



A Maharatna Company

एन टी पी सी लिमिटेड

(भारत सरकार का उद्यम)

NTPC Limited

(A Govt. of India Enterprise)

केन्द्रीय कार्यालय / Corporate Centre

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

Dated: 25/10/2019

General Manager
Department of Corporate Services
BSE 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

Sub.: Corporate Disclosure under Reg. 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015: Signing of Joint Venture & Shareholders Agreement with Ceylon Electricity Board, Sri Lanka

In line with the requirements of Regulations 30 of the Listing agreement we wish to keep you informed that on 25th October 2019, NTPC has entered into a Joint Venture & Shareholders Agreement with the Ceylon Electricity Board for incorporation of 50:50 Joint Venture Company for development of 300 MW $\pm 15\%$ LNG power project at Kerawalapitiya, Sri Lanka.

Information in terms of SEBI circular dated CIR/CFD/CMD/4/2015 dated 9th September, 2015 is enclosed.

Thanking you.

Yours faithfully,

Nandini Sarkar

(Nandini Sarkar)

Company Secretary &
Compliance Officer

Mansik



पंजीकृत कार्यालय : एनटीपीसी भवन, स्कोप कॉम्प्लेक्स, 7, इंस्टीट्यूशनल एरिया, लोधी रोड, नई दिल्ली-110003
कार्पोरेट पहचान नम्बर: L40101DL1975GO1007966 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, Lodhi Road, New Delhi-110003
Corporate Identification Number : L40101DL1975GO1007966 Tel. : 011-24387333 Fax : 011-24361018 E-mail : ntpccc@ntpc.co.in
Website : www.ntpc.co.in

Details in terms of SEBI circular dated CIR/CFD/CMD/4/2015 dated 9th September, 2015 :

1.	Name(s) of parties with whom the agreement is entered	NTPC Limited (NTPC) & Ceylon Electricity Board, Sri Lanka (CEB)
2.	Purpose of entering into the Agreement	Incorporation of a Joint Venture Company (JVC) for development of LNG fired 300 $\pm$ 15% MW combined cycle power plant on BOOT basis in Sri Lanka
3.	Shareholding, if any, in the entity with whom the agreement is executed	NTPC -50% CEB-50%
4.	Significant terms of the Agreement –	
	Right to appoint Directors	The Board of the JVC shall comprise not less than 6 and not more than 10 Directors. Till such time as a Party holds at least 40% (forty percent) of the Share Capital, the Parties hereto shall continue to remain entitled to appoint an equal number of nominee Directors on the Board, subject to a minimum of at least three (3) Directors each.
	Right to restrict any change in capital structure	No decision on policy matters as defined in the Agreement without affirmative vote of at least one CEB Nominee Director and one NTPC Nominee Director.
5.	Whether, the said parties are related to promoter/ promoter group/ group companies in any manner. If yes, nature of relationship	No
6.	Whether the transaction would fall within related party transaction? If yes, whether the same is done at arm's length	No
7.	In case of issuance of shares to the parties, details of issue price. Class of shares issues	Equity shares to be issued at face value as per the Joint Venture & Shareholders Agreement and shall be of one class.
8.	Any other disclosures related to such agreements	- Lock-in Period: till a period of 12 years from the Combined Cycle Operation Date from the date of signing. - CEB shall continue to hold at least 50% of the Share Capital, till such time as NTPC continues



		to hold at least 26% of the Share Capital.
9.	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s):	NA
	(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	

