

**ANNEXURE IV TO DIRECTOR'S REPORT
FORM NO. MGT 9 (EXTRACT OF ANNUAL RETURN)
As on financial year ended on 31.03.2018**

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	U40300DL2014PLC272660
2.	Registration Date	27/10/2014
3.	Name of the Company	BG Wind Power Limited
4.	Category/Sub-category of the Company	Category- Company Limited by Shares Sub Category- Indian Non Govt. Co.
5.	Address of the Registered office & contact details	Bhilwara Bhawan, 40-41, Community Centre, New friends Colony, New Delhi- 110065, Delhi.
6.	Whether listed company	Unlisted
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Skyline Financial Services Private Limited Mr. Virendra Rana D-153 A, 1 st Floor , Okhla Industrial Area, Phase -I , New Delhi-110020, Tel: 011-64732681-88 Email – admin@skylinerta.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)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Power Generation using Wind Energy	35106	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S.No.	Name & Address of Company	CIN/GLN	Holding/ Subsidiary/Associate	% of Shares Held	Applicable Section
1	*M/s Bhilwara Green Energy Limited	U74899DL1995PLC066321	Holding Company (upto 17 th October, 2017)	100	2(46)
2	M/s Bhilwara Energy Limited	U31101DL2006PLC148862	Holding (w.e.f 18th October, 2017)	100	2(46)

***During the Financial Year 2017-18, on 18th October, 2017, M/s Bhilwara Green Energy Limited has sold its 100% stake in the Company to M/s Bhilwara Energy Limited.**

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as Percentage of Total Equity)

Category of Shareholders	No. of Shares at the beginning of Year 2017-18				No. of Shares held at the end of the year 2017-18				% during the year
	Demat	Physical	Total	% of Total Sha	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF		6	6	.0001		6	6	.0001	-
b) Central Govt									
c) State Govt(s)									
d) Bodies Corp.	22,049,994	-	22,049,994	99.9999	22,049,994	-	22,049,994	99.9999	-
e) Banks / FI									
f) Any other									
Sub Total (A)(1):-	22,049,994	6	22,050,000	100	22,049,994	6	22,050,000	100	-
(2) Foreign									
a) NRIs – Individuals									
b) Other- Individuals									
c) Bodies Corp.									
d) Banks/ FIs									
e) Any Other									
Sub Total (A) (2) :-									
Total shareholding of (A)= (A)(1)+(A)(2)	22,049,994	6	22,050,000	100	22,049,994	6	22,050,000	100	-
B. Public Shareholding									
1. Institutions									
a) Mutual Funds									
b) Banks / FI									
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
Sub-total (B)(1):-									
2. Non-Institutions									
a) Bodies Corp.									
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding no capital up to Rs. 1 lakh									
ii) Individual shareholders holding no capital in excess of Rs 1 lakh									
c) Others (specify)									
Non Resident Indians									
Overseas Corporate Bodies									
Foreign Nationals									
Clearing Members									
Trusts									
Foreign Bodies - D R									
Sub-total (B)(2):-									
Total Public Shareholding (B)=(B)(1)+									
C. Shares held by custodian of GDRs/A									-
Grand Total (A+B+C)	22,049,994	6	22,050,000	100	22,049,994	6	22,050,000	100	-

Initially the Beneficial Interest of six(6) shares held by Individual was with M/s Bhilwara Green Energy Ltd (Holding Company). During the Financial Year 2017-18, on 18th October, 2017, M/s Bhilwara Green Energy Limited has sold its 100% stake in the Company to M/s Bhilwara Energy Limited. Curently, the Beneficial Interest of six(6) shares held by Individual is with M/s Bhilwara Energy Ltd (Holding Company)

• B) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of Financial year 2017-18			Shareholding at the End of Financial year 2017-18			% change in shareholding 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	M/s Bhilwara Green Energy Ltd.	22,050,000	100	100	-	-	-	-
2	M/s Bhilwara Energy Ltd	-	-	-	22,050,000	100	100	NIL
	Total	22,050,000	100	100	22,050,000	100	100	NIL

- Initially the Beneficial Interest of six(6) shares held by Individual was with M/s Bhilwara Green Energy Ltd (Holding Company). During the Financial Year 2017-18, on 18th October, 2017, M/s Bhilwara Green Energy Limited has sold its 100% stake in the Company to M/s Bhilwara Energy Limited. Currently, Out of 22,050,000 Equity Shares of Rs. 10/- each, 6 Equity Shares are held by individuals the Beneficial Interest of which is with M/s Bhilwara Energy Ltd (Holding Company)
- 1,12,45,500 equity shares are pledged with IDBI Trusteeship Services Limited for the benefit of Aditya Birla Finance Limited;
- 1,08,04,500 equity shares are pledged with IDBI Trusteeship Services Limited for the benefit of NCD Holders (NCDs of Rs. 32.1608 Crore)

(c) Change in Promoters' Shareholding (please specify, if there is no change)

Particulars	Shareholding for Financial year 2017-18		Cumulative Shareholding during the Financial year 2017-18	
	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
Bhilwara Green Energy Limited				
At the beginning of the year	22,05,0000	100	22,050,000	100
Shares Transferred to Bhilwara Energy Limited on 18 th October, 2017	22,050,000	100	22,050,000	100
At the End of the year	NIL	NIL	NIL	NIL

Bhilwara Energy Limited				
At the beginning of the year	NIL	NIL	NIL	NIL
Shares Transferred to from Bhilwara Green Energy Limited on 18 th October, 2017	22,05,0000	100	22,05,0000	100
At the End of the year	22,05,0000	100	22,05,0000	100

Out of 22,050,000 Equity Shares of Rs. 10/- each, 6 Equity Shares are held by individuals the Beneficial Interest of which is with M/s Bhilwara Energy Ltd (Holding Company)

D) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year				
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	NOT APPLICABLE			
3	At the end of the year				

E) Shareholding of Directors and Key Managerial Personnel:

SNo	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Shares were held by any Director and Key Managerial Personnel			
	At the end of the year				

(V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(Amount in Rs. Crores)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	63.14	-	-	63.14
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	63.14	-	-	63.14
Change in Indebtedness during the financial year	-			
* Addition	42.16	8.36	-	50.52
* Reduction	(28.00)	(0.41)	-	(28.41)
Net Change	14.16	7.95	-	22.11
Indebtedness at the end of the financial year				
i) Principal Amount	77.30	7.95	-	85.25
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	77.30	7.95	-	85.25

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

(Amount in Rs Lacs)

SN.	Particulars of Remuneration	Name of Manager	Total Amount
		*Mr. Dibyendu Saha(Manager)	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		6.38
	(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		
	Total (A)		6.38
	Ceiling as per the Act		84 Lakhs

* Salary of Mr. Dibyendu Saha is w.e.f 1st October, 2017.

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors	Ms. Niharika Bindra	Mr. Pradeep Aggarwal	-	-
	Fee for attending board & committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	-	-	-	-
2	Other Non-Executive Directors	Mr. Rishabh Jhunjhunwala	Mr. Vimal Banka	Mr. Om Prakash Ajmera	
	Fee for attending board committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	Total Managerial Remuneration	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD (Amount in Rs Lacs)

SN	Particulars of Remuneration	Key Managerial Personnel		
		CS (Ms. Vilakshna Pandit) Company Secretary	CFO (Mr. Rahul Sharma) Chief financial Officer	Total
1	Gross salary	1.87	1.67	
	(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			
	Total	1.87	1.67	

* Salary of KMPs is paid w.e.f 1st October, 2017.

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)
A. COMPANY					
Penalty	NONE				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	NONE				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	NONE				
Punishment					
Compounding					