

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

U40104DL2008SGC374107

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCJ0468L

(ii) (a) Name of the company

JHAJJAR POWER LIMITED.

(b) Registered office address

Unit No. T-15 B, Salcon Ras Vilas, 3rd Floor,
Plot No. D-1, Saket District Centre, Saket
New Delhi
New Delhi
Delhi
110017

(c) *e-mail ID of the company

Jayant.Patil@clpindia.in

(d) *Telephone number with STD code

911251270100

(e) Website

www.clpindia.in/operations_jf

(iii) Date of Incorporation

09/04/2008

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-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

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

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	100

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

*No. of Companies for which information is to be given

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	CLP INDIA PRIVATE LIMITED	U40100GJ1992PTC018284	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	500,000,000	20,000,000	20,000,000	20,000,000
Total amount of equity shares (in Rupees)	5,000,000,000	200,000,000	200,000,000	200,000,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Share				
Number of equity shares	500,000,000	20,000,000	20,000,000	20,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	5,000,000,000	200,000,000	200,000,000	200,000,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	2,700,000,000	2,324,882,458	2,324,882,458	2,324,882,458
Total amount of preference shares (in rupees)	27,000,000,000	23,248,824,580	23,248,824,580	23,248,824,580

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Compulsory Convertible Preference share				
Number of preference shares	2,700,000,000	2,324,882,458	2,324,882,458	2,324,882,458
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	27,000,000,000	23,248,824,580	23,248,824,580	23,248,824,580

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	0	20,000,000	20000000	200,000,000	200,000,000	
Increase during the year	0	0	0	0	0	0
i. Public 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				0	0	
Not Applicable						
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				0	0	
Not Applicable						
At the end of the year	0	20,000,000	20000000	200,000,000	200,000,000	
Preference shares						
At the beginning of the year	0	2,324,882,4	2324882458	23,248,824,	23,248,824	
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				0	0	
Not Applicable						
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				0	0	
Not Applicable						
At the end of the year	0	2,324,882,4	2324882458	23,248,824,	23,248,824	

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		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	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	1,596	Please refer clarification le	6,960,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			6,960,000,000

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	8,310,000,000	1,000,000,000	2,350,000,000	6,960,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

1

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Commercial Paper	5,500	500000	2,750,000,000	500000	2,750,000,000
Total	5,500		2,750,000,000		2,750,000,000

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

(i) Turnover

23,984,227,384

(ii) Net worth of the Company

20,946,820,000

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	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0

6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	20,000,000	100	2,324,882,458	100
10.	Others	0	0	0	0
	Total	20,000,000	100	2,324,882,458	100

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

	Total	0	0	0	0
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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	19	15

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	2	2	2	2	0	0
B. Non-Promoter	0	2	0	2	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	2	0	2	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	2	4	2	4	0	0

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

8

(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)
Rajiv Ranjan Mishra	00131207	Managing Director	10	
Hina Shah	06664927	Director	0	
Urvashi Shah	07007362	Director	0	
Naveen Munjal	00230313	Director	10	
Ian George Tuft	06899871	Director	0	
Samir Ashta	01957618	Director	10	
Samir Ashta	AAAPA1381N	CFO	10	
Jayant Manohar Patil	ACBPP4480G	Company Secretar	0	

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

6

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)
Mohammad Shahid Afta	01363518	Director	01/08/2020	Cessation
Nishita Bakul Bakshi	07238597	Director	01/08/2020	Cessation
Hina Shah	06664927	Additional director	08/08/2020	Appointment
Urvashi Shah	07007362	Additional director	08/08/2020	Appointment
Hina Shah	06664927	Director	22/09/2020	Change in designation
Urvashi Shah	07007362	Director	22/09/2020	Change in designation

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

2

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	30/07/2020	7	5	99.99
Adjourned Extraordinary Ge	22/09/2020	7	4	99.99

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/06/2020	6	6	100
2	22/07/2020	6	6	100
3	12/11/2020	6	6	100
4	10/03/2021	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

5

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	Audit Committee	30/06/2020	3	3	100
2	Audit Committee	12/11/2020	3	3	100
3	Audit Committee	10/03/2021	3	3	100
4	Corporate Soc	30/06/2020	4	4	100
5	Nomination & I	30/06/2020	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	
								02/08/2021
								(Y/N/NA)

1	Rajiv Ranjan M	4	4	100	1	1	100	No
2	Hina Shah	2	2	100	2	2	100	No
3	Urvashi Shah	2	2	100	2	2	100	No
4	Naveen Munja	4	4	100	4	4	100	Yes
5	Ian George Tu	4	4	100	1	1	100	No
6	Samir Ashta	4	4	100	1	1	100	Yes

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rajiv Ranjan Mishra	Managing Director	41,511,511	0	0	0	41,511,511
	Total		41,511,511	0	0	0	41,511,511

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Samir Ashta	Director & Chief	16,745,914	0	0	0	16,745,914
2	Jayant Patil	Company Secretary	5,299,069	0	0	922,829	6,221,898
	Total		22,044,983	0	0	922,829	22,967,812

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Hina Shah	Independent Director	0	0	0	300,000	300,000
2	Urvashi Shah	Independent Director	0	0	0	300,000	300,000
3	Mohammad Shahid	Independent Director	0	0	0	240,000	240,000
4	Nishita Bakul Bakshi	Independent Director	0	0	0	300,000	300,000
	Total		0	0	0	1,140,000	1,140,000

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

Nilesh Shah

Whether associate or fellow

Associate Fellow

Certificate of practice number

2631

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. ... dated

(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 complied 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

SAMIR ASHTA
Digitally signed by SAMIR ASHTA
Date: 2021.08.04 18:59:40 +05'30'

DIN of the director

To be digitally signed by

JAYANT MANOHAR PATIL
Digitally signed by JAYANT MANOHAR PATIL
Date: 2021.08.04 17:57:40 +05'30'

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

Attachments

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

List of attachments

JPL List of Shareholders.pdf
JPL List of Debentureholders.pdf
Clarification Letter for field IV iv of eForm M
Jhajjar Power_MGT-8_2021.pdf

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

Shareholding pattern of Jhajjar Power Limited as on 31 March 2021

• **Equity**

Name of the Shareholder	Number of equity shares held (of face value of INR 10 each)	DP ID	Client ID
CLP India Private Limited ("CLPIPL")	1,99,99,940	IN300142	10556091
CLPIPL jointly with Rajiv Ranjan Mishra	10	IN300142	10556091
CLPIPL jointly with Naveen Munjal	10	IN300142	10556091
CLPIPL jointly with Samir Ashta	10	IN300142	10556091
CLPIPL jointly with Sudipta Ghosh	10	IN300142	10556091
CLPIPL jointly with Gopinath Govindan	10	IN300142	10556091
CLPIPL jointly with Mitesh Trivedi	10	IN300142	10556091
TOTAL	2,00,00,000		

• **Preference**

Name of Shareholder	Number of preference shares held (of face value of INR 10 each)	DP ID	Client ID
CLPIPL	232,48,82,458	IN300142	10556091
TOTAL	232,48,82,458		

For Jhajjar Power Limited

JAYANT
MANOHAR
PATIL
Jayant Patil

Digitally signed by
JAYANT MANOHAR PATIL
Date: 2021.08.03 15:12:22
+05'30'

Company Secretary
Membership No. A14418

Date: 02 August 2021

Place: Jhajjar

List of non-convertible debenture holders of Jhajjar Power Limited as on 31 March 2021

➤ 1st Bond

ISIN - INE165K07019

Sr. No	Dpid	Client-id	Name	Holding
1	IN300126	10001816	HDFC BANK LTD	30
2	IN300126	11234066	SBI LIFE INSURANCE CO.LTD	48
3	IN300812	10495859	NPS TRUST- A/C ICICI PRUDENTIAL PENSION FUND SCHEME C - TIER I	5
4	IN301524	30042994	ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED	70
5	IN303786	10003963	ICICI PRUDENTIAL CREDIT RISK FUND	25
6	IN303786	10003971	ICICI PRUDENTIAL MEDIUM TERM BOND FUND	60
TOTAL (A)				238

ISIN - INE165K07027

Sr. No	Dpid	Client-id	Name	Holding
1	IN300126	11234066	SBI LIFE INSURANCE CO.LTD	48
2	IN300812	10495859	NPS TRUST- A/C ICICI PRUDENTIAL PENSION FUND SCHEME C - TIER I	4
3	IN300812	10496177	NPS TRUST- A/C ICICI PRUDENTIAL PENSION FUND SCHEME C - TIER II	1
4	IN301524	30042994	ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED	70
5	IN303786	10003963	ICICI PRUDENTIAL CREDIT RISK FUND	25
6	IN303786	10003971	ICICI PRUDENTIAL MEDIUM TERM BOND FUND	90
TOTAL (B)				238
TOTAL (A+B)				476

➤ 2nd Bond

ISIN - INE165K07035

Sr. No	Dpid	Client-id	Name	Holding
1	IN304203	10000004	IDFC FIRST BANK LIMITED	40
TOTAL (A)				40

ISIN - INE165K07043

Sr. No	Dpid	Client-id	Name	Holding
1	IN304203	10000004	IDFC FIRST BANK LIMITED	80
TOTAL (B)				80
TOTAL (A+B)				120

➤ **1st Bond (issued in July 2020)**

ISIN - INE165K07076

Sr. No	Dpid	Client-id	Name	Holding
1	IN303786	10003963	ICICI PRUDENTIAL CREDIT RISK FUND	1000
TOTAL (A)				1000

For Jhajjar Power Limited

JAYANT

MANOHAR

PATIL

Jayant Patil

Company Secretary

Membership No. A14418

Digitally signed by
JAYANT MANOHAR PATIL
Date: 2021.08.03 15:11:47
+05'30'

Date: 02 August 2021

Place: Jhajjar

Registrar of Companies, Delhi
4th Floor, IFCI tower, 61
New Delhi 110 019

Ref.: e-form MGT – 7 of Jhajjar Power Limited

Dear Sirs

Sub.: Clarification for Non-Convertible Debentures as appearing in field - Debentures in Part IV (iv) in the e-form MGT-7 being filed for the financial year 2020-21.

With regard to the above-mentioned subject, please note that as on 31 March 2021, the following Non-Convertible Debentures (“NCDs”) of Jhajjar Power Limited (the “Company”) were outstanding:

Sr. No.	ISIN	Number of NCDs	Face Value (in INR)	Total Value (in INR)
1	Series I - INE165K07019 Series II - INE165K07027	476	1,00,00,000	476,00,00,000
2	Series I - INE165K07035 Series II - INE165K07043	120	1,00,00,000	120,00,00,000
3	Series I - INE165K07076	1,000	10,00,000	100,00,00,000
TOTAL		1,596	--	696,00,00,000

In field IV(iv) – “Debentures”, the second table titled as “Details of debentures” (“Table 2”), per the help kit to e-Form MGT-7 (page no. 13), details of total outstanding debentures at the beginning of the year, increases / decreases during the year and the final number of debentures outstanding at the end of the year are to be entered. However, on entering the number of debentures, the e-Form shows an error at the time of check form that, the aggregate of the outstanding debentures as at the end of the year (as appearing in Table 2) should match with the value appearing against the “Non-convertible debentures” row in the total value column of the first table i.e. 696,00,00,000. Accordingly, the Company has entered the amounts corresponding to the outstanding debentures, increase / decrease during the year and the total debentures remaining outstanding as at the end of financial year 31 March 2021 (in Rupee terms), in lieu of the no. of debentures.

We request you to kindly take the above clarification on your records.

For Jhajjar Power Limited

JAYANT
MANOHAR
PATIL

Digitally signed by
JAYANT MANOHAR PATIL
Date: 2021.08.03 15:15:38
+05'30'

Jayant Patil

Company Secretary

Membership No. A14418

Date: 02 August 2021

Place: Jhajjar

NILESH SHAH & ASSOCIATES

Company Secretaries

Ref.: _____

FORM NO. MGT-8

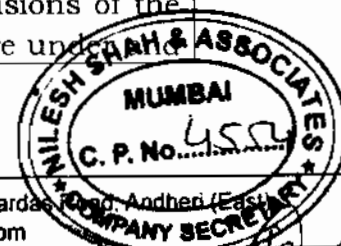
[Pursuant to section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **Jhajjar Power Limited** ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the Rules made there under as produced before us, for the financial year ended on **31st March, 2021**, on test check basis as was required for issuance of this certificate. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year, the Company has complied with provisions of the Act and Rules made there under in respect of:
- C.

Sr. No.	Particulars	Compliance Information, Observation, Reservation, Qualification, Remarks (If any)
1	Its status under the Act;	The status of the Company is a Listed Public Company Limited by Shares. (Debt Securities of the Company i.e. Non-Convertible Debentures of the Company are listed on BSE Limited). It may be noted that with the change in the definition of a 'Listed Company' under the Act, the Company has ceased to be a Listed Company under the provisions of the Act, w.e.f. 01.04.2021.
2	Maintenance of registers/records and making entries therein	The Company has kept and maintained registers / records as required under the provisions of the Act and Rules made there under.



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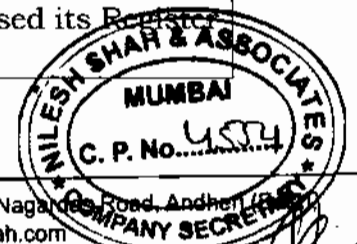
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NILESH SHAH & ASSOCIATES

Company Secretaries

Ref.: _____

	within the time prescribed therefore;	as explained by the officers of the Company, the Company has made necessary entries therein within the time prescribed under the Act.
3	Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;	The Company has filed the required forms and returns as prescribed under the provisions of Act and Rules made thereunder with additional filing fees in case of delay, if any, with the Registrar of Companies, Regional Director, Central Government, Tribunal, Court or other prescribed authorities as may be required.
4	Calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;	<p>The meetings of the Board of Directors, Committees of Directors and General Meetings were duly called, convened and held on the dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings have been properly recorded and signed in the Minutes Book maintained for the purpose.</p> <p>The Company has duly complied with the provisions of the Act and Rules made there under in respect of passing of Resolutions by circulation.</p> <p>The provisions relating to passing of resolutions by Postal Ballot were not applicable to the Company, during the year under review and hence no comment is invited in this respect.</p>
5	Closure of Register of Members / Security holders, as the case may be;	The Company was not required to and hence has not closed its Register

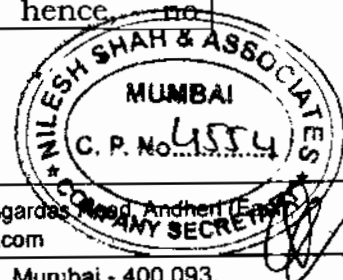


NILESH SHAH & ASSOCIATES

Company Secretaries

Ref.: _____

		of Members during the year under review.
6	Advances / loans to its directors and/or persons or firms or companies referred in section 185 of the Act;	As informed by the management, the Company has not granted any advances / loans to its directors and / or persons or firms or companies in violation of section 185 of the Act.
7	Contracts/arrangements with related parties as specified in section 188 of the Act;	All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with related parties which may have potential conflict with interest of the Company at large.
8	Issue or allotment or transfer or transmission or buy back of securities / redemption of preference shares or debentures / alteration or reduction of share capital / conversion of shares / securities and issue of security certificate in all instances;	<p>During the year, the Company has issued 1,000 - 8.10% Secured Redeemable Non-Convertible Debentures of Rs. 10,00,000/- each and has made early Redemption of 100 - 9.91% Secured Redeemable Non-Convertible Debentures of Rs. 1,00,00,000/- in compliance with the provisions of the Act and Rules made thereunder.</p> <p>Save and except the above, there were no other instances of issue / allotment / transfer / transmission or buy back of securities / redemption of preference shares, alteration or reduction of share capital / conversion of shares / securities during the financial year under review and hence, no</p>



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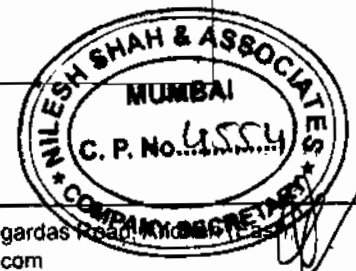
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NILESH SHAH & ASSOCIATES

Company Secretaries

Ref. _____

		comments are invited in respect of the same.
9	Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;	There were no instances of keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares and hence no comment is invited in respect of the same.
10	Declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act;	<p>The Company has not declared / paid any dividend during the financial year under review.</p> <p>As explained by the management and reported by the Statutory Auditors in their report, there are no unpaid / unclaimed dividend or any other amount which were required to be deposited to the Investor Education and Protection Fund in accordance with Section 125 of the Act.</p>
11	Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;	The Company has complied with the provisions of signing of the audited financial statements as per the provisions of Section 134 of the Act and report of directors as per sub - sections (3), (4) and (5) thereof.
12	Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosure of Directors, key Managerial Personnel and remuneration paid to them;	The Board of Directors of the Company was duly constituted. The appointment and re-appointment of Directors was duly made in compliance with the provisions of the Act.



NILESH SHAH & ASSOCIATES

Company Secretaries

Ref. _____

		<p>There were no incidences of retirement (other than retirement by rotation) / filling up casual vacancies during the financial year under review.</p> <p>The Company has duly appointed / designated Key Managerial Personnel in compliance with the provisions of Section 203 of the Act and Rules made there under.</p> <p>The Company has complied with the provisions relating to disclosure of Director's interest.</p> <p>The Company has complied with the provisions of payment of Directors Remuneration in accordance with the provisions of Sections 196, 197 and Schedule V of the Act.</p>
13	Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;	There was no incidence of Appointment / Re-appointment or filling up casual vacancy in the office of Statutory Auditors during the year under review and hence, no comment is invited in respect of the same.
14	Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;	<p>The Company has obtained approval of Regional Director (Northern Region) ("RD") for shifting of the registered office from the State of Haryana to the National Capital Territory of New Delhi, effective 03.12.2020, pursuant to approval of the RD dated 01.10.2020.</p> <p>Save and except the above, the Company was not required to obtain approval from the Central Government, Tribunal, Court or such other authorities under the various provisions of the Act.</p>

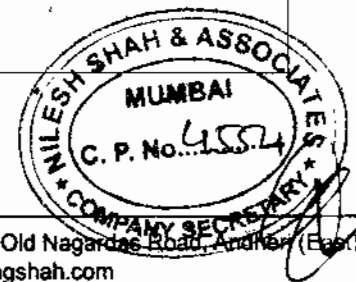


NILESH SHAH & ASSOCIATES

Company Secretaries

Ref.: _____

		other authorities under the various provisions of the Act during the financial year under review.
15	Acceptance / renewal / repayment of deposits;	The Company has not accepted / renewed / repaid any deposits as contemplated under Section 73 of the Act and hence no comment is invited in respect of the same.
16	Borrowings from its directors, members, public financial institutions, banks and others and creation / modification / satisfaction of charges in that respect, wherever applicable;	<p>The Company has complied with the provisions of the Act & Rules made thereunder in respect of borrowings from public financial institutions, banks and others. The Company has created / modified / satisfied charges on Assets of the Company (as was applicable) and complied with the provisions of the Act in that respect.</p> <p>During the year under review, the Company has not borrowed any sum from its Directors.</p>
17	Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;	<p>As informed by the Management, the Company is engaged in the business of providing Infrastructural facilities as defined in Schedule VI of the Act and therefore, provisions of Section 186 of the Act (except sub-section 1) as regards to loans, guarantee and securities are not applicable to the Company and hence no comment is invited in respect of the same.</p> <p>The Company has not made any investments in other bodies corporate in violation of provisions of Section 186 of the Act.</p>



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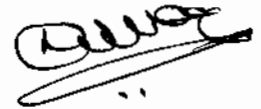
18	Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;	The Company has not altered the provisions of the Memorandum of Association and Articles of Association of the Company.
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For Nilesh Shah & Associates
Company Secretaries

Place: Mumbai

Date: 03.08.2021

UDIN: F004554C000727056



(Nilesh Shah)
Partner
C. P. No.: 2631

