



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 24, 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 Power Grid Corporation of India Limited (POWERGRID) to incorporate a Joint Venture Company (JVC) between NTPC and POWERGRID with equity participation of 50:50 respectively with an objective to undertake the business for distribution of electricity in distribution circles in various States and Union Territories of India and other related activities.

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

पंजीकृत कार्यालय : एनटीपीसी भवन, स्कोप कॉम्प्लेक्स, 7, इन्स्टीट्यूशनल एरिया, लोधी रोड नई दिल्ली-110003

कार्पोरेट पहचान नम्बर : L40101DL1975GOI007966, टेलीफोन नं.: 011-24387333, फैक्स नं.: 011-24361018, ईमेल: ntpccc@ntpc.co.in, वेबसाइट: www.ntpc.co.in

Registered Office : NTPC Bhawan, SCOPE Complex, 7 Institutional Area, Lodi Road, New Delhi-110003

Corporate Identification Number : L40101DL1975GOI007966, Telephone No.: 011-24387333, Fax No.: 011-24361018, E-mail : ntpccc@ntpc.co.in

Website : www.ntpc.co.in

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	Power Grid Corporation of India Limited
2.	Purpose of entering into the Agreement	To undertake the business for distribution of electricity in distribution circles in various States and Union Territories of India and other related activities.
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 POWERGRID.
	First right to share subscription in case of issuance of shares	As and when the JVC shall issue any further shares, the JVC shall 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.
	Right to restrict any change in capital structure etc.	The JVC shall take any action in respect of division of capital into different classes of shares except with the consent of Promoter Shareholders
	Other	None
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	As and when the JVC shall issue any further shares, the JVC shall 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
