

भारत सरकार
विद्युत मंत्रालय
श्रम शक्ति भवन, रफी मार्ग,
नई दिल्ली-110 001



GOVERNMENT OF INDIA
MINISTRY OF POWER

Shram Shakti Bhawan,
Rafi Marg, New Delhi-110001
Fax : 2371-7519
Tel. : 23714100

S.K.Kassi
Director

Date: 06.09.2017

The Managing Director
BSE Limited
Phiroze Jeejeebhoy Towers
Mumbai-400 001

The Managing Director
National Stock Exchange of India Limited
Exchange Plaza
Plot No. C/1, G Block
Bandra Kurla Complex
Bandra (East)
Mumbai 400 051

Dear Sir/Madam:

Sub: Allotment to employees in case of under-subscription in the offer for sale of equity shares of NTPC Limited (the "Company" and such equity shares, the "Equity Shares") to employees of the Company by the President of India, acting through and represented by the Ministry of Power, Government of India (the "Employee OFS").

This has reference to the offer for sale notice dated August 28, 2017 ("OFS Notice") issued by the President of India, acting through and represented by the Ministry of Power, Government of India ("Seller") to the BSE Limited and the National Stock Exchange of India Limited whereby the Promoter has undertaken sale of its shareholding in the Company to non-retail and retail investors under the comprehensive guidelines on offer for sale of shares by promoters through the stock exchange mechanism dated July 18, 2012, as amended from time to time.

In terms of the disclosure in the OFS Notice, the Seller is proposing the Employee OFS. The OFS Notice in this regard stated as below:

"Such number of Equity Shares as would be equivalent to up to 5% of the Equity Shares sold pursuant to the Offer (over and above the Offer Shares) may be offered to eligible and willing employees of the Company at a discount of up to 5% to the Cut-off Price subsequent to completion of the Offer, in SEBI circular CIR/MRD/DP/65/2017 dated June 27, 2017. The employees will be eligible to apply for Equity Shares up to ₹2,00,000 only."


एस. के. कस्सी / S. K. KASSI
निदेशक / Director
विद्युत मंत्रालय / Ministry of Power
भारत सरकार / Government of India
नई दिल्ली-110001 / New Delhi-110001

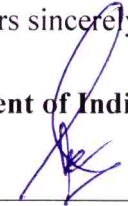
We note the amendment to the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (“SEBI ICDR Regulations”), pursuant to which the following proviso has been inserted in Regulation 42(4)(g) of the SEBI ICDR Regulations, governing employee reservation:

“Provided that in the event of under-subscription in the employee reservation portion, the unsubscribed portion may be allotted on a proportionate basis, for a value in excess of two lakhs rupees, subject to the total allotment to an employee not exceeding five lakhs rupees.”

Accordingly, in case of under-subscription in the Employee OFS, we would like to retain the option to make allotment of Equity Shares for a value of up to ₹ 500,000/- each to eligible employees of the Company bidding in the Employee OFS. Consequently, please note that eligible employees may apply for Equity Shares up to ₹ 500,000. However, any bids by eligible employees will be considered for allocation, in the first instance, for an amount up to ₹ 200,000. In the event of under-subscription in the Employee OFS, the unsubscribed portion will be available for allocation, proportionately to all eligible employees who have bid in excess of ₹ 200,000, subject to the maximum value of allotment made to an employee not exceeding ₹ 500,000.

Yours sincerely,

On behalf of the President of India, Ministry of Power, Government of India



S.K. Kassi

Director

Ministry of Power, Government of India

एस. के. कस्सी / S. K. KASSI
निदेशक / Director
विद्युत मंत्रालय / Ministry of Power
भारत सरकार / Government of India
नई दिल्ली-110001 / New Delhi-110001