







फोन/Phone: 0129-2278018 दिनांक/Date: 19.05.2023

संदर्भ सं./Ref. No. NH/CS/199

Manager/ मैनेजर,

Listing Department/ लिस्टिंग विभाग,

M/s BSE Limited/ बीएसई लिमिटेड.

Phiroze Jeeieebhov Towers / फिरोज जीजीभोय टावर्स, Dalal Street,/दलाल स्ट्रीट,

Mumbai/ मुंबई -400 001

Scrip Code: 533098

General Manager/ महाप्रबंधक,

Listing Department/ लिस्टिंग विभाग,

M/s National Stock Exchange of India Limited/ नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड.

Exchange Plaza, / एक्सचेंज प्लाजा,

Bandra Kurla Complex/ बांद्रा कुर्ला कॉम्प्लेक्स. Bandra (E)/ बांद्रा (ई), Mumbai/ मुंबई - 400 051

Scrip Code: NHPC

ISIN No. INE848E01016

Sub: Annual Secretarial Compliance Report for year ended March 31, 2023

विषय: 31 मार्च, 2023 को समाप्त वर्ष के लिए वार्षिक सचिवीय अनुपालन रिपोर्ट।

Sir/ महोदय,

In compliance to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Secretarial Compliance Report for year ended March 31, 2023, issued by M/s Agarwal S. & Associates, Company Secretaries (Secretarial Auditor of the Company for the FY 2022-23).

सेबी [सूचीबद्धता (लिस्टिंग) बाध्यताएँ और प्रकटीकरण अपेक्षाएँ। विनियम, 2015 के विनियम 24A के अनुसार, 31 मार्च, 2023 को समाप्त वर्ष के लिए मेसर्स अग्रवाल एंड एसोसिएट्स, कंपनी सचिव (वित्तीय वर्ष 2022-23 के लिए कंपनी के सचिवीय लेखा परीक्षक) द्वारा जारी वार्षिक सचिवीय अनुपालन रिपोर्ट संलग्न प्राप्त करें।

यह आपकी जानकारी और रिकॉर्ड के लिए है।

धन्यवाद,

भवदीय.

संलग्नः उपरोक्तानुसार

(रूपा देब) कंपनी सचिव D-427, 2nd Floor, Palam Extn., Ramphal Chowk, Sector 7, Dwarka, New Delhi-110075

Email Id: asacs2022@gmail.com

Phone: 011-45052182

Secretarial Compliance Report Of NHPC LIMITED For the year ended 31st March, 2023

We, Agarwal S. & Associates, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by **NHPC LIMITED** ("the listed entity" or "NHPC"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31st March, 2023 ("Review Period")
 - in respect of compliance with the provisions of:
- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include: -

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

ICSI Unique Code : P2003DE049100 MSME Udyog Aadhaar Number: DL10E0008584

- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,2015;and circulars/ guidelines issued thereunder;

We hereby report that, during the review period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations /Remarks byPCS*
		, , , , , , , , , , , , , , , , , , ,	,
1.	Secretarial Standard The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)		None
2.	 Adoption and timely updation of the Policies: All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI 	Yes	None

3.	Maintenance and disclosures on Website:		
	The Listed entity is maintaining a functional website	Yes	None
	Timely dissemination of the documents/ information under separate section on the website	Yes	None
	Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website	Yes	None
4.	<u>Disqualification of Director:</u>	Yes	None
	None of the Director of the Company are disqualified under Section 164 of	103	None
	Companies Act, 2013		
5.	To examine details related to Subsidiaries of listed entities:		
	(a) Identification of material subsidiary companies	Yes	None
	(b) Requirements with respect to disclosure of material as well as other subsidiaries		
6.	Preservation of Documents:		
	The listed entity is preserving and maintaining records as prescribed under SEBI	Yes	None
	Regulations and disposal of records as per Policy of Preservation of Documents		
	and Archival policy prescribed under SEBI LODR Regulations, 2015		
7.	Performance Evaluation:		
	The listed entity has conducted performance evaluation of the	Yes	None
	Board, Independent Directors and the Committees at the start of every financial		
	year as prescribed in SEBI Regulations		

8.	Related Party Transactions:		
	 (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whetherthe transactions were subsequently approved / ratified/rejected by the Audit committee. 	Yes	None
9.	<u>Disclosure of events or information:</u>	Yes	None
	The listed entity has provided all the required disclosure(s) under Regulation 30		
	along with Schedule III of SEBI LODR Regulations, 2015 within the time limits		
	prescribed thereunder.		
10.	Prohibition of Insider Trading:		
		Yes	None
	The listed entity is in compliance with Regulation 3(5) & 3(6)SEBI (Prohibition of		
	Insider Trading) Regulations, 2015		
11.	Actions taken by SEBI or Stock Exchange(s), if any:		
	No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries	No	Mention in the table (a)
	either by SEBI or by Stock Exchanges (including under the Standard Operating		below.
	Procedures issued by SEBI through various circulars) under SEBI Regulations and		
	circulars/ guidelines issued thereunder		
12.	Additional Non-compliances, if any:		
		Yes	None
	No any additional non-compliance observed for all SEBI		
	regulation/circular/guidance note etc.		

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below: -

Sr .N o.	Compliance Requirement (Regulations /circulars/ guidelines Including Specific clause)	Regulat ion /Circul ar No.	Deviations	Action Takenby	Type of Action (Advisory/ Clarificatio n/Fines/Sh ow cause notice/Wa rning etc.)	Details of Violation	Fine Amount	Observations/Re marks of the Practicing Company Secretary	Management Response	Remarks
		Regulatio		National		Regulation 17		The Company has	The Company	The Company has
	` '	` ,	' '	Stock		(1)		filed their reply to	'	already submitted
	composition of		did not have	_	Exchange		'	BSE & NSE on	•	their reply to BSE &
			•	of India	imposed a				the Government of	NSE on 31.05.2022
	directors of the			(NSE) and	fine of Rs.			Quarter ended		stating that the
	listed entity		independen		5000/- per			•	' '	matter for
	shall be as			Limited	day for the		inclusive of		•	appointment of
	follows:		on its Board	(BSE).	period of 90			composition of	of independent	requisite number of
	(b) where the		during the		days for					independent directors
	chairperson of		quarter		quarter			is not in line with		is being taken up with
	the Board of		ended 31 st		ended			SEBI LODR due to		the Administrative
	Directors is a		March,		31.03.2022			• •		Ministry i.e. Ministry
	non-executive Director, at least		2022.					of requisite		of Power.
	one-third of the							number of IDs. As	Board of Directors	
	Board of							per Article 34 of	•	Further, NSE vide
	Directors shall							AOA of the	LODR.	letter dated
	comprise of							company read with		01.03.2023 has
	Independent							MCA notification		waived off the fine
								dated 5 th June,		imposed.

	Directors and							2015, the power to			
	where the listed							appoint directors		At present,	the
	entity does not							(including		composition of Bo	
	have a regular							Independent		of Directors is as	
	non-executive							· •			
	chairperson, at							Directors) on the			fter
	least half of the							Board of NHPC		appointment of	
	Board of							Limited being a		Independent Direc	ctor
	Directors shall							Govt. Company		on 10.03.2023.	
	comprise of							vests with the			
	Independent							President of India.			
	Directors.							Accordingly, the			
								matter regarding			
								appointment of			
								Independent			
								Director is being			
								regularly pursued			
								with the			
								Administrative			
								Ministry i.e.			
								Ministry of Power			
								(MoP), Govt. of			
								India.			
2.	Regulation 17	Regulatio	The	National	Both NSE and	Regulation 17	Both NSE	The Company has	The Company	The Company	has
	(1) The	n 17 (1)	Company	Stock	BSE Stock	(1)	and BSE	filed their reply to	periodically	already submit	ted
	composition of	of SEBI	did not have	Exchange	Exchange		imposed a	BSE & NSE dated	followed up with	their reply to BSE	- &
	board of	(LODR),	requisite	of India	imposed a		fine of Rs.	29.08.2022 for the	the	NSE on 29.08.2	022
	directors of the	2015.	number of	(NSE) and	fine of Rs.		5,36,900/-	Quarter ended	Government of	stating that	the
	listed entity		independen	BSE	5000/- per		each	30.06.2022 stating	India for	matter	for
	shall be as		t directors	Limited	day for the		inclusive of	that	appointment of	appointment	of
	follows:		on its Board	(BSE).	period of 91		GST.	the composition of	requisite number	requisite number	of
	(b) where the		during the		days for			Board of Directors	of independent	independent direct	tors
	chairperson of		quarter		quarter			is not in line with	directors on the	is being taken up v	vith
	the Board of		ended 30 th		ended			SEBI LODR due to	Board.	the Administra	tive
	Directors is a										

non-executive	June, 2022.	30.06.2022	non-appointment		Ministry i.e. Ministry
Director, at least			of requisite	At present, the	of Power.
one-third of the			number of	composition of	
Board of			Independent	Board of Directors	Further, NSE vide
Directors shall			Directors. As per	is as per SEBI	letter dated
comprise of			Article 34 of AOA	LODR.	01.03.2023 ha
Independent Directors and			of the company		waived off the fine
where the listed			read with MCA		imposed.
entity does not			notification dated		P
have a regular			5 th June, 2015, the		At present, the
non-executive			power to appoint		composition of Board
chairperson, at			directors (including		of Directors is as pe
least half of the			Independent		SEBI LODR afte
Board of			Directors) on the		appointment of one
Directors shall			Board of NHPC		Independent Directo
comprise of			Limited being a		on 10.03.2023.
Independent			Govt. Company		
Directors.			vests with the		
			President of India.		
			Accordingly, the		
			matter regarding		
			appointment of		
			Independent		
			Director is being		
			regularly pursued		
			with the		
			Administrative		
			Ministry i.e.		
			Ministry of Power		
			(MoP), Govt. of		
			India. The		
			Company will be in		
			compliance with		

	I	1	T	1	Γ	I	1	T	T	
								provisions of SEBI		
								LODR, once the		
								requisite number		
								of Independent		
								Directors are		
								appointed by MoP.		
3.	Regulation 17	Regulatio	The	National	Both NSE and	Regulation 17	Both NSE	· · · · · · · · · · · · · · · · · · ·	The Company	The Company has
	•	_		Stock	BSE Stock	(1)	and BSE	' '	periodically	already submitted
	composition of	` '	did not have		Exchange	(-)			followed up with	their reply to BSE &
	board of			of India	imposed a			23.11.2022 for the	•	NSE on 23.11.2022
	directors of the			(NSE) and	fine of Rs.				Government of	stating that the
	listed entity		independen	` ,	5000/- per		each	30.09.2022 stating		matter for
	shall be as			Limited	day for the		inclusive of		appointment of	appointment of
	follows:		on its Board		period of 62		GST.		requisite number	requisite number of
	(b) where the		during the	(DSL).	days for		051.	Board of Directors	•	independent directors
	chairperson of		period from		•			from 01.07.2022 to	•	· ·
	the Board of				quarter					is being taken up with
	Directors is a		01.07.2022		ended			31.08.2022 was not	Board.	the Administrative
	non-executive		to		30.09.2022.			in line with SEBI		Ministry i.e. Ministry
	Director, at least		31.08.2022.						At present, the	of Power.
	one-third of the							1	composition of	
	Board of								Board of Directors	· ·
	Directors shall								is as per SEBI	to cessation of one
	comprise of							Directors.	LODR.	functional Director
	Independent							As per Article 34 of		31.08.2022 on
	Directors and							AOA of the		attaining the age of
	where the listed							company read with		superannuation, the
	entity does not							MCA notification		composition of Board
	have a regular							dated 5 th June,		was in compliance
	non-executive							2015, the power to		with the Regulation
	chairperson, at							appoint directors		17(1) of SEBI LODR
	least half of the							(including		w.e.f. 01.09.2022.
	Board of							Independent		
	Directors shall							Directors) on the		NSE vide letter dated
	comprise of							Pirectors) on the		145E vide letter dated

Independent	Воаг	rd of NHPC 01.03.2023	has
Directors.	Limi	ted being a waived off the	e fine
	Gov	t. Company imposed.	
	vest	s with the	
	Pres	ident of India. At present,	the
	Acco	ordingly, the composition of	Board
	mat	ter regarding of Directors is	as per
	appo	pintment of SEBI LODR	after
		pendent appointment o	f one
	Dire	ctor is being Independent D	irector
	regu	on 10.03.2023.	
	with		
	Adm	ninistrative	
	Mini	istry i.e.	
		istry of Power	
		P), Govt. of	
	India		
		her, it is to	
		rm that	
		sequent to	
		ation of one	
		tional Director	
		1.08.2022 on	
		ining the age of	
	supe	erannuation,	
	the	composition of	
	Воаг	rd of NHPC	
	Limi	ted is in	
	com	pliance with	
	the	Regulation	
	17(1) of SEBI LODR	
	w.e.	f. 01.09.2022.	

4.	Regulation 17	Regulatio	The	National	Both NSE and	d Regulation 17	Both NSE	The Company has	The Company	The Company ha
	(1) The	n 17 (1)	Company	Stock	BSE Stock	(1)	and BSE	filed their reply to	periodically	already submitte
	composition of	of SEBI	did not have	Exchange	Exchange		imposed a	BSE & NSE dated	followed up with	their reply to BSE
	board of	(LODR),	requisite	of India	imposed a		fine of Rs.	22.02.2023 for the	the	NSE on 22.02.202
	directors of the	2015.	number of	(NSE) and	fine of Rs.		1,12,100/-	Quarter ended	Government of	stating that th
	listed entity		independen	BSE	5000/- per		each	31.12.2022 stating	India for	matter fo
	shall be as		t directors	Limited	day for the		inclusive of	_	appointment of	appointment c
	follows:		on its Board	(BSE).	period of 19		GST.	composition of	requisite	requisite number of
	(b) where the		during the		days for			Board of Directors	number of	independent director
	chairperson of		period from		quarter			was in compliance	independent	is being taken up wit
	the Board of		13.12.2022		ended			to Regulation 17(1)	directors on the	the Administrativ
	Directors is a		to		31.12.2022.			of SEBI LODR till	Board.	Ministry i.e. Ministr
	non-executive		31.12.2022					12.12.2022 during		of Power.
	Director, at least							the quarter ended	At present, the	
	one-third of the							31.12.2022.		At present, th
	Board of							However,		composition of Boar
	Directors shall							subsequent to	is as per SEBI	of Directors is as pe
	comprise of Independent							appointment of	LODR.	SEBI LODR afte
	Directors and							Shri R.K. Vishnoi as		appointment of on
	where the listed							Chairman & MD		Independent Directo
	entity does not							w.e.f. 13.12.2022,		on 10.03.2023.
	have a regular							the composition of		011 10:05:2025.
	non-executive							Board became non		
	chairperson, at							compliant with the		
	least half of the							provisions of		
	Board of							Regulation 17(1) of	:	
	Directors shall							SEBI LODR from		
	comprise of							13.12.2022 to		
	Independent							31.12.2022 to 31.12.2022, due to		
	Directors.							1		
								non-appointment		
								of requisite		
								number of		
		1			1			Independent		

								directors.		
								As per Article 34 of		
								AOA of the		
								company read with		
								MCA notification		
								dated 5 th 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		
								Director is being		
								regularly pursued		
								with the		
								Administrative		
								Ministry i.e.		
								Ministry of Power		
								(MoP), Govt. of		
								India.		
5.	Regulation 57	Regulatio	Information	BSE	BSE Limited	Regulation 57	Rs.	The Company	The company had	BSE Ltd. had informed
	(1): The listed	_	regarding	Limited	(BSE)	(1)			· · ·	the company via e-
	entity shall		status of	(BSE).	imposed a	,			information	mail dated 02.11.2022
	submit a		Interest		fine of Rs.			with the	regarding status of	that the fine levied
	certificate to	Γ "	I		3,42,200/- as	1	1	provisions, hence		

	the stock				on			the fines imposed	was submitted	based on the revised
	exchange				September			may be withdrawn.	with BSE Limited.	submissions/written
	within one				27, 2022.					representation made
	working day of									by the company.
	the interest or									
	dividend or									
	principal									
	becoming due									
	regarding status									
	of payment in									
	case of non-									
	convertible									
	securities.									
6.	Regulation 57	Regulatio	Information	BSE	BSE Limited	Regulation 57	Rs. 7,080/-	The Company	The company had	Company had
	(4): The listed	n 57 (4)	regarding	Limited	(BSE)	(4)	inclusive of	informed BSE that	informed that the	requested the BSE Ltd.
	entity shall		the details	(BSE).	imposed a		GST.	as it had complied	details of	via email dated
	within five		of		fine of Rs.			with the	interest/principal	28.09.2022,
	working days		interest/pri		1000/- per			provisions, hence	payable on non-	14.11.2022 &
	prior to the		ncipal		ISIN as on			the fines imposed	convertible	06.12.2022 to
	beginning of the		payable on		27.09.2022.			may be withdrawn.	securities during	withdraw the fine
	quarter provide details for all the		non-						the quarter ending	imposed as the Details
	non-convertible		convertible						on 30.09.2022 was	of interest/principal
	securities for		securities						submitted with BSE	payable on non-
	which		during the						Limited on	convertible securities
	interest/dividend		quarter						24.06.2022.	during the quarter
	/principal		ending on							ending on 30.09.2022
	obligations shall		30.09.2022.							was submitted with
	be payable									BSE Limited on
	during the									24.06.2022.
	quarter.									

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance Requirement (Regulations /circulars/g uidelines including specific clause)	Regul ation /Circu lar No.	Deviati ons	Action Takenby	Type of Action Advisory /Clarific ation/Fi ne/Sho w Cause Notice/ Warning , etc.	Details of Violation	Fine Amount	Observatio ns/Remarks of the Practicing Company Secretary	Management Response	Remarks
	(1), 17(2A), 18(1), 19(1)/19(2) &	17(2A), 18(1), 19(1)/19(2) & 20	of Directors did not consist of an Independe	Exchange of India Limited (NSE) & BSE	Fine	18(1), 19(1)/19(2) & 20	and BSE imposed a fine of Rs. 12,04,780/- each inclusive of GST.	submitted a response vide their letter dated 23.08.2021 and had requested NSE & BSE to waive	submitted a response vide their letter dated 23.08.2021 and had requested NSE & BSE to waive off the penalty on the ground that the power to appoint Directors and woman	10.11.2022 and 01.03.2023 had waived off the fines imposed under various regulations.

less than	woman
fifty	Independent
percent	Director on
during	the Board of
the period	Company vests
from	with the
01.04.2021	President of
to	India.
30.06.2021	Illula.
And the	
compositio	
n of Audit	
Committee,	
Stakeholder	
Relationshi	
nelationsin	
Committee,	
Nomination	
and	
Remunerati	
on	
Committee	
were not in	
terms of	
SEBI (LODR)	
Regulations	
, 2015	
during the	
period from	
01.04.2021	
to	
06.12.2021	
and Risk	
manageme	

17(1), 17(2A),	nt Committee were not in terms of SEBI (LODR Regulations 2015) during the period from 05.08.2021 to 06.12.2021 Regulation The Board 17(1), of Director 17(2A), did not 18(1), consist of 19(1)/19(2 an 19(1)/19(2 a	dNational sStock Exchange fof India Limited (NSE) & BSE		17(1), 17(2A), 18(1), 19(1)/19(2), 20 & 21	and BSE imposed a fine of Rs. 13,52,280/- each inclusive of GST.	had submitted a response vide their letter dated 24.11.2021 and had requested NSE & BSE to waive off the penalty on the ground that the power to appoint Directors	submitted a response vide their letter dated 24.11.2021 and had requested NSE & BSE	NSE vide letters dated 12.07.2022, 10.11.2022 and 01.03.2023 had waived off the fines imposed under various regulations.
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Board was	woman
less than	Director/
fifty	woman
percent	Independent
during	Director on
the period	the Board of
from	Company vests
01.07.2021	with the
to	President of
30.09.2021	India.
And the	illula.
compositio	
n of Audit	
Committee,	
Stakeholder	
Relationshi	
p	
Committee,	
Nomination	
and	
Remunerati	
on	
Committee	
were not in	
terms of	
SEBI (LODR)	
Regulations	
, 2015	
during the	
period from	
01.04.2021	
to	
06.12.2021	
and Risk	
manageme	
 [[[[]]	

_	Regulation	nt Committee were not in terms of SEBI (LODR) Regulations , 2015 during the period from 05.08.2021 to 06.12.2021 The Board of Directors	National	Regulation 17 (1), 17 (2A),			' '	NSE vide letters dated 12.07.2022,
18(1), 19(1)/19(2), 20 & 21	(2A), 18(1), 19(1)/19(2), 20 & 21	did not consist of an Independe	Exchange of India Limited (NSE) & BSE	18(1), 19(1)/19(2), 20 & 21	imposed a fine of Rs. 11,87,080/- each inclusive of GST.	submitted a response vide their letter dated 25.02.2022, and had requested NSE & BSE to waive off the penalty on the ground that the power to appoint Directors	vide their letter dated 25.02.2022, and had requested NSE & BSE	10.11.2022 and 01.03.2023 had waived off the fines imposed under

D 1		
Board was	woman	
less than	director/	
fifty	woman	
percent	Independent	
during	Director on	
the period	the Board of	
from	Company vests	
01.10.2021	with the	
to	President of	
30.11.2021	India.	
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compositio		
n of Audit		
Committee,		
Stakeholder		
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on		
Committee		
were not in		
terms of		
SEBI (LODR)		
Regulations		
, 2015 from		
01.04.2021		
to		
06.12.2021		
and the		
Risk		
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nt			
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were not in			
terms of			
SEBI (LODR)			
Regulations			
, 2015			
during the			
period			
from			
05.08.2021			
to			
06.12.2021			

(c) As informed by the management, the Joint Statutory Auditors of the Company are being appointed by the Office of the C&AG, New Delhi. Accordingly, Company could not modify their terms of appointment as their terms of appointment are fixed by C&AG. Since, terms of appointment were fixed by the C&AG, compliance by listed entity with 6(A) and 6(B) of SEBI circular number CIR/CFD/CMD1/114/2019 dated October 18, 2019 is not applicable. Accordingly, we can't certify said compliance.

For Agarwal S. & Associates,

Company Secretaries, ICSI Unique Code: P2003DE049100

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Peer Review Cert. No.: 2725/2022

Anjali Digitally signed by Anjali Date: 2023.05.19 10:19:09 +05'30'

CS Anjali Partner

ACS No.: 65330 C.P No.:26496

UDIN: A065330E000334247

Date:19.05.2023 Place: New Delhi