



# एसजेवीएन लि. SJVN LTD.

## वार्षिक रिपोर्ट Annual Report

2019-2020



Energy-  
The way forward





## BOARD OF DIRECTORS



**Nand Lal Sharma**  
Chairman & Managing Director

### Functional Directors



**Geeta Kapur**  
Director (Personnel)



**Surinder Pal Bansal**  
Director (Civil)



**Akhileshwar Singh**  
Director (Finance)



**Sushil Sharma**  
Director (Electrical)

### Govt. Nominee Directors



**Tanmay Kumar**  
Nominee Director (GoI)



**Ram Subhag Singh**  
Nominee Director (GoHP)

### Independent Directors



**Suhhash Chander Negi**  
Independent Director



**Dr. Rajnish Pande**  
Independent Director



## THE BOARD OF DIRECTORS - BRIEF PROFILES

### CHAIRMAN & MANAGING DIRECTOR

**Shri Nand Lal Sharma** is on our Board as Chairman and Managing Director since 1<sup>st</sup> December 2017. Prior to this, he was holding the post of Director (Personnel) of the Company since 22<sup>nd</sup> March 2011. Shri Sharma joined SJVN in July 2008 as Executive Director (HR). Prior to joining SJVN, he served as an officer with the coveted Himachal Pradesh Administrative Services. During his tenure in administrative services, he held various key administrative posts in the State Govt. of Himachal Pradesh namely - Asstt. Commissioner to DC Chamba, Sub-Divisional Magistrate, Deputy Secretary to Chief Minister, Secretary HP State Electricity Board, Land Acquisition Collector, Mandi & Shimla, Special Secretary (GAD), Director, Ayurveda and Special Secretary (Health) to the Govt. of Himachal Pradesh.

Shri Sharma holds MBA and M.Sc degrees. He has vast experience of 30 years in the State Government administration as well as Public Sector Undertakings. As Director (Personnel) of SJVN, he had the overall charge of Human Resources Functions including Personnel, Administration, Rehabilitation & Resettlement, Legal, CSR, Procurement etc. He was the Chairman, SJVN Foundation, responsible for planning and implementation of CSR projects of the Company. Under his leadership, Change Management and Strategic HR in SJVN has been exhibited through the implementation of various innovative HR strategies in SJVN including revisiting the vision, mission and objective of SJVN. He has played a crucial role in the best performance of the company and its re-modelling of business plan. As per his vision, the effective implementation of Balanced Score Card to achieve organizational targets has resulted in Excellent MOU rating for the past many years.

### FUNCTIONAL DIRECTORS

**Smt. Geeta Kapur**, has been appointed as Director (Personnel) w.e.f. 18<sup>th</sup> October 2018. Prior to this, she held the post of General Manager (Human Resource) at SJVN Limited. Smt. Kapur is a Post Graduate in Management from Himachal Pradesh, University, Shimla. She has more than 3 (three) decades of experience in core areas of Human Resource (HR), out of which 25 years in SJVN. She started her career with Punjab Wireless Systems (PUNWIRE) a Punjab State Industrial Development Corporation (PSIDC) owned concern in Mohali, Punjab. She was 1<sup>st</sup> woman officer to join the HR Team in 1986. She also happens to be the first woman Functional Director of the Company.

During her tenure in SJVN, in addition to policies and defining appropriate standard operating procedures, she played a vital role in Wage Settlements with Unions since inception. As a Head of Policy Section, she implemented Pay Revision applicable to Executives and Board Level Executives w.e.f. 01.01.1997 and 01.01.2007. Drawing inspiration from the concept of variable pay introduced by DPE w.e.f. 01.01.2007, she headed the section which introduced the concept of Balanced Score Card (BSC). Thus, driving a strategic performance management framework to drive performance for payment of variable pay generally referred to as Performance Related Pay. The payment was based on three Parameters namely- MOU, BSC and Individual Contribution as a key differentiators. To promote general well being, create congenial atmosphere, sustainable hand holding upon superannuation various schemes like Voluntary Superannuation Scheme, Group Saving Linked Insurance Scheme, Benevolent Fund Scheme and Defined Contributory Pension Scheme were implemented. This positively impacted all palpable measures reflecting HR culture in the organization. As a Human Resource Director, she envisions an Organization which finds a place in the Revered List of "Great Place To Work" amongst India's CPSEs.

**Shri Surinder Pal Bansal**, has been appointed as Whole Time Director (Civil) w.e.f. 1<sup>st</sup> April 2019. Shri Bansal holds B. Tech in Civil Engineering from Punjab University, Chandigarh and Masters in Civil Engineering Structures from Thapar Institute of Engineering & Technology, Patiala. He has more than 32 years of experience as Civil Engineer in various organizations including SJVN. Prior to joining SJVN as Director, he held the post of Chairman & Managing Director of Hindustan Salts Limited. He started his career in 1987 with Punjab State Electricity Board and he also has teaching experience at REC, Kurukshetra. He joined SJVN in 1993 as Civil Engineer and worked in various departments and projects and rose to the level of Addl. General Manager before joining Hindustan Salts Limited as Chairman & Managing Director.



During his previous tenure in SJVN, he worked at various positions and completed various significant assignments. He was associated with Quality Control, Design, Contract / Arbitration, Planning & Monitoring and Business Development. He also headed Expediting Group and has vast experience of Corporate Planning / Monitoring and Business Development with critical assignments. He took the charge of CMD Hindustan Salts Ltd. (HSL) & Sambhar Salts Ltd. (SSL) on 27th May 2015 and after analysing the problems faced by the CPSE, he took a number of radical & aggressive steps / decisions to improve the performance. He has few publications in leading International & Indian Journals and has also participated in large number of Conferences / Workshops / Seminar / Training programs in various areas on Engineering / Management / Finance.

**Shri Akhileshwar Singh** has been appointed as Director (Finance) w.e.f. 6<sup>th</sup> January 2020. He holds Master of Business Administration (Finance) from Patna University. He has more than 30 years of experience in various organizations including SJVN. He started his career in the year 1987 with Hindustan Paper Corporation Ltd. He joined SJVN in 1993 as Sr. Officer (Finance) and worked in various departments and projects and rose to the level of Chief General Manager (Finance). During his tenure in Hindustan Paper Corporation Ltd., he worked at various Executive positions and completed various significant assignments. He was associated with Finance and Internal Audit.

In SJVN, he worked at various positions and completed various significant assignments including Buyback of Shares. He worked in various sections of Finance, Commercial & System Operation, HOD (Finance) of LHEP, HOD (Internal Audit), CFO, SAPDC Nepal and as Chief General Manager (Finance) of Corporate Headquarters, Shimla. He has been also appointed as Chief Financial Officer of SJVN w.e.f. 27th November 2019. He is responsible for all legal and statutory compliance as Key Managerial Personnel including vetting of all proposals and agendas for Board and Committee Meetings.

**Shri Sushil Sharma** has been appointed Director (Electrical) w.e.f. 1<sup>st</sup> August 2020. Prior to this, Shri Sushil Sharma was holding the post of General Manager (Mechanical) in SJVN at 1500 MW Nathpa Jhakri Plant. Shri Sharma did his B.E. (Mechanical) from VNIT, Nagpur. He has more than 30 years of rich and varied experience in various organisations including SJVN. He started his career in H.P. State Technical Education Service in 1990. He joined SJVN in January, 1994 as Astd. Engineer and worked in various Departments / Projects and rose to the level of General Manager (Mechanical).

In SJVN, he was involved in the Design / Construction of 1500 MW Nathpa Jhakri Project and 412 MW Rampur HPS. He has a vast experience in Design, Erection and Maintenance of Hydro Power Plants. Initially he worked in the Design office of SJVN for about 19 years for Planning and Design of Hydro-Mechanical components of various projects. Later on he was involved in the successful Erection & Commissioning of 412 MW Rampur HPS. After Commissioning, he looked after the Maintenance of Electrical and Mechanical equipment of 412 MW Rampur Project. Subsequently, he was In - charge of Mechanical Maintenance of 1500 MW Nathpa Jhakri Project.

## GOVERNMENT NOMINEE DIRECTORS

**Shri Tanmay Kumar**, Joint Secretary (Hydro), Ministry of Power, has been appointed as Part Time Official Director (GoI Nominee) on our Board w.e.f. 11<sup>th</sup> June 2020. Shri Kumar, is an Indian Administrative Services Officer, 1993-Rajasthan batch. He is a B.Tech in Civil Engineering from IIT, Delhi and M.Tech in Soil Mechanics & Foundation Engineering from IIT, Delhi. He is presently working as Joint Secretary in Ministry of Power, Government of India and is looking after amongst other things, Transmission Sector, POSOCO (Power System Operation Corporation Limited) and Grid Integration of Renewable Energy. He has served in various capacities in Government of Rajasthan for almost 27 years - as Collector and District - Magistrate of Bharatpur, Alwar and Kota continuously for more than 6 years, in the Chief Minister's Office for 3 years in the first instance as Deputy Secretary, Special Secretary and then as Secretary to Hon'ble Chief Minister and then later for 5 years (2013-2018) in the second instance as Principal Secretary to Hon'ble Chief Minister. During his long career in public service, he has conducted himself with honesty and sincerity and is passionate about his work. He believes in strengthening the system and in continuous improvement / innovation of the existing system as well as in business process re-engineering / government process re-engineering. He has worked as Chairman of Rajasthan Renewable Energy Corporation (RREC) for 5 years. He has a rich and varied experience of the power sector, having worked with the Chief Minister, Rajasthan who was also the Energy Minister. He has also been appointed as Part-Time Official Director on the Boards of PGCIL and NHPC by the Ministry of Power.





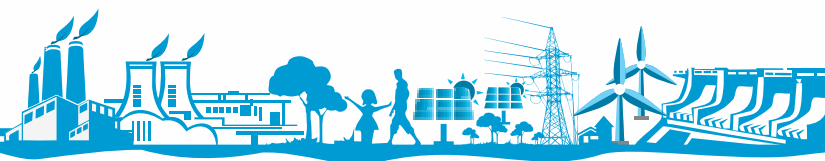
**Shri Ram Subhag Singh**, Additional Chief Secretary (MPP & Power), has been appointed as Nominee Director of Govt. of Himachal Pradesh on the Board of SJVN Limited w.e.f. 20<sup>th</sup> January 2020. Shri Ram Subhag Singh, is a 1987 batch, Indian Administrative Services Officer of Himachal cadre. He is a Doctorate in Social Sciences and also holds, PG Diplomas in Human Resource Management and Public Administration, Bachelor's Degree in Philosophy and Diploma in Management. In addition, he has acquired training and experience in diverse areas of Governance and Management from various prestigious educational and administrative Institutions of the country and abroad. He is presently heading the Forests, MPP & Power, NCES departments in Himachal Pradesh State Government. He is also the Chairman Himachal Pradesh State Electricity Board Limited in addition to his incumbents as Nominee Director in a number of State Government Corporation like HP State Forest Corporation, H.P. Road and Other Infrastructure Development Corporation, HP Tourist Development Corporation, Shimla Smart City Limited etc.

During his career spanning over 33 years he has served on many key administrative positions in various Ministries & Department of Government of India and Himachal Pradesh State Government, like –Additional Chief Secy. – Revenue, Finance, Transport Forests, MPP & Power, NCES departments in HP; Deputy Director General – UIDAI, Ministry of Communications; Managing Director – NAFED, Tourism Development Corporation; Joint Secretary – Ministry of Defense; Secretary - Information & Public Relations, Agriculture, Horticulture, Fisheries; Director – Home & Vigilance, Tourism & Civil Aviation, Defense; Deputy Commissioner – Shimla; Private Secretary – Ministry of Consumer Affairs etc.

### INDEPENDENT DIRECTORS

**Shri Subhash Chander Negi**, has been appointed as Independent Director on our board w.e.f. 25<sup>th</sup> March 2019. Shri Negi, is a retired Indian Administrative Services Officer of Himachal cadre - 1978 batch. He holds Bachelor's Degree in Science. In addition, he has acquired training and experience in diverse areas of Governance and Management from various prestigious educational and administrative Institutions of the country and abroad. During his career spanning over 39 years he has served on many key administrative positions in various Department of Himachal Pradesh State Government, like – Chairman / CMD – Himachal Pradesh State Electricity Board (HPSEB), Principal Secretary / Secretary to GoHP Departments of MPP & Power, Home & Vigilance, Industries, Tribal Development, Public Works Department, Personnel and Revenue, Managing Director – State Tourism Corporation, Member / Director – Departments of Industries and Rural Development, Deputy Commissioner / Commissioner of two Districts. In addition, Shri Negi has also served in IPS (Kerala – 76) and as Chairman, of HP State Electricity Regulatory Commission from February 2011 to September 2015.

**Dr. Rajnish Pande**, has been appointed as Independent Director on our Board w.e.f. 29<sup>th</sup> March 2019. Dr. Pande, is presently working as Professor in Kumaun University and specializes in Labour Economics. He obtained Doctorate, Masters & Bachelor's Degrees in Economics from Kumaun University. He started his career as a Lecturer in Kumaun University in 1988 and was subsequently elevated as Sr. Lecturer, Reader and Professor. He has a number of Research Papers, Articles and Abstracts published in leading national and international Journals to his credit. In addition, he has also edited three Books and one Research Project.



## PROJECT PORTFOLIO

A.		Generation Projects	
S.N.	Name of Project	Location	Capacity (MW)
Projects under Operation			
1.	Nathpa Jhakri Hydro Power Station	Himachal Pradesh	1500
2.	Rampur Hydro Power Station	Himachal Pradesh	412
3.	Khirvire Wind Power Plant	Maharashtra	47.6
4.	Charanka Solar Power Plant	Gujarat	5.6
5.	Sadla Wind Power Plant	Gujarat	50
Projects under Construction			
1.	Arun-3 HE Project (Executed by Subsidiary: SAPDC)	Nepal	900
2.	Naitwar Mori Hydro Electric Project	Uttarakhand	60
3.	Buxar Thermal Power Project (Executed by Subsidiary:STPL)	Bihar	1320
4.	Kholongchhu HE Project (Executed by JV: KHEL)	Bhutan	600
Projects under Pre-Construction & Investment Approval			
1.	Luhri Stage-I Hydro Electric Project	Himachal Pradesh	210
2.	DhauLasidh Hydro Electric Project	Himachal Pradesh	66
3.	Devsari Hydro Electric Project	Uttarakhand	162
4.	Jakhol Sankri Hydro Electric Project	Uttarakhand	44
Projects under Survey & Investigation			
1.	Sunni Dam Hydro Electric Project	Himachal Pradesh	382
2.	Luhri Stage II Hydro Electric Project	Himachal Pradesh	172
3.	Jangi Thopan Powari Hydro Electric Project	Himachal Pradesh	780
4.	Purthi Hydro Electric Project	Himachal Pradesh	210
5.	Bardang Hydro Electric Project	Himachal Pradesh	138
6.	Reoli Dugli Hydro Electric Project	Himachal Pradesh	430
7.	Dholera Solar Project	Gujrat	100
B. Transmission Projects			
S.N.	Name of Project	Location	
Project under Operation			
1.	400 kV, D/C Cross Border Transmission Line (Operated by JV: CPTC)	Muzafarpur to Sursand on Indo Nepal Border	
Project under Construction			
1.	400 kV Double Circuit Transmission Line for evacuation of power from 900 MW Arun-3 Project, Nepal to India border. (Executed by Subsidiary: SAPDC)	Diding to Dhalkebar (Nepal) to India Bathnaha on Indo Nepal Border	

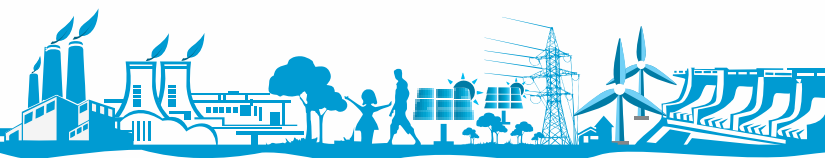


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## REFERENCE INFORMATION

<b>Company Secretary</b>	:	Soumendra Das
<b>Statutory Auditors</b>	:	M/s A P R A & Associates LLP
<b>Cost Auditors</b>	:	M/s Balwinder & Associates
<b>Secretarial Auditors</b>	:	M/s SGS Associates
<b>Registered &amp; Corporate Office</b>	:	SJVN Corporate Office Complex, Shanan, Shimla - 171 006
<b>Shares Listed at</b>	:	National Stock Exchange Limited Bombay Stock Exchange Limited
<b>Depositories</b>	:	National Securities Depository Limited Central Depository Services (India) Limited
<b>Bankers</b>	:	State Bank of India Punjab National Bank IDBI Bank IndusInd Bank IDFC First Bank Indian Bank


**SELECTED FINANCIAL INFORMATION\***

(₹ crore)

	2019-20	2018-19 #	2017-18	2016-17	2015-16
<b>A. Revenue</b>					
Revenue from operations(net)	2701.52	2646.38	2229.97	2679.31	2493.96
Other Income	387.63	262.61	357.10	440.59	409.86
Total Revenue	3089.15	2908.99	2587.07	3119.90	2903.82
<b>B. Expenses</b>					
Employees Benefits Expense	307.68	315.81	265.22	253.39	215.38
Other Expenses	362.89	305.28	276.25	235.68	225.72
Profit before depreciaton, finance cost , exceptional items,net movement in regulatory deferral account balance and tax	2418.58	2287.90	2045.60	2630.83	2462.72
Depreciation and Amortization Expense	384.09	390.26	364.51	679.98	677.16
Profit before finance cost, exceptional items, net movement in regulatory deferral account balance and tax	2034.49	1897.64	681.09	1950.85	1785.56
Finance Costs	268.07	235.33	83.82	45.70	208.96
Profit before exceptional items, net movement in regulatory deferral account balance and tax	1766.42	1662.31	1597.27	1905.15	1576.60
Exceptional Items (+) income (-) loss	-	(57.08)	-	-	-
Profit before net movement in regulatory deferral account balance and tax	1766.42	1605.23	1597.27	1905.15	1576.60
Net movement in regulatory deferral account balance	192.94	187.31	51.10	(31.22)	127.61
Profit before tax	1959.36	1792.54	1648.37	1873.93	1704.21
Tax (Net)	307.47	428.25	423.49	329.79	296.87
Profit after tax	1651.89	1364.29	1224.88	1544.14	1407.34
Other Comprehensive Income (Net of Tax)	(18.02)	(14.82)	(11.94)	(3.96)	(0.87)
Total Comprehensive Income	1633.87	1349.47	1212.94	1540.18	1406.47
Dividend for the year (Accrual Basis)	864.56	844.91	864.56	1137.57	455.03
Dividend tax for the year (Accrual Basis)	137.32	173.68	176.16	231.59	92.63
Dividend for the year (Cash Basis)	923.51	668.07	992.79	1125.16	434.35
Dividend Tax during the year (Cash Basis)	189.83	137.33	202.11	229.06	89.40
Retained Profit	538.55	558.89	29.98	189.92	883.59
<b>C. Assets</b>					
Fixed assets (net block)					
Property Plant & Equipment	7548.07	7683.00	7638.29	7979.31	8411.46
Other Intangible assets	1.38	1.75	2.41	0.59	0.88
Capital work-in-progress including Intangible Assets under Development	944.88	765.46	642.42	441.76	341.05
Total Fixed Assets (Net block)	8494.33	8450.21	8283.12	8421.66	8753.39
Right-of-use assets	21.31	-	-	-	-
Investments (Non-current Financial Asset)	2212.76	1292.39	863.03	764.66	563.56
Deferred Tax Assets (Net)	509.63	308.47	350.72	422.78	352.63
Regulatory Deferral Account Debit Balance	532.87	339.93	152.62	101.52	132.74
Other non-current assets including financial assets other than investments	274.75	298.16	269.36	263.48	207.65
Current assets	3455.58	4231.49	4446.74	5402.69	5369.93
Total Assets	15501.23	14920.65	14365.59	15376.79	15379.90
<b>D. Liabilities</b>					
Borrowings	1972.19	1940.46	2035.34	2229.47	2464.06
Other Non-current liabilities including Lease liabilities, financial liabilities and provisions other than borrowings.	882.71	887.25	837.00	873.57	953.71
Current liabilities (inclusive of current maturities of long term borrowings)	887.02	854.16	798.54	789.92	664.26
<b>E. Net-worth</b>					
Share Capital	3929.80	3929.80	3929.80	4136.63	4136.63
Other Equity	7829.51	7308.98	6764.91	7347.20	7161.24
Net-worth	11759.31	11238.78	10694.71	11483.83	11297.87
Total Liabilities	15501.23	14920.65	14365.59	15376.79	15379.90
<b>F. Number of employees</b>	1564	1579	1602	1686	1750
<b>G. Ratios</b>					
Return on net woth (%)	14.05%	12.14%	11.45%	13.45%	12.46%
Book Value per Share (₹)	29.92	28.60	27.21	27.76	27.31
Earnings per share (₹)	4.20	3.47	2.97	3.73	3.40
Current ratio	3.90	4.95	5.57	6.84	8.08
Debt to equity (including current maturities of long term borrowings)	0.19	0.19	0.21	0.21	0.23

\* Standalone

# Restated as per F.Y. 2019-20





## SJVN LIMITED

CIN: L40101HP1988GOI008409

Registered Office: Corporate Office Complex, Shanan, Shimla-171006

Telephone: 0177- 2660075, Fax: 0177-2660071,

Email: investor.relations@sjvn.nic.in, Website: www.sjvn.nic.in

## NOTICE

NOTICE is hereby given that the 32<sup>nd</sup> Annual General Meeting of the Members of SJVN Limited will be held on 29<sup>th</sup> September 2020, Tuesday at 15:00 HRS through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) to transact the following businesses:-

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the year ended 31st March, 2020 together with the Balance Sheet and Statement of Profit and Loss for the financial year ended as on that date together with Reports of the Board of Directors and Auditors thereon and comments of the Comptroller and Auditor General of India, in terms of Section 143(6) of the Companies Act, 2013.
2. To confirm the payment of Interim Dividend of ₹1.70 per share and to declare the final dividend, if any, on equity shares for the financial year 2019-20.
3. To appoint a Director in place of **Smt. Geeta Kapur [DIN 08213642]**, who retires by rotation and being eligible, offers herself for re-appointment.
4. To appoint a Director in place of **Shri Surinder Pal Bansal [DIN 07239609]**, who retires by rotation and being eligible, offers himself for re-appointment.
5. To fix remuneration of Statutory Auditors for the financial year 2019-20 and onwards and to consider and if thought fit, to pass, with or without modifications, the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT**, approval of the members be and is hereby accorded to fix the remuneration of Statutory Auditors appointed by the Comptroller & Auditor General of India at ₹13,12,500/- per annum plus applicable taxes plus Reimbursement of Out of pocket expenses for the financial year 2019-20 and onwards, as recommended by the Audit Committee and Board."

### SPECIAL BUSINESS:

#### 6. Ratification of remuneration of Cost Auditor for financial year 2020-21:

To consider and, if thought fit, to pass with or without modifications, the following Resolution as Ordinary Resolutions:-

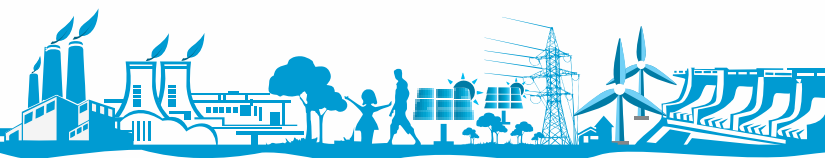
**"RESOLVED THAT**, pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules 2014, the remuneration of ₹2,10,000/- plus GST as applicable plus Out of pocket expenses incurred in connection with the cost audit to be paid to M/s Balwinder & Associates, Cost Accountants, Chandigarh, Cost Auditors of the Company for the financial year 2020-21, as approved by the Board of Directors of the Company, be and is hereby ratified."

**"RESOLVED FURTHER THAT**, the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By order of the Board of Directors

(Soumendra Das)  
Company Secretary  
FCS-4833

Date : 28<sup>th</sup> August, 2020  
Place: Shimla



**NOTES:-**

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto.
2. **Pursuant to the General Circular numbers 20/2020, 14/2020, 17/2020 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold AGM through VC / OAVM, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC / OAVM.**
3. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a member of the Company. Since the AGM is being held in accordance with the Circulars through VC / OAVM, the facility for appointment of proxies by the members will not be available.
4. Participation of members through VC / OAVM will be reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013 ("the Act").
5. As required by Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the relevant details of **Smt. Geeta Kapur [DIN 08213642]**, and **Shri Surinder Pal Bansal [DIN 07239609]**, retiring by rotation and seeking re-appointment under items no. 3 & 4 of the Notice respectively are annexed. In exercise of powers vested under Articles of Association of the Company, the above Directors were appointed by President of India (acting through Ministry of Power) for a period of 5 years from the date of taking over the charge or till date of superannuation or till further orders whichever is earlier.
6. None of the Directors of the Company are anywhere related with each other.
7. The Register of Members and Share Transfer Books of the Company will remain closed from **23<sup>rd</sup> September 2020 (Wednesday) to 29<sup>th</sup> September 2020 (Tuesday)** (both days inclusive).
8. **The Board has recommended a Final Dividend @ ₹0.50 per share in its 281st meeting held on 29<sup>th</sup> June 2020. The dividend, if declared, at the Annual General Meeting will be paid to those Members, whose names appear on the Register of Members of the Company at the closure of business hours of 22<sup>nd</sup> September 2020 (Tuesday).**
9. Subject to the provisions of Section 126 of the Companies Act, 2013, the Final Dividend on equity shares, as recommended by the Board of Directors, if declared at the Annual General Meeting, will be paid on or after 5<sup>th</sup> October, 2020.
10. Pursuant to Section 125 of the Companies Act, 2013, the dividend amounts which remain unpaid/ unclaimed for a period of seven years, are required to be transferred to the Investor Education & Protection Fund of the Central Government. Therefore, Members are advised to encash their Dividend warrants immediately on receipt.
11. Members are advised to submit their Electronic Clearing System (ECS) mandates to enable the company to make remittance by means of ECS. Those holding shares in Electronic Form may obtain and send the ECS Mandate Form directly to their Depository Participant (DP). Those holding shares in physical form may obtain and send the ECS mandate form to **Alankit Assignments Limited, Alankit House, 4E/2, Jhandewalan Extension, New Delhi – 110055** (the Registrar & Transfer Agent of the company), if not done earlier.
12. The shareholders who do not wish to opt for ECS facility may please mail their bankers name, branch address and account number to Alankit Assignments Limited, Registrar & Share Transfer Agent of the Company to enable them to print these details on the dividend warrants.
13. Members may note that the Income Tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a company after April 01, 2020 shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the payment of final dividend. In order to enable us to determine the appropriate TDS rate as applicable, members are requested to submit the following documents in accordance with the provisions of the IT Act.
14. For resident shareholders, taxes shall be deducted at source under Section 194 of the IT Act as follows-

Members having valid PAN	7.5% or as notified by the Government of India
Members not having PAN/valid PAN	20% or as notified by the Government of India

However, no tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them during Financial Year 2020-21 does not exceed ₹ 5,000 and also in cases where members provide Form 15G / Form 15H (applicable to individuals aged 60 years or more) subject to conditions specified in the IT Act. Resident shareholders may also submit any other document as prescribed under the IT Act to claim a lower / Nil withholding tax. Registered members may also submit any other document as prescribed under the IT Act to claim a lower / Nil withholding tax.

PAN is mandatory for members providing Form 15G / 15H or any other document as mentioned above. For non-resident shareholders, taxes are required to be withheld in accordance with the provisions of Section 195 and other applicable sections of the IT Act, at the rates in force. The withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) or as notified by the Government of India on the amount of dividend payable. However, as per Section 90 of the IT Act, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement (DTAA)