

Annexure-VII

FORM NO. MGT-9 EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2020

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

CIN	L40101HR1975GOI032564
Registration Date	7 th November, 1975
Name of the Company	NHPC Limited
Category/Sub-Category of the Company	Public Company/Government Company/Limited by Shares
Address of the Registered office and contact details	NHPC Office Complex, Sector- 33, Faridabad, Haryana – 121 003 Tel. No. 0129-2588110/2588500 Fax. No. 0129- 2278 018 E-mail: companysecretary@nhpc.nic.in Website: www.nhpcindia.com
Whether Listed Company	Yes
Name, Address and Contact details of Registrar and Transfer Agent	 For Equity Shares and Tax-free Bonds KFin Technologies Private Limited, Selenium Tower- B, Plot No. 31-32, Gachibowli Financial District, Nanakramguda, Hyderabad – 500 032 Tel: 040 6716 2222 Fax: 040 2300 1153 Toll Free No:1800 345 4001 E-mail: einward.ris@kfintech.com Website: www.kfintech.com
	 For other Bonds RCMC Share Registry Private Limited B-25/1, First Floor, Okhla Phase-II New Delhi-110 020 Tel: 011-26387320 E-mail: info@rcmcdelhi.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company are given below:

S.No.	Name and description of main products/services	NIC Code of the Product/service*	% to total turn over of the Company [#]
1	Energy (Hydro Power) Electric power generation by Hydroelectric Power Plants	35101	95.03

* As per classification under National Industrial Classification, Central Statistical Organization, Ministry of Statistics and Programme Implementation, Govt. of India

[#] On the basis of Gross Turnover



III. PARTICULARS OF SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and address of the Company	CIN	Subsidiary/ Associate	% of shares held	Applicable Section
1.	NHDC Limited NHDC Parisar, Near Hotel Lake View Ashoka, Shyamla Hills, Bhopal-462013, Madhya Pradesh	U31200MP2000GOI014337	Subsidiary	51.08	2(87)
2.	Loktak Downstream Hydroelectric Corporation Limited Loktak Power Station, NHPC Limited, P. O. Loktak, Kom Keirap - 795114, Manipur	U40101MN2009GOI008249	Subsidiary	73.17	2(87)
3.	Bundelkhand Saur Urja Limited TC-43/V, Vibhuti khand, Gomti Nagar, Lucknow - 226010, Uttar Pradesh	U40300UP2015GOI068632	Subsidiary	99.99	2(87)
4.	Lanco Teesta Hydro Power Limited, 1-7-37/1, NMDC Quarters, Quarters No. Type IV-1, Opp. Ramanthapur Church, Street No.8, Ramanthapur, Hyderabad- 500013, Telangana	U40109TG2000PLC034758	Subsidiary	100	2(87)
5.	Chenab Valley Power Projects Private Limited, Chenab Jal Shakti Bhavan, Opposite Saraswati Dham, Rail Head Complex, Jammu - 180012, UT of Jammu & Kashmir	U40105JK2011PTC003321	Associate (Joint Venture)	49.89	2(6)
6.	National High Power Test Laboratory Private Limited, NHPTL, Powergrid Complex, 765/400 K. V. Substation, Khimlasa Road, Bina, Sagar - 470113, Madhya Pradesh	U73100MP2009PTC047744	Associate (Joint Venture)	20	2(6)

IV. SHAREHOLDING PATTERN (Equity Share Capital Break-up as percentage of Total Equity)

(i) Category-wise Shareholding

Ca	ategory of Share- holders	No. of Shares	f Shares held at the beginning of the year (As on 01.04.2019)							% Change	
		Demat	Physical	Total	% of Total shares	Demat	Demat Physical		% of Total shares	during the year	
A. Promoters											
(1)	Indian										
a)	Individual/HUF	0	0	0	0	0	0	0	0	0	
b)	Central Govt	7365964993	0	7365964993	73.33	7126772676	0	7126772676	70.95	(2.38)	
c)	State Govt (s)	0	0	0	0	0	0	0	0	0	
d)	Bodies Corporate	0	0	0	0	0	0	0	0	0	



Category of Share- holders	No. of Shares	held at the (As on 01.	e beginning of 04.2019)	the year	No. of Sh	ares held at (As on 31	the end of the .03.2020)	year	% Change
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	during the year
e) Banks/Fls	0	0	0	0	0	0	0	0	0
f) Others	0	0	0	0	0	0	0	0	0
Sub-Total (A) (1)	7365964993	0	7365964993	73.33	7126772676	0	7126772676	70.95	(2.38)
(2) Foreign									
a) NRIs- Individuals	0	0	0	0	0	0	0	0	0
b) Other- Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d) Banks/Fls	0	0	0	0	0	0	0	0	0
e) Others	0	0	0	0	0	0	0	0	0
Sub-Total (A) (2)	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A)=(A) (1)+(A)(2)	7365964993	0	7365964993	73.33	7126772676	0	7126772676	70.95	(2.38)
B. Public Shareholdir	ng								
1. Institutions									
a) Mutual funds/UTI	321471603	0	321471603	3.20	586717209	0	586717209	5.84	2.64
b) Banks/FIs	65101540	0	65101540	0.65	63709606	0	63709606	0.63	(0.02)
c) Central Govt./State Govt.(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
e) Insurance Companies	777695996	0	777695996	7.74	771748175	0	771748175	7.69	(0.05)
f) FIIs	491665365	0	491665365	4.89	470342884	0	470342884	4.68	(0.21)
g) Foreign Venture Capital funds	0	0	0	0.00	0	0	0	0.00	0.00
h) Others	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B) (1)	1655934504	0	1655934504	16.48	1892517874	0	1892517874	18.84	2.36
2. Non Institutions									
a) Bodies Corporate	463978931	0	463978931	4.62	452106009	0	452106009	4.50	(0.12)
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	407257061	95067	407352128	4.06	394777481	81352	394858833	3.93	(0.13)
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	131512320	0	131512320	1.31	142619046	0	142619046	1.42	0.11
c) Others									
(i) Clearing Members	3471589	0	3471589	0.03	7736531	0	7736531	0.08	0.05
(ii) Non Resident Indians	8807589	7575	8815164	0.09	9064332	7575	9071907	0.09	0.00
(iii) Non Resident Indians-Non- repatriable	4081989	0	4081989	0.04	5648619	0	5648619	0.06	0.02



Category of Share- holders	No. of Shares	held at the (As on 01.	e beginning of 04.2019)	the year	No. of Sha	ares held at (As on 31.	the end of the 03.2020)	year	% Change
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	during the year
(iv) Foreign Nationals	500	0	500	0.00	500	0	500	0.00	0.00
(v) Overseas Corporate Bodies	175	0	175	0.00	175	0	175	0.00	0.00
(vi) Trusts	1840819	0	1840819	0.02	2697489	0	2697489	0.03	0.01
(vii) Non-banking Financial Institutions	453831	0	453831	0.00	302020	0	302020	0.00	0.00
(viii) IEPF	1627862	0	1627862	0.02	2428917	0	2428917	0.02	0.00
(ix) Qualified Institutional Buyer	0	0	0	0.00	8274209	0	8274209	0.08	0.08
Sub-total (B)(2)	1023032666	102642	1023135308	10.19	1025655328	88927	1025744255	10.21	0.02
Total Public Shareholding (B)=(B) (1)+(B)(2)	2678967170	102642	2679069812	26.67	2918173202	88927	2918262129	29.05	2.38
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	10044932163	102642	10045034805	100	10044945878	88927	10045034805	100	0.00

(ii) Shareholding of Promoters

S. No.	Shareholder's Name	Shareholding at the beginning of the year (As on 01.04.2019)			Shareholdin (As		% change in share-	
		No. of Shares			No. of Shares	% of total Shares of the company	holding during the year	
1	President of India	7365964993	73.33	0.00	7126772676	70.95	0.00	(2.38)
	Total 7365964993		73.33	0.00	7126772676	70.95	0.00	(2.38)

(iii) Change in Promoters' Shareholding

S. No.	Particulars	Shareholdi beginning c (As on 01.0	of the year	Transact	ion during the	e year	Cumulative Shareholding during the year (01.04.2019 to 31.03.2020)	
		No. of shares	% of total shares of the Company	Date	Increase/ (Decrease)	Reason	No. of shares	% of total shares of the Company
1.	At the beginning of the year	7365964993	73.33				7365964993	73.33
2	Date wise Increase/ Decrease in Promoters' Shareholding during the year specifying the			10.10.2019	(22034198)	Transfer to Bharat 22 ETF	7343930795	73.11
	reasons for increase/ decrease			03.02.2020	(217158119)	Transfer to CPSE ETF	7126772676	70.95
3.	At the end of the year	7126772676	70.95				7126772676	70.95

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(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

S. No.	Name of the Shareholder	Shareh	olding	Cumulative s during the year 31.03.	(01.04.2019 to						
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company						
1	LIFE INSURANCE CORPORATI	ON OF INDIA									
	At the beginning of the year	734379599	7.31	734379599	7.31						
	Bought during the year	2252348	0.02	736631947	7.33						
	Sold during the year	0	0.00	736631947	7.33						
	At the end of the year	736631947	7.33	736631947	7.33						
2	POWER FINANCE CORPORATION LIMITED										
	At the beginning of the year	244473240	2.43	244473240	2.43						
	Bought during the year	0	0.00	244473240	2.43						
	Sold during the year	1000000	0.10	234473240	2.33						
	At the end of the year	234473240	2.33	234473240	2.33						
3	CPSE EXCHANGE TRADED SC	HEME (CPSE ETF)									
	At the beginning of the year	0	0.00	0	0.00						
	Bought during the year	341357419	3.40	341357419	3.40						
	Sold during the year	148412676	1.48	192944743	1.92						
	At the end of the year	192944743	1.92	192944743	1.92						
4	REC LIMITED										
	At the beginning of the year	175302206	1.75	175302206	1.75						
	Bought during the year	0	0.00	175302206	1.75						
	Sold during the year	0	0.00	175302206	1.75						
	At the end of the year	175302206	1.75	175302206	1.75						
5	HDFC TRUSTEE COMPANY LII	MITED – HDFC BA	LANCED ADVAN	TAGE FUND							
	At the beginning of the year	82953520	0.83	82953520	0.83						
	Bought during the year	54906994	0.54	137860514	1.37						
	Sold during the year	0	0.00	137860514	1.37						
	At the end of the year	137860514	1.37	137860514	1.37						
6	EDGBASTON ASIAN EQUITY	TRUST									
	At the beginning of the year	56455779	0.56	56455779	0.56						
	Bought during the year	22554934	0.22	79010713	0.78						
	Sold during the year	10359208	0.10	68651505	0.68						
	At the end of the year	68651505	0.68	68651505	0.68						
7	HDFC TRUSTEE COMPANY LII	MITED- HDFC TAX	SAVER FUND								
	At the beginning of the year	60641557	0.60	60641557	0.60						
	Bought during the year	0	0.00	60641557	0.60						
	Sold during the year	219000	0.00	60422557	0.60						
	At the end of the year	60422557	0.60	60422557	0.60						



S. No.	Name of the Shareholder	Shareh	olding	Cumulative s during the year 31.03.	(01.04.2019 to				
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company				
8	VANGUARD TOTAL INTERNA	TIONAL STOCK IN	IDEX FUND						
	At the beginning of the year	35556270	0.35	35556270	0.35				
	Bought during the year	6701950	0.07	42258220	0.42				
	Sold during the year	931766	0.01	41326454	0.41				
	At the end of the year	41326454	0.41	41326454	0.41				
9	VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERIES OF VANGAURD INTERNATIONAL EQUITY INDEX FUND								
	At the beginning of the year	36609129	0.36	36609129	0.36				
	Bought during the year	143655	0.00	36752784	0.36				
	Sold during the year	281927	0.00	36470857	0.36				
	At the end of the year	36470857	0.36	36470857	0.36				
10	UCO BANK								
	At the beginning of the year	30350000	0.30	30350000	0.30				
	Bought during the year	0	0.00	30350000	0.30				
	Sold during the year	0	0.00	30350000	0.30				
	At the end of the year	30350000	0.30	30350000	0.30				

Notes: (1) Top 10 shareholders as on 31.03.2020 have been indicated.

(2) The shares of the Company are traded on a daily basis and hence, the date wise increase/decrease in shareholding is not indicated.

(v) Shareholding of Directors and Key Managerial Personnel

S. No.	Name	Name Shareholding		Date	Increase/ (Decrease) in shareholding	Reason	sharehol the year	ulative ding during (01.04.2019)3.2020)*	
		No.of shares at the beginning of the year (01.04.2019)/ end of the year (31.03.2020)*	% of total shares of the Company				No.of shares	% of total shares of the Company	
Α	DIRECTORS								
1.	Shri Abhay Kumar Singh, Chairman & Managing Director (became CMD on 24.02.2020)	16,425	Negligible	Nil move	Nil movement during the period			Negligible	
2.	Shri Ratish Kumar, Director (Projects)	15,986	Negligible	Nil move	ement during the	period	15,986	Negligible	
3.	Shri Nikhil Kumar Jain Director (Personnel)	NIL	NA	Nil movement during the period			NIL	NA	
4.	Shri Mahesh Kumar Mittal Director (Finance) & CFO	NIL	NA	Nil move	ement during the	period	NIL	NA	



S. No.	Name	Sharehol	(Decrease) shareholdi		Increase/ (Decrease) in shareholding	Reason	sharehol the year	ulative ding during (01.04.2019)3.2020)*
		No.of shares at the beginning of the year (01.04.2019)/ end of the year (31.03.2020)*	% of total shares of the Company				No.of shares	% of total shares of the Company
5.	Shri Janardan Choudhary Director (Technical) (ceased to be Director on 31.03.2020)	21,055	Negligible	Bought 1 share on 25.10.2019			21,056	Negligible
6.	Shri Aniruddha Kumar, Govt. Nominee Director	1500	Negligible	Nil movement during the period			1500	Negligible
7.	Shri Jugal Kishore Mohapatra, Independent Director	NIL	NA	Nil movement during the period			NIL	NA
8.	Shri Bhagwat Prasad, Independent Director	NIL	NA	Nil movement during the period			NIL	NA
9.	Shri Satya Prakash Mangal, Independent Director (ceased to be Director on 17.11.2019)	15,000	Negligible	Nil move	ement during the	period	15,000	Negligible
10.	Prof. Arun Kumar, Independent Director (ceased to be Director on 17.11.2019)	NIL	NA	Nil move	ement during the	period	NIL	NA
11.	Prof. Kanika T. Bhal, Independent Director (ceased to be Director on 17.11.2019)	NIL	NA	Nil move	ement during the	period	NIL	NA
12.	Shri Balraj Joshi, Ex- Chairman & Managing Director (ceased to be CMD on 31.12.2019)	11,891	Negligible	Nil move	ement during the	period	11,891	Negligible
В	Key Managerial Personnel							
1.	Shri Vijay Gupta, Company Secretary	11,231	Negligible	Bought 5	5000 shares on 17	7.03.2020	16,231	Negligible

*The shareholding of Directors appointed/ceased during the year are shown at the date of their appointment/cessation, as the case may be.

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(₹ in Crore)

Particulars	Secured Loans excluding deposits*	Unsecured Loans**	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (01.04.2019)				
i) Principal Amount	14261.04	4794.72	0.00	19055.76



Particulars	Secured Loans excluding deposits*	Unsecured Loans**	Deposits	Total Indebtedness
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	519.84	65.14	0.00	584.98
Total(i+ii+iii)	14780.88	4859.86	0.00	19640.74
Change in Indebtedness during the financial year				
Addition	8239.07	2772.36	0.00	11011.43
Reduction	(5514.21)	(1411.12)	0.00	(6925.33)
Net Change	2724.86	1361.24	0.00	4086.10
Indebtedness at the end of the financial year (31.03.2020)				
i) Principal Amount	16985.90	6155.96	0.00	23141.86
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due***	561.22	81.88	0.00	643.10
Total (i+ii+iii)	17547.12	6237.84	0.00	23784.96

*Secured loans include Domestic Term Loans, Bonds and short term loans.

**Unsecured loan includes foreign loans, domestic short term loans and subordinate debts. Value of subordinate debt has been taken as per Ind AS.

***Interest accrued but not due (unsecured) includes hedging premium accrued but not due on Foreign Currency Term Loan from MUFG.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director (MD) and Whole-time Directors (WTD)

(Amount in ₹)

S.	Particulars of			Name of	MD/WTD			Total
No.	Remuneration	Shri A. K. Singh, CMD (became CMD on 24.02.2020)	Shri Balraj Joshi, Ex-CMD (ceased to be CMD on 31.12.2019)	Shri Ratish Kumar, Director (Projects)	Shri Nikhil Kumar Jain, Director (Personnel)	Shri Mahesh Kumar Mittal, Director (Finance) & CFO	Shri Janardan Choudhary (ceased to be Director on 31.03.2020)	Amount
1	Gross salary							
	a) Salary as per provisions contained in Section 17(1) of the Income Tax Act,1961*	775398	5866983	8659184	5734644	7052574	6280687	34369470
	b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	NIL	2410850	264090	752142	346823	1094438	4868343
	c) Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961	NIL	NIL	NIL	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL	NIL	NIL	NIL	NIL
5	Others**	131718	4860366	894646	1706213	647615	1280672	9521230
	Total (A)	907116	13138199	9817920	8192999	8047012	8655797	48759043



Ceiling as per the Act	Not Applicable being a Govt. Company (Ministry of Corporate Affairs' notification dated	
	05.06.2015)	

*Salary under Section 17(1) of the Income Tax Act, 1961 includes arrears and Performance Related Pay (PRP) as per respective position held by the directors during that period.

**Others include gratuity, leave encashment, lease rent, new year gift, medical reimbursement, EPF, Social Security Scheme & Pension Fund (Matching Contribution) etc. which were not included in point no. (1).

Note: (1) During the year, amount of ₹ 19,42,253 and ₹ 1,48,430 was paid to Shri K. M. Singh, Ex-CMD and Shri D. P. Bhargava, Ex-Director (Technical) respectively for their dues related to earlier year(s).

B. Remuneration to other directors:

(Amount in ₹)

S.	Particulars of	Name of Directors							
<u>No.</u> 1	Remuneration Independent Directors	Shri Satya Prakash Mangal (ceased to be director on 17.11.2019)	Prof. Arun Kumar (ceased to be director on 17.11.2019)	Prof. Kanika T. Bhal (ceased to be director on 17.11.2019)	Shri Jugal Kishore Mohapatra	Shri Bhagwat Prasad	Amount		
	Fee for attending board/ committee meetings	280000	380000	260000	300000	460000	1680000		
	Commission	NIL	NIL	NIL	NIL	NIL	NIL		
	Others	NIL	NIL	NIL	NIL	NIL	NIL		
	Total (1)	280000	380000	260000	300000	460000	1680000		
2	Nominee Directors	Shri Aniruddha Kumar					Total Amount		
	Fee for attending board/ committee meetings	NIL					NIL		
	Commission	NIL					NIL		
	Others	NIL					NIL		
	Total (2)	NIL					NIL		
	Total (B)=(1+2)						1680000		
	Total Managerial Remuneration*						50439043		
	Overall Ceiling as per the Act	Not Applicable 05.06.2015)	Iot Applicable being a Govt. Company (Ministry of Corporate Affairs' notifica 5.06.2015)						

*Total remuneration to Managing Director, Whole-time Directors and other Directors (being the total of A and B)

C. Remuneration to Key Managerial Personnel other than Managing Director and Whole Time Directors

(Amount in ₹)

S.	Particulars of Remuneration	Key Managerial Personnel				
No.		CEO*	Company Secretary	CFO*	Total	
1	Gross salary					
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961**	-	5480364	-	5480364	
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	223912	-	223912	
	(c) Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961	-	NIL	-	-	



S.	Particulars of Remuneration	Key Managerial Personnel				
No.		CEO*	Company Secretary	CFO*	Total	
2	Stock Option	-	NIL	-	-	
3	Sweat Equity	-	NIL	-	-	
4	Commission	-	NIL	-	-	
5	Others***	-	1106172	-	1106172	
	Total		6810448		6810448	

*The post of CEO and CFO is being held by Chairman & Managing Director and Director (Finance) of the Company respectively.

**Amount includes arrears and Performance Related Pay (PRP).

***Others include new year gift, medical reimbursement, EPF, Social Security Scheme & Pension Fund (Matching Contribution) etc. which were not included in point no. (1).

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Туре	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/ NCLT/COURT)	Appeal made, if any (give details)			
A. COMPANY								
Penalty								
Punishment		NIL						
Compounding								
B. DIRECTORS								
Penalty								
Punishment			NIL					
Compounding								
C. OTHER OFFICERS I	N DEFAULT							
Penalty								
Punishment	NIL							
Compounding								

For and on behalf of the Board of Directors

(Abhay Kumar Singh) Chairman and Managing Director DIN 08646003

Date: August 27, 2020 Place: Faridabad