

ANNEXURE-1

Form No. MGT-9 EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 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:	U40102DL2008PTC177307
ii) Registration Date:	28-04-2008
iii) Name of the Company:	NTPC BHEL Power Projects Private Limited
iv) Category / Sub-Category of the Company:	Company Limited by Shares
v) Address of the Registered office and contact details:	NTPC Bhawan, Core-7, Scope Complex, 7, Institutional Area, Lodi Road, New Delhi-110003
vi) Whether listed company:	No
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any:	Not Applicable

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:-

S. No	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1	Construction of Utility Projects N.E.C.	42209	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and Address of the Company	CIN/GIN	Holding/ Subsidiary/ Associate	%of shares held	Applicable Section
NIL					

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				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	%of total shares	Demat	Physical	Total	%of total shares	
A. Promoters									
1) Indian									
a) Individual/HUF	NIL				NIL				NIL
b) Central Govt									
c) State Govt									
d) Bodies Corp.	NIL	100000000	100000000	100	NIL	100000000	100000000	100	NIL
e) Banks/FI	NIL				NIL				NIL
f) Any Other									
Sub-total (A)-1	NIL	100000000	100000000	100	NIL	100000000	100000000	100	NIL
2) Foreign									
a) Individual/HUF	NIL				NIL				NIL
b) Central Govt									
c) State Govt									
d) Bodies Corp.									
e) Banks/FI									
f) Any Other									
Sub-total (A)-2	NIL				NIL				NIL
Total share-holding of Promoter (A) =	NIL	100000000	100000000	100	NIL	100000000	100000000	100	NIL

(A)(1)+(A)(2)	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year	
Category of Shareholders	Demat	Physical	Total	%of total shares	Demat	Physical	Total	%of total shares		
B. Public Shareholding										
(1) Institutions									NIL	
a) Mutual Funds										
b) Banks / FI										
c) Central Govt										
d) State Govt(s)										
e) Venture Capital Funds	NIL				NIL					
f) Insurance Companies										
g) FIs										
h) Foreign Venture Capital Funds										
i) Others (specify)										
Sub-total (B)(1)-	NIL				NIL					NIL
(2) Non-Institutions										NIL
(a) Bodies Corp. (i) Indian (ii) Overseas										
(b) Individuals (i) Individual shareholders holding nominal share capital upto Rs.1 Lakh (ii) Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	NIL				NIL					
(c) Others specify										
Sub-total (B)(2)-	NIL				NIL				NIL	
Total Public Shareholding (B)=(B)(1)+(B)(2)	NIL				NIL				NIL	
C. Shares held by Custodian for GDRs & ADRs	NIL				NIL				NIL	
Grand Total (A+B+C)	NIL	100000000	100000000	100	NIL	100000000	100000000	100	NIL	

(ii) Shareholding of Promoters

S. No	Share holder'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.	NTPC	50000000	50	0	50000000	50	0	0
2.	BHEL	50000000	50	0	50000000	50	0	0
	Total	100000000	100	0	100000000	100	0	0

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

S. No	Particulars	Shareholding at the beginning of the year		Shareholding at the end of 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	100000000	100	100000000	100
2.	Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc.)	NIL			
3.	At the end of the year	100000000	100	100000000	100

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

S. No.	Particulars	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.	For each of the Top 10 Shareholders				
2.	At the beginning of the year				
3.	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	
4.	At the End of the year (or on the date of separation, if separated during the year)				

(v) Shareholding of Directors and Key Managerial Personnel:

S. No.	Particulars	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.	For Each of the Directors and KMP				
2.	At the beginning of the year				
3.	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	
4.	At the End of the year (or on the date of separation, if separated during the year)				

V. INDEBTEDNESS

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

S. no	Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
1.	Indebtedness at the beginning of the financial year				
	i) Principal Amount	NIL			
	ii) Interest due but not paid				
	iii) Interest accrued but not due				
	Total (i+ii+iii)				
2.	Change in Indebtedness during the financial year				
	Addition	NIL			
	Reduction (including interest paid)				
	Net Change				
3.	Indebtedness at the end of the financial year				
	i) Principal Amount	NIL			
	ii) Interest due but not paid				
	iii) Interest accrued but not due				
	Total (i+ii+iii)				

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 (Shri)			Total Amount (in Rs.)
		J.Govindaswamy MD/CEO (From 03.05.2018 to 21.12.2018)	A.B. Ravichandran MD / CEO (From 21.12.2018) and Director (Operations)	A.N. Goyal Director (Project)	
1	Gross salary (in Rs.)	23,99,056	34,57,046	68,87,881	1,27,43,983
	(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	21,600	32,400	1,307	55,307
	(c) Profits in lieu of salary under section 17(3), Income-tax Act, 1961	NIL			
2	Stock Option	Not Applicable			
3	Sweat Equity	Not Applicable			
4	Commission as % of profit	Not Applicable			
5	Others, please specify	NIL			
6	Total (A) (in Rs.)	24,20,656	34,89,446	68,89,188	1,27,99,290
7	Ceiling as per the Act	Not Applicable			

B. Remuneration to other Directors:

S. No.	Particulars of Remuneration	Name of Directors (Smt. / Shri)						Total Amount (in Rs.)	
1.	Fee for attending board /committee meetings (in Rs.)	NIL						-	
	Commission	Not Applicable							
	Others, please specify	NIL						-	
	Total (1)								
	2.	Other Non- Executive Directors	Gurdeep Singh	Vinod Choudhury	S.K. Kassi	D. Bandyopadhyay	S.K.Roy	V.P. Singh	S.K. Singh
	Fee for attending board /committee meetings	NIL						NIL	
	Commission	NIL						NIL	
	Others, please specify	NIL						NIL	
	Total (2)	NIL						NIL	
3.	Total (B)=(1+2)	NIL							
4.	Total Managerial Remuneration (in Rs.)	NIL							
5.	Overall Ceiling as per the Act	Not Applicable							

C. Remuneration to Key Managerial Personnel other than MD/MANAGER/WTD

S. No.	Particulars of Remuneration	Key Managerial Personnel (Ms./ Shri)		
		SS.Krishnan (Chief Financial Officer)	Surbhi Gupta (Company Secretary)	Total (in Rs.)
1.	Gross salary (in Rs.)	30,01,632	5,90,110	35,91,742
	(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	-	-	2,08,382
	(c) Profits in lieu of salary under section 17(3), Income-tax Act, 1961	NIL		
2.	Stock Option	Not Applicable		
3.	Sweat Equity	Not Applicable		
4.	Commission -as % of profit	Not Applicable		
5.	Others, please specify	NIL		
6.	Total (A) (in Rs.)	32,10,014	5,90,110	38,00,124
7.	Ceiling as per the Act	Not Applicable		

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)
There were no penalties / punishment / compounding of offences for breach of any section of Companies Act, 2013 against the Company or its Directors or other officers in default, if any, during the year.					

Place: New Delhi
Date : November 26, 2019

Sd/-
(S.K. Roy)
Chairman
DIN: 07940997