

Rajasthan Electricity Regulatory Commission

Petition No. RERC/2270/2024

In the matter of petition filed by M/s Adani Transmission Bikaner Sikar Limited for approval of change in name of company from M/s Adani Transmission Bikaner Sikar Private Limited to M/s Adani Transmission Bikaner Sikar Limited pursuant to Registrar of Companies issuing Fresh Certificate of Incorporation consequent upon conversion of Private Company to Public Company

Coram:

Shri Hemant Kumar Jain, Member (In Chair)
Dr. Rajesh Sharma, Member

Petition: M/s Adani Transmission Bikaner Sikar Limited

Respondents: 1. Rajasthan Vidyut Prasaran Nigam Ltd.
 2. Jaipur Vidyut Vitran Nigam Ltd.
 3. Jodhpur Vidyut Vitran Nigam Ltd.
 4. Ajmer Vidyut Vitran Nigam Ltd.

Date of hearing:

19.11.2024

Present: 1. Sh. Prashant Kumar, Authorised Rep. for Petitioner
 2. Sh. Rajesh Kumar Mali, Representative for RVPN
 3. Sh. Amitabh Gupta representative for Discoms

Order Date :

22.11.2024

ORDER

1. M/s Adani Transmission Bikaner Sikar Limited filed an application for change in name of company from M/s Adani Transmission Bikaner Sikar Private Limited to M/s Adani Transmission Bikaner Sikar Limited in the transmission license, pursuant to Registrar of Companies issuing Fresh Certificate of Incorporation consequent upon conversion of Private Company to Public Company
2. Notices were issued to Respondents for filing reply to the petition. Rajasthan Vidyut Prasaran Nigam Ltd. submitted its reply dated 18.11.2024.
3. The matter was heard on 19.11.2024.
4. Petitioner in its petition and during the hearing submitted as under:
 - 4.1 M/s KEC Bikaner Sikar Transmission Pvt. Ltd. has been granted transmission license no. RERC/Transmission License/11 dated 4th March, 2016 to establish, operate and maintain the 400 kV Double Circuit Bikaner-Sikar 172 km transmission line.
 - 4.2 Adani Transmission Limited vide its letter dated 19.02.2019 appraised Hon'ble Commission regarding the transfer of 99.99% of shares of KBSTL to Adani Transmission Limited as on 08.02.2019.
 - 4.3 Application was filed for taking on record of the Hon'ble Commission, change of the name in the Transmission License no RERC/Transmission license/11 dated 4th March 2016 to "Adani Transmission Bikaner Sikar Private Limited". The Hon'ble Commission passed an order on 10.06.2020 to change the name and registered address of the company from

M/s KEC Bikaner Sikar Transmission Private Limited, RPG House, 463, Dr. Anni Besant Road, Worli, Mumbai-400030 to M/s Adani Transmission Bikaner Sikar Private Limited, 31 (A), 6th Floor, Plot No. 5, Swej Farm, Mahima Trinity, New Sanganer Road, Jaipur, Rajasthan, India- 302019. The Hon'ble Commission directed that name and address of the licensee be changed as prayed be taken, in the Commission's record.

4.4 The petitioner submitted that as per Section 2(71) of the Companies Act, 2013,"public company" means a company which- means a company which-

- (a) is not a private company;
- (b) has a minimum paid-up share capital as may be prescribed:

Provided that a company which is a subsidiary of a company, not being a private company, shall be deemed to be public company for the purposes of this Act even where such subsidiary company continues to be a private company in its articles;

4.5 Adani Transmission Bikaner Sikar Private Limited is a subsidiary company of Adani Energy Solutions Limited (formerly Adani Transmission Limited), a listed Public Company and hence as per section 2(71) of the Companies Act, 2013 Adani Transmission Bikaner Sikar Private Limited is treated as "Public Company" under the Provisions of the Companies Act even though it is a private company as per its articles.

4.6 The petitioner submitted that Registrar of Companies issued fresh Certificate of Incorporation consequent upon conversion of Private Company to Public Company, corresponding changes have been carried out in name of Adani Transmission Bikaner Sikar Private Limited to Adani Transmission Bikaner Sikar Limited.

- 4.7 Accordingly, the Petitioner submitted intimation vide its letter dated 15th July 2024 to the Hon'ble commission regarding change in name of Adani Transmission Bikaner Sikar Private Limited. In response to ATBSL letter, the Hon'ble commission vide its letter dated 01st August, 2024 directed petitioner to file suitable petition for above subjected matter.
- 4.8 In compliance to the same, the present Application filed by Petitioner to approve the change of its name from M/s Adani Transmission Bikaner Sikar Private Limited to M/s Adani Transmission Bikaner Sikar Limited.
- 4.9 The petitioner further submitted that the change in the name of the company is due to conversation of private company to public company. There is no change in the shareholding pattern or any other critical part which may impact operation of the company. This is procedural change, and it will not impact operation of the company in any manner.
- 4.10 The petitioner requested to take above change on the record and issue necessary Order for the same. The Petitioner is not seeking any amendment to the term and condition of revised Transmission License issued to it vide RERC Order dated 10.06.2020 as there is no change in the transmission assets for which transmission license is issued. The Order issued by the Hon'ble commission taking name change on record will become integral part of the revised Transmission License issued by the Hon'ble Commission dated 10.06.2020.
- 4.11 The petitioner submitted that in a similar case, Hon'ble Delhi Electricity Regulatory Commission vide its order dated 03.06.2013 allowed the change of name of the North Delhi Power Limited to Tata Power Delhi Distribution Limited to form an integral part of the License.
- 4.12 The petitioner submitted that in view of above change in name be taken on record and further submits that it's all financial, regulatory and

other contractual liabilities shall remain unaffected after such change in name.

- 4.13 In consideration to above the petitioner prayed to Issue Order taking on record change in name of the transmission license from M/s Adani Transmission Bikaner Sikar Private Limited to M/s Adani Transmission Bikaner Sikar Limited.
5. Rajasthan Vidyut Prasaran Nigam Ltd., in its reply and during hearing, submitted that it does not have any objection to the change in name of the Transmission License from M/s Adani Transmission Bikaner Sikar Private Limited to M/s Adani Transmission Bikaner Sikar Limited.
6. Sh. Amitabh Gupta appeared on behalf of Discoms, during the hearing orally submitted that they do not have any objection to the change in name of the Transmission License from M/s Adani Transmission Bikaner Sikar Private Limited to M/s Adani Transmission Bikaner Sikar Limited.

Commission's View

7. We have considered the submissions made by the Petitioner, Respondents and material placed on the record.
8. We observe that the change in the name of the company is due to conversion of private company to public company and there is no change in the shareholding pattern or any other critical part which may impact operation of the company. This is procedural change and it should not impact operation of the company.
9. The prayer of the petitioner is to issue order taking on record change in name of the transmission license from M/s Adani Transmission Bikaner Sikar Private Limited to M/s Adani Transmission Bikaner Sikar Limited.

10. After considering all submissions made, we direct that the change of name of the transmission licensee from M/s Adani Transmission Bikaner Sikar Private Limited to M/s Adani Transmission Bikaner Sikar Limited be taken on record. Except the name, there shall be no change in the terms and conditions of the License.
11. A copy of this order be sent to the Government of Rajasthan, Central Electricity Authority and Respondents in terms of sub-section (7) of Section 15 of the Electricity Act, 2003 for their information and record.
12. The petition stands disposed of accordingly.

(Dr. Rajesh Sharma)
Member

(Hemant Kumar Jain)
Member (in chair)