

ANNEXURE-II**FORM NO. MGT-9
Extract of Annual Return****as on the Financial Year ended 31st March, 2021***[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]***I. Registration and other details:**

i)	CIN	L74899DL1992PLC048945
ii)	Registration Date	28-05-1992
iii)	Name of the Company	HPL Electric & Power Limited
iv)	Category of the Company	Public Limited Company
v)	Sub-Category of the Company	Limited By Shares
vi)	Address of the Registered office and contact details	1/20 Asaf Ali Road, New Delhi-110002, Phone No-011-23234411 Fax: 011-23232639 Email: hpl@hplindia.com Website: www.hplindia.com
vii)	Whether listed company	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	KFin Technologies Private Limited Selenium Tower B, Plot 31-32, Financial District - Nanakramguda, Serilingampally Mandal, Hyderabad- 500 032, India Phone no.: +91 40 67161526 / Fax: (+91 40) 23001135 E-mail: einward.ris@karvy.com Website: www.kfintech.com

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)

SN	Name and Description of main products / services	NIC Code of the Product/ service*	% to total turnover of the company
1	Metering	2651	41.71
2	Switchgear	2710	18.99
3	Lighting & Electronics	2740	29.53
4	Cables	2732	9.77

* As per NIC Code 2008.

III. Particulars of holding, subsidiary and associate companies:

S. No	Name and address of the company	CIN/GLN	Holding/ subsidiary / associate	% age of shares held	Applicable section
1.	Himachal Energy Private Limited	U31909HP2003PTC027983	Subsidiary	97.15	Section 2(87) of Companies Act, 2013
2.	HPL Electric & Power Private Limited – Shriji Designs (JV)	NA	Joint Venture	Nil#	NA
3.	HPL Electric & Power Private Limited – Shriji Designs – Trimurthi Hitech Company Private Limited (JV)	NA	Joint Venture	Nil#	NA

The Company has Two Joint Ventures in form of Association of Person (AOP) under the names of Joint Ventures of M/s HPL Electric & Power Private Limited – Shriji Designs (JV) & HPL Electric & Power Private Limited – Shriji Designs – Trimurthi Hitech Company Private Limited (JV) w.e.f. October 30, 2010 & June 22, 2011 which were subsequently amended on September 24, 2011. Your company is the Lead Partner in both the Joint Ventures and having entitlement of 97% & 94% of profits earned respectively.

IV. Share Holding Pattern (Equity Share Capital Breakup as Percentage of Total Equity)

a) Category-wise Share Holding

CATEGORY CODE	CATEGORY OF SHAREHOLDER	NO. OF SHARES HELD AT THE BEGINNING OF THE YEAR (01/04/2020)				NO. OF SHARES HELD AT THE END OF THE YEAR (31/03/2021)				% CHANGE DURING THE YEAR
		DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)
(A)	PROMOTER AND PROMOTER GROUP									
(1)	INDIAN									
(a)	Individual /HUF	14421176	0	14421176	22.43	14626806	0	14626806	22.75	0.32
(b)	Central Government/ State Government(s)	0	0	0	0	0	0	0	0	0
(c)	Bodies Corporate	32092023	0	32092023	49.91	32092023	0	32092023	49.91	0
(d)	Financial Institutions / Banks	0	0	0	0	0	0	0	0	0
(e)	Others	0	0	0	0	0	0	0	0	0
	Sub-Total A(1) :	46513199	0	46513199	72.34	46718829	0	46718829	72.66	0.32
(2)	FOREIGN									
(a)	Individuals (NRIs/ Foreign Individuals)	0	0	0	0	0	0	0	0	0
(b)	Bodies Corporate	0	0	0	0	0	0	0	0	0
(c)	Institutions	0	0	0	0	0	0	0	0	0
(d)	Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
(e)	Others	0	0	0	0	0	0	0	0	0
	Sub-Total A(2) :	0	0	0	0	0	0	0	0	0
	Total A=A(1)+A(2)	46513199	0	46513199	72.34	46718829	0	46718829	72.66	0.32
(B)	PUBLIC SHAREHOLDING									
(1)	INSTITUTIONS									
(a)	Mutual Funds /UTI	3876523	0	3876523	6.03	1159532	0	1159532	1.80	-4.23
(b)	Financial Institutions /Banks	10	0	10	0	0	0	0	0	0
(c)	Central Government / State Government(s)	0	0	0	0	0	0	0	0	0
(d)	Venture Capital Funds	0	0	0	0	0	0	0	0	0
(e)	Insurance Companies	0	0	0	0	0	0	0	0	0
(f)	Foreign Institutional Investors	14	0	14	0	14	0	14	0	0
(g)	Foreign Venture Capital Investors	0	0	0	0	0	0	0	0	0
(h)	Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
(i)	Others	0	0	0	0	0	0	0	0	0
	Alternate Investment Fund	760000	0	760000	1.18	1100000	0	1100000	1.71	0.53
	Sub-Total B(1) :	4636547	0	4636547	7.21	2259546	0	2259546	3.51	-3.70
(2)	NON-INSTITUTIONS									
(a)	Bodies Corporate	925749	0	925749	1.44	679002	0	679002	1.06	-0.38

CATEGORY CODE	CATEGORY OF SHAREHOLDER	NO. OF SHARES HELD AT THE BEGINNING OF THE YEAR (01/04/2020)				NO. OF SHARES HELD AT THE END OF THE YEAR (31/03/2021)				% CHANGE DURING THE YEAR
		DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	
(b)	Individuals									
	(i) Individuals holding nominal share capital upto Rs.1 lakh	8720709	1	8720710	13.56	10526791	1	10526792	16.37	2.81
	(ii) Individuals holding nominal share capital in excess of Rs.1 lakh	1904877	0	1904877	2.96	3343074	0	3343074	5.20	2.24
(c)	Others									
	CLEARING MEMBERS	50790	0	50790	0.08	334755	0	334755	0.52	0.44
	DIRECTORS	37500	0	37500	0.06	0	0	0	0	-0.06
	NON RESIDENT INDIANS	1107565	0	1107565	1.72	370832	0	370832	0.58	-1.14
	NRI NON-REPATRIATION	403549	0	403549	0.63	67656	0	67656	0.11	-0.52
(d)	Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
	Sub-Total B(2) :	13150739	1	13150740	20.45	15322110	1	15322111	23.83	3.38
	Total B=B(1)+B(2) :	17787286	1	17787287	27.66	17581656	1	17581657	27.34	-0.32
	Total (A+B) :	64300485	1	64300486	100	64300485	1	64300486	100	0.00
(C)	Shares held by custodians, against which Depository Receipts have been issued									
(1)	Promoter and Promoter Group	0	0	0	0	0	0	0	0	0
(2)	Public	0	0	0	0	0	0	0	0	0
	GRAND TOTAL (A+B+C) :	64300485	1	64300486	100	64300485	1	64300486	100	

b) Shareholding of Promoter:

S. No	Shareholder's Name	Shareholding at the beginning of the year (01/04/2020)			Share holding at the end of the year (31/03/2021)			% change in share holding during the year
		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	
1	Mr. Lalit Seth	7824598	12.17	0	8030228	12.49	0	0.32
2	Mrs. Praveen Seth	2133098	3.32	0	2133098	3.32	0	0
3	Mr. Rishi Seth	2231740	3.47	0	2231740	3.47	0	0
4	Mr. Gautam Seth	2231740	3.47	0	2231740	3.47	0	0
5	HPL India Limited	17573238	27.33	0	17573238	27.33	0	0
6	Jesons Impex Private Limited	24000	0.04	0	24000	0.04	0	0
7	Havell's Private Limited	2842655	4.42	0	2842655	4.42	0	0
8	Havells Electronics Private Limited	11652130	18.12	0	11652130	18.12	0	0
	Total	46513199	72.34	0	46718829	72.66	0	0.32

c) Change in Promoters' Shareholding

Sr. No.	Promoter	Shareholding		Cumulative shareholding during the year (01.04.2020- 31.03.2021)	
		No. of Shares	% of the total shares of the Company	No. of Shares	% of the total shares of the Company
	At the beginning of the year 01/04/2020	46513199	72.34	46513199	72.34
	Date wise Increase/ Decrease in promoters Share holding during the year Specifying the reasons for increase/ decrease (allotment/ transfer/ bonus/ sweat etc.)*			There is a change in the holding of Mr. Lalit Seth, promoter which is as per Note – I below	
	At the end of the year 31/03/2021	46718829	72.66	46718829	72.66

NOTE-I Details of Increase and Decrease in Promoters Shareholding

Sl. No	Name	Shareholding		Date of debit/ credit	Increase/ Decrease in shareholding	Reason	Cumulative shareholding during the year (01.04.2020- 31.03.2021)	
		No. of shares at the beginning (01.04.2020)/ end of the year (31.03.2021)	% of total shares of the company				No. of Shares	% of the total shares of the Company
1.	Mr. Lalit Seth	7824598	12.17	01.04.2020			7824598	12.17
				25.12.2020	205630	Market purchase	8030228	12.49
		8030228	12.49	31.03.2021			8030228	12.49

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

Slno	Name of the Share Holder	Shareholding at the beginning of the Year (01.04.2020)		Date	Increase/ Decrease in share holding	Reason	Cumulative Shareholding during the Year (01.04.2020-31.03.2021)	
		No of Shares	% of total shares of the company				No of Shares	% of total shares of the company
1	HDFC TRUSTEE CO LTD A/C HDFC HOUSING OPPORTUNITIES	3876523	6.03	01/04/2020			3876523	6.03
				11/09/2020	-26100	Sale	3850423	5.99
				25/09/2020	-37223	Sale	3813200	5.93
				30/09/2020	-17601	Sale	3795599	5.90
				09/10/2020	-91558	Sale	3704041	5.76
				16/10/2020	-18400	Sale	3685641	5.73
				23/10/2020	-26459	Sale	3659182	5.69
				30/10/2020	-116292	Sale	3542890	5.51
				06/11/2020	-53400	Sale	3489490	5.43
				13/11/2020	-119003	Sale	3370487	5.24
				20/11/2020	-109000	Sale	3261487	5.07
				27/11/2020	-527200	Sale	2734287	4.25
				04/12/2020	-201652	Sale	2532635	3.94
				11/12/2020	-493000	Sale	2039635	3.17
				18/12/2020	-532900	Sale	1506735	2.34
				22/01/2021	-47208	Sale	1459527	2.27
				29/01/2021	-204942	Sale	1254585	1.95
				12/02/2021	-59000	Sale	1195585	1.86
				05/03/2021	-996	Sale	1194589	1.86
				19/03/2021	-15568	Sale	1179021	1.83

Sno	Name of the Share Holder	Shareholding at the beginning of the Year (01.04.2020)		Date	Increase/Decrease in share holding	Reason	Cumulative Shareholding during the Year (01.04.2020-31.03.2021)	
		No of Shares	% of total shares of the company				No of Shares	% of total shares of the company
				26/03/2021	-8544	Sale	1170477	1.82
				31/03/2021	-10945	Sale	1159532	1.80
				31/03/2021			1159532	1.80
2	EQ INDIA FUND	760000	1.18	01/04/2020			760000	1.18
				01/05/2020	-82217	Sale	677783	1.05
				10/07/2020	-177783	Sale	500000	0.78
				12/02/2021	600000	Purchase	1100000	1.71
				31/03/2021			1100000	1.71
3	GANESH SRINIVASAN	299000	0.47	01/04/2020			299000	0.47
				25/12/2020	125000	Purchase	424000	0.66
				31/12/2020	50000	Purchase	474000	0.74
				29/01/2021	-6676	Sale	467324	0.73
				05/02/2021	-467324	Sale	0	0.00
				31/03/2021			0	0.00
4	BHARAT TAPARIA	258000	0.40	01/04/2020			258000	0.40
				31/03/2021			258000	0.40
5	MY MONEY SECURITIES LTD.	210000	0.33	01/04/2020			210000	0.33
				11/12/2020	-210000	Sale	0	0.00
				31/03/2021			0	0.00
6	MEHAK INFRACON PRIVATE LIMITED	148000	0.23	01/04/2020			148000	0.23
				22/05/2020	1150	Purchase	149150	0.23
				30/09/2020	-50000	Sale	99150	0.15
				09/10/2020	-99150	Sale	0	0.00
				31/03/2021			0	0.00
7	NITIN KAPIL TANDON	93000	0.14	01/04/2020			93000	0.14
				31/03/2021			93000	0.14
8	MY MONEY SECURITIES LIMITED	92278	0.14	01/04/2020			92278	0.14
				30/10/2020	-30000	Sale	62278	0.10
				06/11/2020	-30000	Sale	32278	0.05
				13/11/2020	-20000	Sale	12278	0.02
				20/11/2020	-12278	Sale	0	0.00
				11/12/2020	210000	Purchase	210000	0.33
				26/02/2021	10430	Purchase	220430	0.34
				31/03/2021			220430	0.34
9	EQUITY INTELLIGENCE INDIA PRIVATE LIMITED	85000	0.13	01/04/2020			85000	0.13
				24/04/2020	-85000	Sale	0	0.00
				05/02/2021	50000	Purchase	50000	0.08
				12/02/2021	50000	Purchase	100000	0.16
				26/02/2021	250000	Purchase	350000	0.54
				05/03/2021	50000	Purchase	400000	0.62
				26/03/2021	-400000	Sale	0	0.00
				31/03/2021			0	0.00
10	BHARAT KUNVERJI KENIA	70000	0.11	01/04/2020			70000	0.11
				12/06/2020	16000	Purchase	86000	0.13
				19/06/2020	14000	Purchase	100000	0.16
				31/03/2021			100000	0.16

e) Shareholding of Directors and Key Managerial Personnel:

S. No.	Name of the Directors and KMPs	Shareholding				Date of change*	Increase/ (Decrease) in shareholding*	Reason	Cumulative Shareholding during the year (01.04.2020 to 31.03.2021)	
		No. of Shares							No. of Shares	% of total Shares of the Company
		01.04.2020		31.03.2021						
No. of Shares	% of Shares	No. of Shares	% of Shares							
1.	Mr. Lalit Seth	7824598	12.17	8030228	12.49	25.12.2020	205630	Market purchase	8030228	12.49
2.	Mr. Rishi Seth	2231740	3.47	2231740	3.47	-	-	-	2231740	3.47
3.	Mr. Gautam Seth	2231740	3.47	2231740	3.47	-	-	-	2231740	3.47
4.	Mr. Chandra Prakash Jain**	37500	0.06	Nil	Nil	-	-	-	Nil	Nil
5.	Mr. Jatinder Singh Sabharwal*	Nil	Nil	NA	NA	Nil	Nil	Nil	Nil	Nil
6.	Mrs. Madhu Bala Nath*	Nil	Nil	NA	NA	Nil	Nil	Nil	Nil	Nil
7.	Mr. Tarun Sehgal*	Nil	Nil	NA	NA	Nil	Nil	Nil	Nil	Nil
8.	Mr. Jainul Haque*	Nil	Nil	NA	NA	Nil	Nil	Nil	Nil	Nil
9.	Mr. Hargovind Sachdev	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
10.	Mr. Vivek Kumar	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
11.	Mr. Sudhir Barik	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

*Mr. Jatinder Singh Sabharwal, Mrs. Madhu Bala Nath, Mr. Tarun Sehgal and Mr. Jainul Haque ceased to be independent Directors w.e.f 14 January, 2021.

**Mr. Chandra Prakash Jain ceased to be the Whole Time Director/Director w.e.f 11th January, 2021.

V) Indebtedness of the company including interest outstanding/ accrued but not due for payment

Sl. No	Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
(Amt. in Rs.)					
A)	Indebtedness at the beginning of the financial year (as on 01.04.2020)				
	i) Principal Amount	5,456,355,134	-	-	5,456,355,134
	ii) Interest due but not paid	-	-	-	-
	iii) Interest accrued but not due	-	-	-	-
	Total (i+ii+iii)	5,456,355,134	-	-	5,456,355,134
B)	Change in Indebtedness during the financial year (2020-21)				
	Addition (B1)	-	6,525,000	-	6,525,000
	Reduction (B2)	59,211,325	-	-	59,211,325
	Net Change (B1-B2)	(59,211,325)	6,525,000	-	(52,686,325)
C)	Indebtedness at the end of the financial year (as on 31.03.2021)				
	i) Principal Amount	5,397,143,809	6,525,000	-	5,403,668,809
	ii) Interest due but not paid	-	-	-	-
	iii) Interest accrued but not due	-	-	-	-
	Total (i+ii+iii)	5,397,143,809	6,525,000	-	5,403,668,809

VI. Remuneration of directors and key managerial personnel

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Rs. In lakhs)

S. No.	Particulars of Remuneration	Name of MD/WTD/Manager				Total
		Mr. Lalit Seth	Mr. Rishi Seth	Mr. Gautam Seth	Mr. Chandra Prakash Jain**	
		Chairman and Whole-time Director	Managing Director	Jt. Managing Director	Whole-time Director	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	263.39	109.74	118.48	94.79	586.40
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	0.40	0.40	0.40	-	1.20
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-	-	-	-
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission	-	-	-	-	-
	- as % of profit	-	-	-	-	-
	- others, specify...	-	-	-	-	-
5	Others - Provident Fund	-	-	-	0.15	0.15
	Total (A)	263.79	110.14	118.88	94.94	587.75

** Mr. Chandra Prakash Jain was paid Remuneration as Whole-time Director upto 10th January, 2021.

B. Remuneration to other Directors:

(Rs. In Lakhs)

SN.	Particulars of Remuneration	Name of Directors					Total Amount
		Mr. Tarun Sehgal*	Mr. Jatinder Singh Sabharwal*	Mrs. Madhu Bala Nath*	Mr. Jainul Haque*	Mr. Hargovind Sachdev	
1	Independent Directors						
	Fee for attending board/committee meetings	0	4.30	3.10	2.80	4.30	14.50
	Commission	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-
	Total (1)	0	4.30	3.10	2.80	4.30	14.50
2	Other Non-Executive Directors	NA	NA	NA	NA	NA	
	Fee for attending board committee meetings	-	-	-	-	-	-
	Commission	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	-
	Total (B)=(1+2)	0	4.30	3.10	2.80	4.30	14.50

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

(Rs. In Lakhs)

S. No.	Particulars of Remuneration	Key Managerial Personnel		Total
		Mr. Sudhir Barik	Mr. Vivek Kumar	
		CFO	CS	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	29.80	16.62	46.42
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission			
	- as % of profit	-	-	-
	others, specify...	-	-	-
5	Others	-	-	-
	Total	29.80	16.62	46.42

VII. Penalties/ punishment/ compounding of offences: Nil [No penalties/punishment/compounding of offences were levied under the Companies Act, 2013.]

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)
A. Company					
Penalty		NIL			
Punishment		NIL			
Compounding		NIL			
B. Directors					
Penalty		NIL			
Punishment		NIL			
Compounding		NIL			
C. Other officers in default					
Penalty		NIL			
Punishment		NIL			
Compounding		NIL			

For and on Behalf of the Board

Date : 12th August, 2021
Place : Noida

Lalit Seth
Chairman & Whole Time Director
DIN: 00312007