



एनटीपीसी लिमिटेड

(भारत सरकार का उद्यम)

NTPC Limited

(A Govt. of India Enterprise)

केन्द्रीय कार्यालय/ Corporate Centre

Ref. No.: 01: SEC: LA-1

Dated: June 12, 2019

General Manager Department of Corporate Services Bombay Stock Exchange Limited Floor 25, Phiroze Jeejeebhoy Towers Dalal Street Mumbai-400 001	Manager National Stock Exchange of India Limited Exchange Plaza Bandra-Kurla Complex Bandra(E) Mumbai-400 051
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Sub.: Corporate Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, NTPC Limited (NTPC) hereby gives Corporate Disclosure with respect to signing of a Joint Venture Agreement with East Delhi Municipal Corporation (EDMC) to incorporate a Joint Venture Company (JVC) between NTPC and EDMC with equity participation of 74:26 respectively with an objective to develop & operate state of the art/modern integrated waste management & energy generation facility.

The aforesaid JVC shall be incorporated only after obtaining necessary approvals of the Government.

Details required to be disclosed as per the Securities and Exchange Board of India circular no. CIR/CFD/CMD/4/2015 dated September 9, 2015 are enclosed as Annexure-I.

Thanking you.

Yours faithfully,

Nandini Sarkar

(Nandini Sarkar)
Company Secretary &
Compliance Officer

Encl.: As above

Details as per the Securities and Exchange Board of India circular no. CIR/CFD/CMD/4/2015 dated September 9, 2015

1.	Name(s) of parties with whom the agreement is entered	East Delhi Municipal Corporation (EDMC)
2.	Purpose of entering into the Agreement	To incorporate a Joint Venture Company (JVC) between NTPC and EDMC with equity participation of 74:26 respectively with an objective to develop & operate state of the art/modern integrated waste management & energy generation facility using municipal solid waste generated in EDMC and other areas.
3.	Shareholding, if any, in the entity with whom the agreement is executed	NIL
4.	Significant terms of the Agreement (in brief) –	
	Right to appoint Directors	The Board of the proposed Joint Venture Company (JVC) shall be in the ratio of equity holding of NTPC and EDMC. Initially the Board shall comprise of 3 (Three) Directors nominated from NTPC and 1 (one) Director nominated from EDMC.
	First right to share subscription in case of issuance of shares	If and when the JVC issue any further shares, the JVC shall first offer such shares to the existing shareholders in proportion to the equity shares owned by each of them subject to the provisions of applicable laws. If one shareholder fails to subscribe to its entitlement as aforesaid, its entitlements shall be offered to the other Shareholder(s).
	Right to restrict any change in capital structure etc.	For deciding restructuring of Equity capital of the JVC, affirmative vote of at least one nominee Director of each Promoter shall be required.
	Other	Proposed JVC is to develop & operate state of art/modern integrated waste management & energy generation facility in joint venture using municipal solid waste generated in EDMC and other areas at a location to be identified by EDMC on Build Own Operate (BOO) basis, subject to techno-economic viability. The Company may also explore the business opportunities in field of solid and liquid waste management.
5.	Whether, the said parties are related to promoter/ promoter group/ group companies in any manner. If yes, nature of relationship	No party is related to promoter/ promoter group/ group companies in any manner.

6.	Whether the transaction would fall within related party transaction? If yes, whether the same is done at arm's length	The Transaction would not fall within related party transaction.
7.	In case of issuance of shares to the parties, details of issue price. Class of shares issues	If and when the JVC issue any further shares, the JVC shall first offer such shares to the existing shareholders in proportion to the equity shares owned by each of them subject to the provisions of applicable laws
8.	Any other disclosures related to such agreements viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements	NIL
9.	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): a) name of parties to the agreement; b) nature of the agreement; c) date of execution of the agreement; d) details of amendment and impact thereof or reasons of termination and impact thereof.	Not Applicable

Nandini Sarker