


**Compliance Report for the quarter ended December 31, 2021**

**Name of Issuer Company : U.P Power Corporation Limited**


**Information submitted at the times of issuance/allotment:**

1	Description of the Debenture Series /Issue (Secured / Unsecured PCD/FCD/NCD)	NCD
2	Type of Issue (Private / Public / Rights)	Private placement
3	Issue Amount and Amounts Raised	Issue 1000.00 Crore (with green shoe option), Raised – 4699.98 Crore for conversion.
4	Listed/Unlisted (If Listed, the Exchange where listed)	Unlisted
5	ISIN (Listed and Unlisted)	INE540P08036
6	Original & Revised (if any) Coupon Rate	9.70%
7	Tenor of Issue	15 years
8	Date of Allotment of Debentures	28.09.2016
9	Whether RTA / Company has forwarded the details of debenture holders to the DT at the time of allotment.	Yes
10	PAS-3, PAS-4, PAS-5 filed with ROC within specified time limit (please provide confirmation and supporting)	NA
11	Date of Issue of Debenture Certificate (Physical) or Credit to Demat A/c	28.09.2016
12	Credit Rating at the time of issue / last credit rating prior to change	unrated
13	No. of debenture holders on the date of Allotment	19
14	Name of the Debenture holder representative/facility agent along with its contact details	List enclosed
15	Details of Debenture holders holding more than 10% of debentures in value for the time being outstanding	List enclosed
16	Whether the company has issued debentures to Foreign debenture holders	Initially not issued
17	Certificate of inspection of trust property (security provided – immovable) is confirmed by the Auditors of the Company.	NA
18	Valuation Report (if applicable) has been obtained from Government approved valuer.	NA
19	ROC Search Report has been obtained	NA
20	Details Regarding Registration of charges and reasons for delay (if any)	NA

  
( Dr. Jyoti Arora )  
Company Secretary  
U.P. Power Corporation Ltd.

**Information submitted on quarterly basis:**

1	Confirmation of having complied with Foreign Account Tax Compliance Act (FATCA) as regards the investors, borrowers and other intermediaries (If Applicable - along with supporting documents, registration number etc)	NA
2	Outstanding amount as on December 31, 2021	Rs.4699.98 crore
3	Previous Interest Payment Date and Amount paid	28.09.21 Amount Rs. 229.82
4	Next Interest Payment Date and Amount	28.03.22 Amount Rs. 226.08
5	Previous Principal Repayment Date and Amount paid	28.09.21 Amount Nil
6	Next Principal Repayment Date and Amount	28.03.2022 Amount Rs. 234.99 crore
7	Whether there has been any delay / default in payment of interest and/or principal amount? If yes, the due dates thereof & date of payment and confirm if the additional interest paid to the debenture holders.	No
8	Present Credit Rating and date of change of credit rating. In case of revision, please attach letter from Credit Rating Agency indicating revision in rating.	NA
9	No. of debenture holders as on last day of this quarter, (please provide details of NCD Holder viz. Names, Holding, Mailing Address, Contact Nos. (Benpos))	37 List enclosed. Annexure- 1
10	Brief details of the security created till date for the Debentures including third party securities	NA
11	Whether any security is pending to be created for the Debentures, if yes provide details of the same along with the date by which such security is to be / was to be created	NA
12	Whether the Secured Assets are insured? If yes, attach the latest renewed copies thereof	NA
13	Whether all taxes, cesses, insurance premia, any other government charges with respect to Secured Assets for the issue have been paid. If No, please give details and reasons for the same	NA
14	Whether Debenture Redemption Reserve (DRR) as per Companies Act and rules thereunder has been maintained. If No, please give reasons for the same. Please provide details / issue wise of DRR amount and date of transfer till date.	NA
15	Confirmation & Supporting of creation / maintaining DRF before April 30 <sup>th</sup> by way of deposit / invest not less than 15% of the amount of debentures maturing during the year ending March 31, 2022 as detailed in the clarification circular provided by MCA, including mode of creation of DRF	NA
16	Whether any material change has taken place in the nature and the conduct of the business of the Issuer since the date of Issue which is detrimental to the interest of debenture holders. If yes, please give details	No
17	Whether any orders, directions, notice of court/ tribunal / authority affecting or likely to affect the Secured Assets has been passed. If yes, please give details	No
18	Whether any major change in the composition of the Board of directors or shareholders as defined in SEBI (Substantial Acquisition and Take Over) Regulations, 2011 which amounts to change in control of Issuer Company has occurred. If yes, please give details	No

  
 Jyoti Arora  
 Company Secretary  
 U.P. Power Corporation Ltd.

19	In case the Company has provided Post Dated Cheques (PDCs) in favour of Trustee towards security: a) whether the same are reissued in the new name of Trustee i.e. Vistra ITCL (India) Limited and b) if the PDC's are from 8 public sectors merged banks whose cheque-books would become invalid from 1st April 2021, whether new PDC's are issued.	No
20	Whether any change in Authorized Signatory to bank accounts and Escrow Account who had signed Postdated Cheques (PDCs) as security as per transaction documents.	No
21	Whether all the PDC required as per transaction documents are deposited with us.	NA
22	Whether Register of Debenture Holders has been maintained with their addresses and whether the transfers and changes in ownership have been recorded. If no, please give reasons.	Yes
23	In case of Partially / Fully Convertible Debentures, whether the debentures have been converted into equity in accordance with the terms of issue? If no, please give reasons.	No
24	Whether all the terms of issue of debentures or covenants of the transaction documents are complied with? If no, provide details along with reason for non-compliance	Yes
25	Whether the provisions of the following laws applicable to debentures have been complied with: Companies Act, 2013 and Rules made thereunder (For all Issuers)	Yes
26	Whether any dividend has been declared during this quarter.	NA
27	Nature of investor grievances received for quarter ended December 31, 2021 its status as on date of the submission of QCR and reason for the non-resolution/ delay if any (Details to be separately provided in annexure as enclosed)	NA
28	Any Buy Back of NCDs during the quarter and details of the same	Nil
29	Whether the Company and its directors are / were involved in any civil or criminal proceedings, litigation connected with the securities market or any order has / had been passed against them for violation of any laws. (Please attach CA Certificate in the format as stated in Annexure A)	No
30	Whether any NCLT proceedings has been initiated against the company, if yes, provide details.	No
31	Certificate of inspection of trust property (security provided – immovable) is confirmed annually by the Auditors of the Company.	NA
32	Confirm if 100% asset cover or more, as specified in the OD/IM and/or the DT is maintained	NA
33	Details of Corporate Debt Restructuring (if any);	NA
34	Details of lenders/creditors joining or entering into Inter Creditor Agreement as per RBI guidelines, including all such information/ documents required to be submitted by the Company to the RBI on an annual basis in respect of such Financial Year, as applicable	NA
35	Details of Fraud/defaults by promoter or key managerial personnel or by Issuer Company or arrest of key managerial personnel or promoter;	No
36	Details of one-time settlement with any bank (if any);	NA
37	Details of Reference to Insolvency or a petition (if any) filed by any creditor	NA

*Jyoti Arora*

( Dr. Jyoti Arora )  
Company Secretary  
U.P. Power Corporation Ltd.

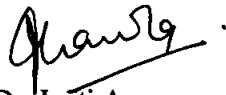
Please enclose the below:

**MANDATORY ANNEXURES**

1	Updated list of names, addresses contact details and email id of debenture holders. <i>(In case of a large list, kindly provide a CD in lieu of hard copies)</i> Enclosed
2	Number and nature of grievances received from debenture holders and time frame within which the same were resolved by the Issuer Company. NIL statement to be submitted in case of no grievances.
3	Half yearly Basis- Security Cover certificate from a Chartered Accountant, NA
	Duly audited annual accounts of the issuer company, if applicable. NA
5	Quarterly audited / unaudited financials of the Issuer company. NA
6	Insurance Policy of the security charged in Debenture Trustee's favour. In case Insurance Policy has expired, please provide Renewed Insurance Policies. NA

<b>Contact Details :</b>	
a) Name of Authorised Signatory	Dr. Jyoti Arora
b) Email Address:	jyoticsuppcl@gmail.com
c) Contact Numbers:	9930444303
d) Name ,Address and Email id of R&T Agent	RCMC, Share Registry Private Limited, B-16, Sector-2, Noida-201301 alok.sharma@rcmcdelhi.com
e)Name , Address and Email id of the Credit Rating Agency	: Brickwork Ratings India Pvt. Ltd C-502, Business Square, 151, Andheri Kurla Road, Opposite: Apple Heritage Building, Chakala, Andheri (East), Mumbai 400093. kn.suvarna@brickworkratings.com : India Ratings & Research –A Fitch Group Company 601-609, Prakashdeep Building 7, Tolstoy Marg New Delhi, 110001 India kunal.garg@indiaratings.co.in

For U.P Power Corporation Ltd



Dr. Jyoti Arora  
Company Secretary & Compliance Officer

Date:8.02.22

( Dr. Jyoti Arora )  
Company Secretary  
U.P. Power Corporation Ltd.

**On the Letter head of the Statutory Auditor**

**Format of certificate for asset cover for debt securities**

Based on examination of books of accounts and other relevant records/documents, we hereby certify that:

- a) The entity vide its Board Resolution and information memorandum/ offer document and under various Debenture Trust Deeds, has issued the following debt securities:

ISIN	Private Placement	Sanctioned Amount
INE540P08036	YES	Rs. 4699.98 crore

- b) Asset Cover for debt securities:

- i. The financial information as on DD-MM-YY has been extracted from the books of accounts for the year ended DD-MM-YY and other relevant records of the entity;
- ii. The assets of the entity provide coverage of times of the interest and principal amount, which is in accordance with the terms of issue/ debenture trust deed

Sr. No.	Particulars		Amount
i.	Total assets available for secured Debt Securities' – (secured by either pari passu or exclusive charge on assets) (mention the share of Debt Securities' charge holders)	A	NA
	• Property Plant & Equipment (Fixed assets) - movable/immovable property etc		NA
	• Loans /advances given (net of provisions, NPAs and sell down portfolio), Debt Securities, other credit extended etc		NA
	Receivables including interest accrued on Term loan/ Debt Securities etc		NA
	Investment(s)		NA
	Cash and cash equivalents and other current/ Non-current assets		NA
ii.	Total borrowing through issue of secured Debt Securities (secured by either pari passu or exclusive charge on assets)	B	NA
	Debt Securities (Provide details as per table below)		NA
	IND - AS adjustment for effective Interest rate on secured Debt Securities		NA
	Interest accrued/payable on secured Debt Securities		NA
iii.	Asset Coverage Ratio (100% or higher as per the terms of offer document/information memorandum/ debenture trust deed)	A/B	NA

**ISIN wise details**

S.No.	ISIN	Facility	Type of charge	Sanctioned Amount	Outstanding Amount As on DD-MM-YYYY	Cover Required	Assets Required
I.	INE540P08036	Non-convertible Debt Securities	Pari-passu/exclusive	Rs. 4699.98 crore	Rs. 4699.98 crore	NA	NA
	<b>Grand Total</b>						

*Jyoti Arora*


( Dr. Jyoti Arora )  
Company Secretary  
U.P. Power Corporation Ltd.

**Compliance Report for the quarter ended December 31, 2021**

**Name of Issuer Company : U.P Power Corporation Limited**

**Information submitted at the times of issuance/allotment:**

1	Description of the Debenture Series /Issue (Secured / Unsecured PCD/FCD/NCD)	NCD
2	Type of Issue (Private / Public / Rights)	Private placement
3	Issue Amount and Amounts Raised	Issue 1000.00 Crore (with green shoe option), Raised – 5376.82.00 Crore for conversion.
4	Listed/Unlisted (If Listed, the Exchange where listed)	Unlisted
5	ISIN (Listed and Unlisted)	INE540P08028
6	Original & Revised (if any) Coupon Rate	9.70%
7	Tenor of Issue	15 years
8	Date of Allotment of Debentures	04.07.2016
9	Whether RTA / Company has forwarded the details of debenture holders to the DT at the time of allotment.	Yes
10	PAS-3, PAS-4, PAS-5 filed with ROC within specified time limit (please provide confirmation and supporting)	NA
11	Date of Issue of Debenture Certificate (Physical) or Credit to Demat A/c	04.07.2016
12	Credit Rating at the time of issue / last credit rating prior to change	unrated
13	No. of debenture holders on the date of Allotment	19
14	Name of the Debenture holder representative/facility agent along with its contact details	List enclosed
15	Details of Debenture holders holding more than 10% of debentures in value for the time being outstanding	Enclosed
16	Whether the company has issued debentures to Foreign debenture holders	Initially not issued
17	Certificate of inspection of trust property (security provided – immovable) is confirmed by the Auditors of the Company.	NA
18	Valuation Report (if applicable) has been obtained from Government approved valuer.	NA
19	ROC Search Report has been obtained	NA
20	Details Regarding Registration of charges and reasons for delay (if any)	NA

  
( Dr. Jyoti Arora )  
Company Secretary  
U.P. Power Corporation Ltd.

**Information submitted on quarterly basis:**

1	Confirmation of having complied with Foreign Account Tax Compliance Act (FATCA) as regards the investors, borrowers and other intermediaries (If Applicable - along with supporting documents, registration number etc)	NA
2	Outstanding amount as on December 31, 2021	Rs.5376.82 crore
3	Previous Interest Payment Date and Amount paid	5.07.21 Amount Rs. 258.63
4	Next Interest Payment Date and Amount	04.01.22 Amount Rs. 261.49
5	Previous Principal Repayment Date and Amount paid	5.07.21 Amount NIL
6	Next Principal Repayment Date and Amount	4.01.22 Amount Rs. 268.84
7	Whether there has been any delay / default in payment of interest and/or principal amount? If yes, the due dates thereof & date of payment and confirm if the additional interest paid to the debenture holders.	No
8	Present Credit Rating and date of change of credit rating. In case of revision, please attach letter from Credit Rating Agency indicating revision in rating.	NA
9	No. of debenture holders as on last day of this quarter, (please provide details of NCD Holder viz. Names, Holding, Mailing Address, Contact Nos. (Benpos))	82 List enclosed. Annexure- 1
10	Brief details of the security created till date for the Debentures including third party securities	NA
11	Whether any security is pending to be created for the Debentures, if yes provide details of the same along with the date by which such security is to be / was to be created	NA
12	Whether the Secured Assets are insured? If yes, attach the latest renewed copies thereof	NA
13	Whether all taxes, cesses, insurance premia, any other government charges with respect to Secured Assets for the issue have been paid. If No, please give details and reasons for the same	NA
14	Whether Debenture Redemption Reserve (DRR) as per Companies Act and rules thereunder has been maintained. If No, please give reasons for the same. Please provide details / issue wise of DRR amount and date of transfer till date.	NA
15	Confirmation & Supporting of creation / maintaining DRF before April 30 <sup>th</sup> by way of deposit / invest not less than 15% of the amount of debentures maturing during the year ending March 31, 2022 as detailed in the clarification circular provided by MCA, including mode of creation of DRF	NA
16	Whether any material change has taken place in the nature and the conduct of the business of the Issuer since the date of Issue which is detrimental to the interest of debenture holders. If yes, please give details	No
17	Whether any orders, directions, notice of court/ tribunal / authority affecting or likely to affect the Secured Assets has been passed. If yes, please give details	No
18	Whether any major change in the composition of the Board of directors or shareholders as defined in SEBI (Substantial Acquisition and Take Over) Regulations, 2011 which amounts to change in control of Issuer Company has occurred. If yes, please give details	No

*(Dr. Jyoti Arora)*  
 Company Secretary  
 U.P. Power Corporation Ltd.

19	In case the Company has provided Post Dated Cheques (PDCs) in favour of Trustee towards security: a) whether the same are reissued in the new name of Trustee i.e Vistra ITCL (India) Limited and b) if the PDC's are from 8 public sectors merged banks whose cheque-books would become invalid from 1st April 2021, whether new PDC's are issued.	No
20	Whether any change in Authorized Signatory to bank accounts and Escrow Account who had signed Postdated Cheques (PDCs) as security as per transaction documents.	No
21	Whether all the PDC required as per transaction documents are deposited with us.	NA
22	Whether Register of Debenture Holders has been maintained with their addresses and whether the transfers and changes in ownership have been recorded. If no, please give reasons.	Yes
23	In case of Partially / Fully Convertible Debentures, whether the debentures have been converted into equity in accordance with the terms of issue? If no, please give reasons.	No
24	Whether all the terms of issue of debentures or covenants of the transaction documents are complied with? If no, provide details along with reason for non-compliance	Yes
25	Whether the provisions of the following laws applicable to debentures have been complied with: Companies Act, 2013 and Rules made thereunder (For all Issuers)	Yes
26	Whether any dividend has been declared during this quarter.	NA
27	Nature of investor grievances received for quarter ended December 31, 2021 its status as on date of the submission of QCR and reason for the non-resolution/ delay if any (Details to be separately provided in annexure as enclosed)	NA
28	Any Buy Back of NCDs during the quarter and details of the same	Nil
29	Whether the Company and its directors are / were involved in any civil or criminal proceedings, litigation connected with the securities market or any order has / had been passed against them for violation of any laws. (Please attach CA Certificate in the format as stated in Annexure A)	No
30	Whether any NCLT proceedings has been initiated against the company, if yes, provide details.	No
31	Certificate of inspection of trust property (security provided – immovable) is confirmed annually by the Auditors of the Company.	NA
32	Confirm if 100% asset cover or more, as specified in the OD/IM and/or the DT is maintained	NA
33	Details of Corporate Debt Restructuring (if any);	NA
34	Details of lenders/creditors joining or entering into Inter Creditor Agreement as per RBI guidelines, including all such information/ documents required to be submitted by the Company to the RBI on an annual basis in respect of such Financial Year, as applicable	NA
35	Details of Fraud/defaults by promoter or key managerial personnel or by Issuer Company or arrest of key managerial personnel or promoter;	No
36	Details of one-time settlement with any bank (if any);	NA
37	Details of Reference to Insolvency or a petition (if any) filed by any creditor	NA

  
 (Dr. Jyoti Arora)  
 Company Secretary  
 U.P. Power Corporation Ltd.



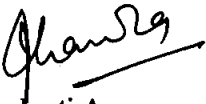
Please enclose the below:

**MANDATORY ANNEXURES**

1	Updated list of names, addresses contact details and email id of debenture holders. <i>(In case of a large list, kindly provide a CD in lieu of hard copies)</i> Enclosed
2	Number and nature of grievances received from debenture holders and time frame within which the same were resolved by the Issuer Company. NIL statement to be submitted in case of no grievances.
3	Half yearly Basis- Security Cover certificate from a Chartered Accountant, NA Duly audited annual accounts of the issuer company, if applicable NA
5	Quarterly audited / unaudited financials of the Issuer company NA
6	Insurance Policy of the security charged in Debenture Trustee's favour. In case Insurance Policy has expired, please provide Renewed Insurance Policies NA

	<p><b>Contact Details :</b></p> <p>a) Name of Authorised Signatory Dr. Jyoti Arora b) Email Address: jyoticsuppcl@gmail.com c) Contact Numbers: 9930444303 d) Name ,Address and Email id of R&amp;T Agent RCMC, Share Registry Private Limited, B-16, Sector-2, Noida-201301 alok.sharma@rcmcdelhi.com</p> <p>e)Name , Address and Email id of the Credit Rating Agency : Brickwork Ratings India Pvt. Ltd C-502, Business Square, 151, Andheri Kurla Road, Opposite: Apple Heritage Building, Chakala, Andheri (East), Mumbai 400093. kn.suvarna@brickworkratings.com : India Ratings &amp;Research –A Fitch Group Company 601-609, Prakashdeep Building 7, Tolstoy Marg New Delhi, 110001 India kunal.garg@indiaratings.co.in</p>
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For U.P Power Corporation Ltd



Dr. Jyoti Arora  
Company Secretary & Compliance Officer

Date:08.02.22

( Dr. Jyoti Arora )  
Company Secretary  
U.P. Power Corporation Ltd.

**On the Letter head of the Statutory Auditor**

**Format of certificate for asset cover for debt securities**

Based on examination of books of accounts and other relevant records/documents, we hereby certify that:

- a) The entity vide its Board Resolution and information memorandum/ offer document and under various Debenture Trust Deeds, has issued the following debt securities:

ISIN	Private Placement	Sanctioned Amount
INE540P08028	Yes	Rs.5376.82 crore

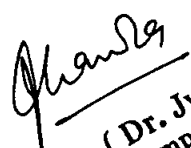
- b) Asset Cover for debt securities:

- i. The financial information as on DD-MM-YY has been extracted from the books of accounts for the year ended DD-MM-YY and other relevant records of the entity;  
 ii. The assets of the entity provide coverage of times of the interest and principal amount, which is in accordance with the terms of issue/ debenture trust deed

Sr. No.	Particulars		Amount
i.	Total assets available for secured Debt Securities' – (secured by either pari passu or exclusive charge on assets) (mention the share of Debt Securities' charge holders)	A	NA
	• Property Plant & Equipment (Fixed assets) - movable/immovable property etc		NA
	• Loans /advances given (net of provisions, NPAs and sell down portfolio), Debt Securities, other credit extended etc		NA
	Receivables including interest accrued on Term loan/ Debt Securities etc		NA
	Investment(s)		NA
	Cash and cash equivalents and other current/ Non-current assets		NA
ii.	Total borrowing through issue of secured Debt Securities (secured by either pari passu or exclusive charge on assets)	B	NA
	Debt Securities (Provide details as per table below)		NA
	IND - AS adjustment for effective Interest rate on secured Debt Securities		NA
	Interest accrued/payable on secured Debt Securities		NA
iii.	Asset Coverage Ratio (100% or higher as per the terms of offer document/information memorandum/ debenture trust deed)	A/B	NA

**ISIN wise details**

S.No.	ISIN	Facility	Type of charge	Sanctioned Amount	Outstanding Amount As on DD-MM-YYYY	Cover Required	Assets Required
1.	INE540P08028	Non-convertible Debt Securities	Pari-passu/exclusive	Rs. 5376.82 crore	Rs. 5376.82 crore	NA	NA
	<b>Grand Total</b>						

  
 (Dr. Jyoti Arora)  
 Company Secretary  
 U.P. Power Corporation Ltd.


**Compliance Report for the quarter ended December 31, 2021**

**Name of Issuer Company : U.P Power Corporation Limited**


1.	Description of the Debenture – Tranche/Series /Issue (Secured / Unsecured PCD/FCD/NCD)	NCD
2.	Type of Issue (Private / Public / Rights)	Private
3.	Issue Amount and amount raised till date	Issue 4900.00 Crore (with green shoe option), Raised – 6510.00 Crore.
4.	Listed/Unlisted (If Listed, the Exchange where listed)	Listed at BSE
5.	Date of Listing of NCDs (please provide confirmation and supporting documents from BSE/NSE)	08.03.2017 Already attached in compliance report for the quarter ended March 2017
6.	Coupon Rate (Revised rate if any )	8.97%
7.	Tenor of Issue	10 years
8.	Date of Board Meetings of the quarter ended December 31, 2021.	18.10.21; 11.11.21 and 30.12.21
9.	Date of Allotment of Debentures	17.02.2017
10.	Date of Issue of Debenture Certificate (Physical) or Credit to Demat A/c	17.02.2017 and 20.02.2017
11.	Outstanding amount as on December 31, 2021	Rs 4882.50 Crore
12.	Previous Interest Payment Date and Amount paid	15-11-2021 Amount Rs. 114.39 crore
13.	Next Interest Payment Date and Amount	15-02-2022 Amount Rs. 110.39 crore
14.	Previous Repayment Date and Amount paid	15-11-2021 Amount Rs. 232.50 crore
15.	Next Repayment Date and Amount	15-02-2022 Amount Rs. 232.50 crore
16.	Whether there has been any delay / default in payment of interest and/or principal amount? If yes the due dates thereof & date of payment	No
17.	Whether Recovery Expense Fund has been created and the amount as may be required to be deposited is deposited? (Amount to be deposited – 0.01% of Issue Size with maximum cap of Rs. 25 Lakhs)	Yes
18.	Credit Rating at the time of issue	AA(CE) Stable by Brickwork Rating AA(CE)/ Stable by India Rating
19.	Present Credit Rating and date of change of credit rating. In case of revision, please attach letter from Credit Rating Agency indicating revision in rating	AA(CE) Stable by Brickwork Rating AA(CE)/ Stable by India Rating
20.	a) No. of debenture holders on the date of Allotment b) No. of debenture holders as on December 31, 2021, please provide details of NCD Holders viz. Names, Holding, Mailing Address, Contact	9 629 List Enclosed Annexure-2 Benpos as on December 31, 2021 is attached.

  
**( Dr. Jyoti Arora )**  
 Company Secretary  
 U.P. Power Corporation Ltd.

	Nos. (Benpos)	
21.	Brief details of the security created till date for the Debentures including third party securities	Debenture Trust Deed was executed for the same
22.	Pending Security if any. Date by such security is / was to be created	NIL
23.	Whether the Secured Assets are insured? If yes, attach the copies thereof	Yes
24.	Confirmation/statement that the assets of the Company are sufficient to discharge the claim of the debenture holders as and when they become due. (Applicable for secured as well as unsecured debentures)	Yes
25.	Whether all taxes, cesses, insurance premia, any other government charges with respect to Secured Assets for the issue have been paid. If No, please give details and reasons for the same	Yes
26.	Whether Debenture Redemption Reserve (DRR) as per SEBI Guidelines and Companies Act has been maintained and its amount. If No, please give reasons for the same. Amount of DRR as on date.	Yes
27.	Disclosure of defaults on payment of interest/ repayment of principal amount in full on the due date on loans from banks / financial institutions and unlisted debt securities, if any during the quarter. If yes, kindly mention details thereof.	NA
28.	Whether any material change has taken place in the nature and the conduct of the business of the Issuer which is detrimental to the interest of debenture holders. If yes, please give details	No
29.	Whether any orders, directions, notice of court/ tribunal / authority affecting or likely to affect the debenture holders has been passed. If yes, please give details	No
30.	Whether any major change in the composition of the Board of directors or shareholders as defined in the Take Over Regulations which amounts to change in control of Issuer Company has occurred. If yes, please give details	No
31.	Certificates as on December 31, 2021 (For Unlisted Debentures / Bonds): 1. Certificate for Value of Security & Security Cover maintained from Independent Chartered Accountant as on December 31, 2021	Enclosed
32.	Certificates from the Empaneled Agency of the Trustee, as may be applicable(For Listed Debentures / Bonds):	To be submitted

  
 (Dr. Jyoti Arora)  
 Company Secretary  
 U.P. Power Corporation Ltd.

	<p>1. Asset Cover Certificate</p> <p>2. A statement of value of pledged securities</p> <p>3. A statement of value for Debt Service Reserve Account</p> <p>4. A statement of value for any Other forms of security offered</p>	
33.	Any other reports / certificates to be submitted as per Transaction Documents / Offer Documents.	enclosed
34.	Details of encumbrances created over the Secured Assets charged for the issue	enclosed
35.	Whether Register of Debenture Holders has been maintained with their addresses and whether the transfers and changes in ownership have been recorded. If no, please give reasons	yes
36.	In case of Partially / Fully Convertible Debentures, whether the debentures have been converted into equity in accordance with the terms of issue? If no, please give reasons.	no
37.	<p>Whether the provisions of the following laws applicable to debentures have been complied with:</p> <p>a) Companies Act (For all Issuers)</p> <p>b) SEBI Model Listing Agreement (For Listed Issues)</p> <p>c) SEBI Listing Regulations (For Listed Issues)</p> <p>d) SEBI (Issue &amp; Listing of Non-Convertible Securities) Regulations, 2021</p> <p>e) ICDR Regulations (For all issuers)</p> <p>f) Any Other, as may be applicable</p>	yes
38.	Whether any dividend has been declared during this quarter. If yes, details thereof	NA
39.	Whether all the covenants, terms & conditions of the transaction and security documents are complied with? If no, pls give details and reasons for non-compliance	yes
40.	<p>Whether DSRA (Debt Service Reserve Account) is maintained as per the transaction documents. If yes, amount and Bank account details. If No, its reason thereof</p> <p><i>(For Debentures wherein DSRA is not required to be maintained as per transaction documents, kindly mention NA)</i></p>	Yes
41.	Investor grievances received for quarter ended December 31, 2021, resolved during the quarter and grievances unresolved with	yes

  
 (Dr. Jyoti Arora)  
 Company Secretary  
 U.P. Power Corporation Ltd.

	reasons thereof (Details to be separately provided in annexure as enclosed)	
42.	<b>Contact Details :</b> a) Name of Authorised Signatory b) Email Address c) Contact Numbers d) Name & Address of R&T Agent	Dr. Jyoti Arora Company Secretary & Compliance Officer <a href="mailto:jyotisuppcl@gmail.com">jyotisuppcl@gmail.com</a> 9930444303 RCMC, Share Registry Private Limited, B-16, Sector-2, Noida-201301 <a href="mailto:alok.sharma@rcmcdelhi.com">alok.sharma@rcmcdelhi.com</a>

#### Annexures

1	Updated list of names and addresses of debenture holders. ( Pls provide a CD in case of large number ) Enclosed
2	Number and nature of grievances received, resolved, unresolved and reasons therefor from debenture holders and time frame within which the same were resolved by the Issuer Company. NIL statement to be submitted in case of no grievances. NIL
3	Latest Credit Rating issued by the Rating Agencies Enclosed
4	Insurance Policy with the security charged. In case Insurance Policy has expired, please provide Renewed Insurance Policies. NA
5	Report of the Lead Bank regarding progress of the Project, if applicable. NA

For U.P Power Corporation Limited

  
Dr. Jyoti Arora  
Company Secretary & Compliance Officer

Date: 8.02.22

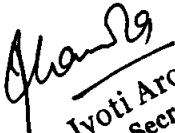
( Dr. Jyoti Arora )  
Company Secretary  
U.P. Power Corporation Ltd.

**Compliance Report for the quarter ended December 31, 2021**

**Name of Issuer Company : U.P Power Corporation Limited**

**Information submitted at the times of issuance/allotment:**

1	Description of the Debenture Series /Issue (Secured / Unsecured PCD/FCD/NCD)	NCD
2	Type of Issue (Private / Public / Rights)	Private placement
3	Issue Amount and Amounts Raised	Rs. 299.49 crore
4	Listed/Unlisted (If Listed, the Exchange where listed)	Unlisted
5	ISIN (Listed and Unlisted)	INE540P08051
6	Original & Revised (if any) Coupon Rate	9.70%
7	Tenor of Issue	15 years
8	Date of Allotment of Debentures	30.03.2017
9	Whether RTA / Company has forwarded the details of debenture holders to the DT at the time of allotment.	Yes
10	PAS-3, PAS-4, PAS-5 filed with ROC within specified time limit (please provide confirmation and supporting)	NA
11	Date of Issue of Debenture Certificate (Physical) or Credit to Demat A/c	28.09.2016
12	Credit Rating at the time of issue / last credit rating prior to change	unrated
13	No. of debenture holders on the date of Allotment	19
14	Name of the Debenture holder representative/facility agent along with its contact details	List enclosed
15	Details of Debenture holders holding more than 10% of debentures in value for the time being outstanding	List Enclosed
16	Whether the company has issued debentures to Foreign debenture holders	Initially not issued
17	Certificate of inspection of trust property (security provided – immovable) is confirmed by the Auditors of the Company.	NA
18	Valuation Report (if applicable) has been obtained from Government approved valuer.	NA
19	ROC Search Report has been obtained	NA
20	Details Regarding Registration of charges and reasons for delay (if any)	NA

  
( Dr. Jyoti Arora )  
Company Secretary  
U.P. Power Corporation Ltd.


**Information submitted on quarterly basis:**

1	Confirmation of having complied with Foreign Account Tax Compliance Act (FATCA) as regards the investors, borrowers and other intermediaries (If Applicable - along with supporting documents, registration number etc)	NA
2	Outstanding amount as on December 31, 2021	Rs.262.05 crore
3	Previous Interest Payment Date and Amount paid	30.09.21 Amount Rs. 13.42
4	Next Interest Payment Date and Amount	30.03.22 Amount Rs. 12.61
5	Previous Principal Repayment Date and Amount paid	30.09.21 Amount Rs. 12.48 crore
6	Next Principal Repayment Date and Amount	30.03.22 Amount Rs. 12.48 crore
7	Whether there has been any delay / default in payment of interest and/or principal amount? If yes, the due dates thereof & date of payment and confirm if the additional interest paid to the debenture holders.	No
8	Present Credit Rating and date of change of credit rating. In case of revision, please attach letter from Credit Rating Agency indicating revision in rating.	NA
9	No. of debenture holders as on last day of this quarter, (please provide details of NCD Holder viz. Names, Holding, Mailing Address, Contact Nos. (Benpos))	3 List enclosed. Annexure- 1
10	Brief details of the security created till date for the Debentures including third party securities	NA
11	Whether any security is pending to be created for the Debentures, if yes provide details of the same along with the date by which such security is to be / was to be created	NA
12	Whether the Secured Assets are insured? If yes, attach the latest renewed copies thereof	NA
13	Whether all taxes, cesses, insurance premia, any other government charges with respect to Secured Assets for the issue have been paid. If No, please give details and reasons for the same	NA
14	Whether Debenture Redemption Reserve (DRR) as per Companies Act and rules thereunder has been maintained. If No, please give reasons for the same. Please provide details / issue wise of DRR amount and date of transfer till date.	NA
15	Confirmation & Supporting of creation / maintaining DRF before April 30 <sup>th</sup> by way of deposit / invest not less than 15% of the amount of debentures maturing during the year ending March 31, 2022 as detailed in the clarification circular provided by MCA, including mode of creation of DRF	NA
16	Whether any material change has taken place in the nature and the conduct of the business of the Issuer since the date of Issue which is detrimental to the interest of debenture holders. If yes, please give details	No
17	Whether any orders, directions, notice of court/ tribunal / authority affecting or likely to affect the Secured Assets has been passed. If yes, please give details	No
18	Whether any major change in the composition of the Board of directors or shareholders as defined in SEBI (Substantial Acquisition and Take Over) Regulations, 2011 which amounts to	No

*Jyoti Arora*  
(Dr. Jyoti Arora)  
Company Secretary  
U.P. Power Corporation Ltd.



	change in control of Issuer Company has occurred. If yes, please give details	
19	In case the Company has provided Post Dated Cheques (PDCs) in favour of Trustee towards security: a) whether the same are reissued in the new name of Trustee i.e Vistra ITCL (India) Limited and b) if the PDC's are from 8 public sectors merged banks whose cheque-books would become invalid from 1st April 2021, whether new PDC's are issued.	No
20	Whether any change in Authorized Signatory to bank accounts and Escrow Account who had signed Postdated Cheques (PDCs) as security as per transaction documents.	No
21	Whether all the PDC required as per transaction documents are deposited with us.	NA
22	Whether Register of Debenture Holders has been maintained with their addresses and whether the transfers and changes in ownership have been recorded. If no, please give reasons.	Yes
23	In case of Partially / Fully Convertible Debentures, whether the debentures have been converted into equity in accordance with the terms of issue? If no, please give reasons.	No
24	Whether all the terms of issue of debentures or covenants of the transaction documents are complied with? If no, provide details along with reason for non-compliance	Yes
25	Whether the provisions of the following laws applicable to debentures have been complied with: Companies Act, 2013 and Rules made thereunder (For all Issuers)	Yes
26	Whether any dividend has been declared during this quarter.	NA
27	Nature of investor grievances received for quarter ended December 31, 2021 its status as on date of the submission of QCR and reason for the non-resolution/ delay if any (Details to be separately provided in annexure as enclosed)	NA
28	Any Buy Back of NCDs during the quarter and details of the same	Nil
29	Whether the Company and its directors are / were involved in any civil or criminal proceedings, litigation connected with the securities market or any order has / had been passed against them for violation of any laws. (Please attach CA Certificate in the format as stated in Annexure A)	No
30	Whether any NCLT proceedings has been initiated against the company, if yes, provide details.	No
31	Certificate of inspection of trust property (security provided – immovable) is confirmed annually by the Auditors of the Company.	NA
32	Confirm if 100% asset cover or more, as specified in the OD/IM and/or the DT is maintained	NA
33	Details of Corporate Debt Restructuring (if any);	NA
34	Details of lenders/creditors joining or entering into Inter Creditor Agreement as per RBI guidelines, including all such information/ documents required to be submitted by the Company to the RBI on an annual basis in respect of such Financial Year, as applicable	NA
35	Details of Fraud/defaults by promoter or key managerial personnel or by Issuer Company or arrest of key managerial personnel or promoter;	No
36	Details of one-time settlement with any bank (if any);	NA
37	Details of Reference to Insolvency or a petition (if any) filed by any creditor	NA

  
 Jyoti Arora  
 Company Secretary  
 U.P. Power Corporation Ltd.

Please enclose the below:

**MANDATORY ANNEXURES**

1	Updated list of names, addresses contact details and email id of debenture holders. <i>(In case of a large list, kindly provide a CD in lieu of hard copies) Enclosed</i>
2	Number and nature of grievances received from debenture holders and time frame within which the same were resolved by the Issuer Company. NIL statement to be submitted in case of no grievances.
3	Half yearly Basis- Security Cover certificate from a Chartered Accountant, Refer NA
	Duly audited annual accounts of the issuer company, if applicable.NA
5	Quarterly audited / unaudited financials of the Issuer company. NA
6	Insurance Policy of the security charged in Debenture Trustee's favour. In case Insurance Policy has expired, please provide Renewed Insurance Policies. NA

	<p><b>Contact Details :</b></p> <p>a) Name of Authorised Signatory Dr. Jyoti Arora b) Email Address: jyoticsuppcl@gmail.com c) Contact Numbers: 9930444303 d) Name ,Address and Email id of R&amp;T Agent RCMC, Share Registry Private Limited, B-16, Sector-2, Noida-201301 alok.sharma@rcmcdelhi.com</p> <p>e)Name , Address and Email id of the Credit Rating Agency : Brickwork Ratings India Pvt. Ltd C-502, Business Square, 151, Andheri Kurla Road, Opposite: Apple Heritage Building, Chakala, Andheri (East), Mumbai 400093. kn.suvarna@brickworkratings.com : India Ratings &amp;Research –A Fitch Group Company 601-609, Prakashdeep Building 7, Tolstoy Marg New Delhi, 110001 India kunal.garg@indiaratings.co.in</p>
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For U.P Power Corporation Ltd



Dr. Jyoti Arora  
Company Secretary & Compliance Officer

Date:8.02.22

( Dr. Jyoti Arora )  
Company Secretary  
U.P. Power Corporation Ltd.

**On the Letter head of the Statutory Auditor**

**Format of certificate for asset cover for debt securities**

Based on examination of books of accounts and other relevant records/documents, we hereby certify that:

- a) The entity vide its Board Resolution and information memorandum/ offer document and under various Debenture Trust Deeds, has issued the following debt securities:

ISIN	Private Placement	Sanctioned Amount
INE540P08051	Yes	Rs. 299.49 crore


- b) Asset Cover for debt securities:

- i. The financial information as on DD-MM-YY has been extracted from the books of accounts for the year ended DD-MM-YY and other relevant records of the entity;  
 ii. The assets of the entity provide coverage of times of the interest and principal amount, which is in accordance with the terms of issue/ debenture trust deed

Sr. No.	Particulars		Amount
i.	Total assets available for secured Debt Securities' – (secured by either pari passu or exclusive charge on assets) (mention the share of Debt Securities' charge holders)	A	NA
	• Property Plant & Equipment (Fixed assets) - movable/immovable property etc		NA
	• Loans /advances given (net of provisions, NPAs and sell down portfolio), Debt Securities, other credit extended etc		NA
	Receivables including interest accrued on Term loan/ Debt Securities etc		NA
	Investment(s)		
	Cash and cash equivalents and other current/ Non-current assets		NA
ii.	Total borrowing through issue of secured Debt Securities (secured by either pari passu or exclusive charge on assets)	B	NA
	Debt Securities (Provide details as per table below)		NA
	IND - AS adjustment for effective Interest rate on secured Debt Securities		NA
	Interest accrued/payable on secured Debt Securities		NA
iii.	Asset Coverage Ratio (100% or higher as per the terms of offer document/information memorandum/ debenture trust deed)	A/B	NA

**ISIN wise details**

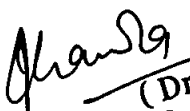
S.No.	ISIN	Facility	Type of charge	Sanctioned Amount	Outstanding Amount As on DD-MM-YYYY	Cover Required	Assets Required
1.	INE540P08051	Non-convertible Debt Securities	Pari-passu/exclusive	Rs.299.49 crore	Rs.262.05 crore	NA	NA
	<b>Grand Total</b>						

  
 ( Dr. Jyoti Arora )  
 Company Secretary  
 U.P. Power Corporation Ltd.

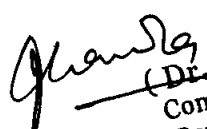
**Compliance Report for the quarter ended December 31, 2021**

**Name of Issuer Company : U.P Power Corporation Limited**


1.	Description of the Debenture – Tranche/Series /Issue (Secured / Unsecured PCD/FCD/NCD)	NCD
2.	Type of Issue (Private / Public / Rights)	Private
3.	Issue Amount and amount raised till date	Issue Rs. 3489.50 crore and raised -3489.50 crore
4.	Listed/Unlisted (If Listed, the Exchange where listed)	Listed
5.	Date of Listing of NCDs (please provide confirmation and supporting documents from BSE/NSE)	13.04.2017. Already attached in compliance report for the quarter ended March 31,2017
6.	Coupon Rate (Revised rate if any )	8.48%
7.	Tenor of Issue	10 yrs
8.	Date of Board Meetings of the quarter ended December 31, 2021.	172 BM-18.10.21; 173 BM - 11.11.21 and 174 BM - 30.12.21
9.	Date of Allotment of Debentures	27.03.2017
10.	Date of Issue of Debenture Certificate (Physical) or Credit to Demat A/c	27.03.2017
11.	Outstanding amount as on December 31, 2021	Rs 2617.125 crore
12.	Previous Interest Payment Date and Amount paid	15.12.21 Amount Rs.57.97
13.	Next Interest Payment Date and Amount	15.02.22 Amount Rs. 54.72 crore
14.	Previous Repayment Date and Amount paid	15.12.21 Amount Rs. 124.625 crore
15.	Next Repayment Date and Amount	15.03.22 Amount Rs. 124.625 crore
16.	Whether there has been any delay / default in payment of interest and/or principal amount? If yes the due dates thereof & date of payment	No
17.	Whether Recovery Expense Fund has been created and the amount as may be required to be deposited is deposited? (Amount to be deposited – 0.01% of Issue Size with maximum cap of Rs. 25 Lakhs)	Yes
18.	Credit Rating at the time of issue	AA(CE) Stable by Brickwork Rating AA(CE)/ Stable by India Rating
19.	Present Credit Rating and date of change of credit rating. In case of revision, please attach letter from Credit Rating Agency indicating revision in rating	List Enclosed
20.	a) No. of debenture holders on the date of Allotment b) No. of debenture holders as on	744 List Enclosed Annexure-2 Benpos as on December 31, 2021 is attached

  
 (Dr. Jyoti Arora)  
 Company Secretary  
 U.P. Power Corporation Ltd.

	December 31, 2021, please provide details of NCD Holders viz. Names, Holding, Mailing Address, Contact Nos. (Benpos)	
21.	Brief details of the security created till date for the Debentures including third party securities	Debenture Trust Deed was executed for the same
22.	Pending Security if any. Date by such security is / was to be created	NIL
23.	Whether the Secured Assets are insured? If yes, attach the copies thereof	Yes
24.	Confirmation/statement that the assets of the Company are sufficient to discharge the claim of the debenture holders as and when they become due. (Applicable for secured as well as unsecured debentures)	Yes
25.	Whether all taxes, cesses, insurance premia, any other government charges with respect to Secured Assets for the issue have been paid. If No, please give details and reasons for the same	Yes
26.	Whether Debenture Redemption Reserve (DRR) as per SEBI Guidelines and Companies Act has been maintained and its amount. If No, please give reasons for the same. Amount of DRR as on date.	Yes
27.	Disclosure of defaults on payment of interest/ repayment of principal amount in full on the due date on loans from banks / financial institutions and unlisted debt securities, if any during the quarter. If yes, kindly mention details thereof.	NA
28.	Whether any material change has taken place in the nature and the conduct of the business of the Issuer which is detrimental to the interest of debenture holders. If yes, please give details	No
29.	Whether any orders, directions, notice of court/ tribunal / authority affecting or likely to affect the debenture holders has been passed. If yes, please give details	No
30.	Whether any major change in the composition of the Board of directors or shareholders as defined in the Take Over Regulations which amounts to change in control of Issuer Company has occurred. If yes, please give details	No
31.	Certificates as on December 31, 2021 (For Unlisted Debentures / Bonds): 1. Certificate for Value of Security & Security Cover maintained from Independent Chartered Accountant as on December 31, 2021	Enclosed

  
 (Dr. Jyoti Arora)  
 Company Secretary  
 U.P. Power Corporation Ltd.

32.	Certificates from the Empaneled Agency of the Trustee, as may be applicable (For Listed Debentures / Bonds): 1. Asset Cover Certificate 2. A statement of value of pledged securities 3. A statement of value for Debt Service Reserve Account 4. A statement of value for any Other forms of security offered	Enclosed
33.	Any other reports / certificates to be submitted as per Transaction Documents / Offer Documents.	enclosed
34.	Details of encumbrances created over the Secured Assets charged for the issue	enclosed
35.	Whether Register of Debenture Holders has been maintained with their addresses and whether the transfers and changes in ownership have been recorded. If no, please give reasons	yes
36.	In case of Partially / Fully Convertible Debentures, whether the debentures have been converted into equity in accordance with the terms of issue? If no, please give reasons.	no
37.	Whether the provisions of the following laws applicable to debentures have been complied with: a) Companies Act (For all Issuers) b) SEBI Model Listing Agreement (For Listed Issues) c) SEBI Listing Regulations (For Listed Issues) d) SEBI (Issue & Listing of Non-Convertible Securities) Regulations, 2021 e) ICDR Regulations (For all issuers) f) Any Other, as may be applicable	yes
38.	Whether any dividend has been declared during this quarter. If yes, details thereof	NA
39.	Whether all the covenants, terms & conditions of the transaction and security documents are complied with? If no, pls give details and reasons for non-compliance	yes
40.	Whether DSRA (Debt Service Reserve Account) is maintained as per the transaction documents. If yes, amount and Bank account details. If No, its reason thereof <i>(For Debentures wherein DSRA is not</i>	Yes  Amount equal to one quarter servicing Liabilities. HDFC Bank A/c No. 50200017358986

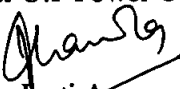
  
 (Dr. Jyoti Arora)  
 Company Secretary  
 U.P. Power Corporation Ltd.

	<i>required to be maintained as per transaction documents, kindly mention NA)</i>	
41.	Investor grievances received for quarter ended December 31, 2021, resolved during the quarter and grievances unresolved with reasons thereof (Details to be separately provided in annexure as enclosed)	yes
42.	<b>Contact Details :</b> a) Name of Authorised Signatory b) Email Address c) Contact Numbers d) Name & Address of R&T Agent	Dr. Jyoti Arora Company Secretary & Compliance Officer <a href="mailto:jyotissuppcl@gmail.com">jyotissuppcl@gmail.com</a> 9930444303 RCMC, Share Registry Private Limited, B-16, Sector-2, Noida-201301 <a href="mailto:alok.sharma@rcmcdelhi.com">alok.sharma@rcmcdelhi.com</a>

#### Annexures

1	Updated list of names and addresses of debenture holders. ( Pls provide a CD in case of large number ) Enclosed
2	Number and nature of grievances received, resolved, unresolved and reasons therefor from debenture holders and time frame within which the same were resolved by the Issuer Company. NIL statement to be submitted in case of no grievances. NIL
3	Latest Credit Rating issued by the Rating Agencies Enclosed
4	Insurance Policy with the security charged. In case Insurance Policy has expired, please provide Renewed Insurance Policies
5	Report of the Lead Bank regarding progress of the Project, if applicable

For U.P Power Corporation Limited

  
Dr. Jyoti Arora

Company Secretary & Compliance Officer

Date: 08.02.22

( Dr. Jyoti Arora )  
Company Secretary  
U.P. Power Corporation Ltd.


**Compliance Report for the quarter ended December 31, 2021**

**Name of Issuer Company :** U.P Power Corporation Limited

04.12.2017

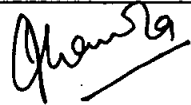
22.03.2018

1.	Description of the Debenture – Tranche/Series /Issue (Secured / Unsecured PCD/FCD/NCD)	NCD Secured	NCD Secured
2.	Type of Issue (Private / Public / Rights)	Private Placement	Private Placement
3.	Issue Amount and amount raised till date	Issue 4498.20 Crore and Raised – 4498.20 Crore.	Issue 3009.00 Crore (with green shoe option), Raised – 5491.00 Crore.
4.	Listed/Unlisted (If Listed, the Exchange where listed)	Listed at BSE	Listed at BSE
5.	Date of Listing of NCDs (please provide confirmation and supporting documents from BSE/NSE)	14-12-2017	09-04-2018
6.	Coupon Rate (Revised rate if any)	9.75%	10.15%
7.	Tenor of Issue	10 years	10 years
8.	Date of Board Meetings of the quarter ended December 31, 2021.	172 BM-18.10.21; 173 BM - 11.11.21 and 174 BM - 30.12.21	172 BM-18.10.21; 173 BM - 11.11.21 and 174 BM - 30.12.21
9.	Date of Allotment of Debentures	05.12.2017	27-03-2018
10.	Date of Issue of Debenture Certificate (Physical) or Credit to Demat A/c	05.12.2017	27-03-2018
11.	Outstanding amount as on December 31, 2021	Rs 3175.20 Crore	Rs 4037.50 Crore
12.	Previous Interest Payment Date and Amount paid	20-10-2021 Amount Rs.81.28 crore	20-10-2021 Amount Rs.107.43 crore
13.	Next Interest Payment Date and Amount	20-01-2022 Amount Rs.78.03 crore	20-01-2022 Amount Rs.103.30 crore
14.	Previous Repayment Date and Amount paid	20-10-2021 Amount Rs.132.30 crore	20-10-2021 Amount Rs.161.50 crore
15.	Next Repayment Date and Amount	20-01-2022 Amount Rs.132.30 crore	20-01-2022 Amount Rs.161.50 crore
16.	Whether there has been any delay / default in payment of interest and/or principal amount? If yes the due dates thereof & date of payment	No	No
17.	Whether Recovery Expense Fund has been created and the amount as may be required to be deposited is deposited? (Amount to be deposited –	Yes	Yes


  
**( Dr. Jyoti Arora )**  
 Company Secretary  
 U.P. Power Corporation Ltd.



	0.01% of Issue Size with maximum cap of Rs. 25 Lakhs)		
18	Credit Rating at the time of issue	A+ (SO)/Stable by CRISIL Ratings A+( SO)/Stable by India Ratings AA-( SO) by Brick work Ratings All the above ratings	A+ (SO)/stable by CRISIL Ratings A+ (SO)/stable by India Ratings AA-( SO) by Brick work Ratings All the above ratings
19	Present Credit Rating and date of change of credit rating. In case of revision, please attach letter from Credit Rating Agency indicating revision in rating	Enclosed	Enclosed
20	a) No. of debenture holders on the date of Allotment b) No. of debenture holders as on December 31, 2021, please provide details of NCD Holders viz. Names, Holding, Mailing Address, Contact Nos. (Benpos)	9  4739 List Enclosed Annexure-1	11  8799 List Enclosed Annexure-1
21	Brief details of the security created till date for the Debentures including third party securities	Debenture Trust Deed was executed for the same	Debenture Trust Deed was executed for the same
22	Pending Security if any. Date by such security is / was to be created	NIL	NIL
23	Whether the Secured Assets are insured? If yes, attach the copies thereof	No Assets were secured. Only UP Government Guarantee was given.	No Assets were secured. Only UP Government Guarantee was given.
24	Confirmation/statement that the assets of the Company are sufficient to discharge the claim of the debenture holders as and when they become due. (Applicable for secured as well as unsecured debentures)	Enclosed	Enclosed
25	Whether all taxes, cesses, insurance premia, any other government charges with respect to Secured Assets for the issue have been paid. If No, please give details and reasons for the same	Yes	Yes
26	Whether Debenture Redemption Reserve (DRR) as per SEBI Guidelines and Companies Act has been maintained and its amount. If No, please give reasons for the	No, as we are maintaining debenture service reserve account and bond servicing account as per terms of IM and agreement with trustee.	No, as we are maintaining debenture service reserve account and bond servicing account as per terms of IM and agreement with trustee.


  
 (Dr. Jyoti K. Singh)
   
 Company Secretary
   
 U.P. Power Corporation Ltd.

	same. Amount of DRR as on date.		
27	Disclosure of defaults on payment of interest/ repayment of principal amount in full on the due date on loans from banks / financial institutions and unlisted debt securities, if any during the quarter. If yes, kindly mention details thereof.	No	No
28	Whether any material change has taken place in the nature and the conduct of the business of the Issuer which is detrimental to the interest of debenture holders. If yes, please give details	No	No
29	Whether any orders, directions, notice of court/ tribunal / authority affecting or likely to affect the debenture holders has been passed. If yes, please give details	No	No
30	Whether any major change in the composition of the Board of directors or shareholders as defined in the Take Over Regulations which amounts to change in control of Issuer Company has occurred. If yes, please give details	No	No
31	Certificates as on December 31, 2021 (For Unlisted Debentures / Bonds): 1. Certificate for Value of Security & Security Cover maintained from Independent Chartered Accountant as on December 31, 2021	Value of current assets certified by Independent Chartered Accountant is enclosed.	Value of current assets certified by Independent Chartered Accountant is enclosed.

  
 (Dr. Jyoti Arora)  
 Company Secretary  
 U.P. Power Corporation Ltd.

32	<p>Certificates from the Empaneled Agency of the Trustee, as may be applicable (For Listed Debentures / Bonds):</p> <ol style="list-style-type: none"> <li>1. Asset Cover Certificate</li> <li>2. A statement of value of pledged securities</li> <li>3. A statement of value for Debt Service Reserve Account</li> <li>4. A statement of value for any Other forms of security offered</li> </ol>	<p>Enclosed</p> <p>Not been certified by Debenture Trustee till now</p> <p>Not been certified by Debenture Trustee till now</p>	<p>Enclosed</p> <p>Not been certified by Debenture Trustee till now</p> <p>Not been certified by Debenture Trustee till now</p>
33	Any other reports / certificates to be submitted as per Transaction Documents / Offer Documents.	enclosed	Enclosed
34	Details of encumbrances created over the Secured Assets charged for the issue	enclosed	Enclosed
35	Whether Register of Debenture Holders has been maintained with their addresses and whether the transfers and changes in ownership have been recorded. If no, please give reasons	yes	yes
36	In case of Partially / Fully Convertible Debentures, whether the debentures have been converted into equity in accordance with the terms of issue? If no, please give reasons.	no	no
37	<p>Whether the provisions of the following laws applicable to debentures have been complied with:</p> <ol style="list-style-type: none"> <li>a) Companies Act (For all Issuers)</li> <li>b) SEBI Model Listing Agreement (For Listed Issues)</li> <li>c) SEBI Listing Regulations (For Listed Issues)</li> <li>d) SEBI (Issue &amp; Listing of Non-Convertible Securities) Regulations, 2021</li> </ol>	yes	yes

*Shankar*  
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U.P. Power Corporation Ltd.

	e) ICDR Regulations (For all issuers) f) Any Other, as may be applicable		
38	Whether any dividend has been declared during this quarter. If yes, details thereof	NA	NA
39	Whether all the covenants, terms & conditions of the transaction and security documents are complied with? If no, pls give details and reasons for non-compliance	yes	yes
40	Whether <b>DSRA</b> (Debenture Service Reserve Account) is maintained as per the transaction documents. If yes, amount and Bank account details. If No, its reason thereof <i>(For Debentures wherein DSRA is not required to be maintained as per transaction documents, kindly mention NA)</i>	Yes Amount-equal to 2 quarter servicing Liabilities  ICICI BANK A/C NO. 628105501283	Yes Amount-equal to 2 quarter servicing Liabilities  ICICI BANK A/C NO. 628105501280
41	Investor grievances received for quarter ended December 31, 2021, resolved during the quarter and grievances unresolved with reasons thereof <i>(Details to be separately provided in annexure as enclosed)</i>	NIL	NIL
42	<b>Contact Details :</b> a) Name of Authorised Signatory b) Email Address c) Contact Numbers d) Name & Address of R&T Agent	Dr. Jyoti Arora jyoticsuppcl@gmail.com 9930444303 Beetal Financial & Computer Services Pvt Ltd. Beetal House, 3rd Floor 99 Madagir, New Delhi 110062 beetalrta@gmail.com	Dr. Jyoti Arora jyoticsuppcl@gmail.com 9930444303 Beetal Financial & Computer Services Pvt Ltd. Beetal House, 3rd Floor 99 Madagir, New Delhi 110062 beetalrta@gmail.com

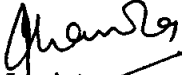


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**Annexures**

1	Updated list of names and addresses of debenture holders. ( Pls provide a CD in case of large number ) Enclosed
2	Number and nature of grievances received, resolved, unresolved and reasons therefor from debenture holders and time frame within which the same were resolved by the Issuer Company. NIL statement to be submitted in case of no grievances. NIL
3	Latest Credit Rating issued by the Rating Agencies Enclosed
4	Insurance Policy with the security charged. In case Insurance Policy has expired, please provide Renewed Insurance Policies. NA
5	Report of the Lead Bank regarding progress of the Project, if applicable. NA

For U.P Power Corporation Limited



Dr. Jyoti Arora

Company Secretary & Compliance Officer

Date: 8.02.22

( Dr. Jyoti Arora )  
Company Secretary  
U.P. Power Corporation Ltd.