| General information about company                              |                         |
|--|-------------------------|
| Scrip code   | 532555                  |
| NSE Symbol   | NTPC                    |
| MSEI Symbol  | NOTLISTED               |
| ISIN   | INE733E01010            |
| Name of the entity   | NTPC Limited            |
| Date of start of financial year                                | 01-04-2022              |
| Date of end of financial year                                  | 31-03-2023              |
| Reporting Quarter  | Yearly                  |
| Date of Report   | 31-03-2023              |
| Risk management committee                                      | Applicable              |
| Market Capitalisation as per immediate previous Financial Year | Top 100 listed entities |

|    |  |  |   |          |   |                   |            |                    |    |     |              | А             | nnexu     | re I          |         |             |            |  |  |   |   |   |   |  |  |
|----|--|--|---|----------|---|-------------------|------------|--------------------|----|-----|--------------|---------------|-----------|---------------|---------|-------------|------------|--|--|---|---|---|---|--|--|
|    |  |  |   |          |   |                   |            |                    |    | Ann | exure I to l | oe submitte   | d by lis  | ted entity    | on qua  | rterly bas  | is         |  |  |   |   |   |   |  |  |
|    |  |  |   |          |   |                   |            |                    |    |     |              | I. Compositio | on of Boa | ard of Direct | ors     |             |            |  |  |   |   |   |   |  |  |
|    |  |  | Disclosure of notes on composition of board of directors explanator |          |   |                   |            |                    |    |     |              |               |           | lanatory      | Textual | Information | n(1)       |  |  |   |   |   |   |  |  |
|    |  | Whether the listed entity has a Regular Chairperson   Yes  |   |          |   |                   |            |                    |    |     |              |               |           |               |         |             |            |  |  |   |   |   |   |  |  |
|    |  | Whether Chairperson is related to MD or CEO Yes Disqualification of Directors under section 164 of the Companies Act, 2013 |   |          |   |                   |            |                    |    |     |              |               |           |               |         |             |            |  |  |   |   |   |   |  |  |
| Sr | Title Name of<br>(Mr PAN DIN Category 1<br>of directors Category 2<br>of directors Date<br>of<br>directors Date of<br>disqualification Initial Date<br>status Date of<br>(Refer Reg. Initial Date<br>special<br>(Refer Reg. Date of<br>special<br>(Refer Reg |  |   |          |   |                   |            |                    |    |     |              |               |           |               |         |             |            |  |  |   |   |   |   |  |  |
| 1  | Mr   | Gurdeep<br>Singh   |   | 00307037 | Executive<br>Director                                 | Chairperson       | CEO-<br>MD | 07-<br>07-<br>1965 | No |     |              |               | Active    | NA            |         | 04-02-2016  | 28-09-2021 |  |  | 1 | 0 | 0 | 0 |  |  |
| 2  | Mr   | Ashish<br>Upadhyaya  |   | 06855349 | Non-<br>Executive -<br>Non<br>Independent<br>Director | Not<br>Applicable |            | 24-<br>09-<br>1964 | No |     |              |               | Active    | NA            |         | 22-01-2020  | 24-09-2020 |  |  | 1 | 0 | 2 | 0 |  |  |
| 3  | Mr   | Piyush<br>Singh  |   | 07492389 | Non-<br>Executive -<br>Non<br>Independent<br>Director | Not<br>Applicable |            | 26-<br>10-<br>1976 | No |     |              |               | Active    | NA            |         | 31-05-2022  | 30-08-2022 |  |  | 2 | 0 | 0 | 0 |  |  |
| 4  | Mr   | Dillip<br>Kumar<br>Patel   |   | 08695490 | Executive<br>Director                                 | Not<br>Applicable |            | 30-<br>04-<br>1964 | No |     |              |               | Active    | NA            |         | 01-04-2020  | 28-09-2021 |  |  | 1 | 0 | 1 | 0 |  |  |

|    | I. Composition of Board of Directors |   |     |          |                               |                               |                               |                     |   |                                   |                                 |                                |                   |  |   |                                   |                            |                   |  |  |  |  |   |                                      |                                      |
|----|--------------------------------------|---|-----|----------|-------------------------------|-------------------------------|-------------------------------|---------------------|---|-----------------------------------|---------------------------------|--------------------------------|-------------------|--|---|-----------------------------------|----------------------------|-------------------|--|--|--|--|---|--------------------------------------|--------------------------------------|
|    |                                      |   |     |          |                               |                               |                               |                     |   | D                                 |                                 | otes on compo                  |                   |  |   |                                   | y                          |                   |  |  |  |  |   |                                      |                                      |
|    | _                                    | Whether the listed entity has a Regular Chairperson |     |          |                               |                               |                               |                     |   |                                   |                                 |                                |                   |  |   |                                   |                            |                   |  |  |  |  |   |                                      |                                      |
| Sr | Title<br>(Mr<br>/<br>Ms)             | Name of the<br>Director                             | PAN | DIN      | Category<br>1 of<br>directors | Category<br>2 of<br>directors | Category<br>3 of<br>directors | Date<br>of<br>Birth | Whether the<br>director is<br>disqualified? | Start Date of<br>disqualification | End Date of<br>disqualification | Details of<br>disqualification | Current<br>status | Whether<br>special<br>resolution<br>passed?<br>[Refer Reg.<br>17(1A) of<br>Listing<br>Regulations] | Date of<br>passing<br>special<br>resolution | Initial Date<br>of<br>appointment | Date of Re-<br>appointment | Date of cessation | Tenure<br>of<br>director<br>(in<br>months) | No of<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity (Refer<br>Regulation<br>17A of<br>Listing<br>Regulations) | No of<br>Independent<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity<br>(Refer<br>Regulation<br>17A(1) of<br>Listing<br>Regulations | Number of<br>memberships<br>in Audit/<br>Stakeholder<br>Committee(s)<br>including this<br>listed entity<br>(Refer<br>Regulation<br>26(1) of<br>Listing<br>Regulations) | No of post<br>of<br>Chairperson<br>in Audit/<br>Stakeholder<br>Committee<br>held in<br>listed<br>entities<br>including<br>this listed<br>entity (Refer<br>Regulation<br>26(1) of<br>Listing<br>Regulations) | Notes for<br>not<br>providing<br>PAN | Notes for<br>not<br>providing<br>DIN |
| 5  | Mr                                   | Ramesh<br>Babu V.                                   |     | 08736805 | Executive<br>Director         | Not<br>Applicable             |                               | 07-<br>01-<br>1964  | No  |                                   |                                 |                                | Active            | NA   |   | 01-05-2020                        | 24-09-2020                 |                   |  | 1  | 0  | 0  | 0   |                                      |                                      |
| 6  | Mr                                   | Chandan<br>Kumar<br>Mondol                          |     | 08535016 | Executive<br>Director         | Not<br>Applicable             |                               | 17-<br>01-<br>1963  | No  |                                   |                                 |                                | Active            | NA   |   | 01-08-2020                        | 24-09-2020                 | 31-01-<br>2023    |  | 0  | 0  | 0  | 0   |                                      |                                      |
| 7  | Mr                                   | Ujjwal Kanti<br>Bhattacharya                        |     | 08734219 | Executive<br>Director         | Not<br>Applicable             |                               | 01-<br>12-<br>1963  | No  |                                   |                                 |                                | Active            | NA   |   | 28-08-2020                        | 24-09-2020                 |                   |  | 1  | 0  | 0  | 0   |                                      |                                      |
| 8  | Mr                                   | Jaikumar<br>Srinivasan                              |     | 01220828 | Executive<br>Director         | Not<br>Applicable             |                               | 29-<br>12-<br>1966  | No  |                                   |                                 |                                | Active            | NA   |   | 21-07-2022                        | 30-08-2022                 |                   |  | 1  | 0  | 5  | 0   |                                      |                                      |

|    |                          |                                 |     |          |  |                               |                               |                     |   | Disc                              |                                 | omposition<br>tes on compos    |                   |  |   | planatory                         |                            |  |  |  |  |   |                                      |                                      |
|----|--------------------------|---------------------------------|-----|----------|--|-------------------------------|-------------------------------|---------------------|---|-----------------------------------|---------------------------------|--------------------------------|-------------------|--|---|-----------------------------------|----------------------------|--|--|--|--|---|--------------------------------------|--------------------------------------|
|    |                          |                                 |     |          |  |                               |                               |                     |   |                                   | Whether                         | • the listed ent               | tity has          | a Regular C  | hairpers                                    | on                                |                            |  |  |  |  |   |                                      |                                      |
| Sr | Title<br>(Mr<br>/<br>Ms) | Name of the<br>Director         | PAN | DIN      | Category 1<br>of directors                     | Category<br>2 of<br>directors | Category<br>3 of<br>directors | Date<br>of<br>Birth | Whether the<br>director is<br>disqualified? | Start Date of<br>disqualification | End Date of<br>disqualification | Details of<br>disqualification | Current<br>status | Whether<br>special<br>resolution<br>passed?<br>[Refer Reg.<br>17(1A) of<br>Listing<br>Regulations] | Date of<br>passing<br>special<br>resolution | Initial Date<br>of<br>appointment | Date of Re-<br>appointment | Tenure<br>of<br>director<br>(in<br>months) | No of<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity (Refer<br>Regulation<br>17A of<br>Listing<br>Regulations) | No of<br>Independent<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity<br>(Refer<br>Regulation<br>17A(1) of<br>Listing<br>Regulations | Number of<br>memberships<br>in Audit/<br>Stakeholder<br>Committee(s)<br>including this<br>listed entity<br>(Refer<br>Regulation<br>26(1) of<br>Listing<br>Regulations) | No of post<br>of<br>Chairperson<br>in Audit/<br>Stakeholder<br>Committee<br>held in<br>listed<br>entities<br>including<br>this listed<br>entity (Refer<br>Regulation<br>26(1) of<br>Listing<br>Regulations) | Notes for<br>not<br>providing<br>PAN | Notes for<br>not<br>providing<br>DIN |
| 9  | Mr                       | Jitendra<br>Jayantilal<br>Tanna |     | 09403346 | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable             |                               | 31-<br>08-<br>1974  | No  |                                   |                                 |                                | Active            | NA   |   | 30-11-2021                        | 30-08-2022                 | 36   | 1  | 1  | 1  | 1   |                                      |                                      |
| 10 | Mr                       | Vidyadhar<br>Vaishampayan       |     | 02667949 | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable             |                               | 15-<br>08-<br>1963  | No  |                                   |                                 |                                | Active            | NA   |   | 30-11-2021                        | 30-08-2022                 | 36   | 1  | 1  | 2  | 0   |                                      |                                      |
| 11 | Mr                       | Vivek Gupta                     |     | 08794502 | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable             |                               | 10-<br>03-<br>1973  | No  |                                   |                                 |                                | Active            | NA   |   | 30-11-2021                        | 30-08-2022                 | 36   | 1  | 1  | 2  | 1   |                                      |                                      |
| 12 | Ms                       | Sangitha<br>Varier              |     | 09402812 | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable             |                               | 02-<br>05-<br>1964  | No  |                                   |                                 |                                | Active            | NA   |   | 07-12-2021                        | 30-08-2022                 | 36   | 1  | 1  | 1  | 0   |                                      |                                      |

|                        | Text Block   |
|------------------------|--|
| Textual Information(1) | As on 31st March, 2023, NTPC has five functional directors including the Chairman & Managing<br>Director and excluding Director (Fuel) whose position is vacant at present, two Government Nominee<br>Directors and four Independent Directors, including one Woman Independent Director on the Board.<br>After appointment of Director (Fuel), the Company will be 4 short of requisite Independent Directors.<br>NTPC being a Government Company under section 2(45) of the Companies Act, 2013, as per the<br>Articles of Association of the Company, the power to appoint or remove the Directors vests with the<br>President of India. We have, accordingly, written to our Administrative Ministry i.e. Ministry of Power<br>requesting them to appoint requisite independent directors on the Board of NTPC so as to comply with<br>regulation 17(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 |

| Au | dit Committe  | ee Details                   |   |                         |                        |                      |         |
|----|---------------|------------------------------|---|-------------------------|------------------------|----------------------|---------|
|    |               | Wheth                        | her the Audit Committee has a R             | Regular Chairperson     | Yes                    |                      |         |
| Sr | DIN<br>Number | Name of Committee<br>members | Category 1 of directors                     | Category 2 of directors | Date of<br>Appointment | Date of<br>Cessation | Remarks |
| 1  | 09403346      | Jitendra Jayantilal<br>Tanna | Non-Executive - Independent<br>Director     | Chairperson             | 30-12-2021             |                      |         |
| 2  | 09402812      | Sangitha Varier              | Non-Executive - Independent<br>Director     | Member                  | 30-12-2021             |                      |         |
| 3  | 08794502      | Vivek Gupta                  | Non-Executive - Independent<br>Director     | Member                  | 30-12-2021             |                      |         |
| 4  | 02667949      | Vidyadhar<br>Vaishampayan    | Non-Executive - Independent<br>Director     | Member                  | 30-12-2021             |                      |         |
| 5  | 06855349      | Ashish Upadhyaya             | Non-Executive - Non<br>Independent Director | Member                  | 22-01-2020             |                      |         |

| No | mination and  | d remuneration commit        | tee   |                         |                        |                      |         |
|----|---------------|------------------------------|---|-------------------------|------------------------|----------------------|---------|
|    | Whe           | ther the Nomination and      | remuneration committee has a R              | Regular Chairperson     | Yes                    |                      |         |
| Sr | DIN<br>Number | Name of Committee<br>members | Category 1 of directors                     | Category 2 of directors | Date of<br>Appointment | Date of<br>Cessation | Remarks |
| 1  | 09402812      | Sangitha Varier              | Non-Executive - Independent<br>Director     | Chairperson             | 30-12-2021             |                      |         |
| 2  | 06855349      | Ashish Upadhyaya             | Non-Executive - Non<br>Independent Director | Member                  | 23-08-2021             |                      |         |
| 3  | 09403346      | Jitendra Jayantilal<br>Tanna | Non-Executive - Independent<br>Director     | Member                  | 30-12-2021             |                      |         |
| 4  | 08794502      | Vivek Gupta                  | Non-Executive - Independent<br>Director     | Member                  | 30-12-2021             |                      |         |
| 5  | 02667949      | Vidyadhar<br>Vaishampayan    | Non-Executive - Independent<br>Director     | Member                  | 30-12-2021             |                      |         |

| Sta | akeholders R  | elationship Committee        |   |                        |                      |         |  |
|-----|---------------|------------------------------|---|------------------------|----------------------|---------|--|
|     | V             | Whether the Stakeholders     | Relationship Committee has a R              | Regular Chairperson    | Yes                  |         |  |
| Sr  | DIN<br>Number | Name of Committee<br>members | Category 2 of<br>directors                  | Date of<br>Appointment | Date of<br>Cessation | Remarks |  |
| 1   | 08794502      | Vivek Gupta                  | Non-Executive - Independent<br>Director     | Chairperson            | 30-12-2021           |         |  |
| 2   | 02667949      | Vidyadhar<br>Vaishampayan    | Non-Executive - Independent<br>Director     | Member                 | 30-12-2021           |         |  |
| 3   | 06855349      | Ashish Upadhyaya             | Non-Executive - Non<br>Independent Director | Member                 | 23-08-2021           |         |  |
| 4   | 01220828      | Jaikumar Srinivasan          | Executive Director                          | Member                 | 21-07-2022           |         |  |

| Ri | sk Managem    | ent Committee                |   |                         |                        |                      |                           |
|----|---------------|------------------------------|---|-------------------------|------------------------|----------------------|---------------------------|
|    |               | Whether the Risk Mana        | agement Committee has a R               | egular Chairperson      | Yes                    |                      |                           |
| Sr | DIN<br>Number | Name of Committee<br>members | Category 1 of directors                 | Category 2 of directors | Date of<br>Appointment | Date of<br>Cessation | Remarks                   |
| 1  | 08734219      | Ujjwal Kanti<br>Bhattacharya | Executive Director                      | Chairperson             | 28-08-2020             |                      |                           |
| 2  | 08736805      | Ramesh Babu V.               | Executive Director                      | Member                  | 01-05-2020             |                      |                           |
| 3  | 02667949      | Vidyadhar<br>Vaishampayan    | Non-Executive -<br>Independent Director | Member                  | 30-12-2021             |                      | Textual<br>Information(1) |

|                        | Sr Text Block  |
|------------------------|--|
| Textual Information(1) | Ms. Sangeeta Kaushik, CGM appointed as member of the Committee w.e.f 13th March 2023 in place of Shri Animesh Jain |

| Co | rporate Socia | al Responsibility Comm       | ittee                                   |                         |                        |                      |         |
|----|---------------|------------------------------|---|-------------------------|------------------------|----------------------|---------|
|    | Whether       | the Corporate Social Re      | sponsibility Committee has a I          | Regular Chairperson     | Yes                    |                      |         |
| Sr | DIN<br>Number | Name of Committee<br>members | Category 1 of directors                 | Category 2 of directors | Date of<br>Appointment | Date of<br>Cessation | Remarks |
| 1  | 08695490      | Dillip Kumar Patel           | Executive Director                      | Chairperson             | 01-04-2020             |                      |         |
| 2  | 08736805      | Ramesh Babu V.               | Executive Director                      | Member                  | 23-10-2020             |                      |         |
| 3  | 09402812      | Sangitha Varier              | Non-Executive -<br>Independent Director | Member                  | 30-12-2021             |                      |         |
| 4  | 09403346      | Jitendra Jayantilal<br>Tanna | Non-Executive -<br>Independent Director | Member                  | 30-12-2021             |                      |         |
| 5  | 08794502      | Vivek Gupta                  | Non-Executive -<br>Independent Director | Member                  | 30-12-2021             |                      |         |

| Ot | her Committee | ;                         |                         |                         |                         |         |
|----|---------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr | DIN Number    | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

|  | Annexure 1  |  |  |                                       |   |  |  |   |
|--|---|--|--|---------------------------------------|---|--|--|---|
| An   | nexure 1  |  |  |                                       |   |  |  |   |
| Ш  | . Meeting of B  | oard of Direct   | tors   |                                       |   |  |  |   |
| Disclosure of notes on meeting<br>of board of directors<br>explanatory |   |  |  |                                       |   |  |  |   |
| Sr   | Date(s) of<br>meeting (if<br>any) in the<br>previous<br>quarter | Date(s) of<br>meeting (if<br>any) in the<br>current<br>quarter | Maximum gap<br>between any two<br>consecutive (in<br>number of days) | Notes for<br>not<br>providing<br>Date | Whether<br>requirement of<br>Quorum met<br>(Yes/No) | Total Number<br>of Directors<br>as on date of<br>the meeting | Number of<br>Directors present*<br>(All directors<br>including<br>Independent<br>Director) | No. of<br>Independent<br>Directors<br>attending the<br>meeting* |
| 1  | 12-10-2022  |  |  |                                       | Yes   | 12   | 12   | 4   |
| 2  | 29-10-2022  |  | 16   |                                       | Yes   | 12   | 12   | 4   |
| 3  |   | 13-01-2023   | 75   |                                       | Yes   | 12   | 12   | 4   |
| 4  |   | 28-01-2023   | 14   |                                       | Yes   | 12   | 12   | 4   |
| 5  |   | 30-01-2023   | 1  |                                       | Yes   | 12   | 12   | 4   |
| 6  |   | 11-03-2023   | 39   |                                       | Yes   | 11   | 11   | 4   |
| 7  |   | 24-03-2023   | 12   |                                       | Yes   | 11   | 11   | 4   |

|     | Annexure 1           |   |   |                               |                                       |  |   |  |  |  |
|-----|----------------------|---|---|-------------------------------|---------------------------------------|--|---|--|--|--|
| IV. | Meeting of           | Committees  |   |                               |                                       |  |   |  |  |  |
|     |                      | Disclo  | sure of notes of  | on meeting of                 | f committee                           | s explanatory  |   |  |  |  |
| Sr  | Name of<br>Committee | Date(s) of<br>meeting<br>(Enter dates<br>of Previous<br>quarter and<br>Current<br>quarter in<br>chronological<br>order) | Maximum<br>gap<br>between<br>any two<br>consecutive<br>(in number<br>of days) | Name of<br>other<br>committee | Reson for<br>not<br>providing<br>date | Whether<br>requirement<br>of Quorum<br>met<br>(Yes/No) | Total<br>Number of<br>Directors<br>in the<br>Committee<br>as on date<br>of the<br>meeting | Number of<br>Directors<br>Present (All<br>Directors<br>including<br>Independent<br>Director) | No. of<br>Independent<br>Directors<br>attending<br>the<br>meeting* | No. of<br>members<br>attending<br>the<br>meeting<br>(other<br>than<br>Board of<br>Directors) |
| 1   | Audit<br>Committee   | 29-10-2022  |   |                               |                                       | Yes  | 5   | 5  | 4  | 0  |
| 2   | Audit<br>Committee   | 05-12-2022  | 36  |                               |                                       | Yes  | 5   | 5  | 4  | 0  |
| 3   | Audit<br>Committee   | 02-01-2023  | 27  |                               |                                       | Yes  | 5   | 5  | 4  | 0  |
| 4   | Audit<br>Committee   | 27-01-2023  | 24  |                               |                                       | Yes  | 5   | 4  | 4  | 0  |
| 5   | Audit<br>Committee   | 11-03-2023  | 42  |                               |                                       | Yes  | 5   | 5  | 4  | 0  |
| 6   | Audit<br>Committee   | 24-03-2023  | 12  |                               |                                       | Yes  | 5   | 4  | 4  | 0  |

|     | Annexure 1   |   |   |                               |                                       |  |   |  |  |  |
|-----|--|---|---|-------------------------------|---------------------------------------|--|---|--|--|--|
| IV. | Meeting of Cor                                     | nmittees  |   |                               |                                       |  |   |  |  |  |
| Sr  | Name of<br>Committee                               | Date(s) of<br>meeting<br>(Enter dates<br>of Previous<br>quarter and<br>Current<br>quarter in<br>chronological<br>order) | Maximum<br>gap<br>between<br>any two<br>consecutive<br>(in number<br>of days) | Name of<br>other<br>committee | Reson<br>for not<br>providing<br>date | Whether<br>requirement<br>of Quorum<br>met<br>(Yes/No) | Total<br>Number of<br>Directors<br>in the<br>Committee<br>as on date<br>of the<br>meeting | Number of<br>Directors<br>Present (All<br>Directors<br>including<br>Independent<br>Director) | No. of<br>Independent<br>Directors<br>attending<br>the<br>meeting* | No. of<br>members<br>attending<br>the<br>meeting<br>(other<br>than<br>Board of<br>Directors) |
| 7   | Nomination<br>and<br>remuneration<br>committee     | 29-10-2022  |   |                               |                                       | Yes  | 5   | 5  | 4  | 0  |
| 8   | Nomination<br>and<br>remuneration<br>committee     | 28-01-2023  | 90  |                               |                                       | Yes  | 5   | 4  | 4  | 0  |
| 9   | Stakeholders<br>Relationship<br>Committee          | 05-12-2022  |   |                               |                                       | Yes  | 4   | 4  | 2  | 0  |
| 10  | Corporate<br>Social<br>Responsibility<br>Committee | 05-12-2022  |   |                               |                                       | Yes  | 5   | 5  | 3  | 0  |
| 11  | Corporate<br>Social<br>Responsibility<br>Committee | 04-01-2023  | 29  |                               |                                       | Yes  | 5   | 5  | 3  | 0  |
| 12  | Risk<br>Management<br>Committee                    | 12-02-2023  | 38  |                               |                                       | Yes  | 3   | 3  | 1  | 1  |

|    | Annexure 1   |                                  |  |  |  |  |  |
|----|--|----------------------------------|--|--|--|--|--|
| V. | V. Related Party Transactions  |                                  |  |  |  |  |  |
| Sr | Subject  | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-<br>compliance may be given here. |  |  |  |  |
| 1  | Whether prior approval of audit committee obtained   | Yes                              |  |  |  |  |  |
| 2  | Whether shareholder approval obtained for material RPT   | NA                               |  |  |  |  |  |
| 3  | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes                              |  |  |  |  |  |
| Di | sclosure of notes on related party transactions  |                                  | Textual Information(1)   |  |  |  |  |

| Text Block             |  |  |  |  |  |
|------------------------|--|--|--|--|--|
| Textual Information(1) | The Company has entered into a Power Station Operation & Maintenance Agreement (PSOMA) with<br>Utility Powertech Limited (UPL), one of the Joint Venture Company of NTPC, for which prior approval<br>of the Audit Committee and Board was taken. Further, under the overall ceiling approved by the<br>shareholders, post facto approval of Audit Committee is being obtained on quarterly basis for Purchase<br>Orders placed to UPL under the PSOMA. Further, the Company also considers earlier approval obtained<br>from the shareholders for PSOMA agreement still valid.<br>Transactions with PTC India Limited are not considered as Related Party Transactions as it was<br>approved by Board of Directors in Financial year 2008-09. |  |  |  |  |

|    | Annexure 1  |                               |  |  |  |  |
|----|---|-------------------------------|--|--|--|--|
| VI | Affirmations  |                               |  |  |  |  |
| Sr | Subject   | Compliance status<br>(Yes/No) |  |  |  |  |
| 1  | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements)<br>Regulations, 2015  | No                            |  |  |  |  |
| 2  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee   | Yes                           |  |  |  |  |
| 3  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee                                    | Yes                           |  |  |  |  |
| 4  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee                                    | Yes                           |  |  |  |  |
| 5  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities) | Yes                           |  |  |  |  |
| 6  | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.                               | Yes                           |  |  |  |  |
| 7  | The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.                   | Yes                           |  |  |  |  |
| 8  | This report and/or the report submitted in the previous quarter has been placed before Board of Directors.  | Yes                           |  |  |  |  |
| 9  | Any comments/observations/advice of Board of Directors may be mentioned here:   | Textual<br>Information(1)     |  |  |  |  |

| Annexure 1                   |                   |  |  |  |
|------------------------------|-------------------|--|--|--|
| Sr Subject Compliance status |                   |  |  |  |
| 1                            | Name of signatory | Arun Kumar                               |  |  |
| 2                            | Designation       | Company Secretary and Compliance Officer |  |  |

|                        | Text Block   |
|------------------------|--|
| Textual Information(1) | As on 31st March, 2023, NTPC has five functional directors including the Chairman & Managing<br>Director and excluding Director (Fuel) whose position is vacant at present, two Government Nominee<br>Directors and four Independent Directors, including one Woman Independent Director on the Board.<br>After appointment of Director (Fuel), the Company will be 4 short of requisite Independent Directors.<br>NTPC being a Government Company under section 2(45) of the Companies Act, 2013, as per the<br>Articles of Association of the Company, the power to appoint or remove the Directors vests with the<br>President of India. We have, accordingly, written to our Administrative Ministry i.e. Ministry of Power<br>requesting them to appoint requisite independent directors on the Board of NTPC so as to comply with<br>regulation 17(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 |

|             | Annexure II  |                                  |  |                         |  |  |
|-------------|--|----------------------------------|--|-------------------------|--|--|
|             | Annexure II to be submitted by list  | ted entity at the end of t       | he financial year (for the whole of fina                           | ncial year)             |  |  |
| <b>I.</b> ] | Disclosure on website in terms of Listing Reg                              | gulations                        |  |                         |  |  |
| Sr          | Item   | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-<br>compliance may be given here. | Web address             |  |  |
| 1           | Details of business  | Yes                              |  | https://www.ntpc.co.in/ |  |  |
| 2           | Terms and conditions of appointment of independent directors               | Yes                              |  | https://www.ntpc.co.in/ |  |  |
| 3           | Composition of various committees of board of directors                    | Yes                              |  | https://www.ntpc.co.in/ |  |  |
| 4           | Code of conduct of board of directors and senior management personnel      | Yes                              |  | https://www.ntpc.co.in/ |  |  |
| 5           | Details of establishment of vigil mechanism/<br>Whistle Blower policy      | Yes                              |  | https://www.ntpc.co.in/ |  |  |
| 6           | Criteria of making payments to non-<br>executive directors                 | Yes                              |  | https://www.ntpc.co.in/ |  |  |
| 7           | Policy on dealing with related party transactions                          | Yes                              |  | https://www.ntpc.co.in/ |  |  |
| 8           | Policy for determining 'material'<br>subsidiaries                          | Yes                              |  | https://www.ntpc.co.in/ |  |  |
| 9           | Details of familiarization programmes<br>imparted to independent directors | Yes                              |  | https://www.ntpc.co.in/ |  |  |

|      | Annexure II   |                                  |  |                         |  |  |  |
|------|---|----------------------------------|--|-------------------------|--|--|--|
|      | Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)   |                                  |  |                         |  |  |  |
| I. I | Disclosure on website in terms of Listing Regulations   |                                  |  |                         |  |  |  |
| Sr   | Item  | Compliance status<br>(Yes/No/NA) | If status is "No" details<br>of non-compliance may<br>be given here. | Web address             |  |  |  |
| 10   | Contact information of the designated officials of the listed<br>entity who are responsible for assisting and handling investor<br>grievances   | Yes                              |  | https://www.ntpc.co.in/ |  |  |  |
| 11   | email address for grievance redressal and other relevant details  | Yes                              |  | https://www.ntpc.co.in/ |  |  |  |
| 12   | Financial results   | Yes                              |  | https://www.ntpc.co.in/ |  |  |  |
| 13   | Shareholding pattern  | Yes                              |  | https://www.ntpc.co.in/ |  |  |  |
| 14   | Details of agreements entered into with the media companies and/or their associates   | NA                               |  |                         |  |  |  |
| 15   | Schedule of analyst or institutional investor meet and<br>presentations made by the listed entity to analysts or<br>institutional investors simultaneously with submission to<br>stock exchange | Yes                              |  | https://www.ntpc.co.in/ |  |  |  |
| 16   | New name and the old name of the listed entity  | NA                               |  |                         |  |  |  |
| 17   | Advertisements as per regulation 47 (1)   | Yes                              |  | https://www.ntpc.co.in/ |  |  |  |
| 18   | Credit rating or revision in credit rating obtained   | Yes                              |  | https://www.ntpc.co.in/ |  |  |  |
| 19   | Separate audited financial statements of each subsidiary of<br>the listed entity in respect of a relevant financial year  | Yes                              |  | https://www.ntpc.co.in/ |  |  |  |
| 20   | Whether company has provided information under separate section on its website as per Regulation 46(2)  | Yes                              |  | https://www.ntpc.co.in/ |  |  |  |
| 21   | Materiality Policy as per Regulation 30   | Yes                              |  | https://www.ntpc.co.in/ |  |  |  |
| 22   | Dividend Distribution policy as per Regulation 43A (as applicable)  | Yes                              |  | https://www.ntpc.co.in/ |  |  |  |
| 23   | It is certified that these contents on the website of the listed<br>entity are correct  | Yes                              |  | https://www.ntpc.co.in/ |  |  |  |

|     | Annexure II  |                              |                                     |  |  |  |  |  |
|-----|--|------------------------------|-------------------------------------|--|--|--|--|--|
| II. | II. Annual Affirmations  |                              |                                     |  |  |  |  |  |
| Sr  | Particulars  | Regulation<br>Number         | Compliance<br>status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given here.   |  |  |  |  |
| 1   | Independent director(s)<br>have been appointed in<br>terms of specified<br>criteria of<br>'independence' and/or<br>'eligibility' | 16(1)(b) &<br>25(6)          | Yes                                 |  |  |  |  |  |
| 2   | Board composition  | 17(1),<br>17(1A) &<br>17(1B) | No                                  | As on 31st March, 2023, NTPC has five functional directors including the Chairman & Managing Director and excluding Director (Fuel) whose position is vacant at present, two Government Nominee Directors and four Independent Directors, including one Woman Independent Director on the Board. After appointment of Director (Fuel), the Company will be 4 short of requisite Independent Directors. NTPC being a Government Company under section 2(45) of the Companies Act, 2013, as per the Articles of Association of the Company, the power to appoint or remove the Directors vests with the President of India. We have, accordingly, written to our Administrative Ministry i.e. Ministry of Power requesting them to appoint requisite independent directors on the Board of NTPC so as to comply with regulation 17(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 |  |  |  |  |
| 3   | Meeting of Board of directors  | 17(2)                        | Yes                                 |  |  |  |  |  |
| 4   | Quorum of Board meeting  | 17(2A)                       | Yes                                 |  |  |  |  |  |
| 5   | Review of Compliance<br>Reports  | 17(3)                        | Yes                                 |  |  |  |  |  |
| 6   | Plans for orderly<br>succession for<br>appointments  | 17(4)                        | NA                                  |  |  |  |  |  |
| 7   | Code of Conduct  | 17(5)                        | Yes                                 |  |  |  |  |  |
| 8   | Fees/compensation  | 17(6)                        | Yes                                 |  |  |  |  |  |
| 9   | Minimum Information  | 17(7)                        | Yes                                 |  |  |  |  |  |
| 10  | Compliance Certificate   | 17(8)                        | Yes                                 |  |  |  |  |  |

|     | Annexure II   |                          |                                     |   |  |  |  |  |
|-----|---|--------------------------|-------------------------------------|---|--|--|--|--|
| II. | II. Annual Affirmations                                       |                          |                                     |   |  |  |  |  |
| Sr  | Particulars   | Regulation<br>Number     | Compliance<br>status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given here.  |  |  |  |  |
| 11  | Risk Assessment &<br>Management                               | 17(9)                    | Yes                                 |   |  |  |  |  |
| 12  | Performance Evaluation of<br>Independent Directors            | 17(10)                   | No                                  | NTPC being a Government Company and the tenure, performance<br>evaluation and extension of term of Independent Directors are being<br>decided by the Government of India and therefore, it is not within<br>the control of the Company. |  |  |  |  |
| 13  | Recommendation of Board                                       | 17(11)                   | Yes                                 |   |  |  |  |  |
| 14  | Maximum number of Directorships                               | 17A                      | Yes                                 |   |  |  |  |  |
| 15  | Composition of Audit<br>Committee                             | 18(1)                    | Yes                                 |   |  |  |  |  |
| 16  | Meeting of Audit Committee                                    | 18(2)                    | Yes                                 |   |  |  |  |  |
| 17  | Composition of nomination & remuneration committee            | 19(1) & (2)              | Yes                                 |   |  |  |  |  |
| 18  | Quorum of Nomination and<br>Remuneration Committee<br>meeting | 19(2A)                   | Yes                                 |   |  |  |  |  |
| 19  | Meeting of Nomination and<br>Remuneration Committee           | 19(3A)                   | Yes                                 |   |  |  |  |  |
| 20  | Composition of Stakeholder<br>Relationship Committee          | 20(1), 20(2)<br>& 20(2A) | Yes                                 |   |  |  |  |  |

|     | Annexure II   |                                  |                                  |  |  |
|-----|---|----------------------------------|----------------------------------|--|--|
| II. | Annual Affirmations   |                                  |                                  |  |  |
| Sr  | Particulars   | Regulation<br>Number             | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-<br>compliance may be given here. |  |
| 21  | Meeting of Stakeholders Relationship<br>Committee                                   | 20(3A)                           | Yes                              |  |  |
| 22  | Composition and role of risk management committee                                   | 21(1),(2),(3),(4)                | Yes                              |  |  |
| 23  | Meeting of Risk Management Committee  | 21(3A)                           | Yes                              |  |  |
| 24  | Vigil Mechanism   | 22                               | Yes                              |  |  |
| 25  | Policy for related party Transaction  | 23(1),(1A),(5),(6),<br>(7) & (8) | Yes                              |  |  |
| 26  | Prior or Omnibus approval of Audit Committee<br>for all related party transactions  | 23(2), (3)                       | Yes                              |  |  |
| 27  | Approval for material related party transactions                                    | 23(4)                            | NA                               |  |  |
| 28  | Disclosure of related party transactions on consolidated basis                      | 23(9)                            | Yes                              |  |  |
| 29  | Composition of Board of Directors of unlisted material Subsidiary                   | 24(1)                            | NA                               |  |  |
| 30  | Other Corporate Governance requirements with respect to subsidiary of listed entity | 24(2),(3),(4),(5) &<br>(6)       | NA                               |  |  |

|     | Annexure II   |                      |                                  |  |  |
|-----|---|----------------------|----------------------------------|--|--|
| II. | Annual Affirmations   |                      |                                  |  |  |
| Sr  | Particulars   | Regulation<br>Number | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-<br>compliance may be given here. |  |
| 31  | Annual Secretarial Compliance Report  | 24(A)                | Yes                              |  |  |
| 32  | Alternate Director to Independent Director  | 25(1)                | NA                               |  |  |
| 33  | Maximum Tenure  | 25(2)                | Yes                              |  |  |
| 34  | Meeting of independent directors  | 25(3) & (4)          | Yes                              |  |  |
| 35  | Familiarization of independent directors  | 25(7)                | Yes                              |  |  |
| 36  | Declaration from Independent Director   | 25(8) & (9)          | Yes                              |  |  |
| 37  | D & O Insurance for Independent Directors   | 25(10)               | Yes                              |  |  |
| 38  | Memberships in Committees   | 26(1)                | Yes                              |  |  |
| 39  | Affirmation with compliance to code of conduct from<br>members of Board of Directors and Senior management<br>personnel | 26(3)                | Yes                              |  |  |
| 40  | Disclosure of Shareholding by Non-Executive Directors   | 26(4)                | Yes                              |  |  |
| 41  | Policy with respect to Obligations of directors and senior management   | 26(2) & 26(5)        | Yes                              |  |  |
|     | Any other information to be provided - Add Notes  |                      |                                  |  |  |

|   | Annexure II |                   |  |
|---|-------------|-------------------|--|
| 1 | l           | Name of signatory | Arun Kumar                               |
| 2 | 2           | Designation       | Company Secretary and Compliance Officer |

|   | Annexure II             |  |                                  |  |
|---|-------------------------|--|----------------------------------|--|
| Ι | III. Affirmations       |  |                                  |  |
| s | r Particulars           |  | Compliance status<br>(Yes/No/NA) |  |
| 1 | The Listed with respect | Entity has approved Material Subsidiary Policy and the Corporate Governance requirements to subsidiary of Listed Entity have been complied | Yes                              |  |
|   | Any other in            | nformation to be provided  |                                  |  |

|   | Annexure II |                   |  |
|---|-------------|-------------------|--|
| 1 | l           | Name of signatory | Arun Kumar                               |
| 2 | 2           | Designation       | Company Secretary and Compliance Officer |

| Additional Half yearly Disclosure |                        |
|-----------------------------------|------------------------|
| Applicability of disclosure       | Not Applicable         |
| Reason for Non Applicability      | Textual Information(1) |

| Text Block             |   |
|------------------------|---|
| Textual Information(1) | Not applicable in view of the note 1 (a) and (b) of Annexure-IV of SEBI Circular No. SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated 31.05.2021. |

| Signatory Details     |  |  |
|-----------------------|--|--|
| Name of signatory     | Arun Kumar                               |  |
| Designation of person | Company Secretary and Compliance Officer |  |
| Place                 | New Delhi                                |  |
| Date                  | 21-04-2023                               |  |