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]



Annual Return

(other than OPCs and Small Companies)

| Form language | English | Hindi |
|--------------------|---------------------------|---------------|
| Refer the instruct | tion kit for fil | ing the form. |

| DECISED | ATION | AND | ATUED | DETA | 11 | C |
|---------|-------|-----|-------|------|----|---|

| I. R | EGISTRATION AND OTHER | RDETAILS | | | |
|---------|--|-----------------------|-----------------------|----------------------|------------------|
| (i) * (| Corporate Identification Number (CI | N) of the company | U40101 | TR2004PLC007544 | Pre-fill |
| (| Global Location Number (GLN) of t | he company | | | |
| * | Permanent Account Number (PAN) | of the company | AACCT: | 2591G | |
| (ii) (a | a) Name of the company | | ONGC - | TRIPURA POWER COMP. | |
| (| b) Registered office address | | | | |
| | ONGC TRIPURA POWER COMPANY L ALATANA P.O,DISTR ICT GOMATI NA UDAIPUR South Tripura Tripura | | AN ROAD,P | | k |
| (0 | c) *e-mail ID of the company | | NK**** | **************IA.IN | |
| (0 | d) *Telephone number with STD co | de | 01**** | **00 | |
| (6 | e) Website | | https:// | otpcindia.in/ | |
| (iii) | Date of Incorporation | | 27/09/2 | 2004 | |
| (iv) | Type of the Company | Category of the Compa | any | Sub-category of the | Company |
| | Public Company | Company limited b | oy shares | Indian Non-Gov | vernment company |
| (v) W | hether company is having share ca | pital | Yes | ○ No | |
| (vi) *V | Vhether shares listed on recognized | d Stock Exchange(s) | ○ Yes | No | ń |
| (| b) CIN of the Registrar and Transfe | er Agent | U67190 | MH1999PTC118368 | Pre-fill |
| | Name of the Registrar and Transfe | r Agent | | | |

| LINK INTIME INDIA PRIVATE LIMITED | |
|--|--------------|
| Registered office address of the Registrar and Transfer Agents | |
| C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikh roli (West), NA | |
| (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 20/09/2024 | |
| (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 activitjes 1 | |
| S.No Main Description of Main Activity group Business Description of Business Activity | % of turnov |

| | Activity group code | | Activity Code | | 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 | 2 | - | Pre-fill All |
|------|--------------|-----------|-------------|----------------|---|---|--------------|
| | | | | | | | |

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held | |
|----------------------------------|--|-----------------------|---|------------------|--|
| 1 NORTH EAST TRANSMISSION C U401 | | U40101TR2008PLC008249 | Joint Venture | 26 | |
| 2 | 2 NEW AND GREEN ENERGY OF / U35106DL2024PLC42611 | | Subsidiary | 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 | 1,120,000,000 | 1,120,000,000 | 1,120,000,000 |
| Total amount of equity shares (in Rupees) | 12,000,000,000 | 11,200,000,000 | 11,200,000,000 | 11,200,000,000 |

| N | lum | ber | of c | lasses |
|---|-----|-----|------|--------|
|---|-----|-----|------|--------|

| • | | | | |
|---|--|--|--|--|
| | | | | |

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|-------------------|--------------------|-----------------|
| Number of equity shares | 1,200,000,000 | 1,120,000,000 | 1,120,000,000 | 1,120,000,000 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 12,000,000,000 | 11,200,000,000 | 11,200,000,000 | 11,200,000,000 |

(b) Preference share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of preference shares | 300,000,000 | 0 | 0 | 0 |
| Total amount of preference shares (in rupees) | 3,000,000,000 | 0 | 0 | 0 |

| Num | her | ot c | lasses |
|-----|-----|------|--------|

| 1 | | | |
|---|--|--|--|
| | | | |

| Class of shares | Authorised capital | Latinal | Subscribed capital | Paid up capital |
|---|--------------------|---------|--------------------|-----------------|
| Number of preference shares | 300,000,000 | 0 | 0 | 0 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of preference shares (in rupees) | 3,000,000,000 | 0 | | |

(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 | 4 | 1,119,999,9 | 1120000000 | 11,200,000, | 11,200,000 | |
| 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 | | | | 0 | 0 | |
| NIL | | | | Ů | | |
| 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 | |
| iv. Others, specify | - | | | 0 | 0 | |
| NII | | | | 0 | U U | |
| A | | | | | | |
| At the end of the year | 4 | 1,119,999,9 | 1120000000 | 11,200,000, | 11,200,00 | c |
| At the end of the year Preference shares | 4 | 1,119,999,9 | 1120000000 | 11,200,000, | 11,200,00 | c |
| | 0 | 1,119,999,9 | 1120000000 | 11,200,000, | 11,200,00 | c |
| Preference shares | | | | | | 0 |
| Preference shares At the beginning of the year | 0 | 0 | 0 | 0 | 0 | |
| Preference shares At the beginning of the year Increase during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| Preference shares At the beginning of the year Increase during the year i. Issues of shares | 0 0 | 0 0 | 0 0 | 0 0 0 | 0 0 0 | 0 |
| Preference shares At the beginning of the year Increase during the year i. Issues of shares ii. Re-issue of forfeited shares | 0 0 | 0 0 | 0 0 | 0 0 0 | 0 0 | 0 |
| Preference shares At the beginning of the year Increase during the year i. Issues of shares ii. Re-issue of forfeited shares iii. Others, specify | 0 0 | 0 0 | 0 0 | 0 0 0 | 0 0 0 | 0 |
| Preference shares At the beginning of the year Increase during the year i. Issues of shares ii. Re-issue of forfeited shares iii. Others, specify | 0 0 0 | 0 0 0 | 0 0 0 | 0 0 0 0 | 0 0 0 0 | 0 0 |
| Preference shares At the beginning of the year Increase during the year i. Issues of shares ii. Re-issue of forfeited shares iii. Others, specify NIL Decrease during the year | 0 0 0 0 | 0 0 0 | 0 0 0 0 | 0 0 0 0 | 0 0 0 0 | 0 0 0 |
| Preference shares At the beginning of the year Increase during the year i. Issues of shares ii. Re-issue of forfeited shares iii. Others, specify NIL Decrease during the year i. Redemption of shares | 0 0 0 | 0 0 0 0 | 0 0 0 | 0 0 0 0 | 0 0 0 0 | 0 0 0 0 0 |
| Preference shares At the beginning of the year Increase during the year i. Issues of shares iii. Re-issue of forfeited shares iiii. Others, specify NIL Decrease during the year i. Redemption of shares iii. Shares forfeited | 0 0 0 0 | 0 0 0 0 | 0 0 0 | 0 0 0 0 0 0 | 0 0 0 0 0 | 0 0 0 0 0 |
| Preference shares At the beginning of the year Increase during the year i. Issues of shares ii. Re-issue of forfeited shares iii. Others, specify NIL Decrease during the year i. Redemption of shares iii. Shares forfeited iii. Reduction of share capital | 0 0 0 0 | 0 0 0 0 | 0 0 0 | 0 0 0 0 0 | 0 0 0 0 | 0 0 0 0 0 |

| N of the equity shares | of the company | 14 | | |
|--|---|---------------------|--------------------------------------|-----------------------|
| ii) Details of stock spl | it/consolidation during the ye | ear (for each class | of shares) | 0 |
| Class o | f shares | (i) | (ii) | (iii) |
| Before split / | Number of shares | | | |
| Consolidation | Face value per share | | | |
| After split / | Number of shares | | | |
| Consolidation | Face value per share | | | |
| Separate sheet att | vided in a CD/Digital Media] tached for details of transfers sfer exceeds 10, option for su | bmission as a sepa | Yes N Yes N rate sheet attachm | |
| Date of the previous | s annual general meeting | | | |
| Date of registration | of transfer (Date Month Ye | ar) | | |
| Type of transfe | er 1 | - Equity, 2- Prefe | rence Shares,3 - | Debentures, 4 - Stock |
| Number of Shares/ Units Transferred | Debentures/ | | nt per Share/ hture/Unit (in Rs.) | |
| Ledger Folio of Trar | nsferor | <u> </u> | | |
| Transferor's Name | | | | |
| | Surname | | le name | first name |

| Ledger Folio of Trans | sferee | | |
|--|-------------------------------|--|-----------------------|
| Transferee's Name | | | |
| | Surname | middle name | first name |
| Date of registration of | of transfer (Date Month Year) | | |
| Type of transfe | r 1 - E | quity, 2- Preference Shares,3 - | Debentures, 4 - Stock |
| Number of Shares/ D Units Transferred | Debentures/ | Amount per Share/ Debenture/Unit (in Rs.) | ě. |
| Ledger Folio of Trans | sferor | | |
| Transferor's Name | | | |
| | Surname | middle name | first name |
| Ledger Folio of Trans | sferee | | |
| 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 | 00 | 0 |
| Fully convertible debentures | 0 | 00 | 0 |
| Total | | | 0 |

Details of debentures

| Class of debentures | Outstanding as at the beginning of 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 | 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 |
| | | | | | |
| | | Į. | | | |

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

(i) Turnover

Total

15,797,077,000

(ii) Net worth of the Company

15,263,860,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

| S. No. | Category | Equ | ity | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 4 | 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 | 5,600,000 | 0.5 | 0 | |
| | (iii) Government companies | 559,999,996 | 50 | 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 | |
| 10, | Others | 0 | 0 | 0 | |
| | Total | 565,600,000 | 50.5 | 0 | 0 |

Total number of shareholders (promoters)

| c | | |
|---|--|--|
| 0 | | |

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

| S. No. | Category | Equi | ty | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | × | | | |
| | (i) Indian | 2 | 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 | 291,199,998 | 26 | 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 | · O | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 263,200,000 | 23.5 | 0 | |
| 10. | Others | 0 | 0 | 0 | |

| | Total | 554,400,000 | 49.5 | 0 | 0 |
|---|---|-------------|------|---|---|
| Total number of shareholders (other than promoters) | | | | | |
| | ber of shareholders (Promoters+Public n promoters) | 10 | | | |

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 | 6 | 6 |
| Members (other than promoters) | 4 | 4 |
| Debenture holders | 0 | 0 |

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

| Category | | irectors at the of the year | | | Percentage of directors as at | ge of shares held by 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 | 1 | 2 | 1 | 2 | 0 | 0 | |
| (i) Non-Independent | 1 | 0 | 1 | 0 | 0 | 0 | |
| (ii) Independent | 0 | 2 | 0 | 2 | 0 | 0 | |
| C. Nominee Directors representing | 0 | 8 | 0 | 8 | 0 | 0 | |
| (i) Banks & FIs | 0 | 0 | 0 | 0 | 0 | 0 | |
| (ii) Investing institutions | 0 | 0 | 0 | 0 | 0 | 0 | |
| (iii) Government | 0 | 1 | 0 | 1 | 0 | 0 | |
| (iv) Small share holders | 0 | 0 | 0 | 0 | 0 | 0 | |
| (v) Others | 0 | 7 | 0 | 7 | 0 | 0 | |
| Total | 1 | 10 | 1 | 10 | 0 | 0 | |

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

(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) |
|------------------------|------------|---------------------|-----------------------------------|--|
| Mr. Om Prakash Singh | 08704968 | Nominee director | 0 | |
| Mr. Sanil Chittoor Nam | 07963665 | Managing Director | 0 | |
| Mr. Satyan Kumar | 10181958 | Nominee director | 0 | |
| Mrs. Pragati P. Mitra | 10181701 | Nominee director | 0 | 01/07/2024 |
| Mr. Krishna Kumar | 10181096 | Nominee director | 0 | |
| Mr. Ayush Gupta | 09681775 | Additional director | 0 | 1 |
| Mr. Rathish Kumar Das | 09586463 | Additional director | 0 | |
| Mr. Milind Mukund Josl | 02685576 | Nominee director | 0 | |
| Mr. Debashis Sarkar | 08741500 | Nominee director | 0 | 16/07/2024 |
| Mr. Vivek Mallya | 05311763 | Director | 0 | |
| Mr. Inder Jit Kapoor | 02051043 | Director | 0 | |
| Mr. Avininder Gupta | AAJPG6297N | CFO | 0 | |
| Mr. Neeraj Kumar Agga | AERPA5977P | Company Secretar | 0 | |

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

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| 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) |
|-----------------------|----------|--|---|--|
| Mr. Mahesh Vishwar | 08198178 | Nominee director | 04/05/2023 | CESSATION |
| Mrs. Pomila Jaspal | 08436633 | Nominee director | 17/05/2023 | CESSATION |
| Mrs. Sushma Rawat | 09361428 | Nominee director | 17/05/2023 | CESSATION |
| Mr. Satyan Kumar | 10181958 | Additional director | 31/05/2023 | APPOINTMENT |
| Mrs. Pragati P. Mitra | 10181701 | Additional director | 31/05/2023 | APPOINTMENT |
| Mr. Arun Kumar Sinç | 06646894 | Additional director | 01/06/2023 | CESSATION |
| Mr. Om Prakash Sin | 08704968 | Nominee director | 01/06/2023 | CHANGE IN DESIGNATION |
| Mr. Krishna Kumar | 10181096 | Additional director | 01/06/2023 | APPOINTMENT |
| Mr. Satyan Kumar | 10181958 | Nominee director | 09/09/2023 | CHANGE IN DESIGNATION |
| Mrs. Pragati P. Mitra | 10181701 | Nominee director | 09/09/2023 | CHANGE IN DESIGNATION |
| Mr. Krishna Kumar | 10181096 | Nominee director | 09/09/2023 | CHANGE IN DESIGNATION |
| Mr. Ayush Gupta | 06646894 | Additional director | 20/11/2023 | APPOINTMENT |
| Mr. Sumit Kishore | 09472303 | Nominee director | 26/02/2024 | CESSATION |
| Mr. Rathish Kumar [| 09586463 | Additional director | 01/03/2024 | 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 Type of meeting | Date of meeting | Total Number of Members entitled to | Attendance | | |
|--|-----------------|-------------------------------------|----------------------------|-------------------------|--|
| | | attend meeting | Number of members attended | % of total shareholding | |
| 19th AGM | 09/09/2023 | 10 | 9 | 90 | |

| B. BOARD MEETINGS | | |
|--------------------------|---|---|
| *Number of meetings held | 5 | _ |

| meetings held | 5 |
|---------------|---|
|---------------|---|

| S. No. | Date of meeting | Total Number of directors associated as on the date | | Attendance |
|--------|-----------------|---|------------------------------|-----------------|
| | | of meeting | Number of directors attended | % of attendance |
| 1 | 11/05/2023 | 10 | 9 | 90 |
| 2 | 04/08/2023 | 10 | 9 | 90 |
| 3 | 31/10/2023 | 10 | 10 | 100 |
| 4 | 05/12/2023 | 11 | 11 | 100 |
| 5 | 29/01/2024 | 11 | 10 | 90.91 |

C. COMMITTEE MEETINGS

Number of meetings held

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| S. No. | Type of meeting | | Total Number of Members as | Attendance | | |
|--------|-----------------|-----------------|-------------------------------|----------------------------|-----------------|--|
| | meeting | Date of meeting | on the date of the meeting | Number of members attended | % of attendance | |
| 1 | OPERATION F | 04/05/2023 | 5 | 5 | 100 | |
| 2 | NOMINATION | 04/05/2023 | 4 | 4 | 100 | |
| 3 | AUDIT COMM | 10/05/2023 | 4 | 3 | 75 | |
| 4 | OPERATION | 01/08/2023 | 5 | 5 | 100 | |
| 5 | AUDIT COMM | 04/08/2023 | 4 | 4 | 100 | |
| 6 | NOMINATION | 28/08/2023 | 4 | 4 | 100 | |
| 7 | OPERATION | 30/10/2023 | 5 | 5 | 100 | |
| 8 | AUDIT COMM | 31/10/2023 | 4 | 4 | 100 | |
| 9 | OPERATION | 05/12/2023 | 5 | 5 | 100 | |
| 10 | CORPORATE | 21/12/2023 | 3 | 3 | 100 | |

D. *ATTENDANCE OF DIRECTORS

| | | Board Meetings | | | Committee Meetings | | | Whether attended AGM |
|-----------|-----------------|----------------|-----------------------------------|-----------------|--------------------|----------|-----------------|------------------------|
| S. No. | of the director | | Number of Meetings attended | % of attendance | | Meetings | % of attendance | 20/09/2024 (Y/N/NA) |
| 1 | Mr. Om Praka | 5 | 5 | 100 | 3 | 2 | 66.67 | Yes |

| XI. MATTERS RELAT | TED TO CERTIFICA | TION OF COMPLIA | NCES AND DISCLOSE | IRES | |
|--|--|---|--|--|---|
| * A. Whether the co- | mpany has made co e Companies Act, 20 | mpliances and disclo | osures in respect of app | licable Yes | ○ No |
| B. If No, give reas | ons/observations | | | | |
| | | | | | |
| XII. PENALTY AND P | UNISHMENT - DET | TAILS THEREOF | | | |
| (A) DETAILS OF PEN | ALTIES / PUNISHM | ENT IMPOSED ON | COMPANY/DIRECTOR | S /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 CO | MPOUNDING OF C | OFFENCES N | 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) |
| | | | | | |
| Ye | es O No | | oiders has been enclosed. | | nt |
| In case of a listed co more, details of com | ompany or a compan pany secretary in wh | y having paid up sha nole time practice ce | are capital of Ten Crore rtifying the annual returi | rupees or more or tu n in Form MGT-8. | rnover of Fifty Crore rupees or |
| Name | BAL | IKA SHARMA | | | |
| Whether associate | e or fellow | Associa | te Fellow | | |
| Certificate of pra | ctice number | 3222 | | | |

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

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dated

26/04/2014

I am Authorised by the Board of Directors of the company vide resolution no. ...

| (DD/MM in respec | /YYYY) to sign th | is form and natter of thi | I declare that all the s form and matters | e requirements of th incidental thereto h | e Companies Act, 2 ave been compiled | 2013 and the rules made thereunder with. I further declare that: |
|-----------------------|--|--------------------------------|---|--|---|--|
| 1. | Whatever is state the subject matte | ed in this fo er of this fo | orm and in the attac rm has been suppr | chments thereto is tr essed or concealed | ue, correct and cor and is as per the o | nplete and no information material to riginal records maintained by the company. |
| 2. | All the required a | attachment | s have been compl | etely and legibly atta | ached to this form. | |
| Note: A punishi | ttention is also onent for fraud, p | drawn to ti unishmen | ne provisions of S t for false stateme | ection 447, section ent and punishmen | n 448 and 449 of th It for false evidend | ne Companies Act, 2013 which provide for ce respectively. |
| To be di | igitally signed by | / | | | | |
| Director | | | SANIL Doubly sgood by SANIC CHITTOON SANIC CHITTOON SANIC CHITTOON CHARGOCOMMAD NAMEDOODIRIPA deep 26 40 5 30 18 02 36 -05 30 | | | |
| DIN of ti | he director | | 0*9*3*6* | | | *) |
| To be d | igitally signed by | y | Neeraj Socialy sand by kumar Application on the Agganwal Sec. (2011-02:20 | | | |
| Com | pany Secretary | | | | | |
| Com | pany secretary in | practice | | | | |
| Member | ship number | 4*5* | | Certificate of pract | ice number | |
| | | | | | | |
| | Attachments | | | [65 | | List of attachments |
| | 1. List of share I | holders, de | benture holders | | Attach | Details of Shareholders.pdf |
| | 2. Approval lette | er for exten | sion of AGM; | Ī | Attach | MGT-8_OTPC 2024.pdf Details of Committee Meetings.pdf |
| | 3. Copy of MGT | -8; | | Ī | Attach | Details of Debenture Holders.pdf |
| | 4. Optional Atta | chement(s |), if any | | Attach | |
| | | | | | | Remove attachment |
| | M | odify | 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

Details of Shareholders for FY 2023-24

| Name of Shareholder | Folio Number | DP ID- Client Id Account Number | Number of Shares held | Class of Shares |
|---|-----------------|---------------------------------|--------------------------|--------------------|
| Governor, Govt. of Tripura | - | IN301250-29117748 | 5,600,000 | Equity share |
| Oil and Natural Gas Corporation Limited | - | IN301127-16646167 | 559,999,996 | Equity share |
| Neeraj Lal and Oil and Natural Gas Corporation Limited | 18 | - | 1 | Equity share# |
| Jai Shankar and Oil and Natural Gas Corporation Limited | 20 | = | 1 | Equity share# |
| Ashwani Chaudhary and Oil and Natural Gas Corporation Limited | 21 | - | 1 | Equity share# |
| Rakesh Kaul and Oil and Natural Gas Corporation Limited | 23 | 2. <u>-</u> | 1 | Equity share# |
| India Infrastructure Fund II | = | IN300126-11251188 | 263,200,000 | Equity share |
| GAIL (INDIA) LTD | - | IN301127-16679295 | 291,199,998 | Equity share |
| Nikhil Joshi and Gail India Limited | ä | IN301330- 40537142 | 1 | Equity share |
| Suyog Puri and Gail India Limited | • | IN301330- 41247030 | 1 | Equity share |

#shares held in physical mode as on 31.03.2024

Note:

- 1. Oil and Natural Gas Corporation (ONGC) holds 50% shareholding in the company along with its four nominees holding one share each jointly with ONGC.
- 2. GAIL (India) Limited (GAIL) holds 26% shareholding in the company along with its two nominees holding one share each jointly with GAIL.

For ONGC Tripura Power Co. Ltd.

Company Secretary



Balika Sharma And Associates Company Secretaries

Address: Flat No. 211 pocket A / 3, Sector-7, Rohini, New Delhi, Pin Code -110085

Mobile : 9811387946 E-mail Id: balikasharma@gmail.com

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, books and papers of ONGC TRIPURA POWER COMPANY LIMITED (CIN-U40101TR2004PLC007544) (the company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the Financial Year ended on 31st March, 2024. 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 & Rules made there under whenever applicable in respect of:
- 1. its status under the Act.
- 2. maintenance of registers/records & making entries therein within the time prescribed therefore.
- 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 time.
- 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 Minutes Book/registers maintained for the purpose and the same have been signed.
- 5. closure of Register of Members/Security holders, as the case may be; Not Applicable.

GST No.: 07AMAPS9564K1ZE

Cp. No. 3222

embership No. 4816, C. P. No. 3222



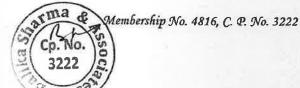
Balika Sharma And Associates Company Secretaries

Address: Flat No. 211 pocket A / 3, Sector-7, Rohini, New Delhi, Pin Code -110085 Mobile: 9811387946

E-mail Id: balikasharma@gmail.com

- 6. advances/ loans to its directors and/or persons or firms or companies referred in Section 185 of the Act; During the year, no loans or advances were given by the Company to its Directors and/or persons as referred to Section 185 of the Act;
- 7. contracts/arrangements with related parties as specified in Section 188 of the Act.
- 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 certificates in all instances; During the year, there was no transfer of shares.
- 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; Not Applicable.
- 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.
- 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.
- 12. constitution/appointment/re-appointments/retirement/filling up casual vacancies/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them.
- 13. appointment/reappointment/filling up casual vacancies of auditors as per the provisions of section 139 of the Act.
- 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.
- 15. acceptance/ renewal/ repayment of deposits; The Company has not accepted any deposits during the period under review.
- 16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect; Whenever

GST No.: 07AMAPS9564K1ZE





Balika Sharma And Associates Company Secretaries

Address: Flat No. 211 pocket A / 3, Sector-7, Rohini, New Delhi,

Pin Code -110085 Mobile : 9811387946

E-mail Id: balikasharma@gmail.com

Applicable

- 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; In terms of Section 186 of the Act, the Company did not extend any loan or guarantee or security during the financial year 2023-24, however during the year, the Company formed a subsidiary named "New and Green Energy of Assam Limited" (NGEAL) in Joint Venture with Assam Power Distribution Company Limited (APDCL) in 51:49 equity share structure and invested an amount of Rs. 510,000 in equity share capital of NGEAL towards initial subscription money.
- 18. alteration of the provisions of the Memorandum and/or Articles of Association of the Company. No alteration has been made during the period under review.

Date: 11.10.2024 Place: New Delhi For Balika Sharma & Assi

Signature:

Name of Company Secretary: Balika Sharma

C.P. No.: 3222 M.No.: 4816

UDIN number F004816F001524059

FY 2023-2024 IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

C. COMMITTEE MEETINGS

OTHER MEETING

| S.NO. | Type of Meeting | Date of meeting | Total number of members as on the date of the meeting | Attendance | |
|-------|--|-----------------|---|----------------------------|-----------------|
| | | | Λ. | Number of members attended | % of attendance |
| 11 | BUSINESS DEVELOPMENT COMMITTEE | 21-12-2023 | 6 | 6 | 100% |
| 12 | OPERATION REVIEW COMMITTEE | 25-01-2024 | 5 | 5 | 100% |
| 13 | AUDIT COMMITTEE | 29-01-2024 | 4 | 4 | 100% |
| | MEETING OF INDEPENDENT DIRECTORS AS PER SCHEDULE IV OF COMPANIES ACT, 2013 | 22-03-2024 | 2 | 2 | 100% |

For ONGC Tripura Power Co. Lta.

Company Secretary

| Details of Debenture Holders for FY 2023-2024 | | | | | |
|---|-------------|-----------|------------------|----------------------|----------------------------|
| First Name | Middle Name | Last Name | Reference Number | Number of debentures | Total amount of debentures |
| | | | NIL | | |

For ONGC Tripura Power Co. Ltd.

Company Secretar