

| General information about company | |
|--|-------------------------|
| Scrip code | 533098 |
| NSE Symbol | NHPC |
| MSEI Symbol | NOTLISTED |
| ISIN | INE848E01016 |
| Name of the entity | NHPCLimited |
| Date of start of financial year | 01-04-2023 |
| Date of end of financial year | 31-03-2024 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2023 |
| 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 | |
| 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 |
| 1 | Mr | RAJEEV KUMAR VISHNOI | | 08534217 | Executive Director | Chairperson | MD | 30-03-1967 |
| 2 | Mr | Rajendra Prasad Goyal | | 08645380 | Executive Director | Not Applicable | | 08-08-1965 |
| 3 | Mr | Biswajit Basu | | 09003080 | Executive Director | Not Applicable | | 30-12-1963 |
| 4 | Mr | Uttam Lal | | 10194925 | Executive Director | Not Applicable | | 01-06-1966 |
| 5 | Mr | Raj Kumar Chaudhary | | 10198931 | Executive Director | Not Applicable | | 10-06-1965 |
| 6 | Mr | Mohammad Afzal | | 09762315 | Non-Executive - Nominee Director | Not Applicable | | 02-02-1971 |
| 7 | Mr | Uday Sakharam Nirgudkar | | 07592413 | Non-Executive - Independent Director | Not Applicable | | 18-01-1965 |
| 8 | Mr | Amit Kansal | | 07722428 | Non-Executive - Independent Director | Not Applicable | | 24-09-1975 |
| 9 | Mrs | Rashmi Sharma Rawal | | 09410683 | Non-Executive - Independent Director | Not Applicable | | 21-06-1967 |
| 10 | Mr | Jiji Joseph | | 09415941 | Non-Executive - Independent Director | Not Applicable | | 14-10-1973 |
| 11 | Mr | Prem Kumar Goverthan | | 10064794 | Non-Executive - Independent Director | Not Applicable | | 05-05-1962 |

| I. Composition of Board of Directors | | | | | |
|--|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|
| Disqualification of Directors under section 164 of the Companies Act, 2013 | | | | | |
| Sr | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status |
| 1 | No | | | | Active |
| 2 | No | | | | Active |
| 3 | No | | | | Active |
| 4 | No | | | | Active |
| 5 | No | | | | Active |
| 6 | No | | | | Active |
| 7 | No | | | | Active |
| 8 | No | | | | Active |
| 9 | No | | | | Active |
| 10 | No | | | | Active |
| 11 | No | | | | Active |

| I. Composition of Board of Directors | | | | | | | | | | | | |
|--------------------------------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|--|---|--|-----------------------------|-----------------------------|
| Sr | 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 [with reference to proviso to regulation 17A(1) & 17A(2)] | 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 | NA | | 13-12-2022 | | | | 1 | 0 | 0 | 0 | | |
| 2 | NA | | 01-10-2020 | | | | 1 | 0 | 3 | 2 | | |
| 3 | NA | | 01-01-2021 | | | | 1 | 0 | 0 | 0 | | |
| 4 | NA | | 13-06-2023 | | | | 1 | 0 | 0 | 0 | | |
| 5 | NA | | 18-09-2023 | | | | 1 | 0 | 2 | 0 | | |
| 6 | NA | | 06-12-2022 | | | | 2 | 0 | 1 | 0 | | |
| 7 | NA | | 15-11-2021 | 15-11-2021 | | 22.16 | 1 | 1 | 1 | 1 | | |
| 8 | NA | | 21-11-2021 | 21-11-2021 | | 22.1 | 1 | 1 | 1 | 1 | | |
| 9 | NA | | 30-11-2021 | 30-11-2021 | | 22.01 | 1 | 1 | 1 | 0 | | |
| 10 | NA | | 01-12-2021 | 01-12-2021 | | 22 | 1 | 1 | 1 | 0 | | |
| 11 | NA | | 10-03-2023 | 10-03-2023 | | 6.22 | 1 | 1 | 1 | 0 | | |

| Text Block | |
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| Textual Information(1) | <div>The post of CMD is held by one person Sh. Vishnoi wef 13.12.2022.</div> <div>The BoD composition was not as per LODR, subsequent to appointment of Sh. Raj Kumar Chaudhary as Executive Director wef 18.09.2023.</div> <div>No. of Chairmanship in Audit/SRC held by Sh. R.P. Goyal include 2 unlisted Public Ltd. Co.</div> <div>No. of Chairmanship in Audit/SRC held by Sh. Mohammad Afzal include 1 unlisted Public Ltd. Co.</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 | 09415941 | Jiji Joseph | Non-Executive - Independent Director | Member | 07-12-2021 | | |
| 3 | 10064794 | Prem Kumar Goverthanan | Non-Executive - Independent Director | Member | 01-04-2023 | | |
| 4 | 10198931 | Raj Kumar Chaudhary | Executive Director | Member | 18-09-2023 | | |
| 5 | 09003080 | Biswajit Basu | Executive Director | Member | 01-06-2023 | 17-09-2023 | Textual Information(1) |

| Sr Text Block | |
|------------------------|---|
| Textual Information(1) | Subsequent to appointment of Shri Raj Kumar Chaudhary w.e.f. 18.09.2023, Shri Biswajit Basu ceased to be member of the Committee. |

| 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 | 07592413 | Uday Sakharam Nirgudkar | Non-Executive - Independent Director | Chairperson | 07-12-2021 | | Textual Information(1) |
| 2 | 07722428 | Amit Kansal | Non-Executive - Independent Director | Member | 27-04-2022 | | |
| 3 | 09410683 | Rashmi Sharma Rawal | Non-Executive - Independent Director | Member | 07-12-2021 | | Textual Information(2) |
| 4 | 10064794 | Prem Kumar Goverthanan | Non-Executive - Independent Director | Member | 01-04-2023 | | |

| Sr Text Block | |
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| Textual Information(1) | Appointed as Chairperson of the Committee w.e.f. 01.04.2023. |
| Textual Information(2) | Ceased to be Chairperson of the Committee w.e.f. 01.04.2023. |

| 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 | 07722428 | Amit Kansal | Non-Executive - Independent Director | Chairperson | 27-04-2022 | | Textual Information(1) |
| 2 | 09410683 | Rashmi Sharma Rawal | Non-Executive - Independent Director | Member | 27-04-2022 | | |
| 3 | 08645380 | Rajendra Prasad Goyal | Executive Director | Member | 07-12-2021 | | |
| 4 | 10198931 | Raj Kumar Chaudhary | Executive Director | Member | 18-09-2023 | | |
| 5 | 09003080 | Biswajit Basu | Executive Director | Member | 01-06-2023 | 17-09-2023 | Textual Information(2) |

| Sr Text Block | |
|------------------------|---|
| Textual Information(1) | Appointed as Chairperson of the Committee w.e.f. 01.04.2023 |
| Textual Information(2) | Subsequent to appointment of Shri Raj Kumar Chaudhary w.e.f. 18.09.2023, Shri Biswajit Basu ceased to be member of the Committee. |

| 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 | 08645380 | Rajendra Prasad Goyal | Executive Director | Member | 07-12-2021 | | |
| 3 | 10198931 | Raj Kumar Chaudhary | Executive Director | Member | 18-09-2023 | | |
| 4 | 09003080 | Biswajit Basu | Executive Director | Member | 01-06-2023 | 17-09-2023 | Textual Information(1) |

| Sr Text Block | |
|------------------------|---|
| Textual Information(1) | Subsequent to appointment of Shri Raj Kumar Chaudhary w.e.f. 18.09.2023, Shri Biswajit Basu ceased to be member of the Committee. |

| 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 | 10064794 | Prem Kumar Goverthanan | Non-Executive - Independent Director | Member | 01-06-2023 | | |
| 6 | 08645380 | Rajendra Prasad Goyal | Executive Director | Member | 07-12-2021 | | |
| 7 | 09003080 | Biswajit Basu | Executive Director | Member | 07-12-2021 | | |
| 8 | 10194925 | Uttam Lal | Executive Director | Member | 13-06-2023 | | |

| 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 | 29-05-2023 | | | | Yes | 10 | 10 | 5 |
| 2 | 27-06-2023 | | 28 | | Yes | 10 | 10 | 5 |
| 3 | | 03-08-2023 | 36 | | Yes | 10 | 10 | 5 |
| 4 | | 11-08-2023 | 7 | | Yes | 10 | 10 | 5 |
| 5 | | 17-09-2023 | 36 | | Yes | 10 | 10 | 5 |

| Annexure 1 | | | | | | | | | | |
|--|---------------------------------------|--|---|-------------------------|------------------------------|--|--|--|---|--|
| IV. Meeting of Committees | | | | | | | | | | |
| Disclosure of notes on meeting of committees explanatory | | | | | | | Textual Information(1) | | | |
| 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 | 29-05-2023 | | | | Yes | 4 | 4 | 3 | 0 |
| 2 | Audit Committee | 16-06-2023 | 17 | | | Yes | 4 | 4 | 3 | 0 |
| 3 | Audit Committee | 27-06-2023 | 10 | | | Yes | 4 | 4 | 3 | 0 |
| 4 | Audit Committee | 11-08-2023 | 44 | | | Yes | 4 | 4 | 3 | 0 |
| 5 | Nomination and remuneration committee | 29-05-2023 | | | | Yes | 4 | 4 | 4 | 0 |
| 6 | Nomination and remuneration committee | 27-06-2023 | 28 | | | Yes | 4 | 4 | 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 | 29-05-2023 | | | | Yes | 4 | 4 | 2 | 0 |
| 8 | Stakeholders Relationship Committee | 10-08-2023 | 72 | | | Yes | 4 | 4 | 2 | 0 |
| 9 | Risk Management Committee | 29-05-2023 | | | | Yes | 3 | 3 | 1 | 0 |
| 10 | Corporate Social Responsibility Committee | 29-05-2023 | | | | Yes | 6 | 6 | 4 | 0 |
| 11 | Corporate Social Responsibility Committee | 27-06-2023 | 28 | | | Yes | 8 | 8 | 5 | 0 |

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| Textual Information(1) | Note for Audit Committee Meeting held on 11.08.2023- 11th August, 2023 meeting was the adjourned meeting held a day earlier on 10th August, 2023. |

| 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 | |
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| Textual Information(1) | Note for Sl. No. 3: Details of Related Party Transactions entered pursuant to omminus approval for the quarter ended 30.06.2023 has been reviewed by the Audit Committee in its meeting held on 10.08.2023. |

| 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 | 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 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 | |
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| Textual Information(1) | <p>Note for S. No. 1: Subsequent to appointment of Shri Raj Kumar Chaudhary as Executive Director [Director (Technical)], w.e.f. 18.09.2023, the composition of Board of NHPC was not as per SEBI (LODR) Regulations, 2015.</p> <p>Note for Sl. No. 9 : Report submitted for the quarter ended on 30.06.2023 was placed before the BoD in its meeting held on 11.08.2023. The Board noted the same without any comments.</p> |

| 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) | Yes | |
| 4 | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes | |
| 5 | Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report | 24A(1) | Yes | |
| 6 | Submission of Annual Secretarial Compliance Report | 24A(2) | Yes | |
| 7 | Whether “Corporate Governance Report” disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| 6 | | | | |

| Annexure III | | |
|--------------|-------------------|--|
| 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 | |
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| Textual Information(1) | The additional half yearly disclosure is not applicable on NHPC for the quarter and half year ended on 30.09.2023 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. |

| Details of Cyber security incidence | |
|--|----|
| Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter | No |

| Signatory Details | |
|-----------------------|--|
| Name of signatory | RUPA DEB |
| Designation of person | Company Secretary and Compliance Officer |
| Place | FARIDABAD |
| Date | 11-10-2023 |