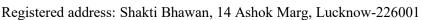
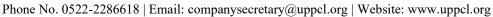
# **U. P. Power Corporation Limited**

(A Government of UP undertaking) CIN: U32201UP1999SGC024928







No: 345/UPPCL/CS/2025 Dated: August 12, 2025

Beacon Trusteeship Ltd,	VISTRA ITCL	
5W, 5th Floor, The Metropolitan,	The IL&FS Financial Center,	
Bandra Kurla Complex, Bandra (East),	A-268, 1st Floor, Pitamah Marg,	
Mumbai-400051	Defence Colony, New Delhi-100024	

#### Sub: Quarterly Compliance Report for the Quarter ended on June 30, 2025.

Dear Sir/Madam,

Pursuant to SEBI (Debenture Trustee) Regulations, 1993 as amended from time to time, please find the Quarterly Compliance Report of U. P. Power Corporation Limited for the Quarter ended on June 30, 2025. (Enclosed herewith)

Kindly take the same on record.

#### Encl. as above

Thanking You,

For U. P. Power Corporation Limited

NITIN Digitally signed by NITIN NIJHAWAN Date: 2025.08.12 17:43:22 +05'30'

Nitin Nijhawan Compliance Officer & Chief Financial Officer

# Compliance Report for the quarter ended June 30, 2025

Name of Issuer Company

U.P. POWER CORPORATION LIMITED

CIN

:

U32201UP19995GC024928

1.	Description of the Debenture -	over the serviced Bott
	Tranche/Series /Issue (Secured /	Series- I/2022
	Unsecured PCD / FCD/NCD)	
2.	List of ISIN for which this QCR is provided	INE540P07376; INE540P0738
		INE540P07392; INE540P0740
		INE540P07418; INE540P0742
		INE540P07434.
3.	Type of Issue (Private / Public / Rights)	Private Placement
4.	Issue Amount and amount raised till date	Issue 2000 Crore (along with green sho
		option of Rs. 6000 crore), Raised - 3951.2
		Crore in 1st Tranche
5.	Listed/Unlisted (If Listed, the Exchange	Listed at BSE
	where listed)	
6.	Date of Listing of NCDs (please provide	30-03-2022
	confirmation and supporting documents	(Document already enclosed in QCR of Jur
	from BSE/NSE)	30, 2022)
7.	Coupon Rate (Revised rate if any )	9.70%
8.	Tenor of Issue	10 years
9.	Date of Board Meeting approving	The Board Meeting to approve financi
	Quarterly Financial Statements for the	statements for the quarter ended June 3
	quarter ended June 30, 2025.	2025 was held on August 08, 2025.
10.	Date of Allotment of Debentures	30-03-2022
11.	Date of Issue of Debenture Certificate	30-03-2022
	(Physical) or Credit to Demat A/c	
12.	Outstanding amount as on June 30, 2025.	Rs. 3333.825 crore
13.	Previous Interest Payment Date and	30-06-2025
	Amount paid	Amount Rs. 83.61 Crore
14.	Next Interest Payment Date and Amount	30-09-2025
		Amount Rs. 81.51 Crore
15.	Previous Repayment Date and Amount	30-06-2025
	paid	Amount Rs. 123.47 crore
16.	Next Repayment Date and Amount	30-09-2025
		Amount Rs. 123.47 crore
17.	Whether there has been any delay /	No
	default in payment of interest and/or	
	principal amount? If yes, the due dates	
	thereof & date of payment	

,		
18.	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)	deposited at BSE.
19.	Credit Rating at the time of issue	A+ (CE)/Stable by CRISIL Ratings A+ (CE)/Stable by India Ratings
20.	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	As enclosed in Annexure - 5
21.	<ul> <li>a) No. of debenture holders on the date of Allotment</li> <li>b) No. of debenture holders as on June 30, 2025, please provide details of NCD Holders viz. Names, Holding, Mailing Address, Contact Nos. (Benpos)</li> </ul>	26 List Enclosed Annexure - 1
22.	Brief details of the security created till date for the Debentures including third party securities	Details are provided in Search Report as enclosed in – Annexure 3
23.	Pending Security if any. Date by such security is / was to be created	Details are provided in Search Report as enclosed in – <b>Annexure 3</b>
24.	Whether the Secured Assets are insured? If yes, attach the copies thereof	No
25.	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)	Security Cover Certificate as per revised format is under process and will be provided separately.
26.	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
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.	NIL
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	NO

For U.P. Power Corporation Ltd.

Authorised Signatory

	holders. If yes, please give details	
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.	Whether Debenture Redemption Reserve (DRR) as per SEBI Guidelines and Companies Act has been maintained and its amount.  If <b>No</b> , please give reasons for the same.	No, as we are maintaining debenture service reserve account and bond servicing account as per terms of IM and agreement with trustee.
32.	Details of encumbrances created over the Secured Assets charged for the issue	Details are provided in Search Report as enclosed in – <b>Annexure 3</b>
33.	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, Register of debenture holders is being maintained by RTAs appointed by UPPCL.
34.	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.	NA
35.	Whether the provisions of the following laws applicable to debentures have been complied with:  a) Companies Act (For all Issuers)  b) SEBI Listing Regulations (For Listed Issues)  c) SEBI (Issue & Listing of Non-Convertible Securities) Regulations, 2021  d) Any Other, as may be applicable	YES
36.	Whether any dividend has been declared during this quarter. If yes, details thereof	NO
37.	Whether all the covenants (Financial Covenants & Other Covenants), terms & conditions of the transaction and security documents are complied with? If no, pls give details and reasons for noncompliance	YES

38.	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 (For Debentures wherein DSRA is not required to be maintained as per	In respect of DSRA creation, Bank Certificate
	transaction documents, kindly mention NA)	for June 30, 2025 is enclosed- Annexure 2
39.	Investor grievances received for quarter ended June 30, 2025, resolved during the quarter and grievances unresolved with reasons thereof. (Details to be separately provided in annexure as enclosed)	Enclosed in – Annexure – 4
40.	Contact Details:  a) Name of Authorised Signatory  b) Email Address  c) Contact Numbers  d) Name & Address of R&T Agent	NITIN NIJHAWAN companysecretary@uppcl.org 9450994054, 9193330007 Beetal Financial &Computer Services Pvt Ltd. Beetal House, 3rd Floor 99 Madagir, New Delhi 110062 beetalrta@gmail.com

For U. P. Power Corporation Limited

Name: NITIN NIJHAWAN

**Designation: Compliance Officer & Chief Financial Officer** 

Date: 12.08.2025

**Enclosed: As Above** 

For U.P. Power Corporation Ltd.

Authorised Signatory

# Compliance Report for the quarter ended June 30, 2025

Name of Issuer Company :

U.P. POWER CORPORATION LIMITED

CIN

U32201UP1999SGC024928

1.	Description of the Debenture –	LIDDCI State Courses I S I I
1.		o. of state dovernment Serviced Boll
	Tranche/Series /Issue (Secured / Unsecured PCD / FCD/NCD)	Series- II/2022
2.		
۷.	List of ISIN for which this QCR is provided	INE540P07483; INE540P07459;
		INE540P07491; INE540P07467;
		INE540P07509; INE540P07475;
2	-	INE540P07517.
3.	Type of Issue (Private / Public / Rights)	Private Placement
4.	Issue Amount and amount raised till date	Issue 2000 Crore (along with green sho
		option of Rs. 6000 crore), Raised – 3488.0
		Crore in 2nd Tranche
5.	Listed/Unlisted (If Listed, the Exchange	Listed at BSE
	where listed)	
6.	Date of Listing of NCDs (please provide	07-10-2022
	confirmation and supporting documents	(Document already enclosed in QCR of
	from BSE/NSE)	December 31,2022)
7.	Coupon Rate (Revised rate if any )	9.95%
8.	Tenor of Issue	10 years
9.	Date of Board Meeting approving	The Board Meeting to approve financi
	Quarterly Financial Statements for the	statements for the quarter ended June 3
	quarter ended June 30, 2025.	2025 was held on August 08, 2025.
		==== mas neta sin nagast 66, 2625.
10.	Date of Allotment of Debentures	07-10-2022
11.	Date of Issue of Debenture Certificate	07-10-2022
	(Physical) or Credit to Demat A/c	
12.	Outstanding amount as on June 30, 2025.	Rs. 2943.00 crore
13.	Previous Interest Payment Date and	30-06-2025
	Amount paid	Amount Rs. 75.71 crores
14.	Next Interest Payment Date and Amount	30-09-2025
	and random.	Amount Rs. 73.81 crores
15.	Previous Repayment Date and Amount	30-06-2025
	paid	Amount Rs. 109 crores
16.	Next Repayment Date and Amount	30-09-2025
10.	Next Repayment Bate and Amount	
17.	Whether there has been any delay /	Amount Rs. 109 crores
	default in payment of interest and/or	No
	principal amount? If yes, the due dates	
	thereof & date of payment	

18.	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, Amount of Rs.25.00 Lakhs has been deposited at BSE.
19.	Credit Rating at the time of issue	CRISIL RATINGS - A+ (CE) /Stable INDIA RATINGS - A+ (CE) /Stable
20.	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	As enclosed in Annexure - 5
21.	<ul> <li>a) No. of debenture holders on the date of Allotment</li> <li>b) No. of debenture holders as on June 30, 2025, please provide details of NCD Holders viz. Names, Holding, Mailing Address, Contact Nos. (Benpos)</li> </ul>	36 List Enclosed Annexure – 1
22.	Brief details of the security created till date for the Debentures including third party securities	Details are provided in Search Report as enclosed in – <b>Annexure 3</b>
23.	Pending Security if any. Date by such security is / was to be created	Details are provided in Search Report as enclosed in – <b>Annexure 3</b>
24.	Whether the Secured Assets are insured? If yes, attach the copies thereof	Security Cover Certificate as per revised format is under process and will be provided separately.
25.	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
26.	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	NIL
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
28.	Whether any material change has taken place in the nature and the conduct of the business of the Issuer which is U.P. Power Corporation Ltd	NO

For U.P. Power Corporation Ltd.

Authorised Signatory

	detrimental to the interest of debenture holders. If yes, please give details	
29.		NO
30.		NO
31.	Whether Debenture Redemption Reserve (DRR) as per SEBI Guidelines and Companies Act has been maintained and its amount.  If <b>No</b> , please give reasons for the same.	No, as we are maintaining debenture service reserve account and bond servicing account as per terms of IM and agreement with trustee.
32.	Details of encumbrances created over the Secured Assets charged for the issue	Details are provided in Search Report as enclosed in – <b>Annexure 3</b>
33.	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,  Register of debenture holders is maintained by RTAs appointed by UPPCL.
34.	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.	NA
35.	Whether the provisions of the following laws applicable to debentures have been complied with:  a) Companies Act (For all Issuers)  b) SEBI Listing Regulations (For Listed Issues)  c) SEBI (Issue & Listing of Non-Convertible Securities) Regulations, 2021  d) Any Other, as may be applicable	YES
36.	Whether any dividend has been declared during this quarter. If yes, details thereof	NO
37.	Whether all the covenants (Financial Covenants & Other Covenants), terms & conditions of the transaction and security documents are complied with? If no, pls give details and reasons for noncompliance	YES

For U.P. Power Corporation Ltd.

Authorised Signatory

38.	Whether <b>DSRA</b> (Debenture Service	Vas Amount agual to 2 guarter aguaria
	Reserve Account) is maintained as per the	Yes, Amount-equal to 2 quarter servicing Liabilities
	transaction documents.	Liabilities
	If Yes, amount and Bank account details.	
	If No, its reason thereof	LOIGI DANIK
		ICICI BANK
	(For Debentures wherein DSRA is not	
	required to be maintained as per	• • • • • • • • • • • • • • • • • • • •
	transaction documents, kindly mention	In respect of DSRA creation, Bank Certificate
	NA)	for June 30, 2025 is enclosed- Annexure – 2
39.	Investor grievances received for quarter	Enclosed in – Annexure - 4
	ended June 30, 2025, resolved during the	
	quarter and grievances unresolved with	
	reasons thereof.	
	(Details to be separately provided in	
	annexure as enclosed)	
40.	Contact Details:	NITIN NIJHAWAN
	a) Name of Authorised Signatory	companysecretary@uppcl.org
	b) Email Address	9450994054, 9193330007
	c) Contact Numbers	Beetal Financial &Computer Services Pvt Ltd.
	d) Name & Address of R&T Agent	Beetal House, 3rd Floor 99 Madagir,
	, man rigerit	New Delhi 110062
		beetalrta@gmail.com

#### For U. P. POWER CORPORATION LIMITED

What.
Name: NITIN NIJHAWAN

**Designation: Compliance Officer & Chief Financial Officer** 

Date: 12.08.2025

**Enclosed: As Above** 

# Compliance Report for the quarter ended June 30, 2025

Name of Issuer Company : <u>U.P. POWER CORPORATION LIMITED</u>

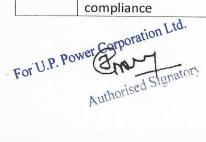
<u>CIN</u> : <u>U32201UP1999SGC024928</u>

1.	Description of the Debenture –	UPPCL Bond series II/2017-18
	Tranche/Series /Issue (Secured /	NCD Secured
	Unsecured PCD / FCD/NCD)	Neb secured
2.	List of ISIN for which this QCR is provided	INE540P07335, INE540P0734
		INE540P07350
3.	Type of Issue (Private / Public / Rights)	Private Placement
4.	Issue Amount and amount raised till date	Issue 3009.00 Crore (with green shooption), Raised – 5491.00 Crore.
5.	Listed/Unlisted (If Listed, the Exchange where listed)	Listed at BSE
6.	Date of Listing of NCDs (please provide	09-04-2018
	confirmation and supporting documents	(Document already enclosed in QCR of Jur
	from BSE/NSE)	30,2022)
7.	Coupon Rate (Revised rate if any )	10.15%
8.	Tenor of Issue	10 years
9.	Date of Board Meeting approving	The Board Meeting to approve financi
	Quarterly Financial Statements for the	statements for the quarter ended June 3
	quarter ended June 30, 2025.	2025 was held on August 08, 2025.
10.	Date of Allotment of Debentures	27-03-2018
11.	Date of Issue of Debenture Certificate	27-03-2018
	(Physical) or Credit to Demat A/c	
12.	Outstanding amount as on June 30, 2025.	Rs. 1776.50 crore
13.	Previous Interest Payment Date and	17-04-2025
	Amount paid	Amount Rs. 47.43 Crores
14.	Next Interest Payment Date and Amount	18-07-2025
		Amount Rs. 44.95 Crores
15.	Previous Repayment Date and Amount	17-04-2025
	paid	Amount Rs. 161.50 crores
16.	Next Repayment Date and Amount	18-07-2025
		Amount Rs. 161.50 crores
17.	Whether there has been any delay /	No
	default in payment of interest and/or	
	principal amount? If yes, the due dates	
	thereof & date of payment	



18.	Whether Recovery Expense Fund has	Yes, Amount of Rs.25.00 Lakhs has been
	been created and the amount as may be required to be deposited is deposited?	deposited at BSE.
	(Amount to be deposited – 0.01% of Issue Size with maximum cap of Rs. 25 Lakhs)	
19.	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
20.	Present Credit Rating and date of change	As enclosed in <b>Annexure - 5</b>
	of credit rating. In case of revision, please	
	attach letter from Credit Rating Agency	
	indicating revision in rating	
21.	a) No. of debenture holders on the date	
	of Allotment	11
	b) No. of debenture holders as on June	
	30, 2025, please provide details of	
	NCD Holders viz. Names, Holding, Mailing Address, Contact Nos.	List Enclosed Annexure – 1
	(Benpos)	List Enclosed Annexure – 1
22.	Brief details of the security created till	Details are provided in Search Report as
	date for the Debentures including third	enclosed in – Annexure 3
	party securities	
23.	Pending Security if any. Date by such	Details are provided in Search Report as
24.	security is / was to be created  Whether the Secured Assets are insured?	enclosed in – Annexure 3
	If yes, attach the copies thereof	NO
25.	Confirmation/statement that the assets	Security Cover Certificate as per revised
	of the Company are sufficient to	format is under process and will be provided
	discharge the claim of the debenture	separately.
	holders as and when they become due.	
	(Applicable for secured as well as	
26.	whether all taxes, cesses, insurance	VEC
20.	premia, any other government charges	YES
	with respect to Secured Assets for the	
	issue have been paid. If No, please give	
	details and reasons for the same	
27.	Disclosure of defaults on payment of	NIL
	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.	
20	If yes, kindly mention details thereof.	
28.	Whether any material change has taken	NO
	place in the nature and the conduct of the business of the Issuer which is	
	Corporation Ltd.	

	detrimental to the interest of debenture	
	holders. If yes, please give details	
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.	Whether Debenture Redemption Reserve (DRR) as per SEBI Guidelines and Companies Act has been maintained and its amount.  If <b>No</b> , please give reasons for the same.	No, as we are maintaining debenture service reserve account and bond servicing account as per terms of IM and agreement with trustee.
32.	Details of encumbrances created over the Secured Assets charged for the issue	Details are provided in Search Report as enclosed in – <b>Annexure 3</b>
33.	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, Register of debenture holders is maintained by RTAs appointed by UPPCL.
34.	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.	NA
35.	Whether the provisions of the following laws applicable to debentures have been complied with:  a) Companies Act (For all Issuers)  b) SEBI Listing Regulations (For Listed Issues)  c) SEBI (Issue & Listing of Non-Convertible Securities) Regulations, 2021  d) Any Other, as may be applicable	YES
36.	Whether any dividend has been declared during this quarter. If yes, details thereof	NO
37.	Whether all the covenants (Financial Covenants & Other Covenants), terms & conditions of the transaction and security documents are complied with? If no, pls give details and reasons for noncompliance	YES



38.	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 (For Debentures wherein DSRA is not required to be maintained as per transaction documents, kindly mention NA)	Yes, Amount-equal to 2 quarter servicing Liabilities  ICICI BANK A/C NO. 628105501280 In respect of DSRA creation, Bank Certificate for June 30, 2025 is enclosed- Annexure – 2
39.	Investor grievances received for quarter ended June 30, 2025, resolved during the quarter and grievances unresolved with reasons thereof.  (Details to be separately provided in annexure as enclosed)	Enclosed in – <b>Annexure - 4</b>
40.	Contact Details: a) Name of Authorised Signatory b) Email Address c) Contact Numbers d) Name & Address of R&T Agent	Nitin Nijhawan companysecretary@uppcl.org 9450994054, 9193330007 Beetal Financial &Computer Services Pvt Ltd. Beetal House, 3rd Floor 99 Madagir, New Delhi 110062 beetalrta@gmail.com

#### For U. P. POWER CORPORATION LIMITED

Name: NITIN NIJHAWAN

Aleka

**Designation: Compliance Officer & Chief Financial Officer** 

Date:

#### **Enclosed:**

1. Documents as applicable.

For U.P. Power Corporation Ltd.

# Compliance Report for the quarter ended June 30, 2025

Name of Issuer Company

**U.P. POWER CORPORATION LIMITED** 

CIN :

U32201UP1999SGC024928

4				
1.	Description of the Debenture -	UPPCL Bond series I/2017-18		
	Tranche/Series /Issue (Secured /	NCD Secured		
2.	Unsecured PCD / FCD/NCD)			
۷.	List of ISIN for which this QCR is provided	INE540P07244;		
3.	T	INE540P07251; INE540P07269		
	Type of Issue (Private / Public / Rights)	Private Placement		
4.	Issue Amount and amount raised till date	Issue 4498.20 Crore and Raised – 4498.20 Crore.		
5.	Listed/Unlisted (If Listed, the Exchange where listed)	Listed at BSE		
6.	Date of Listing of NCDs (please provide	14-12-2017		
	confirmation and supporting documents from BSE/NSE)	(Document already enclosed in QCR of June 30,2022)		
7.	Coupon Rate (Revised rate if any )	9.75%		
8.	Tenor of Issue	10 years		
9.	Date of Board Meeting approving Quarterly Financial Statements for the quarter ended June 30, 2025.			
10.	Date of Allotment of Debentures	05.12.2017		
11.	Date of Issue of Debenture Certificate (Physical) or Credit to Demat A/c	05.12.2017		
12.	Outstanding amount as on June 30, 2025.	Rs. 1323.00 crore		
13.	Previous Interest Payment Date and	17.04.2025		
	Amount paid	Amount Rs. 34.21 Crore		
14.	Next Interest Payment Date and Amount	18.07.2025		
		Amount Rs. 32.16 Crore		
15.	Previous Repayment Date and Amount	17.04.2025		
	paid	Amount Rs. 132.30 Crore		
16.	Next Repayment Date and Amount	18.07.2025		
		Amount Rs. 132.30 Crore		
17.	Whether there has been any delay /	No		
	default in payment of interest and/or			
	principal amount? If yes, the due dates			
	thereof & date of payment			

18.	Whether Recovery Expense Fund has	Yes, Amount of Rs.25.00 Lakhs has been
4	been created and the amount as may be	deposited at BSE.
	required to be deposited is deposited?	
	(Amount to be deposited – 0.01% of Issue	
	Size with maximum cap of Rs. 25 Lakhs)	
19.	Credit Rating at the time of issue	A+ (CE)/Stable
		by CRISIL Ratings
		A+ (CE)/Stable
20.	Present Credit Rating and date of change	by India Ratings As enclosed in <b>Annexure - 5</b>
20.	of credit rating. In case of revision, please	As enclosed in Annexure - 5
	attach letter from Credit Rating Agency	
	indicating revision in rating	
21.	a) No. of debenture holders on the date	
	of Allotment	9
	b) No. of debenture holders as on June	
	30, 2025, please provide details of	
	NCD Holders viz. Names, Holding,	
	Mailing Address, Contact Nos.	List Enclosed Annexure - 1
	(Benpos)	
22.	Brief details of the security created till	Details are provided in Search Report as
	date for the Debentures including third	enclosed in – Annexure 3
23.	party securities	D : 1
25.	Pending Security if any. Date by such security is / was to be created	Details are provided in Search Report as enclosed in – <b>Annexure 3</b>
24.	Whether the Secured Assets are insured?	No
	If yes, attach the copies thereof	
25.	Confirmation/statement that the assets	Security Cover Certificate as per revised
	of the Company are sufficient to	format is under process and will be provided
	discharge the claim of the debenture	separately.
	holders as and when they become due.	
	(Applicable for secured as well as unsecured debentures)	
26.	Whether all taxes, cesses, insurance	YES
	premia, any other government charges	
	with respect to Secured Assets for the	
	issue have been paid. If No, please give	
27	details and reasons for the same	
27.	Disclosure of <b>defaults on payment</b> of interest/ repayment of principal amount	NIL
	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.	
28.	Whether any material change has taken	NO
	place in the nature and the conduct of	
	the business of the Issuer which is	
	detrimental to the interest of debenture	
29.	holders. If yes, please give details	NO
23.	Whether any orders, directions, notice of	NO

33. 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  34. 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.  35. Whether the provisions of the following laws applicable to debentures have been compiled with:  a) Companies Act (For all Issuers) b) SEBI Listing Regulations (For Listed Issues) c) SEBI (Issue & Listing of Non-Convertible Securities) Regulations, 2021 d) Any Other, as may be applicable  36. Whether any dividend has been declared during this quarter. If yes, details thereof  37. Whether all the covenants (Finacial Covenants & Other Covenants), terms & conditions of the transaction and security documents are complied with? If no, pls give details and reasons for non-compliance  38. Whether DSRA (Debenture Service Reserve Account) is maintained as per the transaction documents. If Yes, amount and Bank account details. If No, its reason thereof (For Debentures wherein DSRA is not)  In respect of DSRA creation, Bank Certificate			animal / sails and /	
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If Yes, amount and Bank account details.  If No, its reason thereof  (For Debentures wherein DSRA is not In respect of DSRA creation, Bank Certificate				Liabilities
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(For Debentures wherein DSRA is not In respect of DSRA creation, Bank Certificate				
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required to be maintained as per for June 30, 2025 is enclosed- Annexure – 2			required to be maintained as per	for June 30, 2025 is enclosed- <b>Annexure – 2</b>

	transaction documents, kindly mention NA)	
39.	Investor grievances received for quarter ended June 30, 2025, resolved during the quarter and grievances unresolved with reasons thereof.  (Details to be separately provided in annexure as enclosed)	Enclosed in – Annexure - 4
40.	Contact Details: a) Name of Authorised Signatory b) Email Address c) Contact Numbers d) Name & Address of R&T Agent	Nitin Nijhawan companysecretary@uppcl.org 9450994054, 9193330007 Beetal Financial &Computer Services Pvt Ltd. Beetal House, 3rd Floor 99 Madagir, New Delhi 110062 beetalrta@gmail.com

#### For U. P. POWER CORPORATION LIMITED

Name: NITIN NIJHAWAN

**Designation: Compliance Officer & Chief Financial Officer** 

Date:

#### **Enclosed:**

1. Documents as applicable.

# Compliance Report for the quarter ended June, 2025

### Name of Issuer Company

# **U. P. POWER CORPORATION LIMITED**

# Information submitted at the times of issuance/allotment:

1	Unique identifier (Asset ID) allocated to the issuance (Pursuan	
	to SEBI Master circular dated May 16, 2024)	
	Reason if no Asset ID created and details of explanation giver	IN0311039655
	to Depositories including email/letter sent	For Guarantee – IN0618039689
2	Description of the Debenture Series /Issue (Secured	/ LIDDCL David : MM/0016
	Unsecured PCD/FCD/NCD)	UPPCL Bond series III/2016- 17 NCD
3	Type of Issue (Private / Public / Rights)	
4	Issue Amount and Amounts Raised	Private placement
		Issue 4900.00 Crore (with green shoe option), Raised –
		6510 00Crore
5	Listed/Unlisted (If listed, mention the Stock Exchange where	Listed at BSE
	listed)	Disted at DOL
6	ISINs (Listed and Unlisted)	Present outstanding ISINs are
		as below: -
		INE540P07095,
		INE540P07103
7	Date of Opening of Issue	16-02-2017
8	Date of Closure of Issue	16-02-2017
9	Date of Listing of NCDs (please provide confirmation and	08.03.2017
	supporting from BSE/NSE)	33.2017
10	Confirmation of mapping of ISINs with stock exchanges	Mapping of ISIN on DLT
		Portal is under process.
11	Confirmation of ISINs mapping with Distributed Ledger	
	Technology (DLT) on NSDL/CDSL platform (Annexure	Mapping of ISIN on DLT Portal is under process.
	A, Annexure B, and	1 ortal is under process.
	1) Updation of covenants in DLT with 5 days from	
	the execution of the DTD.	
	2) Updation of the Cashflow Schedule.	
	3) Updation of the Cash flow event (within 1 day	
	from the event)	
	4) Updation of the periodic monitoring in DLT	
12	Updation of Periodic status of the covenants in the DLT system	Manning of ICDI DIE
	& Assets Valuation& Assets Encumbrance.	Mapping of ISIN on DLT
1.0		Portal is under process.
12	Whether there has been delay in Listing of the debt securities	No
	pursuant to SEBI NCS Master Circular dated May 22, 2024. If	
	yes, confirm whether the Issuer Company has paid penal	
	interest of at least @ 1 % p.a. over the coupon rate for the	
	period of delay to the investor (i.e. from date of allotment to the	
	date of listing)	
3	Original & Revised (if any) Coupon Rate	8.97%
4	Tenor of Issue	10 years
5	Date of Allotment of Debentures	17.02.2017
6	Whether RTA / Company has forwarded the details of	YES
_	debenture holders to the DT at the time of allotment.	
7	PAS-3, PAS-4, PAS-5 filed with ROC within specified time	YES
	tion Ltd.	

	limit (please provide confirmation and supporting)	
18	Date of Issue of Debenture Certificate (Physical) or Credit to Demat A/c	20.02.2017 and 21.02.2017
19	Credit Rating at the time of issue Hyperlink of the press releases by the Credit rating Agency	Credit rating issued by Credit Rating Agency is enclosed as <b>Annexure -5</b> The initial Credit Rating has already been provided to Debenture Trustee.
	Previous Credit Rating& Date of Revision	Enclosed as Annexure -5
	Current Credit Rating& Date of Revision	Enclosed as Annexure -5
20	No. of debenture holders on the date of Allotment	9
21	Name of the Debenture holder representative/facility agent along with its contact details	List is enclosed as Annexure-1
22	Details of Debenture holders holding more than 10% of debentures in value for the time being outstanding	List is enclosed as Annexure-1
23	Whether the company has issued debentures to foreign debenture holders	Initially not issued
24	Date of Registration with ROC (ROC Certificate to be provided) and reasons for delay (if any)	16.02.2017
25	Whether Recovery Expense Fund (REF) has been created by the company as per SEBI Master circular dated May 16, 2024. If yes, please provide date of Creation, Amount and proof for our records.	Table 1
26	Provide details of Charge created in favour of the debenture trustee (as specified in the offer document or private placement memorandum/ information memorandum, GID/KID and executed debenture trust deed (DTD) prior to listing)	Details to be provided in Search Report as enclosed in – Annexure – 3
27	Whether company has provided Bank details (from which it proposes to pay the redemption amount) to the trustee.  Confirm if Debenture Trustee is pre-authorized to seek debt	The detail is as below: - Name of Bank – HDFC Bank BSRA No. –50200004167842
	redemption payment related information from the Issuer's bank.  If not, please provide the Pre-authorization letter	
28	Date(s) of Fund Transfer from Escrow a/c to the issuer account (Public Issue(s)) at the time of allotment.	NA
29	Status of DRF	Table 2
30	Status of End Utilization Certificate from the statutory Auditor of the company	There is no fund raised during the Current Quarter and there is no outstanding amount to be utilized w.r.t. any issue as on date.
		The End Utilization Certificate w.r.t. previous issue was already provided.
31	Details of Outstanding Issuance as on June 30, 2025	Table 4
32	Details of the security offered (Mandatory)	Table 5



### 1. Recovery expense fund (Mandatory for this quarter)

Sr. No	Name of the Listed Entity	ISIN	Type of Issue (Public/Priva tely Placed)	Issue Size (in ₹ crores)	Date of Listing Applicatio n	Size/ Value of recovery fund maintained	Any addition in the Recovery Expense fund during the quarter	Details of usage of the funds, if any, during the quarter	Date of creatio n of REF
	U. P. Power Corporation Ltd.	INE540P07087, INE540P07095, INE540P07103	Private placement	6510.00 Crore		25 lakhs			April 2021

# 2. Debenture Redemption Reserve/Debenture Redemption/ maintenance of funds as per Companies (Share Capital and Debentures) Rules, 2014

Sr.No	Name of the Entity	Issue Type (Public/Privately placed listed)	Type of entity (NBFC/HFC/FI/Other)	Issue Size (in ₹ crores)	ISIN (that is maturing in the current FY)	Amount Outstanding	Status of maintenance of DRR (15%/10% of the amount maturing in the year, applicable as per Companies (Share Capital and Debentures) Rules, 2014)
-		_	-		_	_	_

### 3. Utilization Certificate from the Statutory Auditor of the company:

	FY. 2023-24	Name of Statutory Auditor of the company	Date of the Utilization certificate from the statutory Auditor	Remarks
NA	NA	NA	NA	NA

#### 4. Details of outstanding issuance as on June 30, 2025

ISIN	Exclusive /Pari Passu	Secured/U nsecured	Outstanding Principal Amount	Accrued interest	Total	Security Cover Required
INE540P07095, INE540P07103		Secured Secured	697.50 crores 930.00 crores	8.06 crore 10.74 crore	705.56 crore 940.74 crore	Govt. Guaranteed And hypothecated for receivables

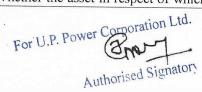
# 5. Details of the security offered. (Please select "Yes/No" wherever applicable)

Sr.No	ISIN	Movable	Immovable Property	Pledge	DSRA	Personal Guarantee	Corporate Guarantee
			×				

For U.P. Power Corporation Ltd.

### Information submitted on quarterly basis:

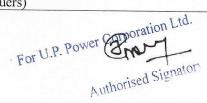
1	Confirmation of having complied with Foreign Account Tax Compliance Act (FATCA) as regards the investors, borrowers and other intermediaries (If Applicable - along with supporting documents, registration number etc.)	
2	Outstanding amount as on June 30, 2025, Confirm if <b>high value debt listed entity as on date</b> pursuant to SEBI (LODR) (Fifth amendment) Regulation, 2021 (basis of value of principal outstanding of listed debt securities as on March 31, 2021)	Rs. 1627.50 Crore
2.1	Date of the Board Meeting for current quarter.	Board Meeting for the Approval of Financial Statements of quarter ended June 30, 2025 was held on August 08, 2025.
3	Previous Interest Payment Date and Amount paid	15-05-2025 Amount Rs.41.14 Crore
4	Next Interest Payment Date and Amount	14-08-2025 Amount Rs.36.40 Crore
5	Previous Principal Repayment Date and Amount paid	15-05-2025 Amount Rs. 232.50
6	Next Principal Repayment Date and Amount	crore 14-08-2025 Amount Rs. 232.50 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 of at least @ 2% p.a. over the coupon rate is paid to the debenture holders.	NO
8	No. of debenture holders as on last day of this quarter, (Please provide details of NCD Holder viz. Names, Holding, Mailing Address, Email id, Contact Nos. (Benpos))	List Enclosed Annexure-1
9	Whether RTA / Company has forwarded the details of debenture holders (Benpos) to the DT by the seventh working day of every month.	Yes
10	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	NO
11	Whether the Secured Assets are insured? If yes, attach the latest renewed copies thereof	NA, since no charges have been created against the F.A. of
12	Whether the asset in respect of which security has been created is	Yes; there is no



	free from any encumbrance and adequate to ensure security cover for the debt securities or if there is any breach of the terms of creation of the security.	breach of the terms of creation of the security.
13	Half yearly results statement should indicate material deviation, if any. This should cover deviation in use of proceeds of issue other than the object stated in offer document	Utilization of full use proceeds has already been submitted
14	Publication of financial results and statements within 2 working days of the conclusion of the Board Meeting. (at least in one English national daily newspaper)	YES  Financial results for the Quarter ended on June 30, 2025 was published within two working days from the conclusion of the Meeting.
15	Whether financial results for the quarter ended June 30, 2025 submitted to the Stock exchange as per the format specified by SEBI through its circular dated May 16, 2024.  Whether unaudited financial results are accompanied by Limited Review Report (LRR)*  *LRR is not required if the company has intimated to exchanges in advance that it shall submit annual audited results within 60 days from the end of Financial Year.	Yes  Financial results are accompanied by Limited Review Report.
16	Whether all taxes, cesses, insurance premium, 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
17	Whether Debenture Redemption Reserve (DRR) as per SEBI Regulations and Companies Act has been maintained. Please mention the <b>Amount of DRR maintained</b> If No, please give reasons for the same. Please provide details / issue wise DRR amount and date of transfer till date.	No, since we are maintaining debenture service reserve account and bond servicing account as per terms of IM and agreement with trustee.
18	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 provide details	NO
19	Whether any orders, directions, notice of court/ tribunal / authority affecting or likely to affect the Secured Assets has been passed. If yes, please provide details	NO
20	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 provide details	NO
21	Security Cover certified by the Statutory Auditor for the quarter ended June 30, 2025 (Mandatory for Secured issuance)  Note:  1)Refer Annexure VI of SEBI Master circular dated May 16, 2024 for the format of Security Cover certificate.  2) Please provide the security cover table in the excel form along with working.	Security Cover Certificate as per revised format is under process and will be provided separately.
22	Security Cover certified by the Statutory Auditor of third party/subsidiary/group/holding company ("entities") in case assets	NA



	being offered as underlying Security by said entities. Including details of encumbrances in case of pari-passu charge.		
23	Compliance of the covenants, in respect of listed non-convertible debt securities, by the statutory auditor, along with the financial results for the quarter 31-12-2024as per SEBI Circular dated 19 <sup>th</sup> May 2022	Board Meeting for the approval of Financia Statements of quarte ended June 30, 202; was held on August 08 2025 and Certificate w.r.t Compliance of Covenants shall be provided along with the Security Cover Certificate	
24	Attach the statement of value of pledged securities, if applicable Quarterly (SEBI Master circular dated May16, 2024)	NA	
25	Attach the statement of value for Debt Service Reserve Account or any other form of security offered- Quarterly (SEBI Master circular dated May16, 2024)	Enclosed as Annexure - 2	
26	Attach the Net worth certificate of guarantor (secured by way of personal guarantee), applicable for <b>March and September quarter</b> (SEBI Master circular dated May 16, 2024)	Not Applicable, since the NCPs are guaranteed by GoUP.	
27	Attach the Financials/value of guarantor prepared on basis of audited financial statement etc. of the guarantor (secured by way of corporate guarantee), applicable for <b>March</b> (SEBI Master circular dated May16, 2024)	Not Applicable	
28	Attached the Valuation report and title search report for the immovable/movable assets, applicable for <b>March</b> (not older than 3 years) (SEBI Master circular dated May16, 2024)	Not Applicable, since no charge has been created over FA.	
29	Any change in terms of the NCDs, during the quarter pursuant to Regulation 59 of SEBI (LODR) Regulations, 2015 and SEBI Master circular dated May16, 2024.	Not Applicable	
30	Any change in security, creation of additional security or conversion of NCDs from unsecured to secured in compliance with SEBI circular dated August 04, 2022. (SEBI Master circular dated May16, 2024)	Not Applicable	
31	Whether charge over the same assets have been created in favour of multiple trustees.  If yes, please mention the name of the trustee, charge amount and asset value	Not Applicable	
32	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, Register of Debenture holders is being maintained by RTAs appointed by UPPCL.	
33	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.	NA	
34	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	Complied	
35	Whether the provisions of the following laws applicable to debentures have been complied with:  a) Companies Act, 2013 and Rules made thereunder (For all Issuers)	Complied	



	b) SEBI (Listing Obligation and Disclosure Requirements)	
	c) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021	
36	d) Circulars issued by SEBI from time to time.  Whether the company has submitted a certificate to the stock exchange within one working day of the interest or dividend or principal becoming due regarding status of payment in case of non-convertible securities. (Regulation 57(1) SEBI (LODR) Regulations, 2015)  (Pursuant to Regulation 57 of SEBI (LODR), Regulations, 2015)	
	Nature of investor grievances received for quarter ended June 30, 2025 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)	4
37	Whether statement of investor grievances has been filed to Exchanges within 21 days from the end of quarter.	
	(Pursuant to Regulation 13(3) of SEBI (LODR), Regulations, 2015)	
38	Any Buy Back of NCDs during the quarter and details of the same	NA
39	Whether the company has maintained functional website containing requisite information (Regulation 62 of SEBI (LODR) Regulations, 2015)	YES
40	Whether the company has intimated exchange(s) about its intention to raise funds through issue of new NCD and such intimation was given prior to holding Board meeting.	YES
4.1	(Pursuant to Regulation 50 of SEBI (LODR), Regulations, 2015)	
41	Compliance with Accounting Standard and Financial disclosures.  Compliance with Corporate Governance provisions as specified in	Complied With the
42	Chapter IV viz Related Party framework, Independent Directors, submission of quarterly compliance report on corporate governance to Exchange(s), prior intimation to exchanges, disclosure of material information/event, shareholding pattern	extent applicable.
43	Whether Directors and KMPs have disclosed to Board of Directors whether they are directly or indirectly having material interest in any transaction.	YES
44	Whether the company has appointed qualified Company Secretary as the Compliance Officer.	YES
	(Pursuant to Regulation 6 of SEBI (LODR), Regulations, 2015)	
15	Whether the Company has appointed Share transfer agent or manages the same in house.	Company has appointed the RTAs.
	(Pursuant to Regulation 7 of SEBI (LODR), Regulations, 2015) Whether the Company has preserved the toward in the company has preserved the company has preserv	A Mino
46	Whether the Company has preserved the transactions records at least for 8 years/as per the archival policy of the Company.	YES
17	Whether the Company is registered on the SEBI SCORES and Online Dispute Resolution Portal.	YES
18	Whether the Company has constituted following committees and held meetings in compliance with the provisions, as applicable:  • Audit Committee	YES



	<ul> <li>Nomination and Remuneration Committee</li> <li>Stakeholders Relationship Committee</li> <li>Risk Management Committee</li> </ul>			
49	Whether the Company has made disclosure of information having bearing on performance/operation of listed entity and/or price sensitive information to Exchanges and Debenture Trustee, if any pursuant to Regulation 51 read with Part B of Schedule III of SEBI (LODR) Regulations	YES		
50	Whether company has complied with SEBI (LODR) Regulation 50 i.e. Intimation to stock exchange(s)	YES		
51	Whether the Company has submitted a compliance certificate to the Exchange(s), duly singed by both Compliance Officer of the listed entity and the authorized representative of the transfer agent (RTA)	YES		
52	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.	No		
53	Whether any NCLT proceedings has been initiated against the company, if yes, provide details.	No		
54	In case of default in payment of Interest/principal, whether the company has made disclosures to the Credit Rating Agencies in timely manner.	NA, No default		
55	Please confirm if disclosure is made to stock exchanges in case of default in payment of interest / instalment obligations on loans, including revolving facilities like cash credit, from banks / financial institutions, whether the company has made disclosure to the Stock exchange. (Refer SEBI circular No. SEBI/HO/CFD/CMD1/CIR/P/2019/140 dated November 21, 2019).			
56	Please provide a copy of disclosure made, if any Confirm if there is any breach in providing information to the Debenture Trustee(s) regarding the status of payment or otherwise to the Stock Exchanges and Depositories.  (Pursuant to chapter XI of SEBI Master Circular dated May 16, 2024)	Confirmed		
57	If the REF is maintained in the form of BankGuarantee then the Company needs to ensure that it remains valid for a period of 6 months post the maturity date of the listed debt security and the issuer has kept the bank guarantee in force and renewed the Bank Guarantee at least 7 working days before its expiry.	NA		
58	Whether the Security cover Percentage as specified in the Term Sheet/PAS4/Information Memorandum/ is maintained.	Security Cover Certificate as per revised format is under process and will be provided separately.		
59	Details of Corporate Debt Restructuring (if any);	NA		
60	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		

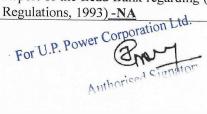
personnel or promoter;  Details of one-time settlement with any bank (if any);  Details of one-time settlement with any bank (if any);  Details of Reference to Insolvency or a petition (if any) filed by any creditor  Whether the company has forwarded the documents and intimation to the debenture trustee promptly pursuant to Regulation 56 of SEBI (LODR) Regulations, 2015  Details of unclaimed interest/dividend/redemption amount in the escrow account to SEBI circulars dated November 13, 2020 or July 29, 2022.  Whether all material events and/or information as disclosed under regulation 51 of SEBI LODR Regulations have been informed to the Debenture trustee immediately in so far as it relates to the interest, principal, issue and terms of non-convertible debt securities, rating, creation of charge on the assets, notices, resolutions, and meetings of holders of non-convertible debt securities.  Whether Structured Digital Database ("SDD") is maintained by the company. (Pursuant to Regulation 3(5) and 3(6) of SEBI (PIT) Regulations, 2015.  Whether Structured Digital Database ("SDD") is maintained by the company as submitted a quarterly SDD compliance certificate certified either by compliance officer or practicing company secretary to the stock exchanges.  A copy of the annual report at the same time as it is issued along with a copy of certificate from the listed entity's auditors in respect of utilization of funds during the implementation period of the project for which the funds have been raised:  Provided that in the case of debentures or preference shares issued for financing working capital or general corporate purposes or for capital raising purposes the copy of the auditor's certificate may be submitted at the end of each financial year till the funds have been fully utilized or the purpose for which these funds were intended has been achieved  Whether issuer has obtained and reported Legal Entity Identifier ("LEI") code in corporate bond database system pursuant to SEBI circular dated May 03, 2023.  a) Issu			
Details of one-time settlement with any bank (if any);  Details of Reference to Insolvency or a petition (if any) filed by any creditor  Whether the company has forwarded the documents and intimation to the debenture trustee promptly pursuant to Regulation 56 of SEBI (LODDR) Regulations, 2015  Details of unclaimed interest/dividend/redemption amount in the escrow account  Details of unclaimed interest/dividend/redemption amount in the escrow account  Whether all material events and/or information as disclosed under regulation 51 of StBI LODDR Regulations have been informed to the Debenture trustee immediately in so far as it relates to the interest, principal, issue and terms of non-convertible debt securities, rating, creation of charge on the assets, notices, resolutions, and meetings of holders of non-convertible debt securities.  Whether Structured Digital Database ("SDD") is maintained by the company, (Pursuant to Regulation 3(5) and 3(6) of SEBI (PIT) Regulations, 2015.  Whether the company has submitted a quarterly SDD compliance certificate certified either by compliance officer or practicing company secretary to the stock exchanges.  A copy of the annual report at the same time as it is issued along with a copy of certificate from the listed entity's auditors in respect of utilization of funds during the implementation period of the project for which the funds have been raised:  Provided that in the case of debentures or preference shares issued for financing working capital or general corporate purposes or for capital raising purposes the copy of the auditor's certificate may be submitted at the end of each financial year till the funds have been fully utilized or the purpose for which these funds were intended has been achieved  Whether issuer has obtained and reported Legal Entity Identifier ("LEP") code in corporate bond database system pursuant to SEBI circular dated May 03, 2023.  3) Issuer proposing to issue and list NCDs- on or after September 01, 2023  Confirm if registration with Financial In	61	Details of Fraud/defaults by promoter or key managerial personnel or by Issuer Company or arrest of key managerial	NA
Details of Reference to Insolvency or a petition (if any) filed by any creditor  Whether the company has forwarded the documents and intimation to the debenture trustee promptly pursuant to Regulation 56 of SEBI (LODR) Regulations, 2015  Details of unclaimed interest/dividend/redemption amount in the escrow account  Details of penalty levied (if any) by the stock exchanges pursuant to SEBI circulars dated November 13, 2020 or July 29, 2022.  Whether all material events and/or information as disclosed under regulation 51 of SEBI LODR Regulations have been informed to the Debenture trustee immediately in so far as it relates to the interest, principal, issue and terms of non-convertible debt securities, rating, creation of charge on the assets, notices, resolutions, and meetings of holders of non-convertible debt securities.  Whether Structured Digital Database ("SDD") is maintained by the company, Cursuant to Regulation 3(5) and 3(6) of SEBI (PIT) Regulations, 2015.  Whether the company has submitted a quarterly SDD compliance certificate certified either by compliance officer or practicing company secretary to the stock exchanges.  A copy of the annual report at the same time as it is issued along with a copy of certificate from the listed entity's auditors in respect of utilization of funds during the implementation period of the project for which the funds have been raised:  Provided that in the case of debentures or preference shares issued for financing working capital or general corporate purposes or for capital raising purposes the copy of the auditor's certificate may be submitted at the end of each financial year till the funds have been fully utilized or the purpose for which these funds were intended has been achieved  Whether issuer has obtained and reported Legal Entity Identifier ("LEP") code in corporate bond database system pursuant to SEBI circular dated May 03, 2023.  3) Issuer proposing to issue and list NCDs- on or after September 01, 2023  Confirm if registration with Financial Intelligence	62		NΔ
intimation to the debenture trustee promptly pursuant to Regulation 56 of SEBI (LODR) Regulations, 2015  Details of unclaimed interest/dividend/redemption amount in the escrow account  Details of penalty levied (if any) by the stock exchanges pursuant to SEBI circulars dated November 13, 2020 or July 29, 2022.  Whether all material events and/or information as disclosed under regulation 51 of SEBI LODR Regulations, have been informed to the Debenture trustee immediately in so far as it relates to the interest, principal, issue and terms of non-convertible debt securities, rating, creation of charge on the assets, notices, resolutions, and meetings of holders of non-convertible debt securities, rating, creation of charge on the assets, notices, resolutions, and meetings of holders of non-convertible debt securities.  Whether Structured Digital Database ("SDD") is maintained by the company. (Pursuant to Regulation 3(5) and 3(6) of SEBI (PIT) Regulations, 2015.  Whether the company has submitted a quarterly SDD compliance certificate certified either by compliance officer or practicing company secretary to the stock exchanges.  A copy of the annual report at the same time as it is issued along with a copy of certificate from the listed entity's auditors in respect of utilization of funds during the implementation period of the project for which the funds have been raised:  Provided that in the case of debentures or preference shares issued for financing working capital or general corporate purposes or for capital raising purposes the copy of the auditor's certificate may be submitted at the end of each financial year till the funds have been fully utilized or the purpose for which these funds were intended has been achieved  Whether issuer has obtained and reported Legal Entity Identifier ("LEI") code in corporate bond database system pursuant to SEBI circular dated May 03, 2023.  a) Issuer proposing to issue and list NCDs- on or after September 01, 2023  b) Issuer having outstanding NCDs as on August 31, 2023- on	63	Details of Reference to Insolvency or a petition (if any) filed by	
Details of unclaimed interest/dividend/redemption amount in the escrow account  Betails of penalty levied (if any) by the stock exchanges pursuant to SiBH circulars dated November 13, 2020 or July 29, 2022.  Whether all material events and/or information as disclosed under regulation 51 of SEBH LODR Regulations have been informed to the Debenture trustee immediately in so far as it relates to the interest, principal, issue and terms of non-convertible debt securities, rating, creation of charge on the assets, notices, resolutions, and meetings of holders of non-convertible debt securities.  Whether Structured Digital Database ("SDD") is maintained by the company. (Pursuant to Regulation 3(5) and 3(6) of SEBI (PIT) Regulations, 2015.  Whether the company has submitted a quarterly SDD compliance certificate certified either by compliance officer or practicing company secretary to the stock exchanges.  A copy of the annual report at the same time as it is issued along with a copy of certificate from the listed entity's auditors in respect of utilization of funds during the implementation period of the project for which the funds have been rissed:  Provided that in the case of debentures or preference shares issued for financing working capital or general corporate purposes or for capital raising purposes the copy of the auditor's certificate may be submitted at the end of each financial year till the funds have been fully utilized or the purpose for which these funds were intended has been achieved  Whether issuer has obtained and reported Legal Entity Identifier ("LEI") code in corporate bond database system pursuant to SEBI circular dated May 03, 2023.  3) Issuer proposing to issue and list NCDs- on or after September 01, 2023  Confirm if registration with Financial Intelligence Unit (FIU) is applicable.  If yes, please confirm if the registration with FIU is completed.  Confirm if clause relating to appointment of Nominee Director is inserted in Articles of Association and Debenture Trust Deed pursuant to amend	64	intimation to the debenture trustee promptly pursuant to Regulation 56 of SEBI (LODR) Regulations, 2015	YES
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Whether all material events and/or information as disclosed under regulation 51 of SEBI LODR Regulations have been informed to the Debenture trustee immediately in so far as it relates to the interest, principal, issue and terms of non-convertible debt securities, rating, creation of charge on the assets, notices, resolutions, and meetings of holders of non-convertible debt securities.  Whether Structured Digital Database ("SDD") is maintained by the company. (Pursuant to Regulation 3(5) and 3(6) of SEBI (PIT) Regulations, 2015.  Whether the company has submitted a quarterly SDD compliance certificate certified either by compliance officer or practicing company secretary to the stock exchanges.  A copy of the annual report at the same time as it is issued along with a copy of certificate from the listed entity's auditors in respect of utilization of funds during the implementation period of the project for which the funds have been raised:  Provided that in the case of debentures or preference shares issued for financing working capital or general corporate purposes or for capital raising purposes the copy of the auditor's certificate may be submitted at the end of each financial year till the funds have been fully utilized or the purpose for which these funds were intended has been achieved  Whether issuer has obtained and reported Legal Entity Identifier ("LEI") code in corporate bond database system pursuant to SEBI circular dated May 03, 2023.  20 Issuer proposing to issue and list NCDs- on or after September 01, 2023  b) Issuer having outstanding NCDs as on August 31, 2023- on or before September 01, 2023  Confirm if registration with Financial Intelligence Unit (FIU) is applicable.  Confirm if clause relating to appointment of Nominee Director is inserted in Articles of Association and Debenture Trust Deed pursuant to amendment in NCS Regulation dated February 02, 2023.  Confirm if the issuer has assign the DT to each of the listed ISINs are made available in the listing center on exchanges.	66	to SEBI circulars dated November 13, 2020 or July 29, 2022.	No
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Confirm if clause relating to appointment of Nominee Director is inserted in Articles of Association and Debenture Trust Deed pursuant to amendment in NCS Regulation dated February 02, 2023.  Confirm if the issuer has assign the DT to each of the listed ISINs are made available in the listing center on exchanges.  The management is requested to undertake and confirm that the Ves	72	applicable.	Not Applicable
are made available in the listing center on exchanges.  The management is requested to undertake and confirm that the Ves	73	Confirm if clause relating to appointment of Nominee Director is inserted in Articles of Association and Debenture Trust Deed pursuant to amendment in NCS Regulation dated February 02.	Yes
The management is requested to undertake and confirm that the Ves	74	Confirm if the issuer has assign the DT to each of the listed ISINs	Yes
	75	The management is requested to undertake and confirm that the	Yes



	threshold as per the Companies Act at any point in time.	
76	The management is requested to undertake and confirm that the company has complied with the all the condition president condition subsequent and covenants of the transaction documents	Yes

#### Please enclose the below:

MA	NDATORY ANNEXURES					
1	Updated list of names, addresses contact details and email id of debenture holders. <i>Enclosed as</i> $Annexure - 1$					
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. <i>Enclosed as Annexure</i> – 4					
	Companies Statutory Auditors Certificate certifying the following, for March and September:  a. Annual basis -End utilization certificate of the Debenture Subscription receipts from issuer's statutory auditor (Refer Regulation 15 (1A) (c) of SEBI (Debenture Trustees) Regulations, 1993) There is no fund raised during the Current Quarter and there is no outstanding amount w.r.t. any issue as on date. The End Utilization Certificate w.r.t. previous issue was already provided.					
	b. Half yearly basis- Certificate regarding maintenance of hundred percent Security cover or higher Security cover as per the terms of offer document/ Information Memorandum and/or Debenture Trust Deed, including compliance with all the covenants, in respect of listed non-convertible debt securities, by the statutory auditor, along with the financial results. (Refer Regulation 15(t)(ii)(a) of SEBI (Debenture Trustees) Regulations, 1993 and Regulation 56(1)(d) of SEBI (LODR), Regulations, 2015), Applicable to secured listed debts.—Security Cover Certificate as per revised format is under process and will be provided separately as per applicability.					
3	Quarterly Basis-					
	a. Security Cover certified by the Statutory Auditor for the quarter ended June 30, 2025 (Mandatory for Secured issuance)- <u>Security Cover Certificate as per revised format is under process and will be provided separately as per applicability.</u>					
	<ul> <li>Financial Covenant Confirmation from Statutory Auditor for the quarter ended June 30, 2025: <u>Declaration will be mentioned in Security Cover Certificate</u>. (Covenants for Secured and Unsecured issuance)</li> </ul>					
	c. Audited / unaudited financials (along with LRR) of the Issuer company whichever applicable. <u>- Financial Statements for the Quarter ended on June 30, 2025 is approved by the Board.</u>					
	<ul> <li>d. A statement of value of pledged securities. (Refer SEBI Master Circular dated May 16, 2024) -NA</li> </ul>					
	e. A statement of value for the Debt Service Reserve Account or any other form of security offered. (Refer SEBI Master Circular dated May16, 2024) <i>Enclosed as Annexure – 2</i>					
4	Insurance Policy of the security charged in favour of DT. In case Insurance Policy has expired, please provide Renewed Insurance Policies& Endorsed in favour of the debenture Trustee. <u>-NA</u>					
5	Report of the Lead Bank regarding (Applicable for public issue) (Refer Regulation 15(1A) of DT Regulations, 1993)-NA					



	<ul><li>a. progress of the Project</li><li>b. report on monitoring of utilization of funds raised for the issue, as applicable</li></ul>
6	Copy of all notices, resolutions and circulars relating to new issue of non-convertible debt securities, proceedings of meetings of debenture holders, advertisement issued in the media (Refer Regulation 56 of SEBI (LODR) Regulations, 2015) - Already provided from time to time.
7	Letter issued by Credit Rating agency for revised credit rating during the quarter. <u>-Latest Credit</u> <u>Rating enclosed as Annexure-5</u>
8	Half yearly Basis-Net worth certificate of guarantor (secured by way of personal guarantee), as applicable. (Refer SEBI Master Circular dated May16, 2024) -NA
9	Annual Basis- Financials/value of guarantor prepared on basis of audited financial statement etc. of the guarantor (secured by way of corporate guarantee), as applicable. (Refer SEBI Master Circular dated May 16, 2024) -NA
10	Annual Basis-Valuation report (Registered Valuer) and title search report for the immovable/movable assets, as applicable. (Refer SEBI Master Circular dated May16, 2024) -NA

#### **Contact Details:**

- a) Name of Authorized Signatory- Nitin Nijhawan
- b) Email Address-companysecretary@uppcl.org
- c) Contact Numbers- 9450994054, 9193330007
- d) Name, Address and Email id of R&T Agent-RCMC, Share Registry Private Limited, B-16, Sector-2, Noida-201301, rdua@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 Bijoy.thomas@indiaratings.co.in

For U. P. Power Corporation Limited

Name: Nitin Nijhawan

Designation: Compliance Officer & Chief Financial Officer

Date:

Enclosed: As above

# Compliance Report for the quarter ended June 30, 2025

### Name of Issuer Company

# **U. P. POWER CORPORATION LIMITED**

# Information submitted at the times of issuance/allotment:

1	Unique identifier (Asset ID) allocated to the issuance (Pursuant	For Current Assets
	to SEBI Master circular dated May 16, 2024)	For Current Assets – IN0311039796
	Reason if no Asset ID created and details of explanation given	For Guarantee – IN0618039804
	to Depositories including email/letter sent	1 of Guarantee – 11 (001 803 9 802
2	Description of the Debenture Series /Issue (Secured /	UPPCL Bond series IV/2016-1
	Unsecured PCD/FCD/NCD)	NCD
3	Type of Issue (Private / Public / Rights)	Private placement
4	Issue Amount and Amounts Raised	Issue 3489.50 Crore and Raised
	T 1/1/11 1 1 1/10 11 1	-3489.50 Crore.
5	Listed/Unlisted (If listed, mention the Stock Exchange where listed)	Listed at BSE
6	ISINs (Listed and Unlisted)	INE540P07160, INE540P0717
7	Date of Opening of Issue	24.03.2017
8	Date of Closure of Issue	24.03.2017
9	Date of Listing of NCDs (please provide confirmation and supporting from BSE/NSE)	12.04.2017
10	Confirmation of mapping of ISINs with stock exchanges	Mapping of ISIN on DL'
		Portal is under process.
11	Confirmation of ISINs mapping with Distributed Ledger	Mapping of ISIN on DL
	Technology (DLT) on NSDL/CDSL platform (Annexure A,	Portal is under process.
	Annexure B, and	ander process.
	1) Updation of covenants in DLT with 5 days from the	
	execution of the DTD.	
	2) Updation of the Cashflow Schedule.	
	3) Updation of the Cash flow event (within 1 day from the	
	event)	
	4) Updation of the periodic monitoring in DLT	
12	Updation of Periodic status of the covenants in the DLT system	Mapping of ISIN over the
	& Assets Valuation& Assets Encumbrance.	NSDL DLT Portal is unde
		process.
12	Whether there has been delay in Listing of the debt securities	No
	pursuant to SEBI NCS Master Circular dated May22, 2024.If	
	yes, confirm whether the Issuer Company has paid penal	
	interest of at least @ 1 % p.a. over the coupon rate for the	
	period of delay to the investor (i.e. from date of allotment to the date of listing)	
3	Original & Revised (if any) Coupon Rate	0.4007
4	Tenor of Issue	8.48%
5	Date of Allotment of Debentures	10 years 27.03.2017
6	Whether RTA / Company has forwarded the details of	YES
	debenture holders to the DT at the time of allotment.	123
7	PAS-3, PAS-4, PAS-5 filed with ROC within specified time	YES
	limit (please provide confirmation and supporting)	
8	Date of Issue of Debenture Certificate (Physical) or Credit to	27.03.2017
	Demat A/c	
	poration Liv	
	Demat A/c  U.P. Power Corporation Ltd.  Authorised Signator.	
Ent	U.P. ro	
10	U.P. Power Signator	
	Aumo	

31	Details of Outstanding Issuance as on June 30, 2025	Table 4 will be provided separately.
2.1		The End Utilization Certificate w.r.t. previous issue was already provided.
	of the company	There is no fund raised during the Current Quarter and there is no outstanding amount to be utilized w.r.t. any issue as on date.
30	Status of End Utilization Certificate from the statutory Auditor	Table 2
29	(Public Issue(s)) at the time of allotment.  Status of DRF	
28	If not, please provide the Pre-authorization letter  Date(s) of Fund Transfer from Escrow a/c to the issuer account	NA
	redemption payment related information from the Issuer's bank.	
	proposes to pay the redemption amount) to the trustee.  Confirm if Debenture Trustee is pre-authorized to seek debt	The detail is as below: - Name of Bank – HDFC Bank BSRA No. – 50200017358973
27	whether company has provided Bank details (from which it	Annexure – 3
26	Provide details of Charge created in favour of the debenture trustee (as specified in the offer document or private placement memorandum/ information memorandum, GID/KID and	Details to be provided in Search Report as enclosed in –
	If yes, please provide date of Creation, Amount and proof for our records.	
25	Whether Recovery Expense Fund (REF) has been created by the company as per SEBI Master circular dated May 16, 2024.	Table 1
24	Date of Registration with ROC (ROC Certificate to be provided) and reasons for delay (if any)	30.03.2017
23	Whether the company has issued debentures to foreign debenture holders	Initially not issued
22	Details of Debenture holders holding more than 10% of debentures in value for the time being outstanding	List is enclosed as Annexure-1
21	Name of the Debenture holder representative/facility agent along with its contact details	List is enclosed as Annexure-1
20	No. of debenture holders on the date of Allotment	9
	Current Credit Rating& Date of Revision	Enclosed as Annexure -5  Enclosed as Annexure -5
	Previous Credit Rating& Date of Revision	The initial Credit Rating has already been provided to Debenture Trustee.  Enclosed as Annexure -5
19	Credit Rating at the time of issue Hyperlink of the press releases by the Credit rating Agency	Credit rating issued by Credit Rating Agency is enclosed as Annexure -5



### 1. Recovery expense fund (Mandatory for this quarter)

Sr.N o	Name of the Listed Entity	ISIN	Type of Issue(Publi c/Privately Placed)	Issue Size (in ₹ crores)	Date of Listing Applicatio n	Size/ Value of recovery fund maintained	Any addition in the Recovery Expense fund during the quarter	Details of usage of the funds, if any, during the quarter	Date of creatio n of REF
	U. P. Power Corporation Ltd.	INE540P07160, INE540P07178	Private placement	3489.50 Crore		25 lakhs			April 2021

2. Debenture Redemption Reserve/Debenture Redemption/ maintenance of funds as per Companies (Share Capital and Debentures) Rules, 2014

Sr.No		Issue Type (Public/Privately placed listed)	· Type of	Issue Size (in ₹ crores)	ISIN (that is maturing in the current FY)	Amount Outstanding	Status of maintenance of DRR (15%/10% of the amount maturing in the year, applicable as per Companies (Share Capital and Debentures) Rules, 2014)
_	-	_		-	_	<u>a</u>	

### 3. Utilization Certificate from the Statutory Auditor of the company:

Sr. No		Name of Statutory Auditor of the company	Date of the Utilization certificate from the statutory Auditor	Remarks
	NA	NA	NA	NA

#### 4. Details of outstanding issuance as on June 30, 2025

ISIN	Passu	Secured/Unsecure	Outstanding Principal Amount	Accrued interest	Total	Security Cover Required
INE540P07160, INE540P07178		Secured Secured	373.88 crore 498.50 crore	1.56 crore 2.08 crore	NAME OF ADDRESS OF THE PROPERTY OF THE PARTY	Govt. Guaranteed And Hypothecated Bond

## 5. Details of the security offered. (Please select "Yes/No" wherever applicable)

```Sr.No	ISIN	Movable	Immovable Property	Pledge	DSRA	Personal Guarantee	Corporate Guarantee



# 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)	
2	Outstanding amount as on June 30, 2025, Confirm if <b>high value debt listed entity as on date</b> pursuant to SEBI (LODR) (Fifth amendment) Regulation, 2021 (basis of value of principal outstanding of listed debt securities as on March 31, 2021)	
2.1	Date of the Board Meeting for current quarter.	The Board Meeting to approve Financia Statements for the quarte ended June 30, 2025 was held an Approved 2025.
3	Previous Interest Payment Date and Amount paid	held on August 08, 2025.  13-06-2025  Amount Bs. 21 08 Grant
4	Next Interest Payment Date and Amount	Amount Rs. 21.08 Crore 15-09-2025 Amount Rs.19.05 Crore
5	Previous Principal Repayment Date and Amount paid	13-06-2025
6	Next Principal Repayment Date and Amount	Amount 124.625 Crore 15-09-2025
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 of at least @ 2% p.a. over the coupon rate is paid to the debenture holders.	Amount 124.625 Crore NO
8	No. of debenture holders as on last day of this quarter, (Please provide details of NCD Holder viz. Names, Holding, Mailing Address, Email id, Contact Nos. (Benpos))	List Enclosed Annexure-
9	Whether RTA / Company has forwarded the details of debenture holders (Benpos) to the DT by the seventh working day of every month.	Yes
10	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	NO
11	Whether the Secured Assets are insured? If yes, attach the latest renewed copies thereof	NA, since no charges have been created against the
2	Whether the asset in respect of which security has been created is free from any encumbrance and adequate to ensure security cover for the debt securities or if there is any breach of the terms of creation of the security.	Yes; there is no any breach of the terms of creation of the security.
3	Half yearly results statement should indicate material deviation, if any. This should cover deviation in use of proceeds of issue other than the object stated in offer document	Utilization of full use proceeds has already been submitted

	Publication of financial results and statements within 2 working days of the conclusion of the Board Meeting. (at least in one	YES
14	English national daily newspaper)	Financial results for the Quarter ended on June 30, 2025 was published within two working days from the conclusion of the Board Meeting.
15	Whether financial results for the quarter ended June 30, 2025 submitted to the Stock exchange as per the format specified by SEBI through its circular dated May 16, 2024.  Whether unaudited financial results are accompanied by Limited Review Report (LRR)*  *LRR is not required if the company has intimated to exchanges in advance that it shall submit annual audited results within 60 days from the end of Financial Year.	Yes  Financial results are accompanied by Limited Review Report.
16	Whether all taxes, cesses, insurance premium, 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
17	Whether Debenture Redemption Reserve (DRR) as per SEBI Regulations and Companies Act has been maintained. Please mention the <b>Amount of DRR maintained</b> If No, please give reasons for the same. Please provide details / issue wise DRR amount and date of transfer till date.	No, since we are maintaining debenture service reserve account and bond servicing account as per terms of IM and agreement with trustee.
18	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 provide details	NO
19	Whether any orders, directions, notice of court/ tribunal / authority affecting or likely to affect the Secured Assets has been passed. If yes, please provide details	NO
20	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 provide details	NO
21	Security Cover certified by the Statutory Auditor for the quarter ended June 30, 2025 (Mandatory for Secured issuance)  Note:  1) Refer Annexure VI of SEBI Master circular dated May 16, 2024 for the format of Security Cover certificate.  2) Please provide the security cover table in the excel form along with working.	Security Cover Certificate as per revised format is under process and will be provided separately.
22	Security Cover certified by the Statutory Auditor of third party/subsidiary/group/holding company ("entities") in case assets being offered as underlying Security by said entities.  Including details of encumbrances in case of pari-passu charge.	NA
23	Compliance of the covenants, in respect of listed non-convertible debt securities, by the statutory auditor, along with the financial results for the quarter June 30 ,2025 as per SEBI Circular dated 19 <sup>th</sup> May 2022	Board Meeting for the approval of Financial Statements of quarter ended June 30, 2025 was held on August 08, 2025 and

	Attach the statement Co. L. C.	Certificate w.r.t Compliance of Covenants shall be provided along with the Security Cover Certificate.
24	Attach the statement of value of pledged securities, if applicable Quarterly (SEBI Master circular dated May16, 2024)	
25	Attach the statement of value for Debt Service Reserve Account or any other form of security offered- Quarterly (SEBI Master circular dated May16, 2024)	The state of the s
26	Attach the Net worth certificate of guarantor (secured by way of personal guarantee), applicable for <b>March and September quarter</b> (SEBI Master circular dated May 16, 2024)	NCPs are guaranteed by
27	Attach the Financials/value of guarantor prepared on basis of audited financial statement etc. of the guarantor (secured by way of corporate guarantee), applicable for <b>March</b> (SEBI Master circular dated May16, 2024)	Not Applicable
28	Attached the Valuation report and title search report for the immovable/movable assets, applicable for March (not older than 3 years) (SEBI Master circular dated May16, 2024)	Not Applicable, since no charge has been created over FA.
29	Any change in terms of the NCDs, during the quarter pursuant to Regulation 59 of SEBI (LODR) Regulations, 2015 and SEBI Master circular dated May16, 2024.	Not Applicable
30	Any change in security, creation of additional security or conversion of NCDs from unsecured to secured in compliance with SEBI circular dated August 04, 2022. (SEBI Master circular dated May16, 2024)	Not Applicable
31	Whether charge over the same assets have been created in favour of multiple trustees.  If yes, please mention the name of the trustee, charge amount and asset value	Not Applicable
32	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, Register of Debenture holders is being maintained by RTAs appointed by UPPCL.
33	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.	NA
34	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	Complied
35	<ul> <li>Whether the provisions of the following laws applicable to debentures have been complied with:</li> <li>a) Companies Act, 2013 and Rules made thereunder (For all Issuers)</li> <li>b) SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015</li> <li>c) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021</li> <li>d) Circulars issued by SEBI from time to time.</li> </ul>	Complied
36	Whether the company has -1 '44 1 '3	YES





	(Pursuant to Regulation 57 of SEBI (LODR), Regulations, 2015)	
37	Nature of investor grievances received for quarter ended June 30, 2025 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)  Whether statement of investor grievances has been filed to Exchanges within 21 days from the end of quarter.	
	(Pursuant to Regulation 13(3) of SEBI (LODR), Regulations, 2015)	
38	Any Buy Back of NCDs during the quarter and details of the same	NA
39	Whether the company has maintained functional website containing requisite information (Regulation 62 of SEBI (LODR) Regulations, 2015)	YES; the company had maintained functional website pursuant to Regulation 62 of SEE (LODR) Regulations, 2015
40	Whether the company has intimated exchange(s) about its intention to raise funds through issue of new NCD and such intimation was given prior to holding Board meeting.	YES
41	(Pursuant to Regulation 50 of SEBI (LODR), Regulations, 2015)	
42	Compliance with Accounting Standard and Financial disclosures.  Compliance with Corporate Governance provisions as specified in Chapter IV viz Related Party framework, Independent Directors, submission of quarterly compliance report on corporate governance to Exchange(s), prior intimation to exchanges, disclosure of material information/event, shareholding pattern	Complied with Complied with the exten applicable.
43	Whether Directors and KMPs have disclosed to Board of Directors whether they are directly or indirectly having material interest in any transaction.	YES
44	Whether the company has appointed qualified Company Secretary as the Compliance Officer.	YES
	(Pursuant to Regulation 6 of SEBI (LODR), Regulations, 2015)	
45	Whether the Company has appointed Share transfer agent or manages the same in house.	Company has appointed the RTAs.
	(Pursuant to Regulation 7 of SEBI (LODR), Regulations, 2015)	
46	Whether the Company has preserved the transactions records at least for 8 years/as per the archival policy of the Company.	YES
47	Whether the Company is registered on the SEBI SCORES and Online Dispute Resolution Portal.	YES
48	Whether the Company has constituted following committees and held meetings in compliance with the provisions, as applicable:  • Audit Committee  • Nomination and Remuneration Committee  • Stakeholders Relationship Committee  • Risk Management Committee	YES
19	Whether the Company has made disclosure of information having bearing on performance/operation of listed entity and/or price sensitive information to Exchanges and Debenture Trustee, if any pursuant to Regulation 51 read with Part B of Schedule III of Power Corporation Ltd.	YES

For U.P. Power Corporation Ltd

	CEDI (LODD) D	
	SEBI (LODR) Regulations  Whether company has correctly a fill CDRY (Correctly).	
50	Whether company has complied with SEBI (LODR) Regulation 50 i.e. Intimation to stock exchange(s)	YES
	Whether the Company has submitted a compliance certificate to	1100
51	the Exchange(s), duly singed by both Compliance Officer of the	YES
31	listed entity and the authorized representative of the transfer agent	
	(RTA)	
	Whether the Company and its directors are / were involved in any	No
52	civil or criminal proceedings, litigation connected with the	
-	securities market, or any order has / had been passed against them	
-	for violation of any laws.	
53	Whether any NCLT proceedings has been initiated against the	No
	company, if yes, provide details.	
54	In case of default in payment of Interest/principal, whether the	NA, No default
54	company has made disclosures to the Credit Rating Agencies in timely manner.	
		1 No. 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
	Please confirm if disclosure is made to stock exchanges in case of default in payment of interest / instalment obligations on loans,	NA, No default
	including revolving facilities like cash credit, from banks /	
	financial institutions, whether the company has made disclosure to	
55	the Stock exchange. (Refer SEBI circular No.	17. 17. Siz.
	SEBI/HO/CFD/CMD1/CIR/P/2019/140 dated November 21,	
	2019).	
	Please provide a copy of disclosure made, if any	
	Confirm if there is any breach in providing information to the	Confirmed
	Debenture Trustee(s) regarding the status of payment or otherwise	
56	to the Stock Exchanges and Depositories.	
20	(Pursuant to chanter VI of SEDI Marter C'	
	(Pursuant to chapter XI of SEBI Master Circular dated May 16, 2024)	
	If the REF is maintained in the form of BankGuarantee then the	NA
	Company needs to ensure that it remains valid for a period of 6	IVA
57	months post the maturity date of the listed debt security and the	
	issuer has kept the bank guarantee in force and renewed the Bank	
	Guarantee at least 7 working days before its expiry.	
	Whether the Security cover Percentage as specified in the Term	Security Cover Certificate
58	Sheet/PAS4/Information Memorandum/ is maintained.	as per revised format is
		under process and will be
59	Details of Corporate Debt Restructuring (if any);	provided separately.
	Details of lenders/creditors joining or entering into Inter Creditor	NA
-0	Agreement as per RBI guidelines, including all such information/	NA
50	documents required to be submitted by the Company to the RBI	
1	on an annual basis in respect of such Financial Year, as applicable	
	Details of Fraud/defaults by promoter or key managerial personnel	NA
51	or by Issuer Company or arrest of key managerial personnel or	IVA
	promoter;	
2	Details of one-time settlement with any bank (if any);	NA
3	Details of Reference to Insolvency or a petition (if any) filed by	NA
	any creditor	
	Whether the company has forwarded the documents and	YES
4	infiliation to the debenture trustee promptly pursuant to	
	Regulation 56 of SEBI (LODR) Regulations, 2015	



65	Details of unclaimed interest/dividend/redemption amount in the escrow account	NIL
66	Details of penalty levied (if any) by the stock exchanges pursuant to SEBI circulars dated November 13, 2020 or July 29, 2022.	No
67	Whether all material events and/or information as disclosed under regulation 51 of SEBI LODR Regulations have been informed to the Debenture trustee immediately in so far as it relates to the interest, principal, issue and terms of non-convertible debt securities, rating, creation of charge on the assets, notices, resolutions, and meetings of holders of non-convertible debt securities.	
68	Whether Structured Digital Database ("SDD") is maintained by the company. (Pursuant to Regulation 3(5) and 3(6) of SEBI (PIT) Regulations, 2015.	Yes
69	Whether the company has submitted a quarterly SDD compliance certificate certified either by compliance officer or practicing company secretary to the stock exchanges.	Not Applicable on quarterly basis.
70	A copy of the annual report at the same time as it is issued along with a copy of certificate from the listed entity's auditors in respect of utilization of funds during the implementation period of the project for which the funds have been raised:  Provided that in the case of debentures or preference shares issued for financing working capital or general corporate purposes or for capital raising purposes the copy of the auditor's certificate may be submitted at the end of each financial year till the funds have been fully utilized or the purpose for which these funds were intended has been achieved	Yes
71	Whether issuer has obtained and reported Legal Entity Identifier ("LEI") code in corporate bond database system pursuant to SEBI circular dated May 03, 2023.  a) Issuer proposing to issue and list NCDs- on or after September 01, 2023 b) Issuer having outstanding NCDs as on August 31, 2023-on or before September 01, 2023	Yes
72	Confirm if registration with Financial Intelligence Unit (FIU) is applicable.  If yes, please confirm if the registration with FIU is completed.	Not Applicable
73	1 Confirm it clause valeting to the	Yes
74	Confirm if the issuer has assign the DT to each of the listed ISINs are made available in the listing center on exchanges.	Yes
75	The management is requested to the time of time of the time of time of the time of	Yes
76	The management is requested to undertake and confirm that the company has complied with the all the condition president condition subsequent and covenants of the transaction documents	Yes



MANDATORY ANNEXURES

1	LI-Jak III Co
1	Updated list of names, addresses contact details and email id of debenture holders. <i>Enclosed as</i> $Annexure - I$
2	Interver = 1
1	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. <u>Enclosed as Annexure – 4</u>
	Companies Statutory Auditors Contic and Cont
	Companies Statutory Auditors Certificate certifying the following, for March and September:
	a. Annual basis -End utilization certificate of the Debenture Subscription receipts from issuer's statutory auditor (Refer Regulation 15 (1A)(c) of SEBI (Debenture Trustees) Regulations, 1993 NA
	b. Half yearly basis- Certificate regarding maintenance of hundred percent Security cover or higher Security cover as per the terms of offer document/ Information Memorandum and/or Debenture Trust Deed, including compliance with all the covenants, in respect of listed non-convertible debt securities, by the statutory auditor, along with the financial results. (Refer Regulation 15(t)(ii)(a) of SEBI (Debenture Trustees) Regulations, 1993 and Regulation 56(1)(d) of SEBI (LODR), Regulations, 2015), Applicable to secured listed debtsNA
3	Quarterly Basis-
	a. Security Cover certified by the Statutory Auditor for the quarter ended June 30, 2025 (Mandatory for Secured issuance)- Security Cover Certificate as per revised format is under process and will be provided separately as per applicability.
	<ul> <li>Financial Covenant Confirmation from Statutory Auditor for the quarter ended June 30, 2025: - <u>Declaration will be mentioned in Security Cover Certificate.</u>(Covenants for Secured and Unsecured issuance)</li> </ul>
	c. Audited / unaudited financials (along with LRR) of the Issuer company whichever applicable <u>Financial Statements for the Quarter ended on June 30, 2025 is approved by the Board.</u>
	d. A statement of value of pledged securities. (Refer SEBI Master Circular dated May 16, 2024) -NA
4	e. A statement of value for the Debt Service Reserve Account or any other form of security offered. (Refer SEBI Master Circular dated May 16, 2024) <i>Enclosed as Annexure</i> – 2
	Insurance Policy of the security charged in favour of DT. In case Insurance Policy has expired, please provide Renewed Insurance Policies& Endorsed in favour of the debenture TrusteeNA
5	Report of the Lead Bank regarding (Applicable for public issue) (Refer Regulation 15(1A) CDM
	105 galations, 1995)-11A
	a. progress of the Project
	b. report on monitoring of utilization of funds raised for the issue, as applicable
6	copy of all houces, resolutions and circulars relating to now ignored.
	securities, proceedings of fileelings of dependire holders, advertisement issued in the second in th
	2 - Already provided from time to the
7	Better issued by Credit Rating agency for revised credit rating during the quarter. Latest Co. 13
	Ruting enclosed as Annexure-5
8	Half yearly Basis-Net worth certificate of guarantor (secured by way of personal guarantee), as applicable. (Refer SEBI Master Circular dated May16, 2024) -NA
9	Annual Basis- Financials/value of guarantor prepared on basis of audited financial statement etc.
	Faul I B Dower Corporation I td

of the guarantor (secured by way of corporate guarantee), as applicable. (Refer SEBI Master Circular dated May 16, 2024) -NA

10 Annual Basis-Valuation report (Registered Valuer) and title search report for the immovable/movable assets, as applicable. (Refer SEBI Master Circular dated May 16, 2024) -NA

#### **Contact Details:**

- a) Name of Authorized Signatory- Nitin Nijhawan
- b) Email Address-companysecretary@uppcl.org
- c) Contact Numbers- 9450994054, 9193330007
- d) Name, Address and Email id of R&T Agent-RCMC, Share Registry Private Limited, B-16, Sector-2, Noida-201301, <a href="mailto:rdua@rcmcdelhi.com">rdua@rcmcdelhi.com</a>

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, PrakashdeepBuilding7,Tolstoy Marg New Delhi,110001 India Bijoy.thomas@indiaratings.co.in

For U. P. Power Corporation Limited

Name: Nitin Nijhawan

Designation: Compliance Officer & Chief Financial Officer

Date:

Enclosed: As above

Authorised Signatory

For U.P. Power Corporation Ltd.

# Compliance Report for the quarter ended June 30, 2025

- For Unlisted Issuer

Name of Issuer Company : U.P. POWER CORPORATION LIMITED Information submitted at the times of issuance/allotment:

Description of the Debenture Series /Issue (Secured / 9.70% UP POWER Unsecured PCD/FCD/NCD) Corporation Ltd. 2031 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 -5376.82.00Crore conversion. 4 ISIN INE540P08028 5 Original & Revised (if any) Coupon Rate 9.70% 6 Tenor of Issue 15 Years 7 Date of Allotment of Debentures 04.07.2016 8 Whether RTA / Company has forwarded the details of Yes debenture holders to the DT at the time of allotment. 9 PAS-3, PAS-4, PAS-5 filed with ROC within specified time NA limit (please provide confirmation and supporting) 10 Date of Issue of Debenture Certificate (Physical) or Credit to 04.07.2016 11 Credit Rating at the time of issue Hyperlink of the press Unrated releases by the Credit rating Agency Previous Credit Rating & Date of Revision NA Current Credit Rating & Date of Revision NA 12 No. of debenture holders on the date of Allotment 18 13 Name of the Debenture holder representative/facility agent Enclosed Annexure-1 along with its contact details Details of Debenture holders holding more than 10% of 14 Enclosed Annexure-1 debentures in value for the time being outstanding 15 Whether the company has issued debentures to foreign Initially not issued debenture holders Certificate of inspection of trust property (security provided 16 - immovable) is confirmed by the Auditors of the Company. No fixed Assets charged. 17 Valuation Report (if applicable) has been obtained from NA Government approved valuer. 18 ROC Search Report has been obtained NA(Unsecured) 19 Details Regarding Registration of charges and reasons for NA delay (if any)

For U.P. Power Corporation Ltd.

Authorised

Information submitted on quarterly basis:

3412		
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.)	
2	Outstanding amount as on June 30, 2025	Rs. 3494.93 crore
3	Previous Interest Payment Date and Amount paid	03.01.2025 Amount Rs. 184.04
4	Next Interest Payment Date and Amount	crore 04.07.2025 Amount Rs. 169.04
5	Previous Principal Repayment Date and Amount paid	03.01.2025
6	Next Principal Repayment Date and Amount	Amount Rs. 268.84 crore 04.07.2025 Amount Rs. 268.84 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	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))	Evoluted Avenue
9	Brief details of the security created till date for the Debentures including third party securities	Enclosed Annexure-1 NA
10	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
11	Whether the Secured Assets are insured? If yes, attach the latest renewed copies thereof	NA
12	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
13	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 (Unsecured)
14	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, 2024 as detailed in the clarification circular provided by MCA, including mode of creation of DRF.	NA (Unsecured)
15	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
16	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
17	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

For U.P. Power Corporation Ltd.

Authorised Gianator

10	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.eVistra ITCL (India) Limited and	NA
18	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.	
19	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
20	Whether all the PDC required as per transaction documents are deposited with us.	NA
21	Whether the 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, Register of debenture holders is maintained by RTAs appointed by UPPCL.
22	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.	NA
23	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	Complied with
24	Whether the provisions of the following laws applicable to debentures have been complied with:  Companies Act, 2013 and Rules made thereunder (For all Issuers)	Complied with
25	Whether any dividend has been declared during this quarter.	No
26	Nature of investor grievances received for quarter ended June 30, 2025 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)	Enclosed in Annexure-2
27	Any Buy Back of NCDs during the quarter and details of the same	NA
28	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
29	Whether any NCLT proceedings has been initiated against the company, if yes, provide details.	No
30	Certificate of inspection of trust property (security provided – immovable) is confirmed annually by the Auditors of the Company.	NA
31	Confirm if 100% asset cover or more, as specified in the OD/IM and/or the DT is maintained	Security Cover Certificate as per revised format is under process and will be provided separately.
32 ,	Details of Corporate Debt Restructuring (if any);	NA
33	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
34	Details of Fraud/defaults by promoter or key managerial personnel or by Issuer Company or arrest of key managerial personnel or promoter;	NO
35	Details of one-time settlement with any bank (if any);	NA
36	Details of Reference to Insolvency or a petition (if any) filed by any creditor	NA



Authorised Signator

### MANDATORY ANNEXURES

1	Updated list of names, addresses contact details and email id of debenture holders $\underline{Enclosed \ as}$ $\underline{Annexure-1}$
2	Number and nature of grievances received from debenture holders and time frame within which the same were resolved by the Issuer Company. <i>Enclosed in Annexure</i> $-2$
3	Half yearly Basis- Security Cover certificate from a Chartered Accountant. –NA
4	Duly audited annual accounts of the issuer company, if applicable- NA
5	Quarterly audited / unaudited financials of the Issuer company— <u>Financial Statements for the Quarter ended on June 30 2025 was approved by the Board.</u>
6	Insurance Policy of the security charged in Debenture Trustee's favour. In case Insurance Policy has expired, please provide Renewed Insurance Policies& Endorsed in favour of the debenture Trustee. – <u>NA</u>

#### **Contact Details:**

- a) Name of authorized Signatory- Nitin Nijhawan
- b) Email Address-companysecretary@uppcl.org
- c) Contact Numbers-9450994054, 9193330007
- d) Name, Address and Email id of R&T Agent-RCMC, Share Registry Private Limited,

B-16, Sector-2, Noida-201301 rdua@rcmcdelhi.com

e) Name, Address and Email id of the Credit Rating Agency-Brickwork Ratings India Pvt.

Ltd

C-502, BusinessSquare,151,
Andheri Kurla Road,
Opposite: Apple Heritage
Building, Chakala, Andheri
(East), Mumbai-400093.
kn.suvarna@brickworkratings.co
m

India Ratings & Research -A

Fitch Group Company 601-609, Prakashdeep Building 7, Tolstoy Marg

New Delhi, 110001 India bijoy.thomas@indiaratings.co.in

For U. P. Power Corporation Limited

Name: Nitin Nijhawan

Designation: Compliance Officer & Chief Financial Officer

Date:

Enclosed: As above

For U.P. Power Corporation Ltd.

Authorised Signator

# Compliance Report for the quarter ended June 30, 2025

### - For Unlisted Issuer

# Name of Issuer Company: <u>U.P. POWER CORPORATION LIMITED</u> Information submitted at the times of issuance (all at mont)

1	Description of the Debenture Series /Issue (Secured /	To 5004
	Unsecured PCD/FCD/NCD)	9.70% UP Powe Corporation Ltd. 2031 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	ISIN	INE540P08036
5	Original & Revised (if any) Coupon Rate	9.70%
6	Tenor of Issue	15 years
7	Date of Allotment of Debentures	28.09.2016
8	Whether RTA / Company has forwarded the details of debenture holders to the DT at the time of allotment.	YES
9	PAS-3, PAS-4, PAS-5 filed with ROC within specified time limit (please provide confirmation and supporting)	NA
10	Date of Issue of Debenture Certificate (Physical) or Credit to Demat A/c	28.09.2016
11	Credit Rating at the time of issue Hyperlink of the press releases by the Credit rating Agency	Unrated
	Previous Credit Rating & Date of Revision	NA
10	Current Credit Rating & Date of Revision	NA
12	No. of debenture holders on the date of Allotment	19
13	Name of the Debenture holder representative/facility agent along with its contact details	List enclosed Annexure-1
14	Details of Debenture holders holding more than 10% of debentures in value for the time being outstanding	List enclosed as Annexure-1
15	Whether the company has issued debentures to foreign debenture holders	Initially not issued
16	Certificate of inspection of trust property (security provided – immovable) is confirmed by the Auditors of the Company.	No fixed assets charged.
17	Valuation Report (if applicable) has been obtained from Government approved valuer.	NA
18	ROC Search Report has been obtained	NA(Unsecured)
19	Details Regarding Registration of charges and reasons for delay (if any)	NA NA

For U.P. Power Corporation Ltd.

Authorised Signatory

# Information submitted on quarterly basis:

	Confirmation of having complied with Foreign Account Tax	NA
1	Compliance Act (FATCA) as regards the investors, borrowers	
	and other intermediaries (If Applicable - along with supporting	
	documents, registration number etc.)	
2	Outstanding amount as on June 30, 2025	Rs. 3054.99 crore
3	Previous Interest Payment Date and Amount paid	28.03.2025
		Amount Rs. 158.25 crore
4	Next Interest Payment Date and Amount	28.09.2025
4		Amount Rs. 149.38 crore
_	Previous Principal Repayment Date and Amount paid	28.03.2025
5	F	Amount Rs. 235.00 crore
	Next Principal Repayment Date and Amount	28.09.2025
6	Sale and Amount	
	Whether there has been any delay / default in payment of	Amount Rs. 235.00 crore
	interest and/or principal amount? If yes, the due dates thereof &	No
7	date of payment and confirm if the additional interest paid to the	
	debenture holders.	
	No. of debenture holders as on last day of this quarter,	
8	(please provide details of NCD Holder viz. Names, Holding,	Enclosed Annexure-1
	Mailing Address, Contact Nos. (Benpos))	Enclosed Annexure-1
9	Brief details of the security created till date for the Debentures	NA
	including third party securities	
	Whether any security is pending to be created for the	NA
10	Debentures, if yes provide details of the same along with the	
	date by which such security is to be / was to be created	
11	Whether the Secured Assets are insured? If yes, attach the latest	NA
	renewed copies thereof	
	Whether all taxes, cesses, insurance premia, any other	NA
12	government charges with respect to Secured Assets for the issue	
	have been paid. If No, please give details and reasons for the	
	Same Whathan Dahard B. L. C. B. (CDD)	
	Whether Debenture Redemption Reserve (DRR) as per	NA(Unsecured)
13	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.	
	Confirmation & Supporting of creation / maintaining DRF	NIACTI
	before April 30 <sup>th</sup> by way of deposit / invest not less than 15% of	NA(Unsecured)
14	the amount of debentures maturing during the year ending	
	March 31, 2024 as detailed in the clarification circular provided	
	by MCA, including mode of creation of DRF	
	Whether any material change has taken place in the nature and	No
15	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	
,	Whether any orders, directions, notice of court/ tribunal /	No
6	authority affecting or likely to affect the Secured Assets has	
	been passed. If yes, please give details	
	Whether any major change in the composition of the Board of	No
7	directors or shareholders as defined in SEBI (Substantial	
7	Acquisition and Take Over) Regulations, 2011 which amounts	
	to change in control of Issuer Company has occurred. If yes,	
0	please give details	
8	In case the Company has provided Post Dated Cheques (PDCs)  I Prover Corporation Ltd.	NA

For U.P. Power Corporation Ltd.

Authorised Signatory

	in favour of Trustee towards security:	
	a) whether the same are reissued in the new name of Trustee i.eVistra ITCL (India) Limited and	
	b) if the PDC's are from 8 public sectors merged banks whose chequebooks would become invalid from 1 <sup>st</sup> April 2021, whether new PDC's are issued.	
19	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
20	Whether all the PDC required as per transaction documents are deposited with us.	NA
21	Whether the 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, Register of debenture holders is maintained by RTAs appointed by UPPCL.
22	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.	NA
23	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	Complied
24	Whether the provisions of the following laws applicable to debentures have been complied with:  Companies Act, 2013 and Rules made thereunder (For all Issuers)	Complied
25	Whether any dividend has been declared during this quarter.	No
26	Nature of investor grievances received for quarter ended June 30, 2025 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)	Enclosed in Annexure-2
27	Any Buy Back of NCDs during the quarter and details of the same	NA
28	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
29	Whether any NCLT proceedings has been initiated against the company, if yes, provide details.	NO
30	Certificate of inspection of trust property (security provided – immovable) is confirmed annually by the Auditors of the Company.	NA
31	Confirm if 100% asset cover or more, as specified in the OD/IM and/or the DT is maintained	Security Cover Certificate as per revised format is under process and will be provided separately.
32	Details of Corporate Debt Restructuring (if any);	NA
	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	NA
33	Company to the RBI on an annual basis in respect of such	

Authorised Signator

34	Details of Fraud/defaults by promoter or key managerial personnel or by Issuer Company or arrest of key managerial personnel or promoter;	NO
35	Details of one-time settlement with any bank (if any);	NA
36	Details of Reference to Insolvency or a petition (if any) filed by any creditor	

### MANDATORY ANNEXURES

1	Updated list of names, addresses contact details and email id of debenture holders <i>Enclosed as Annexure – 1</i>
2	Number and nature of grievances received from debenture holders and time frame within which the same were resolved by the Issuer Company <i>Enclosed in Annexure</i> – 2
3	Half yearly Basis- Security Cover certificate from a Chartered Accountant. –NA
4	Duly audited annual accounts of the issuer company, if applicable- NA
5	Quarterly audited / unaudited financials of the Issuer company— <u>Financial Statements for the Quarter ended on June 30, 2025 was approved by the Board.</u>
6	Insurance Policy of the security charged in Debenture Trustee's favour. In case Insurance Policy has expired, please provide Renewed Insurance Policies& Endorsed in favour of the debenture Trustee. – NA

#### **Contact Details:**

- a) Name of authorized Signatory- Nitin Nijhawan
- b) Email Address-companysecretary@uppcl.org
- c) Contact Numbers- 9450994054, 9193330007
- d) Name, Address and Email id of R&T Agent-: RCMC, Share Registry Private Limited, B-16, Sector-2, Noida-201301 rdua@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, PrakashdeepBuilding 7,
Tolstoy MargNew Delhi,
110001 India

bijoy.thomas@indiaratings.co.in

For U. P. Power Corporation Limited

Name: Nitin Nijhawan

Designation: Compliance Officer & Chief Financial Officer

Date:

For U.P. Power Corporation Ltd.

# Compliance Report for the quarter ended June 30, 2025

### - For Unlisted Issuer

## Name of Issuer Company

# : <u>U.P. POWER CORPORATION LIMITED</u>

Information submitted at the times of issuance/allotment:

1	Description of the Debenture Series /Issue (Secured /	9.70% UP Power
	Unsecured PCD/FCD/NCD)	Corporation Ltd. 2032
2	Type of Issue (Private / Public / Rights)	Private placement
3	Issue Amount and Amounts Raised	Rs. 299.49 crore
4	ISIN	INE540P08051
5	Original & Revised (if any) Coupon Rate	9.70%
6	Tenor of Issue	15 Years
7	Date of Allotment of Debentures	30.03.2017
8	Whether RTA / Company has forwarded the details of debenture holders to the DT at the time of allotment.	Yes
9	PAS-3, PAS-4, PAS-5 filed with ROC within specified time limit (please provide confirmation and supporting)	NA
10	Date of Issue of Debenture Certificate (Physical) or Credit to Demat A/c	30.03.2017
11	Credit Rating at the time of issue Hyperlink of the press releases by the Credit rating Agency	Unrated
	Previous Credit Rating & Date of Revision	NA
	Current Credit Rating & Date of Revision	NA
12	No. of debenture holders on the date of Allotment	1
13	Name of the Debenture holder representative/facility agent along with its contact details	List Enclosed as Annexure-1
14	Details of Debenture holders holding more than 10% of debentures in value for the time being outstanding	Enclosed as Annexure-1
15	Whether the company has issued debentures to foreign debenture holders	Initially Not Issued
16	Certificate of inspection of trust property (security provided – immovable) is confirmed by the Auditors of the Company.	No fixed assets charged
17	Valuation Report (if applicable) has been obtained from Government approved valuer.	NA
18	ROC Search Report has been obtained	NA(Unsecured)
19	Details Regarding Registration of charges and reasons for delay (if any)	NA NA

For U.P. Power Corporation Ltd.

Authorised Signatory

# Information submitted on quarterly basis:

		and the fire of the second state of
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.)	
2	Outstanding amount as on June 30, 2025	Rs. 174.70 crore
3	Previous Interest Payment Date and Amount paid	28.03.2025
		Amount Rs. 8.63 crore
4	Next Interest Payment Date and Amount	30.09.2025 Amount Rs. 8.63 crore
5	Previous Principal Repayment Date and Amount paid	28.03.2025
6	Next Principal Repayment Date and Amount	Amount Rs. 12.48 crore 30.09.2025
	Whathan them by 1	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	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))	List Enclosed Annexure-1
9	Brief details of the security created till date for the Debentures including third party securities	NA NA
10	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
11	Whether the Secured Assets are insured? If yes, attach the latest renewed copies thereof	NA
12	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 (Unsecured)
13	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 (Unsecured)
14	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 June 30, 2025 as detailed in the clarification circular provided by MCA, including mode of creation of DRF	NA
15	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
6	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
7	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	NO

For U.P. Power Corporation Ltd.

	to change in control of Issuer Company has occurred. If yes, please give details	
18	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.	NA
19	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
20	Whether all the PDC required as per transaction documents are deposited with us.	NA
21	Whether the 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, Register of debenture holders is maintained by RTAs appointed by UPPCL.
22	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.	NA
23	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	Complied with
24	Whether the provisions of the following laws applicable to debentures have been complied with: Companies Act, 2013 and Rules made thereunder (For all Issuers)	Complied with
25	Whether any dividend has been declared during this quarter.	No
26	Nature of investor grievances received for quarter ended June 30, 2025 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)	Enclosed in Annexure-2
27	Any Buy Back of NCDs during the quarter and details of the same	NA
28	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
29	Whether any NCLT proceedings has been initiated against the company, if yes, provide details.	No
30	Certificate of inspection of trust property (security provided – immovable) is confirmed annually by the Auditors of the Company.	NA
31	Confirm if 100% asset cover or more, as specified in the OD/IM and/or the DT is maintained	Security Cover Certificate as per revised format is under process and will be provided separately.
32	Details of Corporate Debt Restructuring (if any);	NA
33	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

34	Details of Fraud/defaults by promoter or key managerial personnel or by Issuer Company or arrest of key managerial personnel or promoter;	NO
35	Details of one-time settlement with any bank (if any);	NA
36	Details of Reference to Insolvency or a petition (if any) filed by any creditor	

### **MANDATORY ANNEXURES**

1	Updated list of names, addresses contact details and email id of debenture holders <i>Enclosed as</i> Annexure - 1	
2	Number and nature of grievances received from debenture holders and time frame within which the same were resolved by the Issuer Company <i>Enclosed in Annexure</i> – 2	
3	Half yearly Basis- Security Cover certificate from a Chartered Accountant. –NA	
4	Duly audited annual accounts of the issuer company, if applicable- <u>NA</u>	
5	Quarterly audited / unaudited financials of the Issuer company— <u>Financial Statements for the Quarter ended on June 30 2025 was approved by the Board.</u>	
6	Insurance Policy of the security charged in Debenture Trustee's favour. In case Insurance Policy has expired, please provide Renewed Insurance Policies& Endorsed in favour of the debenture Trustee.—NA	

#### **Contact Details:**

- a) Name of authorized Signatory: Nitin Nijhawan
- b) Email Address-companysecretary@uppcl.org
- c) Contact Numbers- 9450994054, 9193330007
- d) Name, Address and Email id of R&T Agent-: RCMC, Share Registry Private Limited,

B-16, Sector-2, Noida-201301 rdua@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

Bijoy.thomas@indiaratings.co.in

For U. P. Power Corporation Limited

Name: Nitin Nijhawan

Designation: Compliance Officer & Chief Financial Officer

Date:

Enclosed: As above

For U.P. Power Corporation Ltd.

Authorised Signatory