

# 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

U40101MN2009GOI008249

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABCL6999D

(ii) (a) Name of the company

LOKTAK DOWNSTREAM HYDR

(b) Registered office address

LOKTAK POWER STATION, NHPC LIMITED  
P. O. LOKTAK  
KOM KEIRAP  
Manipur  
795114

(c) \*e-mail ID of the company

ldhcl2011@gmail.com

(d) \*Telephone number with STD code

03879261533

(e) Website

(iii) Date of Incorporation

23/10/2009

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

Pre-fill

Name of the Registrar and Transfer Agent

Registered office address of the Registrar and Transfer Agents

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted  Yes  No

(f) Specify the reasons for not holding the same

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

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	0

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	NHPC LIMITED	L40101HR1975GOI032564	Holding	74.82

## 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	230,000,000	141,093,660	141,093,660	141,093,660
Total amount of equity shares (in Rupees)	2,300,000,000	1,410,936,600	1,410,936,600	1,410,936,600

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>EQUITY SHARES</b>				
Number of equity shares	230,000,000	141,093,660	141,093,660	141,093,660
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,300,000,000	1,410,936,600	1,410,936,600	1,410,936,600

**(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
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	138,093,660	0	138093660	1,380,936,600	1,380,936,600	

<b>Increase during the year</b>	3,000,000	0	3000000	30,000,000	30,000,000	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	3,000,000	0	3000000	30,000,000	30,000,000	+
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						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	141,093,660	0	141093660	1,410,936,6	1,410,936,6	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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						
	NIL			0	0	
<b>Decrease during the year</b>	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				0	0	
NIL						
<b>At the end of the year</b>	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)

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" value="29/09/2022"/>
Date of registration of transfer (Date Month Year)	<input type="text" value="10/05/2022"/>
Type of transfer	<input type="text" value="Equity Shares"/> 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	<input type="text" value="100"/> Amount per Share/ Debenture/Unit (in Rs.) <input type="text" value="10"/>

Ledger Folio of Transferor		15	
Transferor's Name	JAIN	KUMAR	NIKHIL
	Surname	middle name	first name
Ledger Folio of Transferee		23	
Transferee's Name	CHAUBEY	KUMAR	YAMUNA
	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
<b>Total</b>			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
<b>Non-convertible debentures</b>	0	0	0	0
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	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
<b>Total</b>					

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

**(i) Turnover**

0

**(ii) Net worth of the Company**

-2,977,746

**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	35,531,351	25.18	0	
	(iii) Government companies	105,562,309	74.82	0	

3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	<b>Total</b>	141,093,660	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	
	<b>Total</b>	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
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	0	0	0	0	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	0	0	0	0	0
<b>C. Nominee Directors representing</b>	0	6	0	5	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	2	0	1	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	4	0	4	0	0
Total	0	6	0	5	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 8

**(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)
RAJEEV KUMAR VISHI <span style="font-size: small;">+</span>	08534217	Nominee director	0	
RAJENDRA PRASAD G <span style="font-size: small;">+</span>	08645380	Nominee director	100	
MANISHA SHRIVASTA <span style="font-size: small;">+</span>	08777522	Nominee director	0	
RAVI PRAKASH PRAD <span style="font-size: small;">+</span>	09386095	Nominee director	0	
VIVEK RANJAN SHRIV <span style="font-size: small;">+</span>	09451562	Nominee director	100	
H.N. SATYANARAYAN <span style="font-size: small;">+</span>	AOFPS7523D	CEO	0	
SURESH ADIMULAM	AEGPA2554K	CFO	0	
NEELAM SINGH	DWTPS4540B	Company Secretar	0	

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

8

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)
SHAILESH KUMAR CH <span style="font-size: small;">+</span>	09428203	Nominee director	08/04/2022	Appointment
SHAILESH KUMAR CH <span style="font-size: small;">+</span>	09428203	Nominee director	22/07/2022	Cessation
RAJESH AGARWAL	00242334	Nominee director	04/08/2022	Appointment
YAMUNA KUMAR CHA <span style="font-size: small;">+</span>	08492346	Nominee director	13/09/2022	Appointment
YAMUNA KUMAR CHA <span style="font-size: small;">+</span>	08492346	Nominee director	13/12/2022	Cessation
RAJESH AGARWAL	00242334	Nominee director	05/12/2022	Cessation
RAJEEV KUMAR VISHI <span style="font-size: small;">+</span>	08534217	Nominee director	13/12/2022	Appointment
SARAT SINGH NANDE <span style="font-size: small;">+</span>	03262335	Nominee director	31/03/2023	Cessation

**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 MEETI	29/10/2022	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	10/05/2022	7	6	85.71
2	04/08/2022	6	6	100
3	28/10/2022	7	6	85.71
4	27/01/2023	7	5	71.43

**C. COMMITTEE MEETINGS**

Number of meetings held

4

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 COMM	10/05/2022	3	3	100
2	AUDIT COMM	04/08/2022	3	3	100
3	AUDIT COMM	28/10/2022	3	3	100
4	AUDIT COMM	27/01/2023	3	3	100

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on  (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	

1	RAJEEV KUM	1	0	0	0	0	0	
2	RAJENDRA P	4	4	100	4	4	100	
3	MANISHA SH	4	4	100	0	0	0	
4	RAVI PRAKAS	4	3	75	0	0	0	
5	VIVEK RANJA	4	4	100	4	4	100	

**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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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	H.N. SATYANARYA	CEO	1,370,811	0	0	0	1,370,811
2	ADIMULAM SURESH	CFO	512,384	0	0	0	512,384
	Total		1,883,195	0	0	0	1,883,195

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

**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

**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

GARIMA DUGGAL

Whether associate or fellow

Associate  Fellow

Certificate of practice number

8413

**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

35813

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 Attachment(s), if any

Attach

Attach

Attach

Attach

**List of attachments**

List of Shareholders.pdf  
DRAFT OF MGT 8.pdf  
Justifications.pdf

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

**LIST OF SHAREHOLDERS OF LOKTAK DOWNSTREAM HYDROELECTRIC CORPORATION LIMITED AS ON 31.03.2023**

<b>S. No.</b>	<b>Name of Shareholders</b>	<b>Folio No.</b>	<b>Number of shares held</b>	<b>Amount paid-up (in Rs.)</b>	<b>Class of Shares</b>
1.	M/s NHPC LIMITED	1	10,55,62,309	1,05,56,23,090	Equity share
2.	THE GOVERNOR, GOVERNMENT OF MANIPUR	7	3,55,31,351	35,53,13,510	Equity share
3.	SHRI N. DWIJEN SINGH (Nominee of Government of Manipur)	8	100	1,000	Equity share
4.	SHRI YAMUNA KUMAR CHAUBEY (Nominee of NHPC Limited)	23	100	1,000	Equity share
5.	SHRI RAJENDRA PRASAD GOYAL (Nominee of NHPC Limited)	19	100	1,000	Equity share
6.	SHRI BISWAJIT BASU (Nominee of NHPC Limited)	20	100	1,000	Equity share
7.	SHRI VIVEK RANJAN SHRIVASTAVA (Nominee of NHPC Limited)	22	100	1,000	Equity share
8.	SHRI SANJAY KUMAR (Nominee of NHPC Limited)	21	100	1,000	Equity share
<b>Total</b>			<b>14,10,93,660</b>	<b>1,41,09,36,600</b>	

(Neelam Singh)  
Company Secretary  
Loktak Downstream Hydroelectric Corporation Limited  
(A Joint Venture of NHPC Ltd. And Govt. of Manipur)  
CIN U40101MN2009GOI008249



**GARIMA DUGGAL & ASSOCIATES**  
**PRACTISING COMPANY SECRETARIES**

Off.: Flat No. 106, Carnation Tower,  
Omaxe Green Valley Apartments,  
Sector 42-43, Faridabad-121010 (Haryana)  
Landline: +91-129-4321659  
Email: garima@click2comply.net

**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**

I/ We have examined the registers, records and books and papers of **LOKTAK DOWNSTREAM HYDROELECTRIC CORPORATION LIMITED (CIN: U40101MN2009GOI008249)**(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 31<sup>st</sup> March, 2023 In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents,

I/ 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 in respect of:

1. Its status under the Act;



2. Maintenance of registers/records & making entries therein within the time prescribed therefor;
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;
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 Minute 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**
6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act; **NOT APPLICABLE**
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;~~
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**
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; **NOT APPLICABLE**
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/ ~~re-appointment/ 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; **NOT APPLICABLE**

15. Acceptance/ renewal/ repayment of deposits; **NOT APPLICABLE**

16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable; **NOT 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; **NOT APPLICABLE**

18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company. **NOT APPLICABLE**

**FOR GARIMA DUGGAL & ASSOCIATES**  
*ICSI Unique Code: S2009DE115400*  
Peer Review Cert. No.: 1360/2021

**GARIMA DUGGAL**  
**PRACTISING COMPANY SECRETARY**  
MEMBERSHIP NO F-7923  
CERTIFICATE OF PRACTICE NO 8413

Place: Faridabad

Date:

**UDIN :**

Note: The qualification, reservation or adverse remarks; if any, may be stated at the relevant place(s).

**JUSTIFICATION OF DETAILS GIVEN IN POINT NO. VI (a)- SHAREHOLDING PATTERN -  
PROMOTERS**

Loktak Downstream Hydroelectric Corporation Limited is formed as a public limited Company under the provisions of Companies Act, 1956, promoted by NHPC Limited and Government of Manipur. The shareholding pattern of promoters as on 31<sup>st</sup> March, 2022 was as under:

<b>Name of Promoter</b>	<b>Number of shares</b>	<b>% of shareholding</b>
NHPC Limited	105,562,309	74.82
Government of Manipur	35,531,351	25.18
<b>Total</b>	<b>138,093,660</b>	<b>100.00</b>

The number of shares held by NHPC Limited and Govt. of Manipur includes 500 (Five hundred) shares held by 5 (Five) nominees of NHPC Limited and 100 (One Hundred) shares held by 1 (One) nominee of Govt. of Manipur respectively. The nominees were nominated to comply with the statutory requirement of having minimum seven (7) persons to form a public limited company.

Accordingly, the number of shares at Sl. No. 2 {Point No. VI(a)} under category Government and sub-category (ii) i.e. State Government & sub-category (iii) i.e. Government Companies is filled as 35,531,351 and 105,562,309 respectively, which also includes the shares held by nominees (individuals) for and on behalf of Govt. of Manipur and NHPC Limited respectively, the promoters.

(Neelam Singh)  
Company Secretary  
Loktak Downstream Hydroelectric Corporation Limited  
(A Joint Venture of NHPC Ltd. And Govt. of Manipur)  
CIN U40101MN2009GOI008249

**JUSTIFICATION OF DETAILS GIVEN IN POINT NO. VIII (A)- COMPOSITION OF BOARD  
OF DIRECTORS**

Loktak Downstream Hydroelectric Corporation Limited is a joint venture company promoted by NHPC Limited and Government of Manipur. As on 31<sup>st</sup> March, 2023 Board of the Company comprises of 5 (five) directors, which included four directors (including Chairman) nominated by NHPC Limited and 1 (One) director nominated by Ministry of Power, Government of India.

The Directors nominated by Ministry of Power, Government of India has been shown under the head C (iii) of point no. VIII (A) i.e. Nominee Director representing Government. Since, there is no heading for Nominee Directors representing Promoters, therefore, Directors nominated by NHPC Limited have been shown under the head C (v) of point no. VIII (A) i.e. Nominee Directors representing others.

(Neelam Singh)  
Company Secretary  
Loktak Downstream Hydroelectric Corporation Limited  
(A Joint Venture of NHPC Ltd. And Govt. of Manipur)  
CIN U40101MN2009GOI008249

## IX. MEETINGS OF MEMBERS / CLASS OF MEMBERS / BOARD / COMMITTEE OF THE BOARD OF DIRECTORS

### D. ATTENDANCE OF DIRECTORS

The following person ceased to be directors of the Company during financial year 2022-23:

1. Shri Shailesh Kumar Chourasia (Nominee Director (Nominee of NHPC Limited)) ceased to be director on 22.07.2022;
2. Shri Abhay Kumar Singh (Nominee Director (Nominee of NHPC Limited)) ceased to be director on 31.08.2022;
3. Shri Rajesh Agarwal Nominee Director (Nominee of Govt. of Manipur)) ceased to be director on 05.12.2022;
4. Shri Yamuna Kumar Chaubey (Nominee Director (Nominee of NHPC Limited)) ceased to be director on 13.12.2022
5. Shri Sarat Singh Nandeibam (Nominee Director (Nominee of Govt. of Manipur)) ceased to be director on 31.03.2023;

Accordingly, their attendance in Board meetings and Committee meetings held and attended by them during the FY 2022-23 could not be filled at Point IX (D) of e-form MGT-7. The same is provided below:

S. NO.	Name of the Directors	Board Meetings			Committee Meetings			Whether attended AGM held on <u>(Y/N/NA)</u>
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1.	Shri Shailesh Kumar Chourasia	1	1	100	N.A.	N.A.	N.A.	
2.	Shri Abhay Kumar Singh	2	2	100	N.A.	N.A.	N.A.	
3.	Shri Yamuna Kumar Chaubey	1	1	100	N.A.	N.A.	N.A.	
4.	Shri Sarat Singh Nandeibam	4	4	100	4	4	100	

(Neelam Singh)  
Company Secretary  
Loktak Downstream Hydroelectric Corporation Limited  
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