Draft Form No. MGT-7

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]

सत्यमेव जयते

Annual Return

(other than OPCs and Small Companies)

Form language ◉ English ○ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company: U65100DL2012GOI246341 [Pre-fill]

Global Location Number (GLN) of the company:

* Permanent Account Number (PAN) of the company: AABCU5312M

(ii) (a) Name of the company: POWERGRID UNCHAHAR TRAN

(b) Registered office address

B-9, QUTAB INSTITUTIONAL AREA,
KATWARIA SARAI,
NEW DELHI
South Delhi
Delhi

(c) *e-mail ID of the company: anjana.luthra@powergrid.in

(d) *Telephone number with STD code: 01242823177

(e) Website: www.putl.in

(iii) Date of Incorporation: 17/12/2012

(iv)

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company limited by shares	Union Government Company

(v) Whether company is having share capital ○ Yes ○ No

(vi) *Whether shares listed on recognized Stock Exchange(s) ○ Yes ◉ No

(b) CIN of the Registrar and Transfer Agent: U93090MH2006PLC164885 [Pre-fill]

Name of the Registrar and Transfer Agent

CDSL VENTURES LIMITED

Registered office address of the Registrar and Transfer Agents

A- Wing, Marathon Futurex, 25th Floor, Mafatlal Mills Compound, N.M. Joshi Marg, Lower Parel (E)

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ◯ Yes ◯ No

(a) If yes, date of AGM

(b) Due date of AGM 30/09/2024

(c) Whether any extension for AGM granted ◯ Yes ◉ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	D	Electricity, gas, steam and air condition supply	D1	Electric power generation, transmission and distribution	70.17
2	M	Professional, Scientific and Technical	M3	Management consultancy activities	29.83

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 1 Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	POWER GRID CORPORATION C	L40101DL1989GOI038121	Holding	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	14,000,000	12,961,067	12,961,067	12,961,067
Total amount of equity shares (in Rupees)	140,000,000	129,610,670	129,610,670	129,610,670

Number of classes: 1

Class of Shares EQUITY	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	14,000,000	12,961,067	12,961,067	12,961,067
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	140,000,000	129,610,670	129,610,670	129,610,670

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes: 0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	12,961,067	12961067	129,610,67(	129,610,67	
Increase during the year	0	0	0	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0

iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	12,961,067	12961067	129,610,67(	129,610,67	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares) 0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☐ Nil

[Details being provided in a CD/Digital Media] ○ Yes ◉ No ○ Not Applicable

Separate sheet attached for details of transfers ○ Yes ◉ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	29/08/2023

Date of registration of transfer (Date Month Year)	02/06/2023		
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	1601010000447364		
Transferor's Name	SINGHAL	KUMAR	ASHOK
	Surname	middle name	first name

Ledger Folio of Transferee	1601010000484472		
Transferee's Name	SAXENA		SANGEETA
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	17/07/2023		
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	1601010000447461		

Transferor's Name	KUMAR		PRAMOD
	Surname	middle name	first name
Ledger Folio of Transferee	1601010000573482		
Transferee's Name	AGARWAL		PURSHOTTAM
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			

Transferor's Name			
	Surname	middle name	first name

Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures) 0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover 282,895,673.05

(ii) Net worth of the Company 286,370,139.98

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference

		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	6	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	12,961,061	100	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	12,961,067	100	0	0

Total number of shareholders (promoters) 7

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (other than promoters) 0

Total number of shareholders (Promoters+Public/ Other than promoters) 7

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	0	0
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive

A. **Promoter**	0	0	0	0	0	0
B. Non-Promoter	0	4	0	3	0	0
(i) Non-Independent	0	2	0	2	0	0
(ii) Independent	0	2	0	1	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	0	4	0	3	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 6

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Abhay Choudhary	07388432	Director	1	30/06/2024
Purshottam Agarwal	08812158	Director	1	
Ram Naresh Tiwari	09405377	Director	0	
Arindam Sensarma	AEXPS3591K	CEO	0	
Amit Garg	ACSPG1833F	CFO	0	
Anjana Luthra	ABYPL2312H	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 5

	Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
	Purshottam Agarwal	08812158	Additional director	01/04/2023	Appointment
	Purshottam Agarwal	08812158	Director	29/08/2023	Change in designation
	Korachara Nagappa	09403906	Director	13/12/2023	Cessation
	Sanjay Sharma	AENPS3382J	CEO	31/01/2024	Cessation
	Arindam Sensarma	AEXPS3591K	CEO	01/02/2024	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held: 1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	29/08/2023	7	7	100

B. BOARD MEETINGS

*Number of meetings held: 11

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/04/2023	4	4	100
2	25/05/2023	4	4	100
3	26/06/2023	4	4	100
4	27/07/2023	4	4	100
5	27/09/2023	4	4	100
6	27/10/2023	4	4	100
7	08/11/2023	4	4	100
8	24/01/2024	3	3	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
9	31/01/2024	3	3	100
10	28/02/2024	3	3	100
11	20/03/2024	3	3	100

C. COMMITTEE MEETINGS

Number of meetings held: 21

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Investment Co	29/08/2023	3	3	100
2	Audit Committ	27/04/2023	3	3	100
3	Audit Committ	25/05/2023	3	3	100
4	Audit Committ	26/06/2023	3	3	100
5	Audit Committ	27/07/2023	3	3	100
6	Audit Committ	27/10/2023	3	3	100
7	Audit Committ	08/11/2023	3	3	100
8	Audit Committ	24/01/2024	3	3	100
9	Audit Committ	14/03/2024	3	3	100
10	Stakeholders'	18/04/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	(Y/N/NA)
1	Abhay Choudh	11	11	100	11	10	90.91	
2	Purshottam Ag	11	11	100	18	18	100	
3	Ram Naresh T	11	11	100	20	20	100	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered: 0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of CEO, CFO and Company secretary whose remuneration details to be entered: 0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered: 2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Korachara Nagappa	Independe Direct	0	0	0	595,000	595,000
2	Ram Naresh Tiwari	Independe Direct	0	0	0	885,000	885,000
	Total		0	0	0	1,480,000	1,480,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ◉ Yes ○ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

(●) Yes ( ) No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether associate or fellow ( ) Associate ( ) Fellow

Certificate of practice number

I/We certify that:
(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. .. 59.2.2. dated 10/12/2020 (DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been compiled with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

To be digitally signed by

◉ Company Secretary

◯ Company secretary in practice

Membership number 5365

Certificate of practice number

Attachments

1. List of share holders, debenture holders — Attach
2. Approval letter for extension of AGM; — Attach
3. Copy of MGT-8; — Attach
4. Optional Attachement(s), if any — Attach

List of attachments

List of Shareholders as on 31 March 2024.
Information relating to SI No IX C and IX D

Remove attachment

Modify | Check Form | Prescrutiny | Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

POWERGRID UNCHAHAR TRANSMISSION LIMITED
CIN: 065100DL2012GOI246341

1. Information relating to SI. No. IX C Form MGT-7

IX. C. COMMITTEE MEETINGS

S. No.	Type of meeting	Date of meeting	Total Number of members as on the date of meeting	Number of members attended	% of attendance
11.	Stakeholders' Relationship Committee	14/07/2023	3	3	100
12.	Stakeholders' Relationship Committee	17/10/2023	3	3	100
13.	Stakeholders' Relationship Committee	17/01/2024	3	2	66.67
14.	Nomination and Remuneration Committee	27/09/2023	3	3	100
15.	Nomination and Remuneration Committee	31/01/2024	3	3	100
16.	Risk Management Committee	14/03/2024	3	3	100
17.	Risk Management Committee	20/03/2024	3	3	100
18.	Committee of Directors for Appointments	25/05/2023	3	3	100
19.	Committee of Directors for Appointments	08/11/2023	3	3	100
20.	Committee of Directors for Appointments	05/12/2023	3	3	100
21.	Corporate Social Responsibility Committee	27/07/2023	3	3	100

2. Information relating to SI. No. IX D of Form MGT-7

IX. D. ATTENDANCE OF DIRECTORS

S. No.	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	(Y/N/NA)
4.	Korachara Nagappa Onkarappa*	7	7	100	14	14	100	NA

**Ceased to be Independent Director w.e.f. December 13, 2023 due to demise.*

POWERGRID UNCHAHAR TRANSMISSION LIMITED
CIN: 065100DL2012GOI246341

List of Shareholders as on March 31, 2024

(ISIN: INE058201018)

S. No.	Name of Shareholder	DP ID	Client ID	No. of Equity Shares
1	Power Grid Corporation of India Limited (POWERGRID)	16010100	00229216	1,29,61,061
2	Shri Abhay Choudhary jointly with POWERGRID*	16010100	00447398	1
3	Shri Vamsi Ramamohan Burra as nominee of POWERGRID*	16010100	00484421	1
4	Shri Purshottam Agarwal as nominee of POWERGRID*	16010100	00573482	1
5	Shri Rajil Srivastava as nominee of POWERGRID*	16010100	00484487	1
6	Smt. Seema Gupta as nominee of POWERGRID*	16010100	00484415	1
7	Smt. Sangeeta Saxena as nominee of POWERGRID*	16010100	00484472	1
			Total	**1,29,61,067**

**DP ID and Client ID of POWERGRID - DP ID 16010100 and CLIENT ID 00229216*