## 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]

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



# **Annual Return**

(other than OPCs and Small Companies)

	ı language <b>●</b> English  ○ Hir r the instruction kit for fīling the						
!. R	EGISTRATION AND OTH	IER DETAILS					
(i) * Corporate Identification Number (CIN) of the company				U40104OR1984SGC001429			
	Global Location Number (GLN)	of the company					
* Permanent Account Number (PAN) of the company				AAACO4759R			
(ii) (a) Name of the company				ODISHA POWER GENERATION			
(b	) Registered office address						
	ZONE-A, 7TH FLOOR, FORTUNE TOWER, CHANDRASER BHUBANESWAR Orissa 751023	(HARPUR					
(0	) *e-mail ID of the company		manor	anjan.mishra@opgc.co.i			
(d	) *Telephone number with STI	O code	06742303765				
(e	e) Website						
(iii)	Date of Incorporation		14/11/	1984			
(iv)	Type of the Company	Category of the Company		Sub-category of the	Company		
	Private Company	Company limited by sha	hares State Gover		ment Company		
ኒላ ነለው	ether company is having share	e canital O	·/				

O Yes

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To 0	
	date 31/03/2021 (DD/MM/YYYY)
(viii) *Whether Annual general meeting (AGM) held    Yes	O No
(a) If yes, date of AGM 24/09/2021	
(b) Due date of AGM 30/11/2021	
(c) Whether any extension for AGM granted Yes	s    No
II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY	
*Number of business activities 1	
S.No Main   Description of Main Activity group Business   Description	ption of Business Activity  % of turnov
Activity group code Code	of the company
1 D Electricity, gas, steam and air Condition supply	ric power generation, transmission and distribution 100
No. of Companies for which information is to be given 1	Pře-fili/Allia
S.No Name of the company CIN / FCRN Holding/ S	Subsidiary/Associate/  % of shares held
S.No Name of the company CIN / FCRN Holding/ S	<u> </u>
S.No Name of the company CIN / FCRN Holding/ S  July 1 ODISHA COAL AND POWER LIN U10100OR2015SGC018623	Subsidiary/Associate/ % of shares held oint Venture  Subsidiary 51
S.No Name of the company CIN / FCRN Holding/ S  1 ODISHA COAL AND POWER LIN U101000R2015SGC018623  V. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES	Subsidiary/Associate/ % of shares held oint Venture  Subsidiary 51
S.No Name of the company CIN / FCRN Holding/ S  1 ODISHA COAL AND POWER LIN U101000R2015SGC018623  V. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES	Subsidiary/Associate/ % of shares held oint Venture  Subsidiary 51
S.No Name of the company CIN / FCRN Holding/ S  1 ODISHA COAL AND POWER LIN U101000R2015SGC018623  V. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES  ) *SHARE CAPITAL  (a) Equity share capital	Subsidiary/Associate/ % of shares held oint Venture  Subsidiary 51  S OF THE COMPANY
S.No Name of the company CIN / FCRN Holding / S  1 ODISHA COAL AND POWER LIN U101000R2015SGC018623  V. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES  ) *SHARE CAPITAL  (a) Equity share capital  Particulars  Autitorised Ussued  Capital  Capital	Subsidiary/Associate/ % of shares held oint Venture  Subsidiary 51
S.No Name of the company CIN / FCRN Holding/ S  1 ODISHA COAL AND POWER LIN U101000R2015SGC018623  V. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES  ) *SHARE CAPITAL  (a) Equity share capital    Particular   Authorised   Issued   Capital   Capit	Subsidiary/Associate/ % of shares held oint Venture  Subsidiary 51  S OF THE COMPANY
S.No Name of the company CIN / FCRN Holding/ S Jo  1 ODISHA COAL AND POWER LIN U101000R2015SGC018623  V. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES  ) *SHARE CAPITAL  (a) Equity share capital  Particulars April 18,000,000 18,224,974 18,  Total amount of equity shares (in	Subsidiary/Associate/ % of shares held oint Venture  Subsidiary 51  S OF THE COMPANY  Subscribed Palefup capital.
S.No Name of the company CIN / FCRN Holding/ S  1 ODISHA COAL AND POWER LIN U101000R2015SGC018623  V. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES  ) *SHARE CAPITAL  (a) Equity share capital  Authorized Capital  Total number of equity shares  30,000,000 18,224,974 18,  Total amount of equity shares (in 20,000,000 18,224,974 000 48)	Subsidiary/Associate/ % of shares held oint Venture  Subsidiary 51  S OF THE COMPANY  Subscribed Paldrep capital (capital 18,224,974)
S.No Name of the company CIN / FCRN Holding/ S  1 ODISHA COAL AND POWER LIN U101000R2015SGC018623  V. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES  ) *SHARE CAPITAL  (a) Equity share capital  Particulars  Capital  Total number of equity shares  30,000,000 18,224,974 18,  Total amount of equity shares (in Rupees)  30,000,000,000 18,224,974,000 18,	Subsidiary/Associate/ % of shares held oint Venture  Subsidiary 51  S OF THE COMPANY  Subscribed Paldrup Gapital (224,974 18,224,974 18,224,974,000 18,224,974,000

Nominal value per share (in rupees)	1,000	1,000	1,000	1,000
Total amount of equity shares (in rupees)	30,000,000,000	18,224,974,000	18,224,974,000	18,224,974,000

## (b) Preference share capital

Pantodas d'	Aulinomeri Genieli	2 ASSVED Capital	Subsoilbeer : capital :	<b>ा</b> ह्यानुस्कृतहानुहा
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

Glass or shares	Avultoriseol	lssied- enlial-	Brib reducad	
	earlier.		eapla)	
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)			-	

## (c) Unclassified share capital

Penjedas	Authorised Capital
Total amount of unclassified shares	0

## (d) Break-up of paid-up share capital

Glassolisticares (c.	Ņ	injoarogieja	ares	inotell nominal amount	Paid up	idotal ipielalbiai
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	18,224,974	0	18224974	18,224,974,	18,224,974	
Increase during the year	0	0	0	0	0	o
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0

viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	О
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	18,224,974	0	18224974	18,224,974,	18,224,974	
Preference shares						
At the beginning of the year	0	0	0	0	0	
ncrease during the year	0	0	0	0	0	0
. Issues of shares	0	0	0	0	0	0
i. Re-issue of forfeited shares	0	0	0	0	0	0
ii. Others, specify						
Decrease during the year	0	0	0	0	0	0
. Redemption of shares	0	0	0	0		0
i. Shares forfeited	0	0	0	0	0	0
ii. Reduction of share capital	0	0	0	0		0
v. Others, specify						
At the end of the year	0	0	0	0	0	<u> </u>
IN of the equity shares of the company					1	

At the end of the year	0	0	0	0	0	
SIN of the equity shares of the company	,					-
(ii) Details of stock split/consolidation	during the year (for ea	ich class of s	hares)	0		

Class of shares		(1)	(11)			(111)		
Before split /	Number of shares							
Consolidation	Face value per share							
After split /	Number of shares							
Consolidation	Face value per share						<del></del>	
<del> </del>	<u> </u>		<b>!</b>	-	<u></u> .			
	es/Debentures Transf					ial y	ear (or in the	са
of the first return a	t any time since the ir	icorporation of	the com	pany)	*			
_	vided in a CD/Digital Media)	(	) Yes	0	No	•	Not Applicable	
Separate sheet at	tached for details of transfe	rs (	) Yes	0	No			
ata. In sasa list of tuan	sfer exceeds 10, option for s	ubmission as a son	rata chaat	attach	mant a	r ruhn	sission in a CD/F	Nai+
ledia may be shown.	sier exceeds 10, Option for s	apinission as a sep	arate sricet	. attacii	ment o	i Subii	iission in a CD/L	uRir.
Date of the previous	s annual general meeting	31/12/202	)					
		, [						
Date of registration	of transfer (Date Month Y	AORI IANIANIONO						
		ear) 10/12/202	0					
Type of transf	er Equity Shares	- Equity, 2- Prefe		ares,3	- Deb	enture	es, 4 - Stock	
Type of transfered  Number of Shares/ Units Transferred	Inquity Strates	- Equity, 2- Prefe		 are/	4.00	· ·	es, 4 - Stock	
Number of Shares/	Debentures/ 8,134,059	- Equity, 2- Prefe	erence Sh	 are/	4.00	· ·	es, 4 - Stock	
Number of Shares/ Units Transferred	Debentures/ 8,134,059	- Equity, 2- Prefe	erence Shant per Shanture/Unit	 are/	1,00	0	es, 4 - Stock	
Number of Shares/ Units Transferred Ledger Folio of Trai	Debentures/ 8,134,059	- Equity, 2- Prefe	erence Shant per Shanture/Unit	 are/	1,00	0 orpated		

Transferee's Name	ОНРС			LIMITED				
	Surn	ame	middle name	first name				
Date of registration of transfer (Date Month Year) 10/12/2020								
Type of transfer Equity Shares 1 - E			quity, 2- Preference Shares,3 - Debentures, 4 - Stock					
Number of Shares/ Debentures/ Units Transferred		796,178	Amount per Share/ Debenture/Unit (in Rs.)	1,000				
Ledger Folio of Trans	sferor	87	-					
Transferor's Name	AES		India	Private Limited				
	Surn	ame	middle name	first name				
Ledger Folio of Trans	sferee	49						
Transferee's Name	ОНРС			LIMITED				
	Surna	ame	middle name	first name				
Date of registration o	f transfer (Da	te Month Year)						
Type of transfer		1 - Eq	uity, 2- Preference Shares,3 -	Debentures, 4 - Stock				
Number of Shares/ Debentures/ Units Transferred			Amount per Share/ Debenture/Unit (in Rs.)					
Ledger Folio of Trans	feror							
Transferor's Name								
	Surna	ime	middle name first name					
Ledger Folio of Transferee								

	<del></del>	<del>,</del>		<del></del>	— Т	<del>,-</del> ·				1		
Transfei	ee's Name				$\neg  $					.		
			Surnan	ne	_		middl	e name			first na	me
(iv) *Deb	entures (Outs	standi	ng as	at the e	nd of	finan	cial ye	ear)	,			
articulars			_	Number	of unit	s	Nomii unit	nal value	per	Total val	ue	
on-converti	ole debentures				0		<u> </u>	0			0	
artly conver	tible debentures				0		<del>                                     </del>	0			0	
ully converti	ble debentures	. <u>-</u>			0			0			0	
otal											0	
Details of	debentures											
lass of deb			the begi	iding as at inning of th			ring the	Decrease year	e during	the Outstan	oding as a	
year   lon-convertible debentures			0 0			0	) 0					
artly convertible debentures			0		0		0			0		
ully conver	tible debenture	s	0		0			0		0		
r) Securitie	es (other than s	hares a	ınd det	pentures)	1					0		
ype of ecurities	Number Securiti			lominal Va ach Unit	lue of	Tota Valu	al Nomir	nal	Paid up each U	Value of nit	Total F	<sup>D</sup> aid up Va
												<u></u>
otal												
. *Turno	ver and ne	t woı	rth of	the co	mpa	ıny (a	ıs def	fined i	n the	Compa	nies A	Act, 20
										•		
) Turnove	r				l	23,780	,318,00	0				
	th of the Com				L	37,514	,846,00	0				
VI. (a) *SH	IARE HOLDII	NG PA	TTER	N - Prom	oters							
S. No.	(	Categor	У				Equity	,		P	referen	ce
				ļ	Numb	er of sh	ares	Percenta	age N	umber of sl	nares	Percentag

1.	Individual/Hindu Undivided Family				
	(i) Indian	1	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	9,294,737	51	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)	8,930,235	49	0	
10.	Others	0	0	0	
	Total	18,224,973	100	0	0

Total number of shareholders	(promoters)
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4			
ı			

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

S. No.	Category	Equi	ty	Preference	
	Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family		· .		<u></u>
	(i) Indian	1	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government		·		<del></del>

					<del>,</del>
	(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	1	0	0	0
				<del></del>	

Total number of shareholders (other than promoters)	1
Total number of shareholders (Promoters+Public/ Other than promoters)	5

# VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

Defails .	Avithorical managed the year	
Promoters	4	4
Members (other than promoters)	1	1
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			<del></del>			
	6	0	6	0	0	0
(i) Non-Independent	6	0	6	0	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	1	0	1	0	0	0
(i) Banks & FIs	0	0	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	0	1	0	0	0
Total	7	0	7	0	0	0

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

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)
NIKUNJA BIHARIDHAL	01710101	Director	0	
PARTHA MISHRASAR/	07349392	Nominee director	0	
PRASANT KUMARMOI	07800722	Managing Director	0	
MANASA RANJANROL	09206773	Director	0	
HRUDAYA KAMALJEN.	09235054	Director	0	
MANORANJANMISHRA	AASPM8778K	Company Secretar	0	
PRAVAKAR MOHANTY	01756900	Director	1	31/03/2022
RUPA NARAYAN DAS	07470312	Director	0	22/06/2021

(ii) Particulars of change in director(s) and Key managerial personnel during the year	
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Name	DIN/PAN	_	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
ALOK MUKHERJEE	02238599	Director	10/12/2020	Cessation
VIJAY ARORA	02658286	Director	20/08/2020	Cessation
INDRANIL DUTTA	03496368	Managing Director	10/12/2020	Cessation
MARK EUGENE GREE	07923093	Nominee director	10/12/2020	Cessation
EKIN NIKSARLI	08023684	Nominee director	10/12/2020	Cessation
PARTHA MISHRASAR/	07349392	Nominee director	20/08/2020	Appointment
PRASANT KUMARMOL	07800722	Managing Director	12/03/2021	Appointment

# . 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 Attendance Total Number of Type of meeting Date of meeting Members entitled to attend meeting % of total Number of members shareholding attended 100 5 5 Annual General Meeting 31/12/2020

### **B. BOARD MEETINGS**

*Number of n	neetings held 3			
S. No.	Date of meeting	Total Number of directors associated as on the date	Attendance	
		of meeting	Number of directors attended	% of attendance
1	24/06/2020	7	3	42.86
2	16/10/2020	7	4	57.14
3	10/12/2020	7	4	57.14

### C. COMMITTEE MEETINGS

Number of meetings held	
	T .

	S. No.	Type of meeting	Date of meeting	Total Number of Members as		Attendance
				lit	Number of members attended	% of attendance
	1					
\ <del>*</del> /	TTENDANG	E OF DIDECT	TO DO			

## D. \*ATTENDANCE OF DIRECTORS

			Board Meeting	gs	Committee Meetings			Whether attended AGM	
S. No.	Name of the director	Number of Meetings which director was entitled to	Number of Meetings attended	% of attendance	Number of Meetings which director was	Meetings	% of attendance	held on	
		attend	allendeu		entitled to attend	attended	anondanoe	24/09/2021	
								(Y/N/NA)	
1	NIKUNJA BIH.	3	3	100	0	0	0	Yes	
2	PARTHA MISI	3	2	66.67	0	0	0	Yes	
3	PRASANT KU	0	0	0	0	0	0	Yes	
4	MANASA RAN	0	0	0	0	0	0	Yes	
5	HRUDAYA KA	0	0	0	0	0	0	Yes	
6	PRAVAKAR N	3	3	100	0	0	0	Yes	
7	RUPA NARAY	3	3	100	0	0	0	Yes	

# X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Tetal			<del></del>	<del>   </del>		
	Total				1		
·	of CEO, CFO and Co	ompany secretary who	ose remuneration de	etails to be entered	<u> </u>		
·		Ompany secretary who	ose remuneration do	etails to be entered	Stock Option/ Sweat equity	Others	Total Amount
S. No.	of CEO, CFO and Co	- <sub>1</sub>	<del>,</del>		Stock Option/	Others	Total Amount

S. No. N	ame	 Designation	Gross Sa	alary Com	mission	Stock Option/	Others	Total
						Sweat equity		Amount
1							-	0
Total								
. MATTERS RELA	TED TO CERT	IFICATION OF	COMPLIAN	NCES AND DIS	CLOSI	IRES		
A. Whether the c	ompany has ma	ade compliance	es and disclo	sures in respec	t of app	licable Yes	O No	
B. If No, give rea	he Companies /		g the year			_	_	
							<b>-</b>	
LI. PENALTY AND	PINISHMENT	- DETAILS T						
) DETAILS OF PE	NALTIES / PUN	IISHMENT IMP	POSED ON C	COMPANY/DIR	ECTOR	S /OFFICERS 🔀 🐧	lii	
Name of the company/ directors	Name of the concerned / Authority	court/	f Order	Name of the A section under penalised / pur	which		Details of appeal including present	
						[	-	
B) DETAILS OF C	 Ompounding	OF OFFENCE	ES ⊠ N	il		<u>                                     </u>	<u> </u>	
lame of the ompany/ directors fficers	Name of the concerned Authority		of Order	Name of the A section under	which	Particulars of offence	Amount of comp	oounding (in
						<u> </u>		<u></u>
KIII. Whether com	plete list of sh	areholders, de	ebenture ho	lders has beer	ı enclo	 sed as an attachmen	 it	
	es () No							
XIV. COMPLIANC	E OF SUB-SEC	TION (2) OF 5	SECTION 92	, IN CASE OF	LISTED	COMPANIES		
n case of a listed on more, details of cor	company or a company secretary	ompany having y in whole time	paid up sha practice cer	re capital of Te tifying the annu	n Crore al returi	rupees or more or tur n in Form MGT-8.	nover of Fifty Cror	e rupees or
Name		Prabhat Kun	nar Nayak					
Whether associa	ate or fellow	С	Associat	e  Fellow				
Certificate of pr	actice number	[:	7323					

### 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.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

#### Declaration

am Authorised by the Board of Directors of the company vide resolution no	02	dated	22/09/2021
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(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 compiled with. I further declare that:

- 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.

Modify

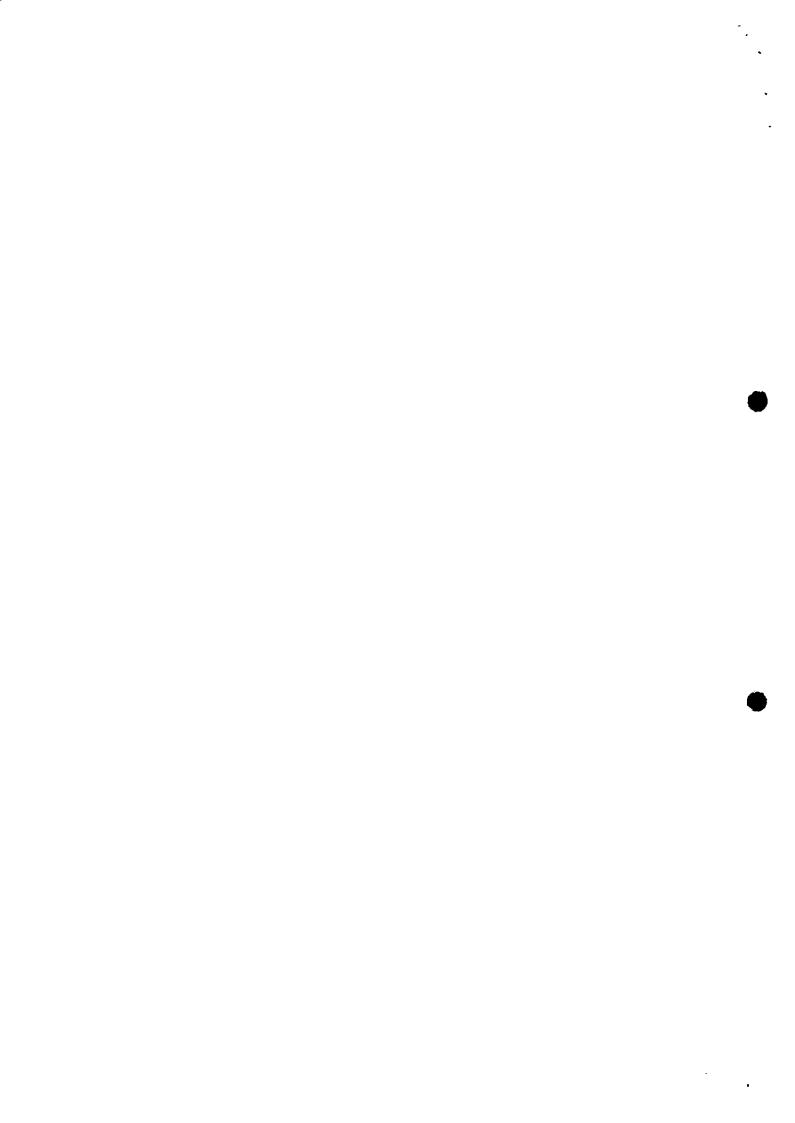
Note: Attention is also drawn to t punishment for fraud, punishmen	the provisions of S nt for false statem	Section 447, section 448 and 449 of ent and punishment for false evider	the Companies Act, 2013 which provide for nce respectively.
To be digitally signed by			
Director	PRASANT Double speed by Mark CUMAR COMPARTA MONAPATRA TO 202 AL 20 SEE		
DIN of the director	07800722		
To be digitally signed by	PRABHAT Doctor squared by PRABHAT STANDAR MATTER STANDAR MATTER STANDAR MATTER STANDARD STAND	-	
Company Secretary			
Company secretary in practice			
Membership number 6643		Certificate of practice number	7323
Attachments			List of attachments
List of share holders, de		Attach:	Shareholders-MGT_7 - 2021.pdf
Approval letter for exten	nsion of AGM;	Attach	
3. Copy of MGT-8;		Attach.	
4. Optional Attachement(s	), if any	Attach	
			Remove attachment

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

Check Form

Prescrutiny.

Submit



1267/2704, Sai Ananda Nagar Infront of Audi Service Centre Jaypur, Ballanta, Bhubaneswar - 752 101 Phone - +91 94372 78182 Landline +91 94386 49400 Email pknassociates@gmail.com prabhatknayak@gmail.com

### Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014

# CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of Odisha Power Generation Corporation Limited (the Company) having CIN: U401040R1984SGC001429 as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31st March, 2021. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- The Company is an Indian Government Company;
- 2. The Company has kept and maintained all required registers & records as stated in *Annexure 'A'* as per the provisions of the Act and all entries therein are made within the time prescribed there for;
- 3. The Company has filed forms and returns as stated in Annexure 'B' with the Registrar of Companies, under the Act and Rules made there under and no forms and returns were filed with the Regional Director, Central Government, the Tribunal, Court or other authorities within/ beyond the prescribed time;
- calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect



of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minutes Book/ register maintained for the purpose and the same have been signed;

- The Company was not required to close its Register of Member & Share Transfer Book during the financial year under scrutiny;
- The Company has not provided any advances/ loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7. The Company has complied with the relevant provisions relating to contracts/ arrangements with related parties as specified in section 188 of the Act;
- 8. The Company has not issued any equity or preference share/debenture during the year under scrutiny also there were no transfer/ buyback of securities/ conversion of shares/alternation or reduction of share capital during the financial year under scrutiny.
- 9. The Company has not kept 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.
- 10. The Company had not declared any dividend during the year under scrutiny. So transfer of unpaid/ unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act does not apply;
- 11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per subsections (3), (4) and (5) thereof;
- 12. (i) During the financial year under scrutiny, the Company has appointed the following director:



Name		Designation	Date of	
				Appointment
Mr. Ni	Mr. Nikunja Bihari Dhal		Chairman	01.06.2020
Mr. Pa	ırtha Sarathi I	Mishra	Nominee Director	20.08.2020
Mr.	Prasant	Kumar	Managing	12.03.2021
Mohaj	oatra		Director	

And there were no appointment of Alternate Directors and Directors to fill casual vacancies during the year under scrutiny.

- (ii) During the year the Directors have duly disclosed their interest in other entities within the time prescribed under Section 184 of the Companies Act, 2013.
- 13. M/s. Singh Ray Mishra & Co., Chartered Accountants (Firm Registration No: 318121E), Bhubaneswar were appointed as Statutory Auditors of the Company as per the Section 139 of the Companies Act, 2013 to hold office of Statutory Auditors at the 36th Annual General Meeting held on the 31th December, 2020 for the period from the conclusion this AGM till the conclusion of the next Annual General Meeting on such remuneration as shall be fixed by the Board of Directors.
- 14. The company was not required to take any approval from the Central Government, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act during the year under review.
- 15. The Company has not accepted/ renewed or repaid any deposit during the financial year.
- 16. The Company has not taken any borrowings from directors and members. However, the company has taken/ altered the borrowing patterns in comparison with the previous financial year from banks/ financial institution/ others in the following manner and created/ modified/ satisfied the charges in that respect, wherever applicable during the year under scrutiny:



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Borrowings	20	21	20	020
(secured) ₹ in Lakhs	Long-term	Short- Term	Long-term	Short-Term
Term loans from PFC Ltd	365,401.42		356,136.07	
Term loans from REC	340,192.24		361,922.91	
Cash Credit		27,749.18		20,549.00
Total	705,593.66	27,749.18	718,058.98	20,549.00

- 17. The Company under the Provisions of Section 186 of the Companies Act, 2013 has not granted any loan to any bodies corporate and has not made any investment or given guarantee or provided any securities to other bodies corporate during the financial year under scrutiny.
- 18. There is no alteration of the provisions of the Memorandum and/ or Articles of Association of the Company during the year under scrutiny.

Date: 17.05.2022 Place: Bhubaneswar Signature:

(CS PRABHAT KUMAR NAYAK)

C. P. No.: 7323, F-6643 UDIN: F006643D000333299



## Annexure 'A'

## Registers Maintained:

## (A) Statutory Register Maintained by Company

SI. No.	Statutory Register Maintained by Company			
01	Register of Members			
02	Copies of Annual Return			
03	Minutes book of meeting of Board of Directors			
04	Minutes book of General Meeting			
05	Register of Directors, Managing Directors, Manager &			
	Secretary			
06	Register of Charge			
07	Register of particulars of Contracts in which directors are			
	interested			
08	Register of Directors Shareholding			
09	Register of Share Transfers			

## (B) Other Registers

Sl. No.	Other Registers			
01	Attendance Register of Board Meeting			
	Attendance Register of the General Meeting			



# Annexure 'B'

Forms/ Returns filed with the Registrar of Companies, Odisha during the financial year ended 31st March, 2021.

Sl. No.	Form	Particulars	SRN	Date of Filing
	No			04.06.2020
1.	DIR-12	Appointment of Chairman	R40650038	
$-\frac{1}{2}$	DIR-12	Cessation of Nominee Director	R75163758	16.12.2020
	DIR-12	Cessation of Vijay Arora	R53042701	03.09.2020
3.		Modification of Charge (REC)	R68180546	22.10.2020
4.	CHG-1		R78885126	29.12.2020
5.	CHG-1	Modification of Charge (PFC)		14.04.2020
6.	ADT-1	Appointment of Statutory	R36929461	14.04.2020
i	ļ	Auditors		20 04 0000
7.	MGT-14	Appointment of Internal	R37478492	23.04.2020
1	1	Auditor		
8.	PAS-3	Allotment of Shares	R36396372	04.04.2020
9.	AOC-4	Balance Sheet - CFS	R36902278	14.04.2020
· ·		(As on 31.03.2019)	<u> </u>	



## Declaration

In connection with signing of Annual Return of the Company in Form MGT-7 pertaining to the financial year 2020-21 under section 92(1) of the Companies Act, 2013, I wish to state that my signing as Company Secretary in Practice is subject to the following:

- 1. The maintenance of statutory records and registers under the Companies Act, 2013 is the responsibility of the Board of Directors and management of the Company;
- The compliance of applicable provisions of the Companies Act, 2013 and disclosures under the Companies Act, 2013 is the responsibility of the Board of Directors and management of the Company;
- 3. The financial information & particulars filled in the said form are based on the audited financial statements of the Company for the financial year 2020-21;
- 4. The annual return (including the particulars of compliances and disclosures made by the Company under the Companies Act, 2013) and attachment thereto have been prepared/ filled by the management of the Company and confirmed by the director signing the said form;

As per information and explanations provided to us and based on our verification of the Company's statutory registers, forms and returns filed and other records maintained by the Company as required under the applicable provisions of the Companies Act, 2013 and Rules framed there under and also as per the details available from the Company, its officers, agents and authorized representatives during the process of verification of the contents of Annual Return of the Company as mentioned hereinabove, we found it to be true, correct and complete and no information material to this form has been suppressed or concealed.

Date: 17.05.2022 Place: Bhubaneswar For Prabhat Nayak & Associates Company Secretaries

Prabhat Kumar Nayak M. No. F6643, C.P. No. 7323



