

General information about company	
Scrip code	533098
NSE Symbol	NHPC
MSEI Symbol	NOTLISTED
ISIN	INE848E01016
Name of the entity	NHPC Limited
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Half Yearly
Date of Report	30-09-2019
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

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)					
Whether the listed entity has a Regular Chairperson										Yes					
Whether Chairperson is related to MD or CEO										No					
Name of the director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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 if not provided PAN
Ajay K. Shrivastava	AAYPJ6555B	07449990	Executive Director	Chairperson	MD	21-12-1959	01-04-2016			1	0	0	0		
Ajay K. Shrivastava	AAVPK2172N	06852735	Executive Director	Not Applicable		08-12-1960	06-01-2016			1	0	0	0		
Ajay K. Shrivastava	AAQPJ4553P	05332456	Executive Director	Not Applicable		28-03-1962	07-02-2017			1	0	0	0		
Ajay K. Shrivastava	ABZPM9733G	02889021	Executive Director	Not Applicable		11-09-1960	01-03-2017			2	0	1	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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 for not provided PAN
5	Mr	Aniruddha Kumar	AAGPK9123Q	07325440	Non-Executive - Nominee Director	Not Applicable		31-08-1961	30-07-2018				2	0	1	0	
6	Mr	Satya Prakash Mangal	AADPA2375D	01052952	Non-Executive - Independent Director	Not Applicable		15-05-1960	26-11-2015	18-11-2018		46	1	1	2	2	
7	Ms	Prof. Kanika T. Bhal	AAAPB0798E	06944916	Non-Executive - Independent Director	Not Applicable		24-10-1964	26-11-2015	18-11-2018		46	1	1	2	0	
8	Mr	Prof. Arun Kumar	AAYPK3171A	07346292	Non-Executive - Independent Director	Not Applicable		13-06-1959	26-11-2015	18-11-2018		46	1	1	1	0	

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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 if not provided PAN
9	Mr	Jugal Kishore Mohapatra	AARPM3398N	03190289	Non-Executive - Independent Director	Not Applicable		12-02-1956	07-10-2017			23	1	1	0	0	
10	Mr	Bhagwat Prasad	AKYPP9584C	07941795	Non-Executive - Independent Director	Not Applicable		12-07-1968	07-10-2017			23	1	1	2	1	
11	Mr	Janardan Choudhary	AADPC5488P	07871968	Executive Director	Not Applicable		15-03-1960	05-07-2018				1	0	0	0	

Text Block

Textual Information(1)

1. Shri Aniruddha Kumar was appointed as Govt. Nominee Director on the Board w.e.f. 30.07.2018. He was also appointed as Govt. Nominee Director on the Board during the period from 28.10.2015 to 29.02.2016 and 28.05.2018 to 18.07.2018.

2. Mr. Satya Prakash Mangal is chairman of Audit Committee of M/s NHDC Limited which is an unlisted public Limited Company.

3. Mr. Aniruddha Kumar is member of Audit Committee of M/s Bhartiya Nabhikiya Vidyut Nigam Limited which is an unlisted public Limited Company.

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block

Textual Information(1)

General Note:

1. Details provided only for mandatory committees as per SEBI Circular No. CIR/CFD/CMD/5/2015 dated 24.09.2015 and CSR Committee as per Companies Act, 2013.

2. All mentioned Board level Committees were reconstituted by the Board of Directors in its meeting held on 14.12.2018.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01052952	Shri Satya Prakash Mangal	Non-Executive - Independent Director	Chairperson	14-12-2018		
2	06944916	Prof. Kanika T. Bhal	Non-Executive - Independent Director	Member	14-12-2018		
3	07346292	Prof. Arun Kumar	Non-Executive - Independent Director	Member	14-12-2018		
4	07941795	Shri Bhagwat Prasad	Non-Executive - Independent Director	Member	14-12-2018		

Nomination and remuneration committee								
Whether the Nomination and remuneration committee has a Regular Chairperson						Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks	
1	03190289	Shri Jugal Kishore Mohapatra	Non-Executive - Independent Director	Chairperson	14-12-2018			
2	07346292	Prof. Arun Kumar	Non-Executive - Independent Director	Member	14-12-2018			
3	06944916	Prof. Kanika T. Bhal	Non-Executive - Independent Director	Member	14-12-2018			

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06944916	Prof. Kanika T. Bhal	Non-Executive - Independent Director	Member	14-12-2018		
2	07941795	Shri Bhagwat Prasad	Non-Executive - Independent Director	Chairperson	14-12-2018		
3	02889021	Shri Mahesh Kumar Mittal	Executive Director	Member	14-12-2018		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01052952	Shri Satya Prakash Mangal	Non-Executive - Independent Director	Chairperson	14-12-2018		
2	07346292	Prof. Arun Kumar	Non-Executive - Independent Director	Member	14-12-2018		
3	06852735	Shri Ratish Kumar	Executive Director	Member	14-12-2018		
4	07871968	Shri Janardan Choudhary	Executive Director	Member	14-12-2018		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07346292	Prof. Arun Kumar	Non-Executive - Independent Director	Chairperson	14-12-2018		
2	06852735	Shri Ratish Kumar	Executive Director	Member	14-12-2018		
3	05332456	Shri Nikhil Kumar Jain	Executive Director	Member	14-12-2018		
4	02889021	Shri Mahesh Kumar Mittal	Executive Director	Member	14-12-2018		
5	07871968	Shri Janardan Choudhary	Executive Director	Member	14-12-2018		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory				Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
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	27-05-2019				Yes	11	5
2		29-07-2019	62		Yes	10	4
3		09-08-2019	10		Yes	9	4
4		17-09-2019	38		Yes	11	5

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	04-04-2019				Yes	4	4
2	Audit Committee	27-05-2019	52			Yes	4	4
3	Audit Committee	19-07-2019	52			Yes	4	4
4	Audit Committee	09-08-2019	20			Yes	3	3
5	Audit Committee	17-09-2019	38			Yes	4	4
6	Nomination and remuneration committee	11-06-2019				Yes	3	3

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
7	Stakeholders Relationship Committee	23-04-2019				Yes	3	2
8	Risk Management Committee	30-08-2019				Yes	4	2
9	Corporate Social Responsibility Committee	04-06-2019				Yes	5	1
10	Corporate Social Responsibility Committee	06-09-2019				Yes	3	1

Annexure 1

V. Related Party Transactions

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	NA	
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	

Annexure 1

VI. Affirmations

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 500 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)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Shri Vijay Gupta
2	Designation	Company Secretary and Compliance Officer

Text Block

Textual Information(1)

Note against Sl.No.1

As on 30/09/2019, the composition of Board of Directors was not in line with SEBI (LODR) Regulation, 2015 due to demise of one Independent Director i.e. Prof Nalini Kant Jha on 05.11.2018. Further, as per Article 34 of the Articles of Association of the Company read with MCA notification dated 5th June 2015, the power to appoint Directors (including Independent Directors) on the Board of the Company vest in the President of India. Accordingly, the matter regarding appointment of Independent Director is being pursued with the administrative Ministry i.e. Ministry of Power.

Note against Sl.No.8

Report submitted in previous quater 30.06.2019 has been placed before meeting of the Board of Directors held on 29.07.2019. The Board has noted the report on corporate governance without any comment.

Annexure III

III. Affirmations

Sr	Particulars	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)	No	Chairman of Nomination and Remuneration committee could not attend the Annual General Meeting due to prior commitments.
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III

1	Name of signatory	Shri Vijay Gupta
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	Shri Vijay Gupta
Designation of person	Company Secretary and Compliance Officer
Place	Faridabad
Date	14-10-2019

