

**Form No. MGT-9**  
**EXTRACT OF ANNUAL RETURN**  
as on the financial year ended on March 31, 2019  
**[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]**

<b>I.</b>	<b>REGISTRATION AND OTHER DETAILS</b>	
i)	CIN	U40100GJ1991PTC051130
ii)	Registration Date	04.01.1991
iii)	Name of the Company	Jamnagar Utilities & Power Private Limited
iv)	Category / Sub-Category of the Company	Private Company / Limited by Shares
v)	Address of the Registered Office and contact details	CPP Control Room, Village Padana, Taluka Lalpur, District Jamnagar - 361280, Gujarat Tel:- 0091 22 22785500 Fax:- 0091 22 22785560
vi)	Whether listed company	Yes (Debentures are listed)
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Karvy Fintech Private Limited (Formerly Karvy Computershare Private Limited) Karvy Selenium Tower B Plot No.31-32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi TG – 500 032 Tel: +91 40 67161700 Fax: +91 40 67161680
<b>II.</b>	<b>PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY</b>	
	All the business activities contributing 10% or more of the total turnover of the Company	As per Attachment A
<b>III.</b>	<b>PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES</b>	
		As per Attachment B
<b>IV.</b>	<b>SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)</b>	
i)	Category-wise shareholding	As per Attachment C
ii)	Shareholding of Promoters	As per Attachment D
iii)	Change in Promoters' Shareholding (please specify, if there is no change)	As per Attachment E

## Form No. MGT-9

## EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 2019

**[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]**

iv)	Shareholding Pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)	As per Attachment F
v)	Shareholding of Directors and Key Managerial Personnel	As per Attachment G
<b>V.</b>	<b>INDEBTEDNESS</b>	
	Indebtedness of the Company including interest outstanding/accrued but not due for payment	As per Attachment H
<b>VI.</b>	<b>REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL</b>	
A	Remuneration to Managing Director (MD), Whole-time Directors (WTDs) and/or Manager:	As per Attachment I
B	Remuneration to other Directors	As per Attachment J
C	Remuneration to Key Managerial Personnel other than MD/MANAGER/WTD	As per Attachment K
<b>VII.</b>	<b>PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES</b>	As per Attachment L

## Attachment A

### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated :

<b>Sr. No.</b>	<b>Name and Description of main products/services</b>	<b>NIC Code of the product/service *</b>	<b>% to total turnover of the company #</b>
1	Power, Steam and Process Feed Water	3510	99.42%

\* As per National Industrial Classification - 2008, Ministry of Statistics and Programme Implementation

# On the basis of Gross Turnover

**Attachment B****III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

<b>Sr. No.</b>	<b>Name of Company</b>	<b>Address of Company</b>	<b>CIN/GLN</b>	<b>HOLDING / SUBSIDIARY / ASSOCIATE</b>	<b>% of Shares held</b>	<b>Applicable section</b>
1	Reliance Industries Holding Private Limited	84-A, Mittal Court, 8th Floor, 224, Nariman Point, Mumbai 400021	U51103MH2007PTC168016	Holding Company	73.84*	2(46)
2	EWPL Holdings Private Limited (Formerly Reliance Utilities Private Limited)	SSO-Annex.2, Reliance Jamnagar Complex, Village Motikhavdi, P.O. Digvijayagram, Taluka & District Jamnagar, Gujarat-361140	U99999GJ2000PTC050444	Associate Company	45.00	2(6)

\*Reliance Industries Holding Private Limited holds 73.84% of Class 'A' Equity Shares and 100% of Class 'B' Equity Shares

Class 'A' Equity Shares shall carry rights as to voting but shall not be entitled to rights to dividend and to participate in the surplus assets of the Company, if any. The holder of the Class 'A' Equity Shares is entitled to one vote per share.

Class 'B' Equity Shares shall carry rights as to dividend and to participate in the surplus assets of the Company, if any, but shall not carry rights as to voting at the general meeting save and except voting rights at the court convened and class meetings.

## Attachment C

## IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

## i) Category-wise Shareholding

Sr. No.	Category of Shareholders	No. of Shares held at the beginning of the year (As on 01-04-2018)				No. of Shares held at the end of the year (As on 31-03-2019)				% of change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
<b>A</b>	<b>Promoters</b>									
(1)	<b>Indian</b>									
a)	Individual / HUF	0	0	0	0.00	0	0	0	0.00	0.00
b)	Central Government	0	0	0	0.00	0	0	0	0.00	0.00
c)	State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
d)	Bodies Corporate*	1310088000	517170346	1827258346	99.72	1310088000	517138346	1827226346	99.71	-0.01
e)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f)	Any other...	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub - Total (A) (1)</b>	<b>1310088000</b>	<b>517170346</b>	<b>1827258346</b>	<b>99.72</b>	<b>1310088000</b>	<b>517138346</b>	<b>1827226346</b>	<b>99.71</b>	<b>-0.01</b>
(2)	<b>Foreign</b>									
a)	NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b)	Other - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
d)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e)	Any other...	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub - Total (A) (2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>Total Shareholding of Promoter(A) = (A)(1) + (A)(2)</b>	<b>1310088000</b>	<b>517170346</b>	<b>1827258346</b>	<b>99.72</b>	<b>1310088000</b>	<b>517138346</b>	<b>1827226346</b>	<b>99.71</b>	<b>-0.01</b>
<b>B</b>	<b>Public Shareholding</b>									
<b>1</b>	<b>Institutions</b>									
a)	Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c)	Central Government	0	0	0	0.00	0	0	0	0.00	0.00
d)	State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
e)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f)	Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g)	FIs	0	0	0	0.00	0	0	0	0.00	0.00
h)	Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i)	Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub - Total (B) (1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>

## Attachment C

## IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

## i) Category-wise Shareholding

Sr. No.	Category of Shareholders	No. of Shares held at the beginning of the year (As on 01-04-2018)				No. of Shares held at the end of the year (As on 31-03-2019)				% of change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
<b>2</b>	<b>Non-institutions</b>									
a)	Bodies Corporate									
	i) Indian#	5200000	0	5200000	0.28	5232000	0	5232000	0.29	0.01
	ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b)	Individuals									
	i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
	ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
c)	Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub - Total (B) (2)</b>	<b>5200000</b>	<b>0</b>	<b>5200000</b>	<b>0.28</b>	<b>5232000</b>	<b>0</b>	<b>5232000</b>	<b>0.29</b>	<b>0.01</b>
	<b>Total Public Shareholding (B) = (B)(1) + (B)(2)</b>	<b>5200000</b>	<b>0</b>	<b>5200000</b>	<b>0.28</b>	<b>5232000</b>	<b>0</b>	<b>5232000</b>	<b>0.29</b>	<b>0.01</b>
<b>C.</b>	<b>Shares held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Grand Total (A+B+C)</b>	<b>1315288000</b>	<b>517170346</b>	<b>1832458346</b>	<b>100.00</b>	<b>1315320000</b>	<b>517138346</b>	<b>1832458346</b>	<b>100.00</b>	<b>0.00</b>

\* Number of Class 'A' Equity Shares - 2,00,00,000 and Number of Class 'B' Equity Shares - 181,24,58,346

**Rights, preferences and restrictions attached to shares are as under:**

a) Class 'A' Equity Shares shall carry rights as to voting but shall not be entitled to rights to dividend and to participate in the surplus assets of the Company, if any. The holder of the Class 'A' Equity Shares is entitled to one vote per share.

b) Class 'B' Equity Shares shall carry rights as to dividend and to participate in the surplus assets of the Company, if any, but shall not carry rights as to voting at the general meeting save and except voting rights at the court convened and class meetings.

# Captive user under the provisions of Electricity Rules, 2005

## Attachment D

## IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

## ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (As on 01-04-2018)			Shareholding at the end of the year (As on 31-03-2019)			
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	% change in shareholding during the year
	<b>Class 'A' Equity Shares</b>							
1	Reliance Industries Holding Private Limited (Class 'A' Equity Shares)	14800000	74.00	0.00	14768000	73.84	0.00	-0.16
	<b>Total</b>	<b>14800000</b>	<b>74.00</b>	<b>0.00</b>	<b>14768000</b>	<b>73.84</b>	<b>0.00</b>	<b>-0.16</b>
	<b>Class 'B' Equity Shares</b>							
1	Reliance Industries Holding Private Limited (Class 'B' Equity Shares)	1812458346	100.00	0.00	1812458346	100.00	0.00	0.00
	<b>Total</b>	<b>1812458346</b>	<b>100.00</b>	<b>0.00</b>	<b>1812458346</b>	<b>100.00</b>	<b>0.00</b>	<b>0.00</b>

**Attachment E****IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**iii) *Change in Promoters' Shareholding (please specify, if there is no change)*

Particulars	Shareholding at the beginning of the year (As on 01-04-2018)		Cumulative Shareholding during the year (01-04-2018 to 31-03-2019)	
	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
At the beginning of the year	1827258346	<b>99.72</b>	1827258346	<b>99.72</b>
Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc) Transfer of shares on September 7, 2018			-32000	<b>0.01</b>
At the end of the year	1827226346	<b>99.71</b>	1827226346	<b>99.71</b>



Attachment F

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

iv) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

Sr. No.	Name	Shareholding		Date	Increase / Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-18 to 31-03-19)	
		No. of Shares at the beginning (01-04-18) / end of the year (31-03-19)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Reliance Industries Limited (Class 'A' Equity Shares)	5200000	26.00	01-04-2018	0	-	5200000	26.00
		5200000	26.00	31-3-2019			5200000	26.00
2	Reliance Sibur Elastomers Private Limited (Class 'A' Equity Shares)	0	0.00	01-04-2018	0	-	0	0.00
		32000	0.16	07-09-2018	32000	Transfer	32000	0.16
		32000	0.16	31-3-2019			32000	0.16

**Attachment G**

**IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**

**v) Shareholding of Directors and Key Managerial Personnel**

Sr. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-18 to 31-03-19)	
		No.of Shares at the beginning(01-04-2018) / end of the year(31-03-19)	% of total shares of the Company				No.of Shares	% of total shares of the Company
NIL								

## Attachment H

## V. INDEBTEDNESS

Amount (Rs. in crore)

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year (01.04.2018)</b>				
i) Principal Amount (including Other Ind AS Adjustments)	8,026	-	-	8,026
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	394	-	-	394
<b>Total (i+ii+iii)</b>	<b>8,420</b>	<b>-</b>	<b>-</b>	<b>8,420</b>
<b>Change in Indebtedness during the financial year (Principal Amount)</b>				
Addition	-	-	-	-
Reduction	-605	-	-	-605
Other Ind AS Adjustments	8			8
Exchange Difference	91	-	-	91
<b>Net Change</b>	<b>-506</b>			<b>-506</b>
<b>Indebtedness at the end of the financial year (31.03.2019)</b>				
i) Principal Amount (including Other Ind AS Adjustments)	7,520	-	-	7,520
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	380	-	-	380
<b>Total (i+ii+iii)</b>	<b>7,900</b>	<b>-</b>	<b>-</b>	<b>7,900</b>

Attachment I

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director(MD), Whole-time Directors (WTDs) and/or Manager

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount (Rs in crore)
		Manager (Shri Kiritkumar Brahmbhatt)	
1	Gross salary		
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	-	-
	(b) Value of perquisites u/s 17(2)Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under Section 17(3) Income-tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
	- others, specify...	-	-
5	Others, please specify - Payment on Secondment exclusive of taxes	2.15	2.15
	<b>Total (A)</b>	<b>2.15</b>	<b>2.15</b>
	Ceiling as per the Act	Rs. 121.68 crore (Being 5% of net profits of the Company calculated as per Section 198 of the Companies Act, 2013.	

## Attachment J

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

## B. Remuneration to other Directors

Sr. No.	Particulars of Remuneration	Names of Directors						Total Amount (Rs. in crore)
		K. P. Nanavaty	Satish Parikh	V. K. Gandhi	Geeta Fulwadaya	S. Anantharaman	Natarajan T.G.	
1	Independent Directors							
	· Fee for attending Board / Committee meetings	-	-	-	-	0.044*	0.044*	0.088
	· Commission							
	· Others, please specify							
	<b>Total (1)</b>	-	-	-	-	<b>0.044*</b>	<b>0.044*</b>	<b>0.088</b>
2	Other Non-Executive Directors							
	· Fee for attending Board / Committee meetings	0.0015	0.0060	0.0025	0.0080	-	-	0.0180
	· Commission							
	· Others, please specify							
	<b>Total (2)</b>	<b>0.0015</b>	<b>0.0060</b>	<b>0.0025</b>	<b>0.0080</b>	-	-	<b>0.0180</b>
	<b>Total (B)=(1+2)</b>	<b>0.0015</b>	<b>0.0060</b>	<b>0.0025</b>	<b>0.0080</b>	<b>0.044</b>	<b>0.044</b>	<b>0.1060</b>
	Total Managerial Remuneration							2.26**
	<b>Overall Ceiling as per the Act</b>	<b>Sitting Fees: One Lakh Rupees per meeting of the Board or Committee</b>						

\*Rs.30000/- relates to sitting fees paid in Financial Year 2019-20

\*\* Total remuneration to all the Directors / Manager (being the total of A and B).

**Attachment K**

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD / MANAGER / WTD**

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount (Rs. in crore)
		CEO	Company Secretary (Rina Goda)	CFO (Paras Bhansali)	
1	Gross salary	<b>Not Applicable</b>			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961		-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under Section 17(3) Income-tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission				
	- as % of profit				
	-others, specify... -				
5	Others, please specify - Payment on Secondment exclusive of taxes		0.23	0.33	0.56
	<b>Total</b>		0.23	0.33	0.56

Attachment L

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty / punishment / compounding fees imposed	Authority (RD/NCLT/ COURT)	Appeal made, if any (give details)
<b>A. Company</b>					
Penalty					
Punishment					
Compounding					
			NIL		
<b>B. Directors</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					