

General information about company	
Scrip code	533098
NSE Symbol	NHPC
MSEI Symbol	NOTLSITED
ISIN	INE848E01016
Name of the entity	NHPC Limited
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Quarterly
Date of Report	30-06-2021
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							
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	Whether special resolution passed? (Refer Reg-17(1A) of Listing Regulations]	Date of passing special resolution	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 providing PAN	Notes for not providing DIN
1	Mr	Abhay Kumar Singh	ACYPS5506P	08646003	Executive Director	Chairperson	MD	08-08-1962	NA		24-02-2020				1	0	0	0		
2	Mr	Nikhil Kumar Jain	AAQPJ4553P	05332456	Executive Director	Not Applicable		28-03-1962	NA		07-02-2017				1	0	2	0		
3	Mr	Yamuna Kumar Chaubey	ADFPC9668J	08492346	Executive Director	Not Applicable		16-05-1963	NA		01-04-2020				1	0	2	0		
4	Mr	Tanmay Kumar	ACRPK7796A	02574098	Non-Executive - Nominee Director	Not Applicable		27-09-1966	NA		11-06-2020				4	0	3	2		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether 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	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	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 not provided
5	Mr	Rajendra Prasad Goyal	AEFPG9205C	08645380	Executive Director	Not Applicable		08-08-1965	NA		01-10-2020				1	0	1	1	
6	Mr	Biswajit Basu	AGAPB0093L	09003080	Executive Director	Not Applicable		30-12-1963	NA		01-01-2021				1	0	1	0	

Text Block

Textual Information(1)

1. The composition of Board of Directors is not in line with SEBI (LODR) Regulations, 2015 due to completion of tenure of Independent Directors. 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 NHPC Limited being a Govt. Company vests with the President of India. Accordingly, the matter regarding appointment of Independent Directors including Woman Director is being regularly pursued with the Administrative Ministry i.e. Ministry of Power. The Company will be in compliance, once the requisite number of Independent Directors including woman director are appointed by the MoP, Government of India.

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

Annexure 1 Text Block

Textual Information(1)	<p>The Board of Directors has reconstituted its Mandatory Committees except Nomination and Remuneration Committee with existing Non-Independent Directors for substantial compliance of SEBI LODR and Companies Act, 2013 in the absence of Independent Directors. 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 NHPC Limited being a Govt. Company vests with the President of India. Accordingly, the matter regarding appointment of Independent Directors (including woman director) is being regularly pursued with the Administrative Ministry i.e. Ministry of Power.</p>
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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	02574098	Tanmay Kumar	Non-Executive - Nominee Director	Chairperson	21-03-2021		
2	05332456	Nikhil Kumar Jain	Executive Director	Member	21-03-2021		
3	08492346	Yamuna Kumar Chaubey	Executive Director	Member	21-03-2021		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

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	08645380	Rajendra Prasad Goyal	Executive Director	Chairperson	21-03-2021		
2	05332456	Nikhil Kumar Jain	Executive Director	Member	21-03-2021		
3	08492346	Yamuna Kumar Chaubey	Executive Director	Member	21-03-2021		
4	09003080	Biswajit Basu	Executive Director	Member	21-03-2021		

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	08492346	Yamuna Kumar Chaubey	Executive Director	Chairperson	13-01-2021		
2	08645380	Rajendra Prasad Goyal	Executive Director	Member	13-01-2021		
3	09003080	Biswajit Basu	Executive Director	Member	13-01-2021		

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	08492346	Yamuna Kumar Chaubey	Executive Director	Chairperson	21-03-2021		
2	08645380	Rajendra Prasad Goyal	Executive Director	Member	21-03-2021		
3	09003080	Biswajit Basu	Executive Director	Member	21-03-2021		

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							Textual Information(1)
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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	11-02-2021				No	6	0
2	21-03-2021		37		No	6	0
3		15-05-2021	54		No	6	0
4		10-06-2021	25		No	6	0

Text Block

Textual Information(1)	The requirement of at least 1 Independent Director (as per Regulation 17 of SEBI LODR) for the quorum of board meetings held during the quarter ended 30.06.2021 could not be met due to non-availability of Independent Directors on the Board of Company. The Company will be in compliance, once the Independent Director(s) are appointed by the Ministry of Power, Government of India.
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Annexure 1

IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Textual Information(1)	No. of Independent Directors attending the meeting*
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*	
1	Risk Management Committee	25-02-2021				Yes	3	0
2	Audit Committee	10-06-2021				No	3	0

Text Block

Textual Information(1)	The requirement of at least 2 Independent Directors (as per Regulation 18 of SEBI LODR) for the quorum of audit committee meeting held during the quarter ended 30.06.2021 could not be met due to non-availability of Independent Directors on the Board of Company. The Company will be in compliance, once the Independent Director(s) are appointed by the Ministry of Power, Government of India.
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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	
Disclosure of notes on related party transactions			Textual Information(1)

Text Block	
Textual Information(1)	Note for SI No. 3 Details of related party transactions entered pursuant to omnibus approval for the quarter ended 31.03.2021 has been reviewed by the Audit Committee in its meeting held on 10.06.2021.

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	No
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	No
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	No
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.	No
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 Saurabh Chakravorty
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	<p>Note against Sl.No.1 : For details, please refer remarks given for composition of Board of Directors.</p> <p>Note against Sl No. 2,3,4 and 5 Please refer remarks given for Composition of Committees. As per FAQ released by NSE and BSE, the listed entity is required to comply with the amended provision regarding composition of Risk Management Committee within a period of 3 months from the date of notification of the amendment or next board meeting, whichever is later. Accordingly, "Yes" has been selected at Point no. 5.</p> <p>Note against Sl. No. 7 The Board of Directors and its mandatory committees were not able to hold its meetings as per aforesaid Regulations of SEBI LODR due to non-availability of Independent Directors.</p> <p>Note against Sl.No.8: Report submitted in previous quarter 31.03.2021 was placed before the Board in its meeting held on 15.05.2021. The Board noted the same without any comments.</p>

Signatory Details	
Name of signatory	Shri Saurabh Chakravorty
Designation of person	Company Secretary and Compliance Officer
Place	Faridabad
Date	16-07-2021