

BEFORE
THE UTTAR PRADESH ELECTRICITY REGULATORY COMMISSION
LUCKNOW

Present:

1. Shri Raj Pratap Singh, Chairman
2. Shri S. K. Agarwal, Member
3. Shri Kaushal Kishore Sharma

IN THE MATTER OF:

Application under Section-14 read with section 15(1) of the Electricity Act, 2003 for grant of intra state Transmission License to M/s Ghatampur Transmission Ltd.

AND**IN THE MATTER OF:**

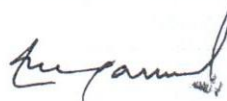
M/s Ghatampur Transmission Ltd.

.....(Petitioner)

Order

1. The applicant, M/s Ghatampur Transmission Ltd., has filed this petition under Section 14 of Electricity Act, 2003(the Act) and section 3.2 of UPERC (General Conditions of Transmission Licence) Regulations, 2005 (the Regulations) for grant of intra-state transmission license to undertake the business of establishing, commissioning, operation & maintenance of the following transmission lines (hereinafter referred to as "Transmission System").

S.NO.	Name of Line/Sub-Station
1	400kV Ghatampur TPS-Kanpur (PG) D/C line.
2	765 kV Ghatampur TPS -Agra (UP) S/C line (including 189 MVAR Line Reactor at Agra end.)
	765kV Agra (UP)-Gr. Noida (WUPPTCL)S/C line(including 240 MVAR Line Reactor at Agra end)
	765 kV Feeder 'Bay' at the following substation locations a) Greater Noida (1 No.) b) Agra (2 Nos.)
3	765 kV Ghatampur TPS-Hapur (WUPPTCL) S/C line (including 330 MVAR Line Reactor at Hapur end) a) 765kV Feeder 'Bay' at Hapur (1 No.)



2. The applicant has submitted that The Energy Department, Government of Uttar Pradesh vide its letter dated 1874/24-P-1-2016-2595/2008 T.C. dated 22nd August 2016 appointed REC Transmission Projects Company Limited to be the Bid Process Coordinator ("BPC") for the purpose of selection of Bidder as Transmission Service Provider ("TSP") to 'Establish Transmission System for Evacuation of Power from 3 x 660 MW Ghatampur Thermal Power Project through tariff based competitive bidding process.'
3. The applicant has further submitted that BPC invited all prospective Bidders for issuance of Request for Qualification (RFQ) on 03.09.2016 to qualify/shortlist the Bidders for participation in the next stage of bidding, i.e. Request for Proposal (RFP), as part of the process for selection of Transmission Service Provider(TSP) on the basis of international competitive bidding in accordance with the "Tariff Based Competitive Bidding Guidelines for Transmission Service" and "Guidelines for Encouraging Competition in Development of Transmission Projects" issued by Government of India, Ministry of Power under Section -63 of The Electricity Act, 2003. The responsibility of the TSP would be to establish the following Transmission System- Evacuation of Power from 3 x 660 MW Ghatampur Thermal Power Project on build, own, operate & maintain basis.
4. Further, a company under the Companies Act, 2013 by the name "Ghatampur Transmission Ltd." was incorporated on 2nd December, 2016 by RECTPCL (BPC) as its wholly owned subsidiary to initiate the activity for execution of the project and subsequently to act as TSP after being acquired by the successful bidder.
5. Subsequent to the process of competitive bidding carried out in accordance with the guidelines, M/s Adani Transmission Ltd. was evaluated as successful bidder and the LOI in this regard was issued on 12th June, 2018. Subsequently, the applicant signed share purchase agreement and was acquired by M/s Adani Transmission Ltd. on 19th June, 2018 and the TSA was entered between identified Long Term Transmission Customers and Ghatampur Transmission Ltd. on 6th April, 2018.
6. The present petition has been filed by M/s Ghatampur Transmission Ltd., as TSP for grant of intra-state transmission license. In accordance with the regulation, Ghatampur Transmission Ltd. also forwarded a copy with enclosures to all Long-Term Transmission Customers (LTTCs)/ STUs as defined under TSA. The Commission has examined the application in the light of the provisions of the Act and provisions of the regulations. The Commission in its order dated 16th July, 2018 directed

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"the petitioner is directed to publish a notice under section 15(2) of the Electricity Act, 2003 in accordance with the requirements laid down under section 3.7.1 & 3.7.2 of UPERC (General Conditions of Transmission Licence) Regulations, 2005

In accordance with section 15(2)(i) of Electricity Act, 2003, comments/suggestions shall be invited from the public through this notice within a period of 30 days from the date of publication of notice. In the notice published in the newspapers, it shall be indicated that suggestions and objections, if any, may be filed before the Secretary, UP Electricity Regulatory Commission, Vidyut Niyamak Bhawan, Vibhuti Khand, Gomti Nagar, Lucknow - 226010."

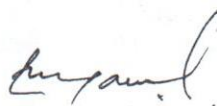
The public notice was issued in various newspapers on 24th July, 2018. In response to the public notice no objections/suggestions have been received by the Commission. It has also been informed by the applicant that they have also not received any objection in response to the public notice.

7. The Commission also, vide its order dated 16th July, 2018, directed the applicant to submit a no objection from the concerned authority of the Central Government if their system is likely to affect any local authority, cantonment, aerodrome, arsenal, dockyard or camp/building/place in the occupation of Government for defence purposes. In response to the same, the applicant, vide its affidavit dated 10th September, 2018 submitted that no assets of Ghatampur Transmission Ltd. will traverse or will be located, wholly or partly, in any local authority, cantonment, aerodrome, arsenal, dockyard or camp/building/place in the occupation of Government for defence purposes.
8. The applicant was also directed, vide the Commission's order dated 16th July, 2018, to immediately forward a copy of its application along with all relevant information to the State Transmission Utility, which, in pursuance to section 15(4) of Electricity Act, 2003, shall send its recommendations to the Commission within 30 days of receipt of the application. The applicant informed that the complete application along with all enclosures has been submitted to STU. Director (Operation), UPPTCL, in response to the Commission's order, submitted as under-

"Kindly refer to the petition filed by Ghatampur Transmission Ltd. before Hon'ble UPERC for issue of transmission licence for the construction of transmission system for evacuation of power from 3 x 660 MW Ghatampur TPS.

In this regard, UPPTCL (State Transmission Utility) would like to submit that the transmission system for construction of evacuation of power from 3 x 660 MW Ghatampur TPS has been approved by the Energy Task Force (ETF), Accordingly and as such, UPPTCL does not have any objection in consideration of issue of transmission licence in favour of M/s Ghatampur Transmission Ltd.(GTL) for construction of transmission system as per approved RFQ/RFP/TSA. "









Thus, STU has submitted an unambiguous recommendation in favour of grant of intrastate transmission license to the applicant. Accordingly, it is observed and reiterated that no objections/comments have been received, in response to the public notice, against the grant of license to the applicant and STU has also submitted a favourable recommendation.

9. Subsequent to it, a public notice was published by the Commission in newspapers for holding a public hearing in the matter on 28th September, 2018. During the course of hearing, Mr. Rama Shankar Awasthi, the sole objector, raised the issue that the application posted on website does not show the details of net-worth, annual turnover, certificate of credit rating, certificate of standard borrower account & certificate stating that RBI has not classified the applicant as a wilful defaulter, as has been required under form-1 of the Application Form for Grant of Transmission License. Although, applicant demonstrated through hard copy and also vouched for the fact that above information is there on the website but since it is a newly created SPV therefore, these certificates cannot be made applicable on Ghatampur Transmission Ltd. The Commission, however, felt that in such a situation, applicant should post above details for Adani Transmission Ltd. since Ghatampur Transmission Ltd. is a 100% wholly owned subsidiary of Adani Transmission Ltd. The Commission, accordingly, directed that applicant should remove this deficiency and upload above information for Adani Transmission Ltd. within a period of 3 days of this order. The case was next listed for 12th October, 2018.

10. The deficiencies were removed by the applicant within specified time. In the hearing on 12th October, 2018, Mr. Rama Shankar Awasthi was not present however, he sent an e-mail to the Commission on the 12th October itself prior to commencement of hearing in this matter, which is reproduced below-

"Received desired document from Adani in the above matter and now I don't have any objection for granting licence to Adani Transmission. Due to some important work today I am out of town and not able to attend public hearing"

Accordingly, no objection was received against the grant of intra-state transmission license to Ghatampur Transmission Ltd. in response of both the public notices viz. public notice issued by the applicant on 24th July, 2018 and by this Commission on 7th September, 2018. Further, the sole objector in the hearing i.e. Mr. Rama Shankar Awasthi has also confirmed that he has received the desired documents and as such has no objection in grant of license to Ghatampur Transmission Ltd., which is a 100% subsidiary of Adani Transmission Ltd. As far as issue of encroachment in defence establishments is concerned, there was no objection from the defence wing either in response to the notices or in public hearing. Further, the applicant, vide its affidavit dated 10th September, 2018, has already submitted that no assets of Ghatampur Transmission Ltd. will traverse or will be located, wholly or partly, in any local authority, cantonment, aerodrome, arsenal, dockyard or camp/building/place in the occupation of Government for defence purposes. Still, as a matter of abundant caution, the



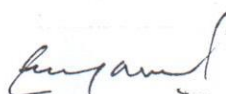
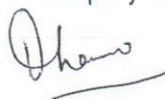
Commission wrote a letter dated 5th October, 2018 to The Quarter Master, General Branch, Army Head Quarter saying that

"a last opportunity of 10 days is being extended for any comments/objections from defence department from the date of issuance of this letter. In absence of any response, it will be assumed that defence organization has no objection in the matter and license application will be processed as per legal framework"

In response to above letter also, no objection/comment has been received in this office. Accordingly, it can be inferred that there is no objection as such against the grant of intra state transmission license to M/s Ghatampur Transmission Ltd.

11. The Commission is accordingly satisfied that the applicant fulfils the requirement of the Act & regulations for grant of intra state transmission line for the subject transmission system mentioned at para 1 of this order. Accordingly, the Commission grants a transmission license to Ghatampur Transmission Ltd. to undertake the business of establishing, commissioning, operation & maintenance of the transmission systems as per the details given in para 1 above and directs the Secretary, Commission that the license be issued.

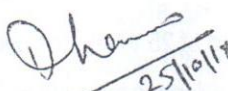
12. The grant of intrastate transmission license to the applicant is subject to the following conditions:
 - a. The transmission license shall, unless revoked earlier, shall remain in force for a period of 25 years;
 - b. If the useful life of the transmission system extends beyond the period of 25 years, the applicant may make an application two years before the expiry of initial period of license for grant of license for another term which shall be considered by the Commission in accordance with the then law;
 - c. The applicant shall not enter into contract or otherwise engage in the business of trading in electricity during the period of subsistence of the transmission license;
 - d. The applicant shall have the liability to pay the annual license fee in accordance with the provisions of the UP Electricity Regulatory Commission (Fees & Fines) Regulations, 2010, as amended from time to time or any of other regulations in force.
 - e. The licensee shall comply with the directions of the Regional Load Dispatch Centre under sub-section (3) of section 28 or subsection (1) of section 29 of the Act and the directions of the State Load Dispatch Centre under sub-section (2) of section 32 or subsection (1) of section 33 of the Act, as may be issued from time to time for maintaining the availability of the transmission system;
 - f. The applicant shall provide non-discriminatory open access to its transmission system for use by any other licensee, including a distribution licensee or an electricity trader, or generating company or any other person in accordance with the Uttar Pradesh Electricity Regulatory




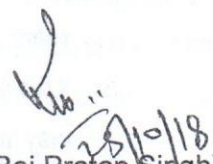
Commission (Open Access in intra-State Transmission) Regulations, as amended from time to time;

- g. The applicant shall not undertake any other business for optimum utilization of the transmission system without prior intimation to the Commission;
- h. The applicant shall remain bound by the provisions of the Act, the rules and regulations framed there under, in particular the transmission license regulations, IEGC, the Grid Code, the Standards specified by the Central Electricity Authority, orders and directions of the Commission issued from time to time.
- i. GTL, as Transmission Licensee, shall carry out the responsibilities conferred upon it, in particular but not limited to, under UP Electricity Grid Code, UPERC (Terms & Conditions for Open Access) Regulations, 2004, UPERC (Grant of connectivity to Intra State Transmission System) Regulations, 2010 including their amendments and modifications as and when carried out.
- j. The Transmission Service Agreement (TSA) entered into between the licensee and long-term transmission customers shall be honoured by the parties involved in the TSA.

13. Petition no. 1331/2018 is disposed off in the terms of the above. It is directed that copies of this order be endorsed to all Long Term Transmission Customers of the transmission system as well as to STU.


(Kaushal Kishore Sharma)
Member


(Suresh Kumar Agarwal)
Member


(Raj Pratap Singh)
Chairman

Place : Lucknow
Dated : 25 October, 2018



TRANSMISSION LICENSE, 2018 UNDER ELECTRICITY ACT- 2003

TO

M/s Ghatampur Transmission Ltd. (GTL)

(License no. 1 of 2018)

1. The Uttar Pradesh Electricity Regulatory Commission (hereinafter referred to as "the Commission"), in exercise of the powers under Section 14 of the Electricity Act, 2003 (hereinafter referred to as "the Act"), hereby confers this license upon Ghatampur Transmission Ltd. (hereinafter referred to as 'GTL' or 'the licensee'), a company incorporated under the Companies Act, 1956 and having its registered office at C-105, Anand Niketan, New Delhi – 110 021 to undertake the business of build, own, operate, maintain and transfer (Boot) basis of the transmission system given at Annexure-1.
2. This License may be called "M/s Ghatampur Transmission Ltd. (GTL) License, 2018 (License no.1 of 2018)".
3. (a) The transmission license shall, unless revoked earlier, remain in force for a period of 25 years; with effect from date of issue of this license.

(b) If the useful life of the transmission system extends beyond this license period of 25 years, WUPPTCL may make an application two years prior to expiry of the initial period of license for grant of license for a further period of 10 years, which shall be considered by the Commission in accordance with the then prevailing laws;
4. GTL shall remain bound by the provisions of the Act, the rules and regulations framed there under, in particular the transmission license regulations, Indian Electricity Grid Code, UP Electricity Grid Code, the Standards specified by the Central Electricity Authority and the orders & directions of the Commission issued from time to time.
5. GTL, as Transmission Licensee, shall carry out the responsibilities conferred upon it, in particular but not limited to, under UP Electricity Grid Code, UPERC (Terms & Conditions for Open Access) Regulations, 2004, UPERC (Grant of connectivity to Intra State Transmission System) Regulations, 2010 including their amendments and modifications as and when carried out.



6. GTL shall provide non-discriminatory open access to its transmission system for use by any other licensee, including a distribution licensee or an electricity trader, or generating company or any other person in accordance with the Uttar Pradesh Electricity Regulatory Commission (Open Access in intra-State Transmission) Regulations, as amended from time to time
7. The licensee shall comply with the directions of the Regional Load Dispatch Centre under sub-section (3) of section 28 or subsection (1) of section 29 of the Act and the directions of the State Load Dispatch Centre under sub-section (2) of section 32 or subsection (1) of section 33 of the Act, as may be issued from time to time for maintaining the availability of the transmission system;
8. The Transmission Service Agreement (TSA) entered into between the licensee and long-term transmission customers shall be honoured by the parties involved in the TSA.
9. The applicant shall not enter into contract or otherwise engage in the business of trading in electricity during the period of subsistence of the transmission license;
10. The applicant shall not undertake any other business for optimum utilization of the transmission system without prior intimation to the Commission.
11. The applicant shall have the liability to pay the annual license fee in accordance with the provisions of the UP Electricity Regulatory Commission (Fees & Fines) Regulations, 2010, as amended from time to time or any of other regulations in force. The license fee for a part of the year shall be paid on pro-rata basis. The year for the purpose of this clause shall mean a financial year i.e. a period of twelve months from 1st April of a year to 31st March of the following year.
12. The licensee may lay down or place electric supply lines and other installations subject to provisions of section 67 to 69 and 159 to 161 of the Electricity Act, 2003. Further, the licensee shall ensure adherence with the requirement laid down under section 164 of Electricity Act, 2003.

Dated: 25th October, 2018

Place: Lucknow



Sanjay
125/18
Secretary

Transmission Project Elements

S.No.	Name of the Transmission Element/project
1	400 KV Ghatampur "TPS"-Kanpur (PG)D/C line.
2	765 KV Ghatampur TPS-Agra (UP) S/C line (including 189MVAR Line Reactor at Agra end),
3	765 KV Agra (UP) Gr. Noida (WUPPTCL)S/C line (including 240 MVAR Line Reactor at Agra end). 765 KV Feeder "Bay" at following substation locations a. Greater Noida (1 No.) b. Agra (2 Nos.)
3	765 KV Ghatampur TPS – Hapur (WUPPTCL) S/C line (including 330 MVAR Line Reactor at Hapur end) a. 765 KV Feeder "Bay" at Hapur" (1 No.)



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