

**OPG POWER GENERATION PRIVATE LIMITED**

**16<sup>th</sup> ANNUAL REPORT**

**2020-2021**

**OPG POWER GENERATION PRIVATE LIMITED**

CIN: U40109TN2005PTC055442

**BOARD OF DIRECTORS**

Mr. Vivek Harinarain	Managing Director
Mr. Ajit Pratap Singh	Executive Director & Company Secretary
Mr. Dakshinamurthy Sabarigireaswaran	Director
Mr. Purushotam Dass Siwal (from 01.01.2021)	Director

**REGISTERED OFFICE & PLANT**

OPG Nagar, Periya Obulapuram Village, Nagaraja Kandigai,  
Madharapakkam Road, Gummidipoondi 601201

**AUDITORS**

M/s. Chaturvedi & Company,  
Chartered Accountants,  
7<sup>th</sup> Floor, 7C & 7D, KRD Gee Gee Krystal,  
89-92, Dr.Radhakrishnan Salai,  
Mylapore, Chennai – 600004.

**BANKERS**

Punjab National Bank  
Union Bank of India  
Indian Overseas Bank  
Bank of India  
Indian Bank

**Debenture Trustee**

Axis Trustee Services Limited  
Registered Office: The Ruby, 2nd Floor, SW, 29,  
Senapati Bapat Marg, Dadar West,  
Mumbai, Maharashtra 400028

**NOTICE**

NOTICE is hereby given that the **SIXTEENTH ANNUAL GENERAL MEETING** of the members will be held on **30.09.2021, THURSDAY** at **3.30 p.m.** at the Registered Office situated at OPG Nagar Periya Obulapuram Village, Nagaraja Kandigai, Madharapakkam Road, Gummidipoondi, Thiruvallur - 601201 to transact the following businesses:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited Financial Statements of the Company for the Financial Year ended on 31.03.2021 and the reports of the Board of Directors and the Auditors Report thereon.

**SPECIAL BUSINESS:**

**2. APPOINTMENT OF MR. PURUSHOTAM DASS SIWAL AS DIRECTOR OF THE COMPANY**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an ordinary resolution:

“**RESOLVED** that, pursuant to section 161 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Purushotam Dass Siwal (DIN: 06888573) who was appointed as an Additional Director, by the Board of Directors of the Company with effect from 01.01.2021 and who holds office up to this (16<sup>th</sup>) Annual General Meeting, be and is hereby appointed as Director of the Company.”

**3. APPROVAL OF REMUNERATION FOR THE COST AUDITOR FOR THE FY 2021-22**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an ordinary resolution:

“**RESOLVED** that pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration of Rs.60,000/-(Rupees Sixty Thousand Only) plus applicable taxes payable to Mr. L.Thriyambak (Membership No. 40720), Cost Accountant, who was appointed by the Board of Directors as the Cost Auditor to audit of the cost records maintained by the Company for the financial year ending 31.03.2022, be and is hereby ratified and confirmed.”

OPG POWER GENERATION PRIVATE LIMITED  
ANNUAL REPORT 2020-21

By order of the Board of  
OPG Power Generation Private Limited,

**Ajit Pratap Singh**  
**Executive Director**

**DIN: 02655932**

**Date: 17.09.2021**

**Place: Gummidipoondi**

NOTES:

- 1) *A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the company. Proxy forms, in order to be valid should be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting. A form of proxy is enclosed.*
- 2) *Members/Proxies should bring the Attendance slip duly filed in for attending the meeting.*
- 3) *Pursuant to Section 102 of the Companies Act, 2013, the relative Explanatory Statement in respect of special business set out in this notice is annexed hereto.*

**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS (Item Numbers 2 and 3)  
PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**Item No:2**

Mr. Purushotam Dass Siwal who was co-opted as an Additional Director on the Board with effect from 01.01.2021 and who holds his office up to this (16<sup>th</sup>) Annual General Meeting and being eligible, seeks approval of members for appointment as Director.

Mr. Purushotam Dass Siwal is not related to any other Director of the Company nor he holds any shares in the Company.

He is not related to any of the Promoters/Promoter Group of the Company.

Except the proposed appointee being an Additional Director no other directors and their relatives are, in any way, concerned or interested in the resolution.

The Board recommends in the interest of all Stakeholders appointment of Mr. Purushotam Dass Siwal as Director of the Company at the 16<sup>th</sup> Annual General Meeting by passing of an ordinary resolution as stipulated in Item No.2 of the Notice hereof.

**Item No.3**

Pursuant to the provisions of Section 148(3) of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a Cost Auditor to audit the cost records of maintained by the Company. As per the Rules, remuneration payable to the Cost Auditor is required to be ratified by the members of the Company. The Board of Directors of the Company, at its meeting held on 13.08.2021, on the recommendation of the Audit Committee approved the re-appointment of L.Thriyambak, Cost Accountant (Membership No.: 40720) as the Cost Auditor of the Company for the financial year 2021-22 at a remuneration of Rs.60,000/- (Rupees Sixty Thousand only) plus applicable taxes and reimbursement of out of pocket expenses, subject to ratification by the members at the 16<sup>th</sup> Annual General Meeting.

The Board of Directors recommends the members passing the resolution as an ordinary resolution as set out in Item No.3 of the Notice hereof.

None of the Directors or Key Managerial Personnel of the Company or their relatives, in any way is concerned or interested, financially or otherwise in the resolution set out in Item No.3.

## DIRECTOR'S REPORT

To

THE MEMBERS,

Your directors have pleasure of presenting the Sixteenth Annual Report of the Company together with the audited Financial Statements of the Company for the financial year ended on 31.03.2021.

### Financial Results:

The Company's performance during the financial year ended 31.03.2021 as compared to the previous accounting period is summarized below:

(Rs. in lakhs)

Particulars	For the current reporting period ended 31.03.2021	For the previous reporting period ended 31.03.2020
Total Revenue including Other Income	90,066.09	1,41,248.02
Total Expenses	87,783.91	1,37,528.97
Profit or Loss before interest and depreciation	20,132.54	27,314.21
Financial Cost	6,503.61	10,177.73
Depreciation	11,346.75	13,417.43
Prior Period Adjustments		
Profit / Loss before Taxation	2,282.18	3,719.05
Current Taxation	399.00	649.79
Deferred Tax	(410.66)	(357.26)
Profit or Loss After Tax	2,293.84	3,426.52
Other Comprehensive Income	9.16	20.40

### COMPANY'S AFFAIRS

The Company is engaged in the activities of Generating, Distributing of Power from its Thermal power plants located in Gummidipoondi. There was no change in the nature of the business activity of the Company during the year under review.

### FINANCIAL PERFORMANCE

The revenue of the Company was Rs. 90,066.09 lakhs for the current period ended 31.03.2021 as compared to Rs. 1,41,248.02 Lakhs for the corresponding period ended 31.03.2020. During the year under review, the Company incurred a profit of Rs. 2,293.84 Lakhs.

#### **CHANGE IN THE NATURE OF BUSINESS**

There was no change in the nature of the business of the Company during the year under review.

#### **DIVIDEND:**

The Board of Directors has not recommended any dividend during the period under review.

#### **SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES:**

As on 31st March 2021, the company have one wholly owned subsidiary and four Associate companies in India, while in overseas the company have one Joint Venture in Hong Kong.

During the year, the company sold its entire capital contribution held in OPG Surya Vidyut LLP on 26.12.2020 and in Samriddhi Solar Power LLP on 31.03.2021.

The details of Subsidiaries, Associates pursuant to Section 129 (3) of the Companies Act, 2013 is provided in **Form AOC-1** as **Annexure -I** and forms part of this Annual Report.

#### **TRANSFER TO RESERVES:**

No amount was transferred to the reserves during the financial year ended 31st March, 2021.

#### **DIRECTOR'S RESPONSIBILITY STATEMENT**

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended 31.03.2021; the Board of Directors hereby confirms that:

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) such accounting policies have been selected and applied consistently and the Directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31.03.2021 and of the profits of the Company for the year ended on that date;
- c) proper and sufficient care was taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the annual accounts of the Company have been prepared on a going concern basis;
- e) internal financial controls have been laid down to be followed by the Company and that such internal financial controls are adequate and were operating effectively;

- f) Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **BOARD MEETINGS**

The Board of Directors met Eighteen (18) times during the year under review.

#### **CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

The Board has constituted the Corporate Social Responsibility Committee in accordance with Section 135 of the Companies Act 2013. During the financial year under review the committee met Two times. The CSR report is enclosed as **Annexure V**

#### **DIRECTORS AND KEY MANGERIAL PERSONNEL**

Mr. Purushotam Dass Siwal who was appointed as Additional Director of the company on 01/01/2021 be and hereby reappointed as Director of the company in the ensuing Annual General Meeting to be held on 30.09.2021.

During the year under review there was no change in KMP.

#### **STATUTORY AUDITORS & THEIR REPROT**

M/s. Chaturvedi & Company, Chartered Accountants, (ICAI Firm Registration No. 302137E), were appointed as Statutory Auditors at the conclusion of Twelfth (12th) AGM held on September 30, 2017, for a period of five (5) years till the conclusion of the Seventeenth (17th) Annual General Meeting of the Company.

The Statutory Auditors' report to the shareholders on the financials for the year ended March 31, 2021, does not contain any qualification, observation, or adverse comment.

#### **BOARD'S COMMENT ON THE AUDITORS' REPORT**

The observations of the Statutory Auditors, when read together with the relevant notes to the accounts and accounting policies are self-explanatory and do not call for any further comment.

#### **COST AUDITORS**

Pursuant to the provisions of Section 148 and other applicable provisions of the Companies act 2013, and rules if any, (including any statutory modification or re-enactment thereof for the time being in force) the Central Government has mandated maintenance of certain registers and cost records and

audit of such cost records. This is applicable to our company. Hence, the company appointed Mr. L. Thriyambak (–Membership No. 000902) as Cost Auditor of the company to audit the Cost records for the financial year 2021-22.

#### **PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS**

Pursuant to the provisions of Section 186 and other applicable provision of the Companies act 2013 and rules if any, (including any statutory modification or re-enactment thereof for the time being in force) the particulars of Loans, Guarantees and Investments are given in the Notes to the Financial Statements.

#### **PARTICULARS OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES**

All transactions entered into with the related parties were in the ordinary course of business on an arms' length basis and do not attract provisions of Section 188 and other applicable provision and rules if any, of the Companies act 2013. The Particulars of Contracts or Arrangement with Related Parties are provided in **Form AOC-2** as **Annexure -II** and forms part of the Annual Report.

#### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO**

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy and technology absorption have been furnished considering the nature of activities undertaken by the Company during the year under review as **Annexure -III** and forms part of the Annual Report.

#### **MATERIAL CHANGES AND COMMITMENTS:**

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relates and the date of this report.

#### **EXTRACT OF ANNUAL RETURN**

Pursuant to the provisions of Section 92(3) and Section 134(3)(a) of the Companies Act, 2013, Extract of the Annual Return for the financial year ended 31.03.2019 is provided in **Form MGT-9** as **Annexure -IV** and forms part of the Annual Report.

#### **SHARE CAPITAL**

During the year the Company has buy-back 17,41,855 Class-B Equity shares at a price of Rs.797.99 per shares aggregating to Rs.139,00,00,000/-, respectively the company issued 17,41,855 bonus equity shares to Class-B Equity shareholders during the financial year under review.

**VIGIL MECHANISM:**

The Company has established a vigil mechanism for Directors and Employees to report genuine concerns pursuant to section 177 of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules 2014.

**DEPOSITS**

During the year under review, your Company did not accept any deposits in terms of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014. As on April 1, 2014, no amounts were outstanding which were classified as 'Deposits' under the applicable provisions of Companies Act, 2013 and hence, the requirement for furnishing of details of deposits which are not in compliance with the Chapter V of the Companies Act, 2013 is not applicable.

**INTERNAL FINANCIAL CONTROLS**

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate.

During the year under review, no material or serious observation has been received from the Internal Auditors of the Company for inefficiency or inadequacy of such controls.

**DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL**

No significant and material orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

**RISK MANAGEMENT POLICY**

The Company is engaged in generation of power and supplies power to captive consumers and TANGEDCO. The Industry in which the company belongs to is governed under various regulations. The Company is associated with risk viz, business risk, financial risk and economic risk. Due to increase in day to day risk which the company is facing, the Company has adopted a Risk Management Policy in accordance with the provisions of the Act. It establishes various levels of risks with its varying levels of probability, the likely impact on the business and its mitigation measures.

**CORPORATE SOCIAL RESPONSIBILITY (CSR):**

Pursuant to provisions of section 135 of the Companies Act, 2013 a report on the Company CSR Policy, constitution of CSR Committee and related matters is enclosed as **Annexure V** and forms part of the Annual Report.

#### **SECRETARIAL AUDITOR & THEIR REPORT**

Pursuant to the provisions of Section 204 of the Companies Act 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/sM K Madhavan & Associates, Practicing Company Secretaries, as its Secretarial Auditor to undertake the secretarial audit for FY 2020-21.

The Secretarial Audit Report issued by the Secretarial Auditors, in Form MR-3 is annexed herewith and forms part of this report as **Annexure VI**.

The Secretarial Audit Report does not contain any qualifications, reservations, adverse remarks or disclaimer.

#### **DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

A policy for prevention of sexual harassment in accordance with the requirements of the Sexual Harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013 is in place. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. No complaint was reported by any employee pertaining to Sexual Harassment, during the year under review.

#### **DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE**

There are no significant and material orders passed by the Regulators/Courts that would impact the going concern status of the Company and its future operations.

#### **ACKNOWLEDGEMENT**

Your Directors take this opportunity to thank the Customers, Suppliers, Bankers, Business partners/Associates, Financial Institutions and various Regulatory Authorities for their consistent support/ encouragement to the Company.

Your Directors would also like to thank the Members for reposing their confidence and faith in the Company and its Management.

*OPG POWER GENERATION PRIVATE LIMITED  
ANNUAL REPORT 2020-21*

For and on behalf of Board of Directors of  
OPG Power Generation Private Limited,

**Date: 17.09.2021**

**Place: Gummidipoondi**

**Ajit Pratap Singh**

**Executive Director**

**DIN: 02655932**

**Vivek Harinarain**

**Managing Director**

**DIN: 00870158**

**Annexure I**

**FORM AOC -1**

*(Statement Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014) Statement containing salient features of the financial statement of Subsidiaries / Associate companies / Joint Ventures.*

**Part "A": Subsidiaries**

**(Rs. in Lakhs)**

<b>1.</b>	Name of the subsidiary	:	<b>Samridhhi Surya Vidyut Private Limited</b>
<b>2.</b>	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	:	31.03.2021
<b>3.</b>	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign Subsidiaries	:	NA
<b>4.</b>	Share Capital	:	3075
<b>5.</b>	Reserves & Surplus	:	91.82
<b>6.</b>	Total Assets	:	3231.44
<b>7.</b>	Total Liabilities	:	3231.44
<b>8.</b>	Investments	:	2572.75
<b>9.</b>	Turnover	:	16.54
<b>10.</b>	Profit/Loss before taxation	:	(32.45)
<b>11.</b>	Provision for taxation	:	N.A.
<b>12.</b>	Profit/Loss after taxation	:	(32.45)
<b>13.</b>	Proposed Dividend	:	0.00
<b>14.</b>	% of shareholding	:	100

- Names of subsidiaries which are yet to commence operations:
  1. Samridhhi Surya Vidyut Private Limited
- Names of subsidiaries which have been liquidated or sold during the year:
  1. OPG Surya Vidyut LLP
  2. Samridhhi Solar Power LLP

**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

<b>Name of Associates/Joint Ventures</b>	:	Padma Shipping Limited (Joint Venture)
<b>Latest audited Balance Sheet Date</b>	:	31.03.2021
Numbers	:	1700850
Amount of Investment in Associates/Joint Venture	:	1136.81
Extend of Holding %	:	18.44
<b>Description of how there is significant influence</b>	:	Voting rights
<b>Reason why the associate/joint venture is not consolidated</b>	:	Voting rights
<b>Net worth attributable to Shareholding as per latest audited Balance Sheet</b>	:	Consolidated with the Holding Company Gita Power & Infrastructure Private Limited
<b>Profit / Loss for the year</b>		
Considered in Consolidation	:	
Not Considered in Consolidation	:	

<b>Name of Associates/Joint Ventures</b>	:	Aavanti Renewable Energy Private Limited (Associate Company)	Aavanti Solar Energy Private Limited (Associate Company)	BRICS Renewable Energy Private Limited (Associate Company)	Mayfair Renewable Energy (I) Private Limited (Associate Company)
<b>Latest audited Balance Sheet Date</b>	:	31.03.2021	31.03.2021	31.03.2021	31.03.2021
<b>Shares of Associate/joint Ventures held by the company on the year end</b>					
Numbers	:	5580	5580	5580	5580
Amount of Investment in Associates/Joint Venture	:	Rs. 55,800/-	Rs. 55,800/-	Rs. 55,800/-	Rs. 55,800/-
Extend of Holding %	:	31	31	31	31
<b>Description of how there is significant influence</b>	:	Voting rights	Voting rights	Voting rights	Voting rights

**OPG POWER GENERATION PRIVATE LIMITED**  
**ANNUAL REPORT 2020-21**

<b>Reason why the associate/joint venture is not consolidated</b>	:	Because Company does not have control over the Associate hence, Equity accounting done for Associate.	Because Company does not have control over the Associate hence, Equity accounting done for Associate.	Because Company does not have control over the Associate hence, Equity accounting done for Associate.	Because Company does not have control over the Associate hence, Equity accounting done for Associate.
<b>Net worth attributable to Shareholding as per latest audited Balance Sheet</b>	:	3525.99	3047.21	471.62	3696.85
<b>Profit / Loss for the year</b>	:	387.74	406.09	101.39	330.52
Considered in Consolidation	:	120.20	125.89	31.43	102.46
Not Considered in Consolidation	:	267.54	280.20	69.96	228.46

- Names of associates or joint ventures which are yet to commence operations : NIL
- Names of associates or joint ventures which have been liquidated or sold during the year : Padma Shipping Limited

**For and on behalf of Board of Directors of**  
**OPG Power Generation Private Limited,**

**Date: 17.09.2021**

**Place: Gummidipoondi**

**Ajit Pratap Singh**

**Executive Director**

**DIN: 02655932**

**Vivek Harinarain**

**Managing Director**

**DIN: 00870158**

**Annexure II**

**Form No. AOC-2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies  
(Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis

(a)	Name(s) of the related party and nature of relationship	NIL
(b)	Nature of contracts/arrangements/transactions	
(c)	Duration of the contracts / arrangements/transactions	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
(e)	Justification for entering into such contracts or arrangements or transactions	
(f)	date(s) of approval by the Board	
(g)	Amount paid as advances, if any:	
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	

2. Details of material contracts or arrangement or transactions at arm's length basis

(a)	Name(s) of the related party and nature of relationship	Nil
(b)	Nature of contracts /arrangements/ transactions	
(c)	Duration of the contracts / arrangements/ transactions	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	
(e)	date(s) of approval by the Board	
(f)	Amount paid as advances, if any:	

For and on behalf of Board of Directors of  
**OPG Power Generation Private Limited,**

**Date: 17.09.2021**

**Place: Gummidipoondi**

**Ajit Pratap Singh**

**Executive Director**

**DIN: 02655932**

**Vivek Harinarain**

**Managing Director**

**DIN: 00870158**

**Annexure III**

**INFORMATION UNDER SECTION 134 (3) (m) OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (ACCOUNTS) RULES, 2014.**

**A. CONSERVATION OF ENERGY**

- i. The steps taken or impact on conservation of energy-. NIL
- ii. The steps taken by the company for utilizing alternate sources of energy- NIL
- iii. The capital investment on energy conservation equipment– NIL

**B. TECHNOLOGY ABSORPTION**

- i. the efforts made towards technology absorption; NIL
- ii. the benefits derived like product improvement, cost reduction, product development or import substitution NIL
- iii. in case of imported technology (imported during the last three years reckoned from the beginning of the financial year) NIL

a. the details of technology imported	-
b. the year of import	-
c. whether the technology been fully absorbed	-
d. if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; And	-

- iv. the expenditure incurred on Research and Development. NIL

**C. FOREIGN EXCHANGE EARNINGS AND OUTGO**

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows:

Particulars	Rs. in Lakhs
Purchase – Coal	33,073.88
Subscription	13.07
Professional Consultancy	9.16
Consumables, Stores & Spares	188.75
Other expenses	15.44

For and on behalf of Board of Directors of  
OPG Power Generation Private Limited,

**Date: 27.06.2021**

**Place: Gummidipoondi**

**Ajit Pratap Singh**

**Executive Director**

**DIN: 02655932**

**Vivek Harinarain**

**Managing Director**

**DIN: 00870158**

ANNEXURE -IV

Form No.MGT-9

EXTRACT OF ANNUAL RETURN

AS ON THE FINANCIAL YEAR ENDED ON 31.03.2021

*[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the  
Companies (Management and Administration) Rules, 2014]*

**I. REGISTRATION AND OTHER DETAILS:**

- i) Corporate Identity Number (CIN) : **U40109TN2005PTC055442**
- ii) Registration Date: : **21.02.2005**
- iii) Name of the Company: : **OPG POWER GENERATION PRIVATE LIMITED**
- iv) Category/ Sub-Category of the Company : **PRIVATE LIMITED COMPANY**
- v) Address of the registered office : **OPG NAGAR PERIYA OBULAPURAM VILLAGE  
and contact details NAGARAJA KANDIGAI, MADHARAPAKKAM  
ROAD GUMMIDIPOONDI THIRUVALLUR TN  
601201 IN**
- vi) Whether listed company : **NO**
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any : **NA**

**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	% total turnover of the company
1.	Generation of Power through Thermal source	35102	100

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

S. NO	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary /Associate	% Of Shares Held	Applicable Section
1.	Gita Power & Infrastructure Private Limited OPG Nagar Periya Obulapuram Village Nagaraja Kandigai, Madharapakkam Road Gummidipoondi Thiruvallur 601201.	U40100TN2008PT C068233	Holding Company	73.16	Section 2(46)
2.	Samridhhi Surya Vidyut Private Limited Sy No.184-185, OPG Nagar Periya Obulapuram Village Nagaraja Kandigai, Madharapakkam Road Gummidipoondi Thiruvallur TN 601201 IN	U40106TN2016PT C111070	Subsidiary	100	Section 2(87)
3.	Aavanti Renewable Energy Private Limited No.2898/2, 1st Floor, Ward No.5 Bus Stand Road, Shiggaon Haveri - 581205	U40300TN2011PT C080241	Associate	31	Section 2(6)
4.	Aavanti Solar Energy Private Limited No.2898/2, 1st Floor, Ward No.5 Bus Stand Road, Shiggaon Haveri - 581205	U40100TN2011PT C080251	Associate	31	Section 2(6)
5.	Brics Renewable Energy Private Limited No.2898/2, 1st Floor, Ward No.5 Bus Stand Road, Shiggaon Haveri - 581205	U40100TN2011PT C080491	Associate	31	Section 2(6)
6.	Mayfair Renewable Energy (I) Private Limited No.2898/2, 1st Floor, Ward No.5 Bus Stand Road, Shiggaon Haveri - 581205	U40100TN2011PTC 081224	Associate	31	Section 2(6)















OPG POWER GENERATION PRIVATE LIMITED  
ANNUAL REPORT 2020-21

1	Gita Power & Infrastructure Private Limited	627700	2.46	-	138220	0.54	-	(1.92)
---	---	--------	------	---	--------	------	---	--------

**Class B Equity**

Sl.No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% 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	Gita Power & Infrastructure Private Limited	180479 90	70.70	0.00	18047 990	70.70	0.00	0.00

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

**Class A Equity**

		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
Sl No	Name of the Share holder	No of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Gita Power & Infrastructure Private Limited	627700	2.46	138220	0.54

**Class B Equity**

--	--	--

Sl No	Name of the Share holder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Gita Power & Infrastructure Private Limited	18047990	70.70	18047990	70.70

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, promoters and Holders of GDRs and ADRs):**

**Class A Equity**

Sl. No	Name of the Share holder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
1	JR Metal Chennai Limited	273100	1.07	402200	1.58
2	Southern Petrochemical Industries Corporation Limited	238500	0.93	357300	1.40
3	Apollo Tyres Limited	220300	0.86	284000	1.11
4	Sri Jayajothi & Company Private Limited	183000	0.72	218100	0.85
5	L.S. Mills Limited	166600	0.65	211000	0.83
6	Sri Parameswari Spinning Mills Private Limited	132200	0.52	170200	0.67
7	Shri Govindaraja Mills Private Limited	160700	0.63	166100	0.65
8	Veebee Yarnntex Private Limited	138700	0.54	162700	0.64
9	TamilNadu Petroproducts Limited	236600	0.93	158000	0.62
10	Manali Petrochemicals Limited	112900	0.44	153200	0.60
11	Patspin India Limited	151700	0.59	141100	0.55
12	National Textile Corporation Limited	258900	1.01	-	-

**(v) Shareholding of Directors and Key Managerial Personnel: NA**

Sl. No.	Shareholding at the beginning of the year	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>For Each of the Directors and KMP</b>				
-	-	-	-	-	-

**V. INDEBTEDNESS**

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

(Rs. in lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	<b>52,580</b>			<b>52,580</b>
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	<b>52,580</b>			<b>52,580</b>
<b>Change in Indebtedness during the financial year</b>				
• Addition	<b>22,586</b>			<b>22,586</b>
• Reduction	<b>28,294</b>			<b>28,294</b>
<b>Net Change</b>	<b>-5708</b>			<b>-5708</b>
Indebtedness at the end of the financial year				
i) Principal Amount	<b>46,872</b>			<b>46,872</b>
ii) Interest due but not paid				
iii) Interest accrued but not due	<b>913</b>			<b>913</b>
<b>Total (i+ii+iii)</b>	<b>47,785</b>			<b>47,785</b>

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

*Remuneration to Managing Director, Whole-time Directors and/or Manager:*

(Rs. in lakhs)

Sl.No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
		Mr.Vivek Harinarain	
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	<b>37.43</b>	<b>37.43</b>
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission		
	- as % of profit	-	-
	- Others, specify...	-	-
5.	Others, please specify	-	-
	Total (A)	<b>37.43</b>	<b>37.43</b>
	Ceiling as per the Act		

**A. Remuneration to other directors:**

(Rs. in lakhs)

Sl. no.	Particulars of Remuneration	Name of the Directors			Total Amount
		Ajit Pratap Singh	D. Sabari gireaswaran	Purushotham Das Siwal	
	Directors				
	• Fee for attending board / committee meetings	-	-	-	-
	• Commission	-	-	-	-
	Others, please specify (Salary)	55.62	17.49	2.66	75.77
	Total (1)	<b>55.62</b>	<b>17.49</b>	<b>2.66</b>	<b>75.77</b>

Other Non-Executive Directors					
<ul style="list-style-type: none"> <li>• Fee for attending board / committee meetings</li> <li>• Commission</li> <li>• Others, please specify</li> </ul>	-	-	-	-	-
Total (2)	-	-	-	-	-
Total (B)=(1+2)	55.62	17.49	2.66	75.77	
Total Managerial Remuneration	55.62	17.49	2.66	75.77	
Overall Ceiling as per the Act					

**B. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:**

(Rs. in lakhs)

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

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

Type	Section of the Companies Act	Brief Description	Details of Penalty /	of	Authority [RD / NCLT	Appeal made,
------	------------------------------	-------------------	----------------------	----	----------------------	--------------

OPG POWER GENERATION PRIVATE LIMITED  
ANNUAL REPORT 2020-21

			Punishment/ Compounding fees imposed	/ COURT]	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 Board of Directors of  
OPG Power Generation Private Limited,

Date: 17.09.2021

Place: Gummidipoondi

Ajit Pratap Singh

Executive Director

DIN: 02655932

Vivek Harinarain

Managing Director

DIN: 00870158

**ANNEXURE V**

**CORPORATE SOCIAL RESPONSIBILITY**

1. A brief outline of the Company's CSR Policy, including overview of Project or Programs proposed to be undertaken

The Company's CSR Policy is aimed to enhance the living standards of the society through eradicating hunger, poverty, animal welfare, education, women empowerment, preventive health, social economic development and environmental sustainability. The Objectives of the CSR Policy are:

- a. Eradicating Hunger, Poverty & Promoting Health care and Sanitation
- b. Environmental Sustainability, Animal welfare, ecological balance
- c. Promoting Education
- d. Setting up old age homes, empowering women, setting up homes and hostels for women and orphans
- e. Disaster Management
- f. Measures for the benefit of armed forces veterans, war widows and their dependents
- g. Training to promote rural sports, nationally recognised sports

2. Composition of CSR Committee:

S.No	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Ajit Pratap Singh	Chairman	2	2
2.	Mr. D. Sabarigireaswaran	Member	2	2

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company. - **Nil**
4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report) – **Not Applicable**
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any



Total									
-------	--	--	--	--	--	--	--	--	--

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

-1	-2	-3	-4	-5		-6	-7	-8	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No)	Location of the project.		Amount spent for the project (in Rs.).	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State.	District.			Name.	CSR registration number.
1	Covid-19	Disaster Management	Yes	Tamil Nadu	Tiruvallur	45.10	Yes		
2	Toilet Construction - Govt Girls School	Rural Development	Yes	Tamil Nadu	Tiruvallur	11.54	Yes		
3	Animal Welfare	Animal Welfare	Yes	Tamil Nadu	Tiruvallur	11.00	Yes		
4	Education	Promoting Education	Yes	Tamil Nadu	Tiruvallur	8.85	Yes		
5	Women empowerment	Women Empowerment	Yes	Tamil Nadu	Tiruvallur	5.00	Yes		
6	Borewell in Village	Rural Development	Yes	Tamil Nadu	Tiruvallur	3.78	Yes		

7	Promotion of Local Sport	Training to promote rural sports	Yes	Tamil Nadu	Tiruvallur	1.25	Yes		
8	Waste Management	Ensuring environmental sustainability, ecological balance	Yes	Tamil Nadu	Tiruvallur	1.98	Yes		
9	Water Harvesting	Conservation of natural resources	Yes	Tamil Nadu	Tiruvallur	0.90	Yes		
	Total					<b>89.41</b>			

(d) Amount spent in Administrative Overheads: Nil

(e) Amount spent on Impact Assessment, if applicable:

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): 89.41 Lakhs

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs. Lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	65.45
(ii)	Total amount spent for the Financial Year	89.41
(iii)	Excess amount spent for the financial year [(ii)-(i)]	23.96
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	23.96
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs.).	Date of transfer.	
1.	2019-2020	-	23.96	-	-	-	21.39

2.							
3.							
	Total						

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): NIL

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs.).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing.
1								
2								
3								
	Total							

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details). NIL

(a) Date of creation or acquisition of the capital asset(s).

(b) Amount of CSR spent for creation or acquisition of capital asset.

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). NA

**For and on behalf of Board of Directors of  
OPG Power Generation Private Limited,**

**Date: 17.09.2021**

**Place: Gummidipoondi**

**Ajit Pratap Singh**

**Executive Director**

**DIN: 02655932**

**Vivek Harinarain**

**Managing Director**

**DIN: 00870158**