -  | 39,99,999* | 39,99,999* | 99.99999          | -  | 39,99,999* | 39,99,999* | 99.99999          | NA#                      |
| e) Banks/ FI             | -  | -          | -          | -                 | -  | -          | -          | -                 | -                        |
| f) Any Other             | -  | -          | -          | -                 | -  | -          | -          | -                 | -                        |
| <b>Sub-total(A)(1):-</b> |  | 40,00,000  | 40,00,000  | 100               |  | 40,00,000  | 40,00,000  | 100               | NIL                      |
| <b>(2)Foreign</b>        |  |            |            |                   |  |            |            |                   |                          |
| a)NRIs- Individuals      | -  | -          | -          | -                 | -  | -          | -          | -                 | -                        |
| b)Other - Individuals    | -  | -          | -          | -                 | -  | -          | -          | -                 | -                        |
| c) Bodies Corp.          | -  | -          | -          | -                 | -  | -          | -          | -                 | -                        |
| d)Banks/FI               | -  | -          | -          | -                 | -  | -          | -          | -                 | -                        |

|  |            |                  |                  |            |            |                  |                  |            |            |
|--|------------|------------------|------------------|------------|------------|------------------|------------------|------------|------------|
| e)Any Other  | -          | -                | -                | -          | -          | -                | -                | -          | -          |
| <b>Sub-total(A)(2):-</b>   | -          | -                | -                | -          | -          | -                | -                | -          | -          |
| <b>Total shareholding of Promoter(A)= (A)(1)+(A)(2)</b>                | -          | <b>40,00,000</b> | <b>40,00,000</b> | <b>100</b> | -          | <b>40,00,000</b> | <b>40,00,000</b> | <b>100</b> | <b>NIL</b> |
| <b>B. Public Shareholding</b>  |            |                  |                  |            |            |                  |                  |            |            |
| <b>1. Institutions</b>   |            |                  |                  |            |            |                  |                  |            |            |
| a)Mutual Funds   | NIL        | NIL              | NIL              | NIL        | NIL        | NIL              | NIL              | NIL        | NIL        |
| b)Banks/FI   | NIL        | NIL              | NIL              | NIL        | NIL        | NIL              | NIL              | NIL        | NIL        |
| c)Central Govt.  | NIL        | NIL              | NIL              | NIL        | NIL        | NIL              | NIL              | NIL        | NIL        |
| d)State Govt.(s)   | NIL        | NIL              | NIL              | NIL        | NIL        | NIL              | NIL              | NIL        | NIL        |
| e)Venture Capital Funds  | NIL        | NIL              | NIL              | NIL        | NIL        | NIL              | NIL              | NIL        | NIL        |
| f) Insurance Companies   | NIL        | NIL              | NIL              | NIL        | NIL        | NIL              | NIL              | NIL        | NIL        |
| g) FIs   | NIL        | NIL              | NIL              | NIL        | NIL        | NIL              | NIL              | NIL        | NIL        |
| h)Foreign Venture Capital Funds  | NIL        | NIL              | NIL              | NIL        | NIL        | NIL              | NIL              | NIL        | NIL        |
| i)Others   | NIL        | NIL              | NIL              | NIL        | NIL        | NIL              | NIL              | NIL        | NIL        |
| <b>Sub-total(B)(1):-</b>   | <b>NIL</b> | <b>NIL</b>       | <b>NIL</b>       | <b>NIL</b> | <b>NIL</b> | <b>NIL</b>       | <b>NIL</b>       | <b>NIL</b> | <b>NIL</b> |
| <b>2. Non-Institutions</b>   |            |                  |                  |            |            |                  |                  |            |            |
| a) Bodies Corp.  | NIL        | NIL              | NIL              | NIL        | NIL        | NIL              | NIL              | NIL        | NIL        |
| i)Indian   | NIL        | NIL              | NIL              | NIL        | NIL        | NIL              | NIL              | NIL        | NIL        |
| ii)Overseas  | NIL        | NIL              | NIL              | NIL        | NIL        | NIL              | NIL              | NIL        | NIL        |
| b) Individuals   | NIL        | NIL              | NIL              | NIL        | NIL        | NIL              | NIL              | NIL        | NIL        |
| i)Individual shareholders holding nominal share capital upto Rs.1 lakh | NIL        | NIL              | NIL              | NIL        | NIL        | NIL              | NIL              | NIL        | NIL        |
| ii)Individual shareholders holding nominal                             |            |                  |                  |            |            |                  |                  |            |            |

|   |            |                  |                  |            |            |                  |                  |            |            |
|---|------------|------------------|------------------|------------|------------|------------------|------------------|------------|------------|
| share capital in excess of Rs1 lakh                 |            |                  |                  |            |            |                  |                  |            |            |
| c)Others  | NIL        | NIL              | NIL              | NIL        | NIL        | NIL              | NIL              | NIL        | NIL        |
| <b>Sub-total(B)(2):-</b>                            | <b>NIL</b> | <b>NIL</b>       | <b>NIL</b>       | <b>NIL</b> | <b>NIL</b> | <b>NIL</b>       | <b>NIL</b>       | <b>NIL</b> | <b>NIL</b> |
| <b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b> | <b>NIL</b> | <b>NIL</b>       | <b>NIL</b>       | <b>NIL</b> | <b>NIL</b> | <b>NIL</b>       | <b>NIL</b>       | <b>NIL</b> | <b>NIL</b> |
| C. Shares held by Custodian for GDRs & ADRs         | NIL        | NIL              | NIL              | NIL        | NIL        | NIL              | NIL              | NIL        | NIL        |
| <b>Grand Total (A+B+C)</b>                          | <b>-</b>   | <b>40,00,000</b> | <b>40,00,000</b> | <b>100</b> | <b>-</b>   | <b>40,00,000</b> | <b>40,00,000</b> | <b>100</b> | <b>NIL</b> |

(\*) including through its nominees.

(#)The Company has allotted 30,00,000 number of Equity Shares to NHPC Limited as approved by Board of Directors in its meeting held on 26.08.2017.

(ii) Shareholding of Promoters

| Sl No. | Shareholder's Name | Shareholding at the beginning of the year (as on 01.04.2018) |                                  |   | Shareholding at the end of the year (as on 31.03.2019) |                                  |   | % change in Share Holding during 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 |   |
| 1      | NHPC Limited       | 39,99,999*   | 99.99999                         | NIL   | 39,99,999  | 99.99999                         | NIL   | N.A <sup>#</sup>                          |
| 2      | UPNEDA             | 1  | 0.00001                          | NIL   | 1  | 0.00001                          | NIL   | NIL                                       |
|        | <b>Total</b>       | <b>40,00,000</b>   | <b>100</b>                       | <b>NIL</b>                                      | <b>40,00,000</b>                                       | <b>100</b>                       | <b>NIL</b>                                      | <b>NIL</b>                                |

(\*) including through its nominees

(#) The Company has allotted 30,00,000 number of Equity Shares to NHPC Limited as approved by Board of Directors in its meeting held on 26.08.2017.

(iii) Change in Promoters 'Shareholding (Please specify, if there is no change).

| Sl. No. | Particulars  | Shareholding at the beginning of the year (as on 01.04.2018) |                                 | Transactions during the year |                                    |        | Cumulative Shareholding during the year ( 01.04.2018 to 31.03.2019) |                                 |
|---------|--|--|---------------------------------|------------------------------|------------------------------------|--------|---|---------------------------------|
|         |  | No. of shares  | %of total shares of the company | Date                         | Increase/ Decrease in Shareholding | Reason | No. of shares   | %of total shares of the company |
|         | At the beginning of the year   | 40,00,000*   | 100                             |                              |                                    |        | 40,00,000   | 100                             |
|         | Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/sweat equity etc.) |  |                                 |                              |                                    |        |   |                                 |
|         | At the End of the year   | 40,00,000  | 100                             |                              |                                    |        | 40,00,000   | 100                             |

There is no change in the shareholding of promoter group.

\*NHPC holds 39,99,999 equity shares and UPNEDA holds 1 equity shares.

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

| Sl. No. | For Each of the Top 10 Shareholders  | Shareholding at the beginning of the year (as on 01.04.2018) |                                  | Cumulative Shareholding during the year (01.04.2018 to 31.03.2019) |                                  |
|---------|--|--|----------------------------------|--|----------------------------------|
|         |  | No. of shares  | % of total shares of the company | No. of shares  | % of total shares of the company |
|         | At the beginning of the year   | NIL  | NIL                              | NIL  | NIL                              |
|         | Date wise Increase/ Decrease in Shareholding during the year specifying the reasons for increase/ decrease(e.g. allotment/ transfer/ bonus / sweat equity etc) | NIL  | NIL                              | NIL  | NIL                              |
|         | At the End of the year (or on the date of separation, if separated during the year)  | NIL  | NIL                              | NIL  | NIL                              |

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

| S. No. | For Each of the Directors and KMP |  | Shareholding at the beginning of the year (as on 01.04.2018) |                                  | Cumulative Shareholding during the year (01.04.2018 to 31.03.2019) |                                  |
|--------|-----------------------------------|--|--|----------------------------------|--|----------------------------------|
|        |                                   |  | No. of shares  | % of total shares of the Company | No. of shares  | % of total shares of the company |
| 1      | Shri Ratish Kumar, Chairman       | At the beginning of the year                                 | 1  | Negligible                       | 1  | Negligible                       |
|        |                                   | Date wise increase/ Decrease in Shareholding during the year | NIL  |                                  |  |                                  |
|        |                                   | At the End of the year                                       | 1  | Negligible                       | 1  | Negligible                       |

|    |   |  |     |            |     |            |
|----|---|--|-----|------------|-----|------------|
| 2. | Shri Cherian Mathew,<br>Director (ceased from<br>directorship w.e.f<br>31.05.2019 (AN)) | At the beginning of<br>the year  | 1   | Negligible | 1   | Negligible |
|    |   | Date wise<br>Increase/<br>Decrease in<br>Shareholding<br>during the year                   | NIL |            |     |            |
|    |   | At the End of the<br>year  | 1   | Negligible | 1   | Negligible |
| 3. | Ms Namrata Kalra,<br>Director (became<br>director on<br>13.08.2018)                     | At the beginning of<br>the year  | NIL | NIL        | NIL | NIL        |
|    |   | Date wise<br>Increase/<br>Decrease in<br>Shareholding<br>during the year<br>specifying the | NIL |            |     |            |
|    |   | At the End of the<br>year  | NIL | NIL        | NIL | NIL        |
| 4. | Shri Harish Kumar,<br>Director (became<br>director on<br>04.12.2018)                    | At the beginning of<br>the year  | NIL | NIL        | NIL | NIL        |
|    |   | Date wise<br>increase/<br>Decrease in<br>Shareholding<br>during the year                   | NIL |            |     |            |
|    |   | At the End of the<br>year  | 1   | Negligible | 1   | Negligible |

Note: Key Managerial Personnel of the Company i.e. Chief Executive Officer, Chief Financial Officer and Company Secretary did not held any shares in the Company during the FY 2018-19



## V. INDEBTEDNESS

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

| <b>Indebtedness at the beginning of the financial year</b>   | <b>Secured Loans excluding deposits</b> | <b>Unsecured Loans</b> | <b>Deposits</b> | <b>Total Indebtedness</b> |
|--|---|------------------------|-----------------|---------------------------|
| i)Principal Amount<br>ii)Interest due but not paid<br>iii)Interest accrued but not due   | NIL                                     | NIL                    | NIL             | NIL                       |
| <b>Total(i+ii+iii)</b>   | <b>NIL</b>                              | <b>NIL</b>             | <b>NIL</b>      | <b>NIL</b>                |
| <b>Change in Indebtedness during the financial year</b><br>• Addition<br>• Reduction   | NIL                                     | NIL                    | NIL             | NIL                       |
| <b>Net Change</b>  | <b>NIL</b>                              | <b>NIL</b>             | <b>NIL</b>      | <b>NIL</b>                |
| <b>Indebtedness at the end of the financial year</b><br>i)Principal Amount<br>ii)Interest due but not paid<br>iii)Interest accrued but not due | NIL                                     | NIL                    | NIL             | NIL                       |
| <b>Total(i+ii+iii)</b>   | <b>NIL</b>                              | <b>NIL</b>             | <b>NIL</b>      | <b>NIL</b>                |

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

| S. No. | Particulars of Remuneration  | Name of MD/WTD/ Manager |                      |   |                   |                   | Total Amount |
|--------|--|-------------------------|----------------------|---|-------------------|-------------------|--------------|
|        |  | Shri. Ratish Kumar      | Shri. Cherian Methew | Shri. Arun Kumar Mishra<br>(ceased on 30.11.2018) | Ms. Namrata Kalra | Shri Harish Kumar |              |
| 1.     | Gross salary<br>(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961<br>(b) Value of perquisites u/s 17(2) Income-tax Act, 1961<br>(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | NIL                     | NIL                  | NIL   | NIL               | NIL               | NIL          |
| 2.     | Stock Option   | NIL                     | NIL                  | NIL   | NIL               | NIL               | NIL          |
| 3.     | Sweat Equity   | NIL                     | NIL                  | NIL   | NIL               | NIL               | NIL          |
| 4.     | Commission<br>-as% of profit<br>-others, specify   | NIL                     | NIL                  | NIL   | NIL               | NIL               | NIL          |
| 5.     | Others, please specify   | NIL                     | NIL                  | NIL   | NIL               | NIL               | NIL          |
|        | <b>Total (A)</b>   | <b>NIL</b>              | <b>NIL</b>           | <b>NIL</b>  | <b>NIL</b>        | <b>NIL</b>        | <b>NIL</b>   |
|        | Ceiling as per the Act   |                         |                      |   |                   |                   |              |

**B. Remuneration to other Directors:**

| Sl. No. | Particulars of Remuneration  | Name of Directors |     |     |     | Total Amount |
|---------|--|-------------------|-----|-----|-----|--------------|
|         | 1. Independent Directors<br>• Fee for attending board/committee meetings<br>• Commission<br>• Others, please specify         | NIL               | NIL | NIL | NIL | NIL          |
|         | <b>Total(1)</b>  | NIL               | NIL | NIL | NIL | NIL          |
|         | 2. Other Non-Executive Directors<br>• Fee for attending board/committee meetings<br>• Commission<br>• Others, please specify | NIL               | NIL | NIL | NIL | NIL          |
|         | <b>Total (2)</b>   | NIL               | NIL | NIL | NIL | NIL          |
|         | <b>Total (B)=(1+2)</b>   | NIL               | NIL | NIL | NIL | NIL          |
|         | <b>Total Managerial Remuneration</b>   | NIL               | NIL | NIL | NIL | NIL          |
|         | <b>Over all Ceiling as per the Act</b>   |                   |     |     |     |              |

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

Amount in Rs (Lakh)

| Sl. No. | Particulars of Remuneration   | Key Managerial Personnel |                   |              |              |
|---------|---|--------------------------|-------------------|--------------|--------------|
|         |   | CEO                      | Company Secretary | CFO          | Total        |
| 1.      | Gross salary  | 13.80                    | NIL               | 31.09        | 44.89        |
|         | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | NIL                      | NIL               | NIL          | NIL          |
|         | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961                             | NIL                      |                   | NIL          |              |
|         | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961              |                          | NIL               |              | NIL          |
| 2.      | Stock Option  | NIL                      | NIL               | NIL          | NIL          |
| 3.      | Sweat Equity  | NIL                      | NIL               | NIL          | NIL          |
| 4.      | Commission<br>- as % of profit<br>- Others, specify...                              | NIL                      | NIL               | NIL          | NIL          |
| 5.      | Others, please specify  | NIL                      | NIL               | NIL          | NIL          |
|         | <b>Total</b>  | <b>13.80</b>             | <b>NIL</b>        | <b>31.09</b> | <b>44.89</b> |

VII. PENALTIES/ PUNISHMENT / COMPOUNDING OF OFFENCES:

| Type                                | Section of the Companies Act | Brief Description | Details of Penalty/ Punishment /Compounding fees imposed | Authority [RD/NCLT/ COURT] | Appeal made, if any (give Details) |
|-------------------------------------|------------------------------|-------------------|--|----------------------------|------------------------------------|
| <b>A. COMPANY</b>                   |                              |                   |  |                            |                                    |
| Penalty                             | NA                           | NA                | NIL  | NA                         | NA                                 |
| Punishment                          | NA                           | NA                | NIL  | NA                         | NA                                 |
| Compounding                         | NA                           | NA                | NIL  | NA                         | NA                                 |
| <b>B. DIRECTORS</b>                 |                              |                   |  |                            |                                    |
| Penalty                             | NA                           | NA                | NIL  | NA                         | NA                                 |
| Punishment                          | NA                           | NA                | NIL  | NA                         | NA                                 |
| Compounding                         | NA                           | NA                | NIL  | NA                         | NA                                 |
| <b>C. OTHER OFFICERS IN DEFAULT</b> |                              |                   |  |                            |                                    |
| Penalty                             | NA                           | NA                | NIL  | NA                         | NA                                 |
| Punishment                          | NA                           | NA                | NIL  | NA                         | NA                                 |
| Compounding                         | NA                           | NA                | NIL  | NA                         | NA                                 |

For and on behalf of the Board of Directors

  
 (Ratish Kumar)  
 CHAIRMAN  
 DIN: 06852735

Date: 11-09-2019  
 Place: Faridabad

