

**FORM NO. MGT – 9  
EXTRACT OF ANNUAL RETURN  
As on financial year ended on March 31, 2020**

ANNEXURE-III TO THE BOARD'S REPORT

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

**I. REGISTRATION & OTHER DETAILS:**

1.	CIN	U40101DL2007GOI157558
2.	Registration Date	January 8, 2007
3.	Name of the Company	REC Transmission Projects Company Limited
4.	Category/Sub-category of the Company	Company limited by shares / Union Government Company
5.	Address of the Registered office & contact details	Core-4, SCOPE Complex, 7 Lodhi Road, New Delhi-110003. Phone. No.- 011-410 20101 Fax No.- 011-2436 0644 E-mail: <a href="mailto:contactus@rectpcl.com">contactus@rectpcl.com</a>
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Not applicable

**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.	To promote organize or carry on the business of consultancy services and/or project implementation	7020	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES AS ON MARCH 31, 2020:**

Sl. No.	Name of the Company	Address	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	Power Finance Corporation Limited (PFC)	'URJANIDHI', 1, Barakhamba Lane, Connaught Place, New Delhi-110001	L65910DL1986GOI024862	Holding Company (52.63% Shares of REC Limited held by PFC Limited)	NIL	2(46)
2.	REC Limited	Core 4, SCOPE Complex, 7, Lodhi Road, New Delhi-110003.	L40101DL1969GOI005095	Holding Company	100%	2(46)
3.	Dinchang Transmission Limited*		U40300DL2015GOI288066	Subsidiary Company	100%	2(87)
4.	Chandil Transmission Limited		U40108DL2018GOI330905			
5.	Koderma Transmission Limited		U40300DL2018GOI331192			
6.	Dumka Transmission Limited		U40300DL2018GOI331490			
7.	Mandar Transmission Limited		U40101DL2018GOI331526			

**Notes:**

- REC Transmission Projects Company Limited (RECTPCL) acts as "Bid Process Coordinator" for selection of Transmission Service Provider(s), through Tariff Based Competitive Bidding (TBCB) process for independent inter-state and intra-state transmission projects allocated by the Ministry of Power (MoP), Government of India and State Governments from time to time. In order to initiate development of each of such independent transmission project allocated to it, RECTPCL incorporates project specific Special Purpose Vehicle (SPV) as its wholly-owned subsidiary, which is also a Wholly-Owned Subsidiary of REC as per the provisions of Section 2(87) of the Companies Act, 2013. Further, such SPVs are subsequently transferred along with all assets and liabilities to the successful bidder(s) selected through TBCB process.
- During the financial year 2019-20, one project specific special purpose vehicle i.e. Rampur Sambhal Transco Limited was incorporated on May 02, 2019. Further, during the financial year 2019-20, 8 (Eight) SPVs were transferred to successful bidders selected through TBCB process. Details about the same are given in the Board's Report forming part of this Annual Report.





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b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	0	0	0	0	0	0	0	0	0
ii) Individual shareholders holding nominal share capital in excess of Rs.1lakh	0	0	0	0	0	0	0	0	0
c) Others (specify)(Trustee)	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>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Grand Total (A+B+C)</b>	<b>0</b>	<b>50,000</b>	<b>50,000</b>	<b>100</b>	<b>0</b>	<b>50,000</b>	<b>50,000</b>	<b>100</b>	<b>0</b>

**Note:** The entire Paid-up Share Capital of REC Transmission Projects Company Limited is held by REC Limited (holding company) and its six Nominees.

## ii) Shareholding of Promoter-

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (As on April 1, 2019)			Shareholding at the end of the year (As on March 31, 2020)			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	REC Limited	49,994	99.988	0.00	49,994	99.988	0	0
2	Shri Ajeet Kumar Agarwal*	1	0.002	0.00	1	0.002	0	0
3	Shri Sanjeev Kumar Gupta*	1	0.002	0.00	1	0.002	0	0
4	Shri Sanjiv Garg*	1	0.002	0.00	1	0.002	0	0
5	Shri Ashok Awasthi*	1	0.002	0.00	0	0.00	0	-0.002
6	Shri Ajoy Choudhury*	1	0.002	0.00	1	0.002	0	0
7.	Shri V.K. Singh*	1	0.002	0.00	1	0.002	0	0
8.	Shri G.S. Bhati*	0	0.00	0.00	1	0.002	0	+0.002
	<b>Total</b>	<b>50,000</b>	<b>100</b>	<b>0.00</b>	<b>50,000</b>	<b>100</b>	<b>0</b>	<b>0</b>

\* As nominee of REC Limited i.e. holding Company.

iii) Change in Promoters' Shareholding (please specify, if there is no change):

SL. No.	Name of the Shareholder	Shareholding at the beginning of the year (As on April 1, 2019)		Cumulative Shareholding at the end of the year (As on March 31, 2020)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
		<b>REC Limited</b>			
	At the beginning of the year	<b>No Change</b>			
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):				
	At the end of the year				
<p><b>Note:</b> REC Limited along with its nominees holds the entire Paid-up Share Capital of ₹5,00,000 divided into 50,000 equity share of ₹10/- each in the Company and there is no change in the Promoter's Shareholding during the financial year 2019-20 except 1 equity share of ₹10/- held by Shri Ashok Awasthi was transferred to Shri G.S. Bhati on January 27, 2020. Further, on July 2, 2020, 1 equity share of ₹10/- held by Shri Sanjiv Garg was transferred to Shri R.P. Vaishnav and 1 equity share of ₹10/- held by Shri Ajeet Kumar Agarwal was transferred to Shri Sanjay Kumar.</p>					

(iv) Shareholding Pattern of top ten Shareholders:  
(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	Name of the Shareholder	Shareholding at the beginning of the year (As on April 1, 2019)		Cumulative Shareholding at the end of the year (As on March 31, 2020)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	<b>Nil. REC Limited along with its Six Nominees holds the entire Paid-up Share Capital ₹5,00,000 divided into 50000 equity share of ₹10/- each in the Company.</b>			
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	At the end of the year				

(v) Shareholding of Directors and Key Managerial Personnel (KMP):

Sl. No.	Name of the Director/KMP	Shareholding at the beginning of the year (As on April 1, 2019)		Cumulative Shareholding at the end of the year (As on March 31, 2020)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	<b>Shri Ajeet Kumar Agarwal (Non-Executive Director) (DIN: 02231613)*</b>				
	At the beginning of the year	1 Equity Share of ₹10/- as nominee	0.002	1 Equity Share of ₹10/- as nominee	0.002
	Date wise Increase / Decrease in Promoters 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	1 Equity Share of ₹10/- as nominee	0.002	1 Equity Share of ₹10/- as nominee	0.002



2	<b>Shri Sanjeev Kumar Gupta (Non-Executive Director) (DIN: 03464342)</b>				
	At the beginning of the year	1 Equity Share of ₹10/- as nominee	0.002	1 Equity Share of ₹10/- as nominee	0.002
	Date wise Increase / Decrease in Promoters 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	1 Equity Share of ₹10/- as nominee	0.002	1 Equity Share of ₹10/- as nominee	0.002
3.	<b>Shri Vijay Kumar Singh (Non-Executive Director) (DIN: 02772733)</b>				
	At the beginning of the year	1 Equity Share of ₹10/- as nominee	0.002	1 Equity Share of ₹10/- as nominee	0.002
	Date wise Increase / Decrease in Promoters 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	1 Equity Share of ₹10/- as nominee	0.002	1 Equity Share of ₹10/- as nominee	0.002

\* Superannuated on May 31, 2020

#### V. INDEBTEDNESS –

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

(Amount in ₹)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
(i) Principal Amount	0	0	0	0
(ii) Interest due but not paid	0	0	0	0
(iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

<b>Change in Indebtedness during the financial year</b>				
* Addition	0	5,00,00,000	0	5,00,00,000
* Reduction	0	0	0	0
<b>Net Change</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Indebtedness at the end of the financial year</b>				
(i) Principal Amount	0	5,00,00,000	0	5,00,00,000
(ii) Interest due but not paid	0	0	0	0
(iii) Interest accrued but not due	0	2,15,068	0	2,15,068
<b>Total (i+ii+iii)</b>	<b>0</b>	<b>5,02,15,068</b>	<b>0</b>	<b>5,02,15,068</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Shri Ajeet Kumar Agarwal (Non-Executive Director)	Shri Sanjeev Kumar Gupta (Non-Executive Director)	Shri Vijay Kumar Singh (Non-Executive Director)	
					---
1	Gross salary	0	0	0	0
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0	0	0	0
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	0	0	0	0
	2	Stock Option	0	0	0

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3	Sweat Equity	0	0	0	0
4	Commission - as % of profit - others, specify...	0	0	0	0
5	Others, please specify	0	0	0	0
	Total (A)	0	0	0	0
	Ceiling as per the Act	0	0	0	0

### B. Remuneration to other director

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors	0	0	0	0
	Fee for attending board committee meetings	0	0	0	0
	Commission	0	0	0	0
	Others, please specify	0	0	0	0
	Total (1)	0	0	0	0
2	Other Executive Directors	0	0	0	0
	Fee for attending board committee meetings	0	0	0	0
	Commission	0	0	0	0
	Others, please specify SALARY	0	0	0	0
	Total (2)	0	0	0	0
	Total (B)=(1+2)	0	0	0	0
	Total Managerial Remuneration	0	0	0	0
	Overall Ceiling as per the Act	0	0	0	0

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

Sl.No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross salary	0	0	0	0
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0	0	0	0
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission	0	0	0	0
	- as % of profit	0	0	0	0
	- Others specify...	0	0	0	0
5	Others, please specify	0	0	0	0
	Total	0	0	0	0

**Note:** *The Directors of RECTPCL are the non-executive directors on its Board and they are not drawing any remuneration either on monthly or annual basis from the Company.*

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors

(Sanjeev Kumar Gupta)  
Chairman  
(DIN: 03464342)

Date: September 21, 2020  
Place: New Delhi