



**Annexure-VI: Extract of Annual Return  
Form No. MGT-9**

**EXTRACT OF ANNUAL RETURN**

as on the financial year ended on 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:**

1.	CIN	U40101UP2007SGC032835
2.	Registration Date	12/02/2007
3.	Name of the Company	Prayagraj Power Generation Company Limited
4.	Category / Sub-Category of the Company	Public Company
5.	Address of the Registered office and contact details	Shatabdi Bhawan, B 12 & 13, Sector 4, Noida Gautam Buddha Nagar, UP 201301
6.	Whether listed Company	No
7.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Alankit Assignments Limited, Alankit Heights, 3E/7, Jhandewalan Extension, New Delhi - 110055, Email: <a href="mailto:ajayb@alankit.com">ajayb@alankit.com</a> , Website: <a href="http://www.alankit.com">www.alankit.com</a> Tel No.: 91-11-4254 1234 Fax No.: 91-11-4254 1201

**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	35102	100

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

Sl. No.	Name and address of the Company	CIN / GLN	Holding/ Subsidiary/ Associate	% of shares Held	Applicable Section
1	Renascent Power Ventures Private Limited	U40300MH2018FTC315149	Holding Company	75.01	Section 2(46)





	capital upto ₹ 1 lakh									
(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>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>340000000</b>	<b>600</b>	<b>340000600</b>	<b>11.49%</b>	<b>11.49%</b>
	<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>2619189200</b>	<b>0</b>	<b>2619189200</b>	<b>88.51%</b>	<b>739490623</b>	<b>600</b>	<b>739491223</b>	<b>24.99%</b>	<b>-63.52%</b>
C.	Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
	<b>Grand Total (A+B+C)</b>	<b>2959189200</b>	<b>600</b>	<b>2959189800</b>	<b>100</b>	<b>2959189200</b>	<b>600</b>	<b>2959189800</b>	<b>100</b>	<b>0</b>

**\* Banks/FI (Details of Consortium Lenders are as under):**

Sl. No.	Name of Shareholders	No. of equity shares	% of equity shares
1	State Bank of India	12,19,18,628	4.12
2	Phoenix ARC Private Limited	1,33,16,354	0.45
3	PTC India Financial Services Limited	1,21,32,677	0.41
4	Bank of India	2,21,93,924	0.75
5	Punjab National Bank	2,60,40,870	0.88
6	Union Bank of India	1,89,38,815	0.64
7	Andhra Bank	1,39,08,191	0.47
8	Bank of Baroda	1,33,16,354	0.45
9	Oriental Bank of Commerce	1,18,36,758	0.40
10	Canara Bank, Mumbai	1,30,20,435	0.44
11	Indian Overseas Bank	2,39,69,437	0.81
12	Corporation Bank	1,30,20,435	0.44
13	UCO Bank	1,39,08,191	0.47
14	IDBI Bank Ltd.	1,74,59,220	0.59
15	United Bank of India	73,97,974	0.25
16	Indian Bank	94,69,406	0.32
	<b>Total</b>	<b>35,18,47,669</b>	<b>11.89</b>

**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 shareholding during the year
1	JaiPrakash Associates Limited	34,00,00,000	11.49	0	0	0	0	0
2	JaiPrakash Power Ventures Limited	600*	0.00	0	0	0	0	0
3	Renascent Power Ventures Private Limited (Holding Company w.e.f 4 <sup>th</sup> December 2019)	0	0	0	2,21,96,98,572#	75.01	0	0
	<b>Total</b>	<b>34,00,00,600*</b>	<b>11.49</b>	<b>0</b>	<b>2,21,96,98,572</b>	<b>75.01</b>	<b>0</b>	<b>0</b>

\*600 Equity shares are held by 6 individual shareholders, beneficial interest of these shares are held by Jaiprakash Power Ventures Limited.

# Promoters of the Company has been changed during the year under review: 2,21,96,98,572 Equity shares constituting 75.01% were acquired by Renascent Power Ventures Private Limited. JaiPrakash Associates



Limited (JAL) are no longer the promoters of the Company, however, JAL holds 34,00,00,000 equity shares as on 31<sup>st</sup> March 2020 and JPVL holds 600 equity shares as on 31<sup>st</sup> March 2020.

**iii) Change in Promoters' Shareholding:**

Sl. No	Shareholder Name	Shareholding at the beginning of the year		Date	Reason	Increase/decrease in Shareholding		Cumulative Shareholding during the year	
		No. of Shares	% of Total Shares of the Company			No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1	JaiPrakash Associates Limited	34,00,00,000	11.49	4.12.19	Acquisition	-34,00,00,000	11.49	0	0
2	*JaiPrakash Power Ventures Limited	600	0	4.12.19	Acquisition	-600	0	0	0
3	#Renascent Power Ventures Private Limited	0	0	4.12.19	Acquisition	2,21,96,98,572	75.01	2,21,96,98,572	75.01
	<b>Total</b>	<b>34,00,00,600</b>	<b>11.49</b>					<b>2,21,96,98,572</b>	<b>75.01</b>

\*600 Equity shares are held by 6 individual shareholders, beneficial interest of these shares are held by Jaiprakash Power Ventures Limited (JPVL).

# Promoters of the Company has been changed during the year under review: 2,21,96,98,572 equity shares constituting 75.01% of Equity Shareholding of the company were acquired by Renascent Power Ventures Private Limited. JaiPrakash Associates Limited (JAL) are no longer the promoters of the Company, however, JAL holds 34,00,00,000 equity shares as on 31<sup>st</sup> March 2020 and JPVL holds 600 equity shares as on 31<sup>st</sup> March 2020.

**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		Cumulative Shareholding during the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	<b>Jaiprakash Associates Limited</b> At the beginning of the year	34,000,00,00	11.49	0	0
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus sweat equity etc.)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year	<b>34,000,00,00</b>	<b>11.49</b>	<b>34,000,00,00</b>	<b>11.49</b>
2.	<b>State Bank of India</b> At the beginning of the year	0	0	0	0
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus sweat equity etc.)	12,19,18,628	4.12	12,19,18,628	4.12



	At the end of the year (or on the date of separation, if separated during the year)	<b>12,19,18,628</b>	<b>4.12</b>	<b>12,19,18,628</b>	<b>4.12</b>
3.	<b>SBICAP Trustee Company Limited</b> At the beginning of the year	261,91,89,200	88.51	261,91,89,200	88.51
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus sweat equity etc.)	-259,19,64,655	-87.59	-259,19,64,655	-87.59
	At the end of the year (or on the date of separation, if separated during the year)	<b>272,24,545</b>	<b>0.92</b>	<b>272,24,545</b>	<b>0.92</b>
4.	<b>Punjab National Bank</b> At the beginning of the year	0	0	0	0
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus sweat equity etc.)	2,60,40,870	0.88	2,60,40,870	0.88
	At the end of the year (or on the date of separation, if separated during the year)	<b>2,60,40,870</b>	<b>0.88</b>	<b>2,60,40,870</b>	<b>0.88</b>
5.	<b>Indian Overseas Bank</b> At the beginning of the year	0	0	0	0
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus sweat equity etc.)	239,69,437	0.81	239,69,437	0.81
	At the end of the year (or on the date of separation, if separated during the year)	<b>239,69,437</b>	<b>0.81</b>	<b>239,69,437</b>	<b>0.81</b>
6.	<b>Bank of India</b> At the beginning of the year	0	0	0	0
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus sweat equity etc.)	2,21,93,924	0.75	2,21,93,924	0.75
	At the end of the year (or on the date of separation, if separated during the year)	<b>2,21,93,924</b>	<b>0.75</b>	<b>2,21,93,924</b>	<b>0.75</b>
7.	<b>Life Insurance Corporation of India</b> At the beginning of the year	0	0	0	0
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus sweat equity etc.)	2,04,18,409	0.69	2,04,18,409	0.69
	At the end of the year (or on the date of separation, if separated during the year)	<b>2,04,18,409</b>	<b>0.69</b>	<b>2,04,18,409</b>	<b>0.69</b>



8.	<b>Union Bank of India</b> At the beginning of the year	0	0	0	0
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus sweat equity etc.)	1,89,38,815	0.64	1,89,38,815	0.64
	At the end of the year (or on the date of separation, if separated during the year	<b>1,89,38,815</b>	<b>0.64</b>	<b>1,89,38,815</b>	<b>0.64</b>
9.	<b>IDBI Bank Limited</b> At the beginning of the year	0	0	0	0
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus sweat equity etc.)	174,59,220	0.59	174,59,220	0.59
	At the end of the year (or on the date of separation, if separated during the year	<b>174,59,220</b>	<b>0.59</b>	<b>174,59,220</b>	<b>0.59</b>
10.	<b>Andhra Bank</b> At the beginning of the year	0	0	0	0
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus sweat equity etc.)	139,08,191	0.47	139,08,191	0.47
	At the end of the year (or on the date of separation, if separated during the year	<b>139,08,191</b>	<b>0.47</b>	<b>139,08,191</b>	<b>0.47</b>

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

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
<b>No shares held except by Promoters</b>					
1.	At the beginning of the year	400	0	400	0
2.	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc.)	1	0	1	0
3.	At the end of the year	401	0	401	0
	<b>Total</b>	<b>401</b>	<b>0</b>	<b>401</b>	<b>0</b>

\* Mr. Manoj Gaur, Mr. Sunil Kumar Sharma, Mr. Sunny Gaur and Mr. Suren Jain were Nominee shareholders of Jaiprakash Power Ventures Limited (JPVL) and Directors of the Company as on 1<sup>st</sup> April 2019 and they all ceased to be Directors of the Company w.e.f 4<sup>th</sup> December 2019. 1 equity share was allotted to Mr. Jitendra Prasad, who was the Company Secretary as on 31<sup>st</sup> March 2020.



**V. INDEBTEDNESS**

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

(₹ crore)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	11,806.12	181.89		11,988.00
ii) Interest due but not paid	2,246.64	-		-
iii) Interest accrued but not due	-	-		-
<b>Total (i+ii+iii)</b>	14,052.76	181.89	-	11,988.00
<b>Change in Indebtedness during the financial year</b>				
• Addition	5250.46	12254.66		17,505.12
• Reduction	-14052.76	-		(14,052.76)
• EIR impact on borrowings	-	-		-
<b>Net Change</b>	-8802.3	12254.66	-	3,452.36
<b>Indebtedness at the end of the financial year</b>	5,250.46	12,436.55		17,687.00
i) Principal Amount				
ii) Interest due but not paid	36.08	-		36.08
iii) Interest accrued but not due	-	554.77		554.77
<b>Total (i+ii+iii)</b>	5,286.54	12,991.32	-	18,277.85

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

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

(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 (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	Nil	Nil
2.	Stock option	Nil	Nil
3.	Sweat equity	Nil	Nil
4.	Commission -as % of profit - others, specify	N.A.	Nil
5.	Others, please specify*(Deputation Pay and other benefits)	N.A.	N.A.
	<b>Total</b>	N.A.	N.A.



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 Independent Directors (Non-Executive) i.e. Mr. Narendra Nath Misra, Mr. Suneet Kumar Mathur, Mr. Kailash Nath Shrivastava and Ms. Rita Sinha, no other Director on the Board draws any sitting fee nor commission from the Company.

Non-Independent Directors (Non- Executive) i.e. Mr. Ramesh Narayanswamy Subramanyam, Mr. Mohit Batra, Mr. Vijay V Namjoshi were not paid any sitting fee/commission by the Company.

Non-Executive Directors (NEDs) were paid remuneration by way of Sitting Fees of ₹ 75,000/- (Rupees Seventy Five Thousand only) per meeting of the Board, ₹ 50,000/- per meeting for Audit Committee, ₹ 50,000/- per meeting for Nomination and Remuneration Committee, ₹ 30,000/- per meeting for Corporate Social Responsibility Committee and all other Committees.

During the period under review 6 Board Meetings, 3 Audit Committee Meetings, no Corporate Social Responsibility Committee Meeting, 1 Nomination and Remuneration Committee Meeting, 1 Independent Directors' Meeting were held.

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

(₹)

SI.No.	Name of Directors	Particulars of Remuneration			Total Amount
		Fee for attending Board / Committee Meetings*	Commission	Others, please specify	
1.	Mr, Narendra Nath Misra (Chairman)	3,95,000	0	0	3,95,000
2.	Mr. Ramesh N. Subramanyam	0	0	0	0
3.	Mr. Mohit Batra	0	0	0	0
4.	Mr. Vijay V. Namjoshi	0	0	0	0
5.	Mr. Suneet Kumar Mathur	3,70,000	0	0	3,70,000
6.	Mr. Kailash Nath Shrivastava	1,25,000	0	0	1,25,000
7.	Ms. Rita Sinha	75,000	0	0	75,000
8.	Mr. Sunil Kumar Sharma	20,000	0	0	20,000
9.	Dr. Jagannath Gupta	50,000	0	0	50,000
10.	Mr. Suren Jain	30,000	0	0	30,000
11.	Mr. Gajendra Pal Singh	20,000	0	0	20,000
12.	Mr. Ravindra Kumar Singh	20,000	0	0	20,000
13.	Mr. Raj Kumar Narang	20,000	0	0	20,000
	<b>Total</b>	<b>11,25,000</b>	<b>0</b>	<b>0</b>	<b>11,25,000</b>

\*As per policy, the sitting fee is payable to Independent Directors and Woman Director





**C. Remuneration to Key Managerial Personnel Other than Managing Director/ Manager /Whole Time Director: As on 31<sup>st</sup> March 2020**

(Amount in ₹)

S. No	Particulars of Remuneration	Key Managerial Personnel						Total
		Mr. Brajesh Singh (Chief Executive Officer w.e.f. 4 <sup>th</sup> December 2019)	Mr. Abhijit Basu (Chief Financial Officer w.e.f. 4 <sup>th</sup> December 2019)	Mr. Rakesh Sharma, Managing Director & CEO (upto 4 <sup>th</sup> December 2019)	Mr. Ramesh Chand Sharma Chief Financial Officer (upto 4 <sup>th</sup> December 2019)	Mr. Jitendra Prasad (Company Secretary) (w.e.f. 4 <sup>th</sup> December 2019)	Mr. Rajeev Kumar (Company Secretary) (upto 4 <sup>th</sup> December 2019)	
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) of Income-tax Act, 1961  (c) Profits in lieu of salary under section 17(3) of Income tax Act, 1961	24,93,259	27,39,666	2,72,43,527	24,11,595	5,20,354	13,60,547	3,67,68,948
2.	Stock Option	Nil	Nil	Nil	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil	Nil	Nil	Nil
4.	Commission - s % of profit - others, specify...	Nil	Nil	Nil	Nil	Nil	Nil	Nil
5.	Others, Retirement Benefits	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	<b>Total</b>	24,93,259	27,39,666	2,72,43,527	24,11,595	5,20,354	13,60,547	3,67,68,948

**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					
<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 Prayagraj Power Generation Company Limited

**Sd/-**  
**Narendra Nath Misra**  
**Chairman**  
(DIN: 00575501)

Delhi  
20<sup>th</sup> July 2020