

**BSES RAJDHANI POWER LIMITED**

**Form No. MGT-7**

**(ANNUAL RETURN)(Other than OPCs and Small Companies)**

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

**As on the financial year ended on 31/03/2021**

**I. REGISTRATION AND OTHER DETAILS:**

i)	*Corporate Identification Number (CIN) of the company	U40109DL2001PLC111527		
	Global Location Number (GLN) of the company	N/A		
	*Permanent Account Number(PAN) of the company	AAGCS3187H		
ii)	a) Name of the Company	BSES RAJDHANI POWER LIMITED		
	b) Registered office address	BSES BHAWAN, NEHRU PLACE, NEW DELHI-110019, INDIA.		
	c)*email-ID of the company	Pankaj.a.tandon@relianceada.com		
	d)*Telephone number with STD code	011-49107192		
	e)Website	www.bsesdelhi.com		
iii)	Date of Incorporation	04/07/2001		
iv)	Type of the Company	PUBLIC COMPANY		
	Category of the Company	COMPANY LIMITED BY SHARES		
	Sub-category of the Company	INDIAN NON-GOVERNMENT COMPANY		
V	Whether company is having share capital	<input checked="" type="radio"/> Yes <input type="radio"/> No		
Vi	*Whether shares listed on recognized Stock Exchange(s)	<input type="radio"/> Yes <input checked="" type="radio"/> No		
	(a) Details of stock exchanges where shares are listed	S. No.	Stock Exchange Name	Code
		1		
		2		
	(b) CIN of the Registrar and Transfer Agent	U74210DL1991PLC042569		
	Name of the Registrar and Transfer Agent	ALANKIT ASSIGNMENTS LIMITED		
	Registered office address of the Registrar and Transfer Agents	ALANKIT HOUSE, 4E/2, JHANDEWALAN EXTENSION, NEW DELHI-110055 INDIA		
Vii	*Financial year From	(DD/MM/YYYY)	To	(DD/MM/YYYY)
		<b>01/04/2020</b>		<b>31/03/2021</b>
Viii	*Whether Annual General Meeting (AGM) held	<input type="radio"/> Yes <input checked="" type="radio"/> No		
	(a) If yes, date of AGM			
	(b) Due date of AGM			
	(c) Whether any extension for AGM granted	<input type="radio"/> Yes <input type="radio"/> No		
	(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension			
	(e) Extended due date of AGM after grant of extension			
	(f) Specify the reasons for not holding the same			

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

1

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	99.36

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

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

1

S. No.	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint venture	% of shares held
1	RELIANCE INFRASTRUCTURE LIMITED	L75100MH1929PLC001530	HOLDING	51

## 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	1,200,000,000	1,040,000,000	1,040,000,000	1,040,000,000
Total amount of equity shares (in rupees)	12,000,000,000	10,400,000,000	10,400,000,000	10,400,000,000

Number of classes

1

Class of Shares	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Number of equity shares	1,200,000,000	1,040,000,000	1,040,000,000	1,040,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	12,000,000,000	10,400,000,000	10,400,000,000	10,400,000,000

#### (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)				
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**(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			
<b>Equity shares</b>						
At the beginning of the year	4	1,039,999,996	1,040,000,000	10,400,000,000	10,400,000,000	0
<b>Increase during the year</b>						
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	0	0	0	0
<b>Decrease during the year</b>						
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	0	0	0	0
<b>At the end of the year</b>						

Preference shares						
<b>At the beginning of the year</b>	0	0	0	0	0	0
<b>Increase during the year</b>						
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	0	0	0	0
<b>Decrease during the year</b>						
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	0	0	0	0
<b>At the end of the year</b>	4	1,039,999,996	1,040,000,000	10,400,000,000	10,400,000,000	0

ISIN of the equity shares of the company

INE502F01016

(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	Face value per share			
	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 Previous AGM	
Date of Registration of Transfer	
Type of transfer	1- Equity 2- Preference Share 3- Debentures

	4- Stock
Number of Shares/Debentures/Units Transferred	
Amount per Shares/Debentures/Units (in Rs.)	
Ledger Folio of Transferor	
Transferor's Name	First Name :- Middle Name :- Surname :-
Ledger Folio of Transferee	
Transferee's Name	First Name :- Middle Name :- Surname :-

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures			
Partly convertible debentures			
Fully convertible debentures			
<b>Total</b>			

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				
Partly convertible debentures				
Fully convertible debentures				

(v) Securities (other than shares and debentures)

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>					

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

(i) Turnover

Rs 90,078,857,451.18

(ii) Net worth of the Company

Rs 28,510,835,671.13

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	5	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	4	0	0	
	(iii) Government companies	50,95,99,996	49	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)	53,03,99,995	51	0	
10.	Others	0	0	0	
	<b>Total</b>	104,00,00,000	100	0	

Total number of shareholders (promoters)

11

**(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	
	<b>Total</b>	0	0	0	

Total number of shareholders (other than promoters)

0

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

11

**(c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company**

0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number Of shares held	% of shares held

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**

Details	At the beginning of the year	At the end of the year
Promoters	11	11
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
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	0	11	0	11	0	0
(i) Non-Independent	0	7	0	7	0	0
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks and 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
<b>Total</b>	0	11	0	11	0	0

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

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

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any)
Shri Surinder Singh Kohli	00169907	Independent Director	0	NA
Shri Ajit Keshav Ranade	00918651	Independent Director	0	NA
Ms.Ryna Zaiwalla Karani	00116930	Independent Director	0	NA
Shri Anjani Kumar Sharma	01180722	Independent Director	0	NA
Shri Virendra Singh Verma	07843461	Director	0	NA
Shri Anthony Jesudasan	00325390	Additional Director	0	NA
Shri Partha Pratim Sarma	08245533	Director	0	NA
Shri Angarai Natrajan Sethuraman	01098398	Director	0	NA

Shri Jasmine Shah	08621290	Director	0	NA
Shri Naveen N.D. Gupta	00271748	Director	0	NA
Shri Umesh Kumar Tyagi	07655990	Director	0	NA
Shri Amal Sinha	AIPPS2645Q	CEO & MANAGER	0	NA
Shri Amarjeet Singh	AARPS6727M	CFO	0	NA
Shri Pankaj Tandon	AAHPT9776B	Company Secretary	0	NA

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

11

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)
Shri Anthony Jesudasan	00325390	Additional Director	04/11/2020	Appointment
Shri Punit Narendra Garg	00004407	Director	09/10/2020	Cessation
Ms.Ryna Zaiwalla Karani	00116930	Independent Director	28/07/2020	Re-appointment
Shri Surinder Singh Kohli	00169907	Independent Director	28/07/2020	Re-appointment
Shri Ajit Keshav Ranade	00918651	Independent Director	28/07/2020	Re-appointment
Shri Anjani Kumar Sharma	01180722	Independent Director	28/07/2020	Re-appointment
Shri Partha Pratim Sarma	08245533	Director	24/10/2020	Change in Designation
Shri Angarai Natrajan Sethuraman	01098398	Director	24/10/2020	Change in Designation
Shri Jasmine Shah	08621290	Director	24/10/2020	Change in Designation
Shri Naveen N.D. Gupta	00271748	Director	24/10/2020	Change in Designation
Shri Umesh Kumar Tyagi	07655990	Director	24/10/2020	Change in Designation

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

**A. MEMBERS/CLASS /REQUISITIONED/CLB/NCLT/COURT CONVENED MEETING**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			No of member s attended	% of total shareholding
Annual general Meeting	24/10/2020	11	8	72.72



**B. BOARD MEETINGS**\*Number of meetings held 

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/04/2020	11	11	100
2	28/07/2020	11	11	100
3	04/11/2020	11	11	100
4	07/01/2021	11	10	90.91
5	20/01/2021	11	11	100

**C. COMMITTEE MEETINGS**Number of meetings held 

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	30/04/2020	4	4	100
2	Audit Committee	28/07/2020	5	5	100
3	Audit Committee	04/11/2020	4	4	100
4	Audit Committee	20/01/2021	5	5	100
5	Corporate Social Responsibility Committee	30/04/2020	3	3	100
6	Corporate Social Responsibility Committee	28/07/2020	5	4	80
7	Corporate Social Responsibility Committee	04/11/2020	5	5	100
8	Nomination & Remuneration Committee	28/07/2020	4	4	100
9	Nomination & Remuneration Committee	04/11/2020	4	4	100

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 24/10/2020 (Y/N/NA)
		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	
1	Ms.Ryna Zaiwalla Karani	5	5	100	4	4	100	Y
2	Shri Virendra Singh Verma	5	5	100	-	-	-	Y
3	Shri Partha Pratim Sarma	5	5	100	2	2	100	Y
4	Shri Angarai Natrajan Sethuraman	5	5	100	3	2	66.67	Y

5	Shri Punit Narendra Garg	2	2	100	3	3	100	NA
6	Shri Anthony Jesudasan	3	3	100	-	-	-	NA
7	Shri Surinder Singh Kohli	5	5	100	9	9	100	Y
8	Shri Ajit Keshav Ranade	5	5	100	3	3	100	Y
9	Shri Anjani Kumar Sharma	5	5	100	6	6	100	N
10	Shri Jasmine Shah	5	4	80	2	2	100	Y
11	Shri Naveen N.D. Gupta	5	5	100	5	5	100	N
12	Shri Umesh Kumar Tyagi	5	5	100	2	2	100	Y

X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

S. No	Name	Designation	Gross salary (Rs.)	Commission	Stock Option/ Sweat equity	Others	Total Amount (Rs.)
	<b>Total</b>						

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

S. No	Name	Designation	Gross salary (Rs.)	Commission	Stock Option/ Sweat equity	Others	Total Amount (Rs.)
1.	Shri Amal Sinha*	CEO & Manager	1,48,72,000	0	0	0	1,48,72,000
2.	Shri Amarjeet Singh	CFO	82,81,210	0	0	0	82,81,210
3.	Shri Pankaj Tandon	Company Secretary	54,85,968	0	0	0	54,85,968
	<b>Total</b>		2,86,39,178				2,86,39,178

\*Details of Shri Amal Sinha is not given in X A. to avoid the repetition.

C. Number of other directors whose remuneration details to be entered

S. No	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1.	Ms. Ryna Zaiwalla Karani	Independent Director	0	0	0	2,50,000	2,50,000
2.	Shri Surinder Singh Kohli	Independent Director	0	0	0	3,75,000	3,75,000
3.	Shri Ajit Keshav Ranade	Independent Director	0	0	0	2,25,000	2,25,000

4.	Shri Anjani Kumar Sharma	Independent Director	0	0	0	3,00,000	3,00,000
5.	Shri Jasmine Shah	Director	0	0	0	1,50,000	1,50,000
6.	Shri Naveen ND Gupta	Director	0	0	0	2,50,000	2,50,000
7.	Shri Virendra Singh Verma	Director	0	0	0	1,25,000	1,25,000
8.	Shri Umesh Kumar Tyagi	Director	0	0	0	1,75,000	1,75,000
	<b>Total</b>					<b>18,50,000</b>	<b>18,50,000</b>

#### 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 the 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

(In case of 'No', submit the details separately through the method specified in instruction kit)

#### 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 applicable provisions of the Act during the financial year.
- c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company
- d) the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

**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 there under 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, sections 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 signed by**

Director

DIN of the director

**To be signed by**

Company Secretary

Company Secretary in practice

Membership number

Certificate of practice number

**Attachments**

1. List of share holders

**LIST OF SHAREHOLDERS OF THE COMPANY AS ON DATE**

<b>S.No.</b>	<b>Name of the Shareholder</b>	<b>No. of Shares</b>	<b>% of capital</b>
1.	Delhi Power Company Ltd.	50,95,99,996	49
2.	Chief Secretary	1	
3.	Principal Secretary(Finance)	1	
4.	Secretary (Power)	1	
5.	Principal Secretary(Home)	1	
6.	Reliance Infrastructure Ltd.	53,03,99,995	51
7.	Nandkumar Deo jointly with Reliance Infrastructure Limited	1	
8.	Alok Roy jointly with Reliance Infrastructure Limited	1	
9.	Gopal Saxena jointly with Reliance Infrastructure Limited	1	
10.	Udita Kumar jointly with Reliance Infrastructure Limited	1	
11.	Vijay Mathur jointly with Reliance Infrastructure Limited	1	
<b>Total</b>		<b>1,040,000,000</b>	<b>100</b>