

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	01-04-2022
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 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	Disqualification of Directors under section 164 of the Companies Act, 2013																		
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 the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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	Rajeev Kumar Vishnoi		08532417	Executive Director	Chairperson	MD	30-03-1967	No				Active	NA		13-12-2022				1	0	0	0				
2	Mr	Yamuna Kumar Chaubey		08492346	Executive Director	Not Applicable		16-05-1963	No				Active	NA		01-04-2020				1	0	2	0				
3	Mr	Rajendra Prasad Goyal		08645380	Executive Director	Not Applicable		08-08-1965	No				Active	NA		01-10-2020				1	0	3	2				
4	Mr	Biswajit Basu		09003080	Executive Director	Not Applicable		30-12-1963	No				Active	NA		01-01-2021				1	0	0	0				

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 the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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
5	Mr	Mohammad Afzal		09762315	Non-Executive - Nominee Director	Not Applicable		02-02-1971	No				Active	NA		06-12-2022				3	0	1	0		
6	Mr	Uday Sakharam Nirgudkar		07592413	Non-Executive - Independent Director	Not Applicable		18-01-1965	No				Active	NA		15-11-2021	15-11-2021		16.17	1	1	2	2		
7	Mr	Amit Kansal		07722428	Non-Executive - Independent Director	Not Applicable		24-09-1975	No				Active	NA		21-11-2021	21-11-2021		16.11	1	1	2	0		
8	Mrs	Rashmi Sharma Rawal		09410683	Non-Executive - Independent Director	Not Applicable		21-06-1967	No				Active	NA		30-11-2021	30-11-2021		16.02	1	1	2	0		

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 the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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
9	Mr	Jiji Joseph		09415941	Non-Executive - Independent Director	Not Applicable		14-10-1973	No				Active	NA		01-12-2021	01-12-2021		16	1	1	2	0		
10	Mr	Prem Kumar Goverthanan		10064794	Non-Executive - Independent Director	Not Applicable		05-05-1962	No				Active	NA		10-03-2023	10-03-2023		0.22	1	1	0	0		

Text Block	
Textual Information(1)	<div>The post of CMD is held by one person Sh. Vishnoi wef 13.12.2022.</div> <div>The BoD composition is as per LODR subsequent to appointment of Sh. Prem Kumar Goverthanam as Independent Director wef. 10.03.2023</div> <div>No of Chairmanship in Audit/ SRC held by Sh.R.P.Goyal include 2 unlisted Public Ltd. Companies.</div> <div>No of Chairmanship in Audit/ SRC held by Sh. Mohd. Afzal include 1 unlisted Public Ltd. Company.</div>

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	07592413	Uday Sakharam Nirgudkar	Non-Executive - Independent Director	Chairperson	07-12-2021		
2	07722428	Amit Kansal	Non-Executive - Independent Director	Member	27-04-2022		
3	09410683	Rashmi Sharma Rawal	Non-Executive - Independent Director	Member	27-04-2022		
4	09415941	Jiji Joseph	Non-Executive - Independent Director	Member	07-12-2021		
5	08492346	Yamuna Kumar Chaubey	Executive Director	Member	07-12-2021		

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	09410683	Rashmi Sharma Rawal	Non-Executive - Independent Director	Chairperson	07-12-2021		
2	07592413	Uday Sakharam Nirgudkar	Non-Executive - Independent Director	Member	07-12-2021		
3	07722428	Amit Kansal	Non-Executive - Independent Director	Member	27-04-2022		
4	09415941	Jiji Joseph	Non-Executive - Independent Director	Member	07-12-2021		

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	07592413	Uday Sakharam Nirgudkar	Non-Executive - Independent Director	Chairperson	07-12-2021		
2	07722428	Amit Kansal	Non-Executive - Independent Director	Member	27-04-2022		
3	09410683	Rashmi Sharma Rawal	Non-Executive - Independent Director	Member	27-04-2022		
4	09415941	Jiji Joseph	Non-Executive - Independent Director	Member	27-04-2022		
5	08492346	Yamuna Kumar Chaubey	Executive Director	Member	07-12-2021		
6	08645380	Rajendra Prasad Goyal	Executive Director	Member	07-12-2021		

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	07722428	Amit Kansal	Non-Executive - Independent Director	Chairperson	07-12-2021		
2	07592413	Uday Sakharam Nirgudkar	Non-Executive - Independent Director	Member	27-04-2022		
3	09410683	Rashmi Sharma Rawal	Non-Executive - Independent Director	Member	27-04-2022		
4	09415941	Jiji Joseph	Non-Executive - Independent Director	Member	27-04-2022		
5	08492346	Yamuna Kumar Chaubey	Executive Director	Member	07-12-2021		
6	08645380	Rajendra Prasad Goyal	Executive Director	Member	07-12-2021		

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	09410683	Rashmi Sharma Rawal	Non-Executive - Independent Director	Chairperson	07-12-2021		
2	07592413	Uday Sakharam Nirgudkar	Non-Executive - Independent Director	Member	07-12-2021		
3	07722428	Amit Kansal	Non-Executive - Independent Director	Member	07-12-2021		
4	09415941	Jiji Joseph	Non-Executive - Independent Director	Member	07-12-2021		
5	08645380	Rajendra Prasad Goyal	Executive Director	Member	07-12-2021		
6	09003080	Biswajit Basu	Executive Director	Member	07-12-2021		

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								
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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	13-10-2022				Yes	8	7	4
2	10-11-2022		27		Yes	8	8	4
3		06-01-2023	56		Yes	9	9	4
4		07-02-2023	31		Yes	9	8	4
5		28-03-2023	48		Yes	10	10	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	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	10-11-2022				Yes	5	5	4	0
2	Audit Committee	06-01-2023	56			Yes	5	5	4	0
3	Audit Committee	07-02-2023	31			Yes	5	5	4	0
4	Audit Committee	17-03-2023	37			Yes	5	5	4	0
5	Stakeholders Relationship Committee	10-11-2022				Yes	6	6	4	0
6	Stakeholders Relationship Committee	06-12-2022	25			Yes	6	6	4	0

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	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Stakeholders Relationship Committee	17-03-2023	100			Yes	6	6	4	0
8	Risk Management Committee	12-10-2022				Yes	6	6	4	0
9	Risk Management Committee	07-02-2023	117			Yes	6	6	4	0
10	Corporate Social Responsibility Committee	14-11-2022				Yes	6	6	4	0
11	Corporate Social Responsibility Committee	06-12-2022	21			Yes	6	6	4	0
12	Nomination and remuneration committee	12-10-2022				Yes	4	4	4	0

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	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	
Disclosure of notes on related party transactions			Textual Information(1)

Text Block	
Textual Information(1)	Note for Sl. No. 3: Details of Related Party Transactions entered pursuant to omnibus approval for the quarter ended 31.12.2022 has been reviewed by the Audit Committee in its meeting held on 17.03.2023

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	Yes
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 Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Rupa Deb
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	Note for Sl. No. 8: Report submitted for the quarter ended on 31.12.2022 was placed before the BoD in its meeting held on 07.02.2023. The Board noted the same without any comments

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.	Web address
1	Details of business	Yes		http://www.nhpcindia.com/projects-overview.htm
2	Terms and conditions of appointment of independent directors	Yes		http://www.nhpcindia.com/writereaddata/Images/pdf/Terms%20of%20Appointment%20of%20Independent%20Directors_English.pdf
3	Composition of various committees of board of directors	Yes		http://www.nhpcindia.com/committee-of-directors.htm
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.nhpcindia.com/code-of-conduct.htm
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.nhpcindia.com/writereaddata/images/pdf/Whistle%20Blower%20Policy.pdf
6	Criteria of making payments to non-executive directors	Yes		http://www.nhpcindia.com/writereaddata/Images/pdf/Criteria%20for%20Remuneration_English.pdf
7	Policy on dealing with related party transactions	Yes		http://www.nhpcindia.com/writereaddata/Images/pdf/Approved%20Policy_RPT.pdf
8	Policy for determining ‘material’ subsidiaries	Yes		http://www.nhpcindia.com/writereaddata/Images/pdf/Policy-Material-Subsidiary.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.nhpcindia.com/writereaddata/Images/pdf/Familiarisation%20Programme%20Eng%20Final-%20FY%202022-23.pdf

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.nhpcindia.com/ContactUs.htm#C6
11	email address for grievance redressal and other relevant details	Yes		http://www.nhpcindia.com/ContactUs.htm
12	Financial results	Yes		http://www.nhpcindia.com/financial-results.htm
13	Shareholding pattern	Yes		http://www.nhpcindia.com/shareholding-pattern.htm
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		http://www.nhpcindia.com/Analysts_Investors_Meet_Conference.htm
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		http://www.nhpcindia.com/Advertisements_Newspapers_Regulation_47(1)
18	Credit rating or revision in credit rating obtained	Yes		http://www.nhpcindia.com/bondholders-information2.htm#P3
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		http://www.nhpcindia.com/NHPC-subsidiary-annual-report.htm
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		http://www.nhpcindia.com/Disclosure-Reg46.htm

21	Materiality Policy as per Regulation 30	Yes		http://www.nhpcindia.com/writereaddata/Images/pdf/Policy%20on%20Material%20Events_Information.pdf
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		http://www.nhpcindia.com/writereaddata/Images/pdf/Dividend-Policy-21062017%20-NHPC%20Website.pdf
23	It is certified that these contents on the website of the listed entity are correct	Yes		http://www.nhpcindia.com/

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of ‘independence’ and/or ‘eligibility’	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
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. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit 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 Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship 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),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee 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) & (6)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-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 members of Board of Directors and Senior management 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		Textual Information(1)	

Text Block	
Textual Information(1)	<p>Note for Sr. No. 6: As per Article 34 of AOA read with MCA notification 05.06.2015, the power to appoint Directors(including IDs) on Board of the Company vests with President of India. Further, senior management personnel of NHPC are appointed as per Company's Promotion and Recruitment Policy read with relevant DPE Guidelines.</p> <p>Note for Sr. No. 12: The Performance evaluation of Independent Directors for FY 2021-22 was done in FY 2022-23. The Performance evaluation of Independent Directors for FY 2022-23 will be carried out in FY 2023-24.</p> <p>Note for Sr. No. 29: No Subsidiary Company of NHPC was a unlisted material subsidiary.</p>

Annexure II		
1	Name of signatory	Rupa Deb
2	Designation	Company Secretary and Compliance Officer

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II		
1	Name of signatory	Rupa Deb
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)	The additional half yearly disclosure is not applicable on NHPC for the quarter and half year ended on 31.03.2023 as per explanation at Note no. 1 of the Annexure-IV of SEBI Circular No. SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated 31.05.2021.

Signatory Details	
Name of signatory	Rupa Deb
Designation of person	Company Secretary and Compliance Officer
Place	Faridabad
Date	18-04-2023

