

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2021

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014

I. REGISTRATION & OTHER DETAILS:

1.	CIN	U31200DL2005SGC133875
2.	Registration Date	11/03/2005
3.	Name of the Company	Teesta Urja Limited
4.	Category/Sub-category of the Company	Company limited by shares State Government Company
5.	Address of the Registered office & contact details	604, 6 th Floor, Bhikaji Cama Bhawan, Bhikaji Cama Place, New Delhi-110066
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s KFin Technologies Private Limited (Formerly Karvy Fintech Private Limited) Karvy Selenium, Tower B, Plot No. - 31 & 32, Financial District, Nanakramguda, Serilingampally, Rangareddi, Hyderabad, Telangana – 500032. Ph: +91-40-67162222/ 33211000 Email: einward.ris@kfintech.com Website: www.kfintech.com

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	Generation of Power	35101 (as per NIC 2008)	100.00

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	Sikkim Power Investment Corporation Limited	Not Applicable	Holding	60.08%	2(46)
2	Teestavalley Power Transmission Limited	U40109DL2006SGC151871	Subsidiary	69.08%	2(87) & 2(45)

(B)(2):-									
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-----	-----	-----	-----	-----	-----	-----	-----	-----
C. Shares held by Custodian for GDRs & ADRs	-----	-----	-----	-----	-----	-----	-----	-----	-----
Grand Total (A+B+C)*	3,043,404,800	161,983,000	3,205,387,800	100.00%	3,043,404,800	161,983,000	3,205,387,800	100.00%	-----

(ii) Shareholding of Promoters*

S. No.	Shareholder's Name	Shareholding at the beginning of the year [As on April 01, 2020]			Shareholding at the end of the year [As on March 31, 2021]			% change in shareholding 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	
(a)	(b)	(c)	(d)	(e) = (d) %	(f)	(g)	(h)=(g)%	(i)=(g)-(d)
1*	M/s. Sikkim Power Investment Corporation Limited	1,925,762,600	60.08%	100.00%	1,925,762,600	60.08%	100.00%	NIL
	Total	1,925,762,600	60.08%	100.00%	1,925,762,600	60.08%	100.00%	NIL

**Note: The shareholders of the Company in their Extra-ordinary General Meeting held on 25.02.2021 had approved Government of Sikkim (GoS) through Sikkim Power Investment Corporation Limited (SPICL) as Promoter of the Company, accordingly, the shareholding of GoS/SPICL is only considered as Promoters' Shareholding.*

(iii) Change in Promoters' Shareholding

Sl. 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
	At the beginning of the year [As on April 01, 2020]	1,925,762,600	60.08%	1,925,762,600	60.08%
	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 [As on March 31, 2021]	1,925,762,600	60.08%	1,925,762,600	60.08%

(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 end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total equity shares of the company	No of shares	% of total equity shares of the company
1	Asian Genco Pte. Ltd. (AGPL) **				
	At the beginning of the year [As on April 01, 2020]	800667838	24.98	800667838	24.98
	Date wise Increase / Decrease in shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year (or on the date of separation, if separated during year) [As on March 31, 2021]	800667838	24.98	800667838	24.98

2	PTC India Limited				
	At the beginning of the year [As on April 01, 2020]	180052223	5.62	180052223	5.62
	Date wise Increase / Decrease in shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year (or on the date of separation, if separated during year) [As on March 31, 2021]	180052223	5.62	180052223	5.62
3	Indus Clean Energy (India) Pvt. Ltd.(ICE)**				
	At the beginning of the year [As on April 01, 2020]	165919800	5.18	165919800	5.18
	Date wise Increase / Decrease in shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year (or on the date of separation, if separated during year) [As on March 31, 2021]	165919800	5.18	165919800	5.18
4	Athena Projects Pvt. Ltd.				
	At the beginning of the year [As on April 01, 2020]	87,375,042	2.72	87,375,042	2.72
	Date wise Increase / Decrease in shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year (or on the date of separation, if separated during year) [As on March 31, 2021]	87,375,042	2.72	87,375,042	2.72

5	APPL Power Pvt. Ltd.				
	At the beginning of the year [As on April 01, 2020]	45,609,297	1.42	45,609,297	1.42
	Date wise Increase / Decrease in shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year (or on the date of separation, if separated during year) [As on March 31, 2021]	45,609,297	1.42	45,609,297	1.42
6	M/s Global Fuels Pte. Ltd./ M/s Asian Genco Pte. Ltd.				
	At the beginning of the year [As on April 01, 2020]	100	0.00	100	0.00
	Date wise Increase / Decrease in shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year (or on the date of separation, if separated during year) [As on March 31, 2021]	100	0.00	100	0.00
7	M/s Indus Hydro Power (India) Private Limited/ M/s Indus Clean Energy (India) Private Limited				
	At the beginning of the year [As on April 01, 2020]	100	0.00	100	0.00
	Date wise Increase / Decrease in shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year (or on the date of separation, if separated during year) [As on March 31, 2021]	100	0.00	100	0.00

8	M/s Energy Infratech Private Limited/ M/s Indus Clean Energy (India) Private Limited				
	At the beginning of the year [As on April 01, 2020]	100	0.00	100	0.00
	Date wise Increase / Decrease in shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year (or on the date of separation, if separated during year) [As on March 31, 2021]	100	0.00	100	0.00
9	Other individual shareholder holding 100 equity shares each (Dr. Chunchu Raghuvra Prasad, Mr. Srinivasan Gopalakrishnan, Mr. Hashu Pessumal Bhagat, Mr. P R Ravi Kiran, Mr. Rajender Singh, Ms. Padmavathi Vusirikala)				
	At the beginning of the year [As on April 01, 2020]	600	0.00	600	0.00
	Date wise Increase / Decrease in shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year (or on the date of separation, if separated during year) [As on March 31, 2021]	600	0.00	600	0.00
	TOTAL	1,27,96,25,100	39.92	1,27,96,25,100	39.92

**Note: These shares have been acquired in demat mode by Asian Genco TUL Pte. Ltd. from AGPL on 04.01.2021 and from ICE on 29.01.2021, and the transfer of these shares were recorded on 03.07.2021, after completing all the stipulated compliance conditions.

(v) Shareholding of Directors and Key Managerial Personnel:

Mr. MSP Rao, Executive Director

SN	Shareholding of each Directors and each Key Managerial Personnel	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
	At the beginning of the year [As on April 01, 2020]	100	0.00	100	0.00
	Date wise Increase / Decrease in shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-----	-----	-----	-----
	At the end of the year (or on the date of separation, if separated during year) [As on March 31, 2021]	100	0.00	100	0.00

V. INDEBTEDNESS

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

(Amount in INR)

	Term Loans Excluding Deposits	Working Capital Loans Excluding Deposits	Unsecur ed Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year [As on April 01, 2020]					
i) Principal Amount	97,35,03,42,498	1,55,00,00,000	-	-	98,90,03,42,498
ii) Interest due but not paid	1,39,86,17,731	1,14,98,108	-	-	1,41,01,15,839
iii) Interest accrued but not due	3,13,33,292	27,41,121	-	-	3,40,74,413
Total (i+ii+iii)	98,78,02,93,521	1,56,42,39,229	-	-	1,00,34,45,32,750
Change in Indebtedness during the financial year (Principal Amount)					-
* Addition	4,23,60,25,485	-	-	-	4,23,60,25,485
Reduction	30,03,02,429	80,00,00,000	-	-	1,10,03,02,429
Net Change	3,93,57,23,056	(80,00,00,000)	-	-	3,13,57,23,056
Indebtedness at the end of the financial year [As on March 31, 2021]					-
i) Principal Amount	1,01,28,60,65,554	75,00,00,000	-	-	1,02,03,60,65,554
ii) Interest due but not paid	-	2,74,316	-	-	2,74,316
iii) Interest accrued but not due	3,16,65,407	-	-	-	3,16,65,407
Total (i+ii+iii)	1,01,31,77,30,961	75,02,74,316	-	-	1,02,06,80,05,277

Note:-

*During the year Company has availed moratorium of Interest Payable on Term Loans of Rs. 4,23,60,25,485/- under RBI Covid-19 Regulatory Package from Term Loan Lenders (REC & PFC) and as approved by the Term Loan Lenders to convert the same into principal of loan, the same is shown as addition.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Amount in INR.)

S. No.	Particulars of Remuneration	Mr. Arvind Kumar (Executive Chairman)	Mr. S. K. Aggarwal (Managing Director)	Mr. MSP Rao, (Whole-time Director)	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	5249959	5451161	7062672	17763792
	(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	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - as % of profit - others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	Total (A)	5249959	5451161	7062672	17763792
	Ceiling as per the Act	NA			

B. Remuneration to other directors

(Amount in INR.)

No.	Particulars of Remuneration	Name of Directors										Total
		Ganden T Lachungpa	A K Yadav	Karma R Bonpo	Arti Kant	Stuti Kacker	Ajit Kumar (PTC India Ltd)	C. L. Thakur	Dhanpal Jhaveri	TSC Bosh (REC Ltd.)	Vijay Kumar Singh (REC Ltd.)	
1	Non-Executive Directors											
	Fee for attending Board & Committee meetings	80000	70000	120000	200000	90000	260000	120000	120000	100000	20000	1180000
	Commission	-	-	-	-	-	-	-	-	-	-	-
	Others (GST Paid to Govt. under RCM)	14400	12600	21600	36000	16200	46800	21600	21600	18000	3600	212400
	Total	94400	82600	141600	236000	106200	306800	141600	141600	118000	23600	1392400

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

(Amount in INR.)

S. No.	Particulars of Remuneration	Key Managerial Personnel		
		ED – Finance & CFO (Mr. Yatam Ganga Rao)	CS (Mr. P. C. Jain)	TOTAL
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	6662560	4364816	11027376
	(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	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	Others, please specify	-	-	-
5	Others, please specify (Fixed Incentive)	-	-	-
	Total	6662560	4364816	11027376

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)
A. COMPANY					
Penalty			NIL		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NIL		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NIL		
Punishment					
Compounding					

For and on behalf of the Board of
Teesta Urja Limited

Sd/-
Dinesh Prasad Bhargava
(Managing Director)
DIN: 01277269

Sd/-
Mulakala Surya Prakasa Rao
(Whole-time Director)
DIN: 00482071

Date: 31.08.2021
Place: Gurugram