

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 instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U40109DL2006SGC151871

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCT5223D

(ii) (a) Name of the company

SIKKIM POWER TRANSMISSION

(b) Registered office address

B2/1A Safdarjung Enclave Africa Avenue NA
Delhi
South West Delhi
Delhi
110029

(c) *e-mail ID of the company

secretarial@sikkimurjalimited.i

(d) *Telephone number with STD code

01144880000

(e) Website

www.tvptl.com

(iii) Date of Incorporation

10/08/2006

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	State Government Company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☐ Yes

☒ No

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serili ngampally NA

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM 28/09/2023

(b) Due date of AGM 30/09/2023

(c) Whether any extension for AGM granted ☒ Yes ☐ No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension F63446231

Pre-fill

(e) Extended due date of AGM after grant of extension 30/12/2023

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	100

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

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

1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Sikkim Urja Limited	U31200DL2005SGC133875	Holding	69.08

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL**(a) Equity share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	500,000,000	388,449,180	388,449,180	388,449,180
Total amount of equity shares (in Rupees)	5,000,000,000	3,884,491,800	3,884,491,800	3,884,491,800

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	500,000,000	388,449,180	388,449,180	388,449,180
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	5,000,000,000	3,884,491,800	3,884,491,800	3,884,491,800

(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)				

(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	268,329,180	120,120,000	388,449,180	3,884,491,800	3,884,491,800	

Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify <div></div>						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <div></div>						
At the end of the year	268,329,180	120,120,000	388,449,180	3,884,491,8	3,884,491,8	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <div></div>						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *



Nil

[Details being provided in a CD/Digital Media]



Yes



No



Not Applicable

Separate sheet attached for details of transfers



Yes



No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>
Date of registration of transfer (Date Month Year)		<input type="text"/>
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.) <input type="text"/>

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
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	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			0

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	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

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

(i) Turnover

2,512,107,363

(ii) Net worth of the Company

5,217,870,222

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(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	388,449,180	100	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	
	Total	388,449,180	100	0	0

Total number of shareholders (promoters)

8

(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	
	Total	0	0	0	0

Total number of shareholders (other than promoters)

0

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

8

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	8	8
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
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	0	1	0	0	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	1	0	0	0	0
C. Nominee Directors representing	1	9	2	8	0	0
(i) Banks & FIs	0	1	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	1	8	2	8	0	0
Total	1	10	2	8	0	0

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

12

(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)
Sreekant Kandikuppa	06615674	Nominee director	0	
Ramakrishna Gunda	07973847	Managing Director	0	31/05/2023
Sanjeev Ranjan	10082517	Whole-time director	0	27/06/2023
Sunil Saraogi	00709811	Nominee director	0	
Ganesh Chettri	09470097	Nominee director	0	19/09/2023
Dinesh Prasad Bhargava	01277269	Nominee director	0	
Bina Rai	09349749	Nominee director	0	
Dondla Nagendra Prasad	07555592	Nominee director	0	
Gopalam Adishesu	00086985	Nominee director	0	
Dilip Nagesh Rozekar	09806223	Nominee director	0	
Rajesh Garg	ABKPG2533K	CFO	0	
Poonam Chand Jain	AACPJ3517D	Company Secretary	0	

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

9

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)
Jeebananda Mazumder	09676869	Nominee director	18/07/2022	Appointment
Jeebananda Mazumder	09676869	Whole-time director	18/07/2022	Change in Designation
Puthiyarkattu Shivarama	08657652	Nominee director	02/08/2022	Cessation
Satya Narayan Mohanty	00065121	Director	22/08/2022	Cessation
Yugesh Kumar Dixit	09473467	Nominee director	08/12/2022	Cessation
Dilip Nagesh Rozekar	09806223	Nominee director	08/12/2022	Appointment
Jeebananda Mazumder	09676869	Whole-time director	30/01/2023	Cessation
Sanjeev Ranjan	10082517	Nominee director	21/03/2023	Appointment
Sanjeev Ranjan	10082517	Whole-time director	21/03/2023	Change in Designation

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

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	20/09/2022	8	8	100

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	08/07/2022	11	10	90.91
2	20/09/2022	10	10	100
3	26/12/2022	10	9	90
4	14/03/2023	9	8	88.89

C. COMMITTEE MEETINGS

Number of meetings held

9

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	21/04/2022	3	3	100
2	Audit Committee	07/07/2022	3	3	100
3	Audit Committee	15/09/2022	3	3	100
4	Audit Committee	26/12/2022	3	2	66.67
5	Audit Committee	10/03/2023	3	3	100
6	Corporate Social Responsibility	07/07/2022	3	3	100
7	Corporate Social Responsibility	15/09/2022	3	3	100
8	Corporate Social Responsibility	26/12/2022	3	2	66.67
9	Corporate Social Responsibility	31/03/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	28/09/2023
								(Y/N/NA)
1	Sreekant Kanchan	4	4	100	0	0	0	Yes
2	Ramakrishna V	4	4	100	0	0	0	Not Applicable
3	Sanjeev Ranjan	0	0	0	0	0	0	Not Applicable
4	Sunil Saraogi	4	4	100	4	4	100	Yes
5	Ganesh Chetty	4	4	100	3	3	100	Not Applicable
6	Dinesh Prasanna	4	4	100	8	8	100	Yes
7	Bina Rai	4	4	100	0	0	0	Yes
8	Dondla Nagesh	4	4	100	0	0	0	Yes
9	Gopalam Adisetti	4	4	100	0	0	0	Yes
10	Dilip Nagesh F	2	0	0	4	2	50	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL☐ Nil

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ramakrishna Gundu	Managing Director	8,832,125	0	0	0	8,832,125
2	Jeebananda Mazumdar	Whole Time Director	7,615,498	0	0	0	7,615,498
3	Sanjeev Ranjan	Whole Time Director	465,142	0	0	0	465,142
	Total		16,912,765	0	0	0	16,912,765

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rajesh Garg	Chief Financial Officer	4,427,758	0	0	0	4,427,758
2	Poonam Chand Jain	Company Secretary	0	0	0	0	0
	Total		4,427,758	0	0	0	4,427,758

Number of other directors whose remuneration details to be entered

11

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Satya Narayan Mohapatra	Independent Director	0	0	0	130,000	130,000
2	Ganesh Chettri	Nominee Director	0	0	0	250,000	250,000
3	Dondla Nagendra Prasad	Nominee Director	0	0	0	160,000	160,000
4	Gopalam Adishesu	Nominee Director	0	0	0	160,000	160,000
5	Bina Rai	Nominee Director	0	0	0	160,000	160,000
6	Dinesh Prasad Bhatnagar	Nominee Director	0	0	0	0	0
7	Yugesh Kumar Dixit	Nominee Director	0	0	0	0	0
8	Sreekant Kandikuppam	Nominee Director	0	0	0	0	0
9	Sunil Saraogi	Nominee Director	0	0	0	0	0
10	Dilip Nagesh Rozek	Nominee Director	0	0	0	0	0
11	Puthiyarkattu Shivaraj	Nominee Director	0	0	0	0	0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		0	0	0	860,000	860,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☐ Yes ☒ No

B. If No, give reasons/observations

Please refer attached MGT-8

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☒ Yes ☐ No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Rachna Aggarwal

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

4819

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

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

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

To be digitally signed by☒ Company Secretary☐ Company secretary in practice

Membership number

Certificate of practice number

Attachments

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

Attach**Attach****Attach****Attach****List of attachments**

list of shareholders 31032023.pdf
Clarification Letter_Form MGT-7.pdf
Approval letter for extention of AGM_final.p

Remove attachment

Modify

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



सत्यमेव जयते

**GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS**

Office of the Registrar of Companies
4th Floor, IFCI Tower 61, New Delhi, Delhi, India, 110019

DATED : 24-08-2023

IN THE MATTER OF M/S TEESTAVALLEY POWER TRANSMISSION LIMITED CIN
U40109DL2006SGC151871
AND

IN THE MATTER OF EXTENSION UNDER SECTION 96(1) OF THE COMPANIES ACT, 2013

The Company has closed its accounting year on 31-03-2023 and the Annual general meeting of the company is due to be held on 30-09-2023 as per requirements of section 96 of the Companies Act, 2013. The company has made an application vide SRN F63446231 on 24-08-2023 requesting for an extension of time for the purpose of holding AGM on the following grounds

Extension of AGM is allowed for 3 Months.

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension 3 months 0 days is considered.

ORDER

Under the power vested in the undersigned by virtue of section 96(1) read with second proviso attached thereto extension of 3 months 0 days is hereby granted. However, the company is hereby advised to be careful in future in compliance of the provisions of the Companies Act, 2013.



Yours faithfully,
MANGAL RAM MEENA

Registrar of Companies
RoC - Delhi

Mailing Address as per record available in Registrar of Companies office:

TEESTAVALLEY POWER TRANSMISSION LIMITED
B2/1A Safdarjung Enclave Africa Avenue NA, Delhi, South West Delhi,
Delhi, India, 110029



Note: This letter is to be generated only when the application is approved by RoC office

Clarification Letter

It is hereby clarified that the Paid-up share capital of the Company is Rs. 3,88,44,91,800. However, the same is reflecting incorrect in the master data of the Company i.e. Rs. 3,88,44,92,000.

In this regard we have also raised a ticket on MCA vide ticket no FO_202311061196543 dated 06.11.2023.

Accordingly at point IV of MGT-7, the Paid-up share capital is mentioned as Rs. 3,88,44,91,800.

Sikkim Power Transmission Limited

[Formerly: Teestavalley Power Transmission Limited | CIN: U40109DL2006SGC151871]

Government of Sikkim Enterprise

JV of Sikkim Urja Ltd. (Govt. of Sikkim Enterprise) & POWERGRID (Govt. of India Enterprise)

Registered Office: B2/1A Safdarjung Enclave, Africa Avenue, New Delhi 110029

T # +91-11-35351111 / 44880000 | E: contact@sikkimurjalimited.in | W: tvptl.com

Sikkim Power Transmission Limited Shareholding Pattern as on 31.03.2023

Sl. No.	Name of the Shareholder	Number of Shares	Nominal Value (Rs.)	Paid Up Value Per Share (Rs.)	Total Paid Up Value (Rs.)	% of total Holding
1	Sikkim Urja Limited	26,83,09,180	10	10	2,68,30,91,800	69.07
2	Power Grid Corporation of India Limited	12,01,20,000	10	10	1,20,12,00,000	30.92
3	Sikkim Urja Limited/ Sandip Kumar Sinha	1,000	10	10	10,000	0.00
4	Sikkim Urja Limited/ Mulakala Surya Prakasa Rao	18,600	10	10	1,86,000	0.01
5	Sikkim Urja Limited/ Yatam Ganga Rao	100	10	10	1,000	0.00
6	Sikkim Urja Limited/ Eadara Srinivas	100	10	10	1,000	0.00
7	Sikkim Urja Limited/ S.K.Gupta	100	10	10	1,000	0.00
8	Sikkim Urja Limited/ Yogendra Kumar	100	10	10	1,000	0.00
	TOTAL	38,84,49,180			3,88,44,91,800	100

For Sikkim Power Transmission Limited



(P. C. JAIN)

Company Secretary

Membership No. - A5875

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COVERING LETTER

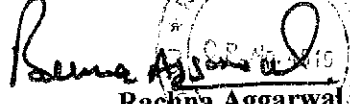
Annexure –“A”

To,
Sikkim Power Transmission Limited
(Formerly known as Teestavalley Power Transmission Limited)
B2/1A Safdarjung Enclave Africa Avenue,
South West Delhi, Delhi, 110029, India

My Certificate of even date is to be read along with this letter as under:

- 1) Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records on our audit.
- 2) The verification of documents and records has been done electronically, where ever required, my report is limited to the documents provided by the Management.
- 3) The verification was done on random basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.
- 4) I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
- 5) The Compliance of the provisions of Companies Act, 2013, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.

For, Rachna Aggarwal & Associates
Practising Company Secretary


Rachna Aggarwal
Certificate of Practice No. 4819
Peer Review: 4819/2023
UDIN: A015959E001892218

Place: New Delhi
Date: 16.11.2023

FORM NO. MGT-8

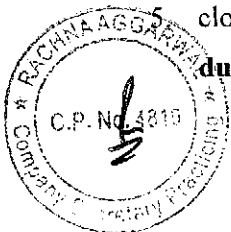
**[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies
(Management and Administration) Rules, 2014]**

Certificate by a Practising Company Secretary

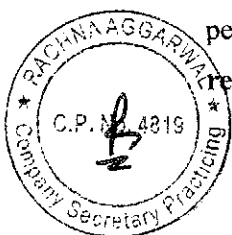
I have examined the registers, records and books and papers of **Sikkim Power Transmission Limited (Formerly known as Teestavalley Power Transmission Limited)** (hereinafter called "the Company") (CIN: U40109DL2006SGC151871) as required to be maintained under the Companies Act, 2013 ('the Act') and the rules made thereunder for the financial year ended on **31st March, 2023** ('review period'). In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately, however currently as per the Ministry of Corporate Affairs Master Data the paid up capital of the Company is not showing correct;
- B. During the aforesaid review period the Company has complied with provisions of the Act & Rules made there under in respect of:
1. its status under the Act- **The Company is a Public Company, limited by shares;**
 2. maintenance of registers/records in the prescribed format and entries therein within the time prescribed;
 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/ beyond the prescribed time- **As per records made available to me by the Company and records available on Ministry of Corporate Affairs web portal, forms which were filed form part of Annexure-B to this certificate;**
 4. calling/convening/holding meetings of Board of Director or its committees and the meetings of the members of the Company on or before the respective due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolution and resolution passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed, except the following:
 - **Non adoption of Nomination and Remuneration Policy by the Company during the review period as per Section 178 of the Act, however the Company has adopted the HR Manual of its Holding Company i.e., Sikkim Urja Limited (Formerly known as "Teesta Urja Limited")**

closure of Register of Members / Security holders during the review period-Not applicable during the review period;




6. advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act-As per the audited financial statements and Board's Report of the Company as on **31.03.2023 not applicable during the review period;**
7. contracts/arrangements with related parties are in compliance with Section 188 of the Act- As per the audited financial statements and Board's Report of the Company as on **31.03.2023;**
8. During the year under review, there was no 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 in all instances;
9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act-**Not applicable during the review period;**
10. During the year under review the Company has not made any declaration/payment of dividend or transfer of unpaid/unclaimed dividend/other amounts for the financial year 2021-22 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/ filing 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, if any, under the various provisions of the Act;
15. acceptance/renewal/ repayment of deposits-**Not applicable during the review period;**
16. the Company has not borrowed any sum from its directors and members. However, it has made borrowings from the public financial institutions/banks and other bodies corporates and has filed necessary Forms(s) for creation/modification/satisfaction of charges, as applicable;
17. loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act - **Not applicable during the review period;**



18. The Company has not altered the provision of its Article of Association and Memorandum of Association during the review period.

For, Rachna Aggarwal & Associates
Practising Company Secretary


Rachna Aggarwal
Certificate of Practice No. 4819
Peer Review: 4819/2023
UDIN: A015959E0018922F8

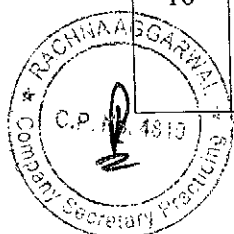
Place: New Delhi

Date: 16.11.2023

Note: This Certificate is to be read with our covering letter of even date which is annexed as “Annexure-A” and Annexure -B “forms an integral part of this report.

ANNEXURE -B
LIST OF E-FORMS FILED DURING THE REVIEW PERIOD

S.No.	Name of e-form	Purpose of e-form	Date of filing	Whether there is delay Yes/No
1	MGT-7	Annual Return for the financial year 2021-2022	10-11-2022	No
2	AOC-4 XBRL	Form for filing XBRL document in respect of financial statement for the financial year 2021-2022	19-10-2022	No
3	CRA-2	Form of intimation of appointment of cost auditor by the Company to Central Government	03-08-2022	No
4	ADT-1	Notice to the Registrar for appointment of auditor w.e.f. 20.09.2022	23-09-2022	No
5	CHG-1	Form for creation of charge of Rs. 9,397,700,000 in favour of Bank of Baroda dated 28.03.2022	20-04-2022	No
6	CHG-1	Form for modification of charge in favour of Bank of Baroda dated 23.06.2022	16-07-2022	No
7	CHG-4	Form for satisfaction of charge of Rs. 12,013,700,000 in favour of Bank of Baroda dated 04.07.2022	16-07-2022	No
8	CHG-4	Form for satisfaction of charge of Rs. 199,500,000.00 in favour of Union Bank of India dated 20.04.2022	22-04-2022	No
9	CHG-4	Form for satisfaction of charge of Rs. 205,200,000 in favour of Andhra Bank/Union Bank of India dated 20.04.2022	22-04-2022	No
10	CHG-4	Form for satisfaction of charge of Rs. 415,700,000 in favour of Bank of Baroda of India dated 16.03.2022	03.04.2022	No
11	DIR-12	Form for appointment of Mr. Ganesh Chettri (DIN: 09470097) as Nominee Director w.e.f. 27.03.2022 and Cessation of Mr. Arvind Kumar as Nominee Director w.e.f. 27.03.2022	02-04-2022	No
12	DIR-12	Form for appointment of Mr. Jeebananda Mazumder (DIN: 9676869) as Nominee Director w.e.f. 18.07.2022	03-08-2022	No
13	DIR-12	Form for appointment of Mr. Jeebananda Mazumder (DIN: 9676869) as Whole Time Director w.e.f. 18.07.2022	03-08-2022	No
14	DIR-12	Form for cessation of Mr. Puthiyarkattu Shivaraman Hariharan (DIN: 08657652) as Director w.e.f. 02.08.2022	03-08-2022	No
15	DIR-12	Form for cessation of Mr. Satya Narayan Mohanty (DIN: 00065121) as Director w.e.f. 22.08.2022	12-09-2022	No
16	DIR-12	Form for appointment of Mr. Dilip Nagesh Rozekar (DIN: 9806223) as Director w.e.f. 08.12.2022 and cessation of Mr. Yugesh Kumar Dixit (DIN: '09473467) w.e.f. 08.12.2022	16-12-2022	No



17	DIR-12	Form for cessation of Mr. Jeebananda Mazumder (DIN: 9676869) as Director w.e.f. 30.01.2023	20.03.2023	Yes
18	MGT-14	Filing of the board resolution for the approval of the draft of the directors report of the company for the financial year ended March 31, 2022.	07.10.2022	No
19	MGT-14	Form for filling of resolution and agreements to the registrar: a) Approval for the re-appointment of Internal Auditor for the Financial Year 2022-23. b) Approval for the re-appointment of Secretarial Auditor for the Financial Year 2022-23. c) To receive, consider and approve the draft Financial Statements of the Company for the Financial Year ended March 31, 2022.	05.08.2022	No
20	INC-22	Notice of situation or change of situation of registered office w.e.f. 23.10.2022	04.11.2022	No
21	AOC-5	Notice of address at which books of account are to be maintained	25.10.2022	No
22	CRA-4	Form for filing Cost Audit Report with the Central Government for the financial year 2021-2022.	05.08.2022	No
23	CSR-2	Report on Corporate Social Responsibility (CSR) for the financial year 2021-2022.	31.03.2023	No

