

<b>General information about company</b>	
Scrip code	533098
Name of the entity	NHPC Limited
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Half Yearly
Date of Report	30-09-2017
Risk management committee	Applicable

Annexure I														
Annexure I to be submitted by listed entity on quarterly basis														
I. Composition of Board of Directors														
Disclosure of notes on composition of board of directors explanatory												Textual Information(1)		
Is there any change in information of board of directors compare to previous quarter												Yes		
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
1	Mr	Balraj Joshi	AAYPJ6555B	07449990	Executive Director	Chairperson	MD	22-09-2017			1	0	0	Textual Information(2)
2	Mr	Ratish Kumar	AAVPK2172N	06852735	Executive Director	Not Applicable		06-01-2016			1	0	0	Textual Information(3)
3	Mr	Nikhil Kumar Jain	AAQPJ4553P	05332456	Executive Director	Not Applicable		07-02-2017			1	0	0	
4	Mr	Mahesh Kumar Mittal	ABZPM9733G	02889021	Executive Director	Not Applicable		01-03-2017			2	1	0	

## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
5	Mr	K.M. Singh	ALCPS9164L	02223301	Executive Director	Not Applicable	MD	23-09-2015	31-07-2017		1	0	0	Textual Information(4)
6	Ms	Krishna Tyagi	AACPT4463E	07230978	Non-Executive - Nominee Director	Not Applicable		08-07-2015			1	1	0	
7	Ms	Archana Agrawal	ADVPA4668G	02105906	Non-Executive - Nominee Director	Not Applicable		06-03-2016			2	0	0	
8	Mr	Satya Prakash Mangal	AADPA2375D	01052952	Non-Executive - Independent Director	Not Applicable		26-11-2015		22	2	4	2	Textual Information(5)

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Annexure I to be submitted by listed entity on quarterly basis														
I. Composition of Board of Directors														
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
9	Ms	Prof. Kanika T. Bhal	AAAPB0798E	06944916	Non-Executive - Independent Director	Not Applicable		26-11-2015		22	1	2	1	
10	Mr	Prof. Arun Kumar	AAYPK3171A	07346292	Non-Executive - Independent Director	Not Applicable		26-11-2015		22	1	1	0	

<b>Text Block</b>	
Textual Information(1)	NHPC Ltd is a Govt. Company. As per the Articles of Association of the Company, the power to appoint Directors (Including Independent Director) on the Board of the Company is vested with the President of India. Accordingly Ministry of Power has appointed 3 Independent Directors (Board Approved their appointments on 07.10.2017). After the appointment of above 3 Independent Directors on the Board, the composition of Board is in accordance with the terms of SEBI (LODR) Regulations, 2015.
Textual Information(2)	Prior to appointment of Chairman and Managing Director, Shri Balraj Joshi was Director (Technical) in the Company from 01.04.2016 to 22.09.2017.
Textual Information(3)	Consequent upon superannuation of Shri K.M Singh (Chairman & Managing Director) on 31.07.2017, Shri Ratish Kumar, Director (Projects) was also holding additional charge of Chairman & Managing Director of the Company from 01.08.2017 to 22.09.2017.
Textual Information(4)	Shri K.M Singh ceased to be Chairman & Managing Director of Company on 31.07.2017 due to superannuation.
Textual Information(5)	Mr. Satya Prakash Mangal is chairman of audit committee of NHDC Limited which is a unlisted public limited company.

<b>Annexure 1</b>					
<b>II. Composition of Committees</b>					
Disclosure of notes on composition of committees explanatory					Textual Information(1)
Is there any change in information of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Mr. Satya Prakash Mangal	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Prof. Kanika T. Bhal	Non-Executive - Independent Director	Member	
3	Audit Committee	Prof. Arun Kumar	Non-Executive - Independent Director	Member	
4	Audit Committee	Smt Krishna Tyagi	Non-Executive - Nominee Director	Member	
5	Nomination and remuneration committee	Prof. Kanika T. Bhal	Non-Executive - Independent Director	Chairperson	
6	Nomination and remuneration committee	Smt Krishna Tyagi	Non-Executive - Nominee Director	Member	
7	Nomination and remuneration committee	Prof. Arun Kumar	Non-Executive - Independent Director	Member	
8	Stakeholders Relationship Committee	Prof. Kanika T. Bhal	Non-Executive - Independent Director	Chairperson	
9	Stakeholders Relationship Committee	Shri Satya Prakash Mangal	Non-Executive - Independent Director	Member	
10	Stakeholders Relationship Committee	Shri Mahesh Kumar Mittal	Executive Director	Member	

<b>Annexure 1</b>					
<b>II. Composition of Committees</b>					
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
11	Risk Management Committee	Prof. Arun Kumar	Non-Executive - Independent Director	Chairperson	
12	Risk Management Committee	Shri Satya Prakash Mangal	Non-Executive - Independent Director	Member	
13	Risk Management Committee	Prof. Kanika T. Bhal	Non-Executive - Independent Director	Member	
14	Risk Management Committee	Shri Ratish Kumar	Executive Director	Member	
15	Risk Management Committee	Shri Balraj Joshi	Executive Director	Member	
16	Corporate Social Responsibility Committee	Prof. Arun Kumar	Non-Executive - Independent Director	Chairperson	
17	Corporate Social Responsibility Committee	Shri Mahesh Kumar Mittal	Executive Director	Member	
18	Corporate Social Responsibility Committee	Shri Balraj Joshi	Executive Director	Member	

<b>Text Block</b>	
Textual Information(1)	<p>General Note:-</p> <p>1. Shri Balraj Joshi was member of Corporate Social Responsibility Committee and Risk Management Committee till 22.09.2017. However, consequent upon his appointment as Chairman &amp; Managing Director of the Company he ceased to be member of above committees. A proposal for reconstitution of various committees of the Board is being placed before the Board in its ensuing meeting.</p> <p>2. Details provided only for mandatory committees as per SEBI Circular No. CIR/CFD/CMD/5/2015 dated 24.09.2015 and CSR Committee applicable as per Companies Act, 2013.</p>

<b>Annexure 1</b>			
<b>Annexure 1</b>			
<b>III. Meeting of Board of Directors</b>			
Disclosure of notes on meeting of board of directors explanatory			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	17-04-2017		
2	05-05-2017		17
3	30-05-2017		24
4	09-06-2017		9
5		27-07-2017	47
6		09-08-2017	12

Annexure 1							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	19-07-2017	Yes	All the members were present.	07-04-2017	102	
2	Audit Committee	09-08-2017	Yes	Three members were present out of total four members.	05-05-2017	95	
3	Audit Committee	15-09-2017	Yes	Three members were present out of total four members.	27-05-2017	110	
4	Risk Management Committee	15-09-2017	Yes	Three members were present out of total five members.	27-05-2017	110	
5	Corporate Social Responsibility Committee	09-08-2017	Yes	All the members were present.	11-06-2017	58	
6	Corporate Social Responsibility Committee	27-08-2017	Yes	All the members were present.			

**Annexure 1**

**IV. Meeting of Committees**

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
7	Nomination and remuneration committee	18-07-2017	Yes	Two members out of three were present.			
8	Stakeholders Relationship Committee	16-08-2017	Yes	All the members were present.			

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-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	NA	
Disclosure of notes on related party transactions			Textual Information(1)

<b>Text Block</b>	
Textual Information(1)	Audit Committee has allowed the Company to entered into transactions with some of the related parties without seeking its prior approvals with the directions that such transactions have its ex-post facto approval within 3 months.

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) 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 100 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 Information(1)

<b>Text Block</b>	
Textual Information(1)	<p>Note Against Sl.no 1- Composition of Board of Directors.</p> <p>NHPC Ltd is a Govt. Company. As per the Articles of Association of the Company, the power to appoint Directors (Including Independent Director) on the Board of the Company is vested with the President of India. Accordingly Ministry of Power has appointed 3 Independent Directors (Board Approved their appointments on 07.10.2017). After the appointment of above 3 Independent Directors on the Board, the composition of Board is in accordance with the terms of SEBI (LODR) Regulations, 2015.</p> <p>Note against Sl.No. 8 Report submitted in previous quarter 30.06.2017 has been placed before 407th meeting of the Board of Directors held on 27.07.2017. The board has noted the report on corporate governance without any comment.</p>

<b>Annexure III</b>				
<b>Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year</b>				
<b>I. Affirmations</b>				
Sr	Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided			Textual Information(1)	

<b>Text Block</b>	
Textual Information(1)	Prof. Kanika T.Bhal, Chairman of Nomination & Remuneration Committee has authorised Shri Satya Prakash Mangal (Chairman Audit Committee) to answer the shareholder's queries at Annual General Meeting. Prof. Kanika T. Bhal couldn't attend the meeting as she was out of India on the date of AGM.

<b>Signatory Details</b>	
Name of signatory	Mr. Vijay Gupta
Designation of person	Company Secretary
Place	Faridabad
Date	09-10-2017

