

# 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]



सत्यमेव जयते

# 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

U40108MH2007PLC168314

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABC17118M

(ii) (a) Name of the company

TATA POWER RENEWABLE ENE

(b) Registered office address

C/O THE TATA POWER COMPANY LTD.,CORPORA A BLOCK, 34, SANT  
TUKARAM ROAD, CARNAC B UNDER NA  
MUMBAI  
Maharashtra  
400009

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

TP\*\*\*\*\*ER.COM

(d) \*Telephone number with STD code

02\*\*\*\*\*36

(e) Website

www.tatapowerrenewables.co

(iii) Date of Incorporation

02/03/2007

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

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikh  
roli (West), NA

(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

## 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	90.87
2	F	Construction	F3	Demolition & site preparation, Electrical, plumbing & other Specialized construction	8.14
3	C	Manufacturing	C12	Repair & installation of machinery & equipment, motor vehicles	0.18
4	N	Support service to Organizations	N1	Rental and leasing of motor vehicles, machinery, equipment, capital goods, etc.	0.8

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

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

**Pre-fill All**

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	THE TATA POWER COMPANY L	L28920MH1919PLC000567	Holding	88.57
2	POOLAVADI WINDFARM LIMIT	U40300MH2016PLC271899	Subsidiary	74
3	NIVADE WINDFARM LIMITED	U40300MH2015PLC271114	Subsidiary	74
4	TP WIND POWER LIMITED	U40300MH2012PLC316963	Subsidiary	100

5	WALWHAN RENEWABLE ENER	U40103MH2009PLC197021	Subsidiary	100
6	VAGARAI WINDFARM LIMITED	U40106MH2017PLC291708	Subsidiary	68
7	TP KIRNALI LIMITED	U40100MH2020PLC337950	Subsidiary	100
8	TATA POWER EV CHARGING SC	U40108MH2020PLC338268	Subsidiary	100
9	TATA POWER SOLAR SYSTEMS	U40106MH1989PLC330738	Subsidiary	100
10	CHIRASTHAAYEE SAURYA LIMI	U40101MH2016PLC330252	Subsidiary	100
11	SUPA WINDFARM LIMITED	U40300MH2015PLC270878	Subsidiary	100
12	TATA POWER GREEN ENERGY L	U40108MH2011PLC211851	Subsidiary	100
13	TP SOLAR LIMITED	U40100MH2022PLC385685	Subsidiary	100
14	TP NANDED LIMITED	U40100MH2022PLC385950	Subsidiary	74
15	TP GREEN NATURE LIMITED	U40200MH2022PLC388249	Subsidiary	74
16	TP SOLAPUR SAURYA LIMITED	U40106MH2021PLC361114	Subsidiary	74
17	TP KIRNALI SOLAR LIMITED	U40106MH2020PLC342479	Subsidiary	74
18	TP SOLAPUR SOLAR LIMITED	U40106MH2020PLC342860	Subsidiary	74
19	TP SAURYA LIMITED	U40101MH2020PLC343139	Subsidiary	100
20	TP AKKALKOT RENEWABLE LIM	U40106MH2020PLC343652	Subsidiary	74
21	TP ROOFURJA RENEWABLE LIM	U40106MH2020PLC344269	Subsidiary	100
22	TP ADHRIT SOLAR LIMITED	U40105MH2022PLC389831	Subsidiary	74
23	TP ARYA SAURYA LIMITED	U40106MH2022PLC389978	Subsidiary	74
24	TP SAURYA BANDITA LIMITED	U40106MH2022PLC390264	Subsidiary	74
25	TP EKADASH LIMITED	U40106MH2022PLC390410	Subsidiary	74
26	TP GOVARDHAN CREATIVES LI	U40106MH2022PLC396149	Subsidiary	74
27	TP NARMADA SOLAR LIMITED	U40109MH2022PLC396087	Subsidiary	74
28	TP BHASKAR RENEWABLES LIM	U40106MH2022PLC396147	Subsidiary	74
29	TP ATHARVA SOLAR LIMITED	U40105MH2022PLC396205	Subsidiary	100

30	TP VIVAGREEN LIMITED	U40200MH2023PLC397613	Subsidiary	74
31	TP VARDHAMAN SURYA LIMITED	U40106MH2023PLC397530	Subsidiary	100
32	TP KAUNTEYA SAURYA LIMITED	U40106MH2023PLC397397	Subsidiary	74
33	TP AGASTAYA LIMITED	U35109MH2023PLC407849	Subsidiary	74
34	TP MERCURY LIMITED	U35109MH2023PLC408436	Subsidiary	74
35	TP VARUN LIMITED	U35109MH2023PLC407011	Subsidiary	100
36	TP ALPHA LIMITED	U35109MH2023PLC407024	Subsidiary	74
37	TP SURYA LIMITED	U35105MH2023PLC411178	Subsidiary	100
38	TP ABOLI LIMITED	U35105MH2023PLC411305	Subsidiary	100
39	TP SATURN LIMITED	U35109MH2023PLC409561	Subsidiary	100
40	TP GODAVARI SOLAR LIMITED	U35109MH2023PLC409003	Subsidiary	74
41	TP ADARSH LIMITED	U35105MH2023PLC411563	Subsidiary	100
42	TP VIKAS LIMITED	U35105MH2023PLC411489	Subsidiary	100
43	TP AAKASH LIMITED	U35105MH2023PLC411441	Subsidiary	100
44	TP CYPRESS LIMITED	U35105MH2023PLC411223	Subsidiary	100
45	TP GULMOHAR LIMITED	U35109MH2023PLC411303	Subsidiary	100
46	TP MAGNOLIA LIMITED	U35109MH2023PLC411302	Subsidiary	100
47	TP MARIGOLD LIMITED	U35105MH2023PLC411737	Subsidiary	100
48	TP PARIVART LIMITED	U35105MH2023PLC411487	Subsidiary	100
49	TP ORCHID LIMITED	U35105MH2023PLC411304	Subsidiary	100
50	TP PAARTHAV LIMITED	U35105MH2023PLC410237	Subsidiary	100
51	TP HRIHAAN LIMITED	U35105MH2023PLC410273	Subsidiary	100
52	TP SAMAKSH LIMITED	U35107MH2023PLC408949	Subsidiary	74
53	CLEAN SUSTAINABLE SOLAR ENERGY	U40300MH2014PTC254371	Subsidiary	100
54	DREISATZ MYSOLAR24 PRIVATE	U40102MH2009PTC326890	Subsidiary	100

55	MI MYSOLAR24 PRIVATE LIMIT	U40106MH2009PTC326791	Subsidiary	100
56	SOLARSYS RENEWABLE ENERGI	U74999MH2004PTC325049	Subsidiary	100
57	WALWHAN ENERGY RJ LIMITE	U40105MH2010PLC206475	Subsidiary	100
58	WALWHAN SOLAR AP LIMITED	U40109MH2008PLC178769	Subsidiary	100
59	WALWHAN SOLAR BH LIMITED	U40106MH2010PLC209615	Subsidiary	100
60	WALWHAN SOLAR ENERGY GJ	U40104MH2008PLC184134	Subsidiary	100
61	WALWHAN SOLAR KA LIMITED	U40300MH2012PLC233418	Subsidiary	100
62	WALWHAN SOLAR MH LIMITE	U40108MH2006PLC165673	Subsidiary	100
63	WALWHAN SOLAR MP LIMITE	U40106MH2010PLC206275	Subsidiary	100
64	WALWHAN SOLAR PB LIMITED	U40300MH2010PLC326052	Subsidiary	100
65	WALWHAN SOLAR RAJ LIMITE	U40105MH2010PLC202097	Subsidiary	100
66	WALWHAN SOLAR RJ LIMITED	U40300MH2011PLC213470	Subsidiary	100
67	WALWHAN SOLAR TN LIMITED	U40106MH2010PLC326794	Subsidiary	100
68	WALWHAN URJA ANJAR LIMIT	U40300MH2010PLC326888	Subsidiary	100
69	WALWHAN WIND RJ LIMITED	U40108MH2006PLC325050	Subsidiary	100
70	WALWHAN URJA INDIA LIMITE	U40109MH2006PLC165964	Subsidiary	100
71	NORTHWEST ENERGY PRIVATE	U40108MH2008PTC182762	Subsidiary	100

#### 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	2,500,000,000	1,463,097,628	1,463,096,528	1,463,096,528
Total amount of equity shares (in Rupees)	25,000,000,000	14,630,976,280	14,630,965,280	14,630,965,280

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	2,500,000,000	1,463,097,628	1,463,096,528	1,463,096,528
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	25,000,000,000	14,630,976,280	14,630,965,280	14,630,965,280

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	200,000,000	0	0	0
Total amount of preference shares (in rupees)	20,000,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	200,000,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	20,000,000,000	0	0	0

**(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>	0	1,379,478,113	1,379,478,180	13,794,781,113	13,794,781,113	
<b>Increase during the year</b>	0	83,618,348	83,618,348	836,183,480	836,183,480	19,163,816,816
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	
vii. Conversion of Preference share	0	83,618,348	83618348	836,183,480	836,183,480	19,163,816,1
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				0	0	
NA						
<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				0	0	
NA						
<b>At the end of the year</b>	0	1,463,096,5	1463096528	14,630,965,	14,630,965	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	200,000,000	200000000	20,000,000,	20,000,000	
<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				0	0	
NA						
<b>Decrease during the year</b>	0	0	0	20,000,000,	20,000,000	0
i. Redemption of shares	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				20,000,000,	20,000,000	
Conversion of Compulsorily Convertible Preference						
<b>At the end of the year</b>	0	200,000,000	200000000	0	0	

ISIN of the equity shares of the company

INE607M01019

(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		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	



Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	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	85,000	745000, 825000, 100000,	20,025,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			20,025,000,000

**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	14,075,000,000	7,000,000,000	1,050,000,000	20,025,000,000
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

17,989,128,381.05

(ii) Net worth of the Company

107,906,738,535.48

**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	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)	1,295,873,131	88.57	0	
10.	Others	0	0	0	
	<b>Total</b>	1,295,873,131	88.57	0	0

**Total number of shareholders (promoters)**

7

**(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)	167,223,397	11.43	0	
10.	Others	0	0	0	

	<b>Total</b>	167,223,397	11.43	0	0
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**Total number of shareholders (other than promoters)**

1

**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	7	7
Members (other than promoters)	1	1
Debenture holders	4	7

**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	6	1	7	0	0
(i) Non-Independent	0	3	1	3	0	0
(ii) Independent	0	3	0	4	0	0
<b>C. Nominee Directors representing</b>	0	0	0	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	0	0	0	0	0	0
<b>Total</b>	0	6	1	7	0	0

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

10

**(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)
Saurabh Agrawal	02144558	Director	0	
Praveer Sinha	01785164	Director	0	
Rajiv Mehrishi	00208189	Director	0	
Anjali Bansal	00207746	Director	0	
Edward Winter	10110377	Director	0	
Seethapathy Chander	02336635	Director	0	
Deepesh Nanda	03151401	Managing Director	0	
Nishi Vasudeva	03016991	Director	0	
Amit Mimani	AEOPM4995A	CFO	0	
Jeraz Mahernosh	ANRPM7901L	Company Secretar	0	

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

12

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)
Eduard Ruijs	09721381	Director	17/04/2023	Cessation
Edward Winter	10110377	Additional director	17/04/2023	Appointment
Edward Winter	10110377	Director	10/07/2023	Change in designation
Sanjay Bhandarkar	01260274	Director	04/05/2023	Cessation
Seethapathy Chand	02336635	Additional director	05/05/2023	Appointment
Seethapathy Chand	02336635	Director	10/07/2023	Change in designation
Jyoti Kumar Agarwa	ADKPA8134G	CFO	24/04/2023	Cessation
Amit Mimani	AEOPM4995A	CFO	20/07/2023	Appointment
Ashish Khanna	AHUPK6960C	CEO	31/10/2023	Cessation
Deepesh Nanda	03151401	Additional director	01/11/2023	Appointment
Deepesh Nanda	03151401	Managing Director	01/11/2023	Change in designation
Nishi Vasudeva	03016991	Additional director	20/03/2024	Appointment

## 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

4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra Ordinary General Mee	29/09/2023	8	7	100
Extra Ordinary General Mee	18/10/2023	8	6	100
Extra Ordinary General Mee	23/01/2024	8	6	100
Annual General Meeting	10/07/2023	8	7	100

### B. BOARD MEETINGS

\*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/04/2023	6	6	100
2	20/07/2023	6	6	100
3	17/08/2023	6	6	100
4	18/10/2023	6	4	66.67
5	23/01/2024	7	5	71.43
6	20/03/2024	7	7	100

### C. COMMITTEE MEETINGS

Number of meetings held

10

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	24/04/2023	3	3	100
2	Audit Committee	20/07/2023	4	3	75
3	Audit Committee	18/10/2023	4	3	75
4	Audit Committee	23/01/2024	4	4	100
5	Nomination & I	24/04/2023	3	3	100
6	Nomination & I	16/06/2023	3	3	100
7	Risk Management	16/06/2023	3	2	66.67
8	Risk Management	07/11/2023	3	3	100
9	Stakeholders Forum	07/11/2023	3	3	100
10	Corporate Social	16/06/2023	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	
								09/08/2024
								(Y/N/NA)

1	Saurabh Agrawal	6	6	100	2	2	100	No
2	Praveer Sinha	6	6	100	4	4	100	Yes
3	Rajiv Mehrishi	6	4	66.67	5	4	80	Yes
4	Anjali Bansal	6	5	83.33	7	6	85.71	No
5	Edward Wintre	6	6	100	7	6	85.71	Yes
6	Seethapathy C	5	4	80	6	6	100	Yes
7	Deepesh Nand	2	2	100	0	0	0	Yes
8	Nishi Vasudev	0	0	0	0	0	0	No

**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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Deepesh Nanda	CEO & Managin	27,966,768				27,966,768
	Total		27,966,768				27,966,768

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Amit Mimani	Chief Financial C	18,235,104.94				18,235,104.94
2	Mr. Jeraz Mahernos	Company Secre	11,556,703.3				11,556,703.3
3	Mr. Ashish Khanna	CEO	34,427,327				34,427,327
4	Mr. Jyoti Kumar Aga	Chief Financial C	1,699,687				1,699,687
	Total		65,918,822.24			0	65,918,822.24

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MR. SAURABH AG	Director	0	0	0	240,000	240,000
2	MS. ANJALI BANSAL	Director	0	0	0	360,000	360,000
3	MR RAJIV MEHRISHI	Director	0	0	0	270,000	270,000



S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
4	MR. SEETHAPATHI	Director	0	0	0	300,000	300,000
5	MR.SANJAY BHANU	Director	0	0	0	120,000	120,000
	Total		0	0	0	1,290,000	1,290,000

#### 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

#### 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

Whether associate or fellow  Associate  Fellow

Certificate of practice number

**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 Attachment(s), if any

- 
- 
- 
- 

**List of attachments**

ListofShareholders31032024.pdf  
MGT-8\_TPREL\_FY 2023-24.pdf  
ListofDebentureholders31032024.pdf  
Clarification Letter \_Designated Person.pdf

**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 as on 31<sup>st</sup> March 2024**

<b>NAME OF EQUITY SHAREHOLDER(S)</b>	<b>NO. OF SHARES</b>
The Tata Power Company Limited	129,58,73,125
The Tata Power Company Limited Jointly with Mr. Jinendra Patil	1
The Tata Power Company Limited Jointly with Mr. Jeraz Mahernosh	1
The Tata Power Company Limited Jointly with Mr. Kasturi Soundararajan	1
The Tata Power Company Limited Jointly with Mr. Hanoz Mistry	1
The Tata Power Company Limited Jointly with Mr. Kailash Mali	1
The Tata Power Company Limited Jointly with Mr. Jitendra Prasad	1
GreenForest New Energies Bidco Limited	16,72,23,397
<b>Grand Total</b>	<b>146,30,96,528</b>

Yours faithfully,  
**For Tata Power Renewable Energy Limited**

**Jeraz E Mahernosh**  
Company Secretary  
FCS : 7008  
C/o The Tata Power Company Limited,  
Corporate Centre, A Block, 34 Sant Tukaram Road,  
Carnac Bunder, Mumbai - 400 009  
Date : 23<sup>rd</sup> August 2024

**Tata Power Renewable Energy Limited**

CIN : U40108MH2007PLC168314

C/o The Tata Power Company Limited

Corporate Centre, A Block, 34 Sant Tukaram Road, Carnac Bunder, Mumbai 400 009

Tel: +91 22 6717 1000 Extn: 1626

**055/MGT-8/SBR 2024-25**

**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 **TATA POWER RENEWABLE ENERGY LIMITED** having **CIN No. U40108MH2007PLC168314** (hereinafter referred to as "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 31.03.2024. 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:
1. Its status under the Act;
  2. Maintenance of registers/records & making entries therein within the time prescribed thereof;
  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 under the Act and Rules made thereunder, during the financial year ending as on 31.03.2024;
  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 ~~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;
  5. Closure of Register of Members / Security holders, as the case may be during the financial year ended on 31.03.2024;
  6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act, *(Not applicable during the period under review)*
  7. Contracts/arrangements with related parties as specified in section 188 of the Act;

8. Issue or allotment or transfer or transmission or buyback 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.

***I. The Committee of Directors vide circular dated 22nd May 2023 approved the Issue of Non-Convertible Debentures upto ₹ 700 crores and the same committee vide circular dated 30<sup>th</sup> May 2023 approved the allotment of 70,000 Listed, Rated, Taxable, Unsecured, Redeemable Non-Convertible Debentures to ICICI Bank Limited at an issue price of ₹ 1,00,000 per Debenture aggregating to ₹ 700 crore.***

***II. Issued and allotted 8,36,18,348 Equity Shares Pursuant to Conversion of Compulsorily Convertible Preference Shares to Green Forest New Energies Bidco Limited at an issue price of ₹ 239.18196 per share aggregating to approx. ₹ 2,000 crore.***

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 period under review)*

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 during the period under review)*

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/ ~~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;

***I. Merger Scheme – During the previous financial year 2022-23, the Board of Directors of the Company had at its meeting held on 23rd January 2023 approved a Composite Scheme of Arrangement ('Scheme') amongst the Company, Chirasthaayee Saurya Limited, and Tata Power Solar Systems Limited pursuant to Sections 230 - 232 and other applicable provisions of the Companies Act 2013.***

***The said Scheme is still pending for approval of the National Company Law Tribunal, Mumbai Bench and such other statutory approvals as may be required in this regard.***

- II. Merger Scheme – During the previous financial year 2022-23, the Board of Directors of the Company had at its meeting held on 23rd January 2023 approved a composite scheme of arrangement amongst the Company, TP Wind Power Limited, Walwhan Renewable Energy Limited, Walwhan Solar KA Limited, Walwhan Energy RJ Limited, Walwhan Solar RJ Limited, Walwhan Urja India Limited, Dreisatz Mysolar24 Private Limited, MI Mysolar24 Private Limited, Northwest Energy Private Limited, Clean Sustainable Solar Energy Private Limited, Walwhan Solar BH Limited, Walwhan Solar MH Limited, Walwhan Solar AP Limited, Walwhan Solar Raj Limited, Walwhan Solar Energy GJ Limited, Walwhan Solar MP Limited, Walwhan Solar PB Limited, Walwhan Solar TN Limited, Walwhan Urja Anjar Limited, Walwhan Wind RJ Limited, Solarsys Renewable Energy Private Limited pursuant to Sections 230 - 232 and other applicable provisions of the Companies Act 2013.***

***The said Scheme is still pending for approval of the National Company Law Tribunal, Mumbai Bench and such other statutory approvals as may be required in this regard.***

15. Acceptance/ renewal/ repayment of deposits; *(Not applicable during the period under review)*

16. Borrowings from its directors, members, public financial institutions, banks, and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

- I. The Members of the Company at its Extra-Ordinary General Meeting held on 18th October 2023 accorded the consent under section 180(1)(a) and 180(1)(c) of the Companies Act, 2013 to the Board of Directors of the Company to borrow, from time to time, such sums of monies not exceeding ₹ 22,000 crore in excess of the paid-up share capital of the Company and its free reserves. The erstwhile limit was ₹ 15,000 crore.***

***At the said meeting, the Members had also accorded the consent to the Board for the creation of mortgages, charges, and hypothecations to secure borrowings up to ₹ 27,500 crore.***

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; *(The Company is engaged in the provision of infrastructural facilities in terms of Schedule VI of the Act, therefore provisions of Section 186 of the Companies Act, 2013 except sub-section (1), is not applicable)*



18. Alteration of the provisions of the Memorandum and/or Articles of Association of the Company;

***I. The Members of the Company at its Extra-Ordinary General Meeting held on 29<sup>th</sup> September 2023 accorded the consent under section 14 of the Companies act, 2013 for alteration of the Articles of Association of the Company by inserting the clause No. "74A Debenture Director" after Article 74.***

For **SBR & Co. LLP**  
Company Secretaries  
For **SBR & CO. LLP**  
  
Partner(s)/Authorised Signatory

**Sumant K. Bhargava**  
Designated Partner

FCS No. 8250

C.P. No. 15656

Peer Review No. 5318/2023

UDIN: F008250F001020503

Place: Mumbai  
Date: 22/08/2024





**List of Debentureholders as on 31<sup>st</sup> March 2024**

**1. ISIN : INE607M07016**

**Non- Convertible Debentures allotted in May 2019**

SR.NO	NAME OF DEBENTUREHOLDER(S)	NO. OF DEBENTURES
1.	Kotak Mahindra Bank Limited	5000
	<b>Grand Total</b>	<b>5000</b>

The face value per debenture is Rs 6,70,000.

**2. ISIN: INE607M07024**

**Non- Convertible Debentures allotted in June 2016**

SR.NO	NAME OF DEBENTUREHOLDER(S)	NO. OF DEBENTURES
1.	HDFC Bank Limited	4000
	<b>Grand Total</b>	<b>4000</b>

The face value per debenture is Rs 7,37,500.

**3. ISIN : INE607M08055**

**Non- Convertible Debentures allotted in September 2022**

SR.NO	NAME OF DEBENTUREHOLDER(S)	NO. OF DEBENTURES
1.	Tata AIG General Insurance Company Limited	3000
	<b>Grand Total</b>	<b>3000</b>

The face value per debenture is Rs 10,00,000.

**4. ISIN : INE607M08063**

**Non- Convertible Debentures allotted in September 2022**

SR.NO	NAME OF DEBENTUREHOLDER(S)	NO. OF DEBENTURES
1.	SBI Life Insurance Company Limited	3000
	<b>Grand Total</b>	<b>3000</b>

The face value per debenture is Rs 10,00,000

**Tata Power Renewable Energy Limited**

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Tel: +91 22 6717 1000 Extn: 1626

Email: [tprel@tatapower.com](mailto:tprel@tatapower.com) Website: [www.tatapowerrenewables.com](http://www.tatapowerrenewables.com)



5. ISIN : INE607M08071

**Non- Convertible Debentures allotted in May 2023**

SR.NO	NAME OF DEBENTUREHOLDER(S)	NO. OF DEBENTURES
1.	Tata AIG General Insurance Company Limited	70,000
2.	Aditya Birla Sun Life Insurance Company Limited	
3.	Reliance General Insurance Company Limited	
4.	Reliance General Insurance Company Limited -SH	
	<b>Grand Total</b>	<b>70,000</b>

The face value per debenture is Rs 1,00,000.

Yours faithfully,  
**For Tata Power Renewable Energy Limited**

**Jeraz E Mahernosh**  
Company Secretary  
FCS : 7008  
C/o The Tata Power Company Limited,  
Corporate Centre, A Block, 34 Sant Tukaram Road,  
Carnac Bunder, Mumbai - 400 009  
Date: 23<sup>rd</sup> August 2024

**Tata Power Renewable Energy Limited**

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Email: [tprel@tatapower.com](mailto:tprel@tatapower.com) Website: [www.tatapowerrenewables.com](http://www.tatapowerrenewables.com)



**CLARIFICATION LETTER**

**Date:** 23<sup>rd</sup> August 2024

**To,**  
**Registrar of Companies,**  
**Mumbai**  
100, Everest Building,  
Marine Lines, Mumbai– 400002

**Subject: Clarification with respect to the Appointment of Designated Person under Section 89 of Companies Act, 2013 read with Rule 9(4) of Companies (Management and Administration) Rules, 2014:**

Respected Sir/Madam,

In accordance with Rule 9(4) of the Companies (Management and Administration) Rules, 2014, the details of the designated person appointed are required to be disclosed in the Annual Return of the Company. However, as the prescribed form does not include a specific field for this information, we are providing the details as part of this clarification letter.

In this regard, please be informed that, the Board of Directors had appointed Mr. Jeraz Mahernosh (Membership No: 7008), Company Secretary of the Company as designated Person who will be responsible for furnishing and extending co-operation for providing information to the Registrar or any other authorized officer with respect to beneficial interest in shares of Company under the Act in accordance with Rule 9(4) of Companies (Management and Administration) Rules, 2014, at its meeting dated 23<sup>rd</sup> January 2024. He continues to remain the designated person as on March 31, 2024.

We request you to take the same on record.

Thanking you in anticipation.

Yours truly,

**For Tata Power Renewable Energy Limited**

**Jeraz E Mahernosh**  
Company Secretary  
FCS : 7008  
C/o The Tata Power Company Limited,  
Corporate Centre, A Block, 34 Sant Tukaram Road,  
Carnac Bunder, Mumbai - 400 009  
Date: 23<sup>rd</sup> August 2024

**Encl.:** Certified True Copy of Resolution passed by Board of Directors for appointment of Designated Person.

**Tata Power Renewable Energy Limited**

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C/o The Tata Power Company Limited

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Email: [tprel@tatapower.com](mailto:tprel@tatapower.com) Website: [www.tatapowerrenewables.com](http://www.tatapowerrenewables.com)



**Certified True Copy of the Resolution passed by the Board of Directors on 23<sup>rd</sup> January 2024**

“RESOLVED that pursuant to the provisions of Sub-rule 4 of Rule 9 of the Companies (Management and Administration) Second Amendment Rules, 2023 ('Rules'), as amended from time to time, the Company Secretary be and is hereby designated as the Person Responsible for providing information to the Registrar of Companies with regard to beneficial interest in the shares of the Company and compliance with the provisions of the said Rule.”

**Certified True Copy  
For Tata Power Renewable Energy Limited**

A handwritten signature in blue ink, appearing to read 'Jeraz E Mahernosh'.

**Jeraz E Mahernosh**  
Company Secretary  
FCS : 7008  
C/o The Tata Power Company Limited,  
Corporate Centre, A Block, 34 Sant Tukaram Road,  
Carnac Bunder, Mumbai - 400 009

Date : 23rd August 2024

**Tata Power Renewable Energy Limited**

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