



एनएचपीसी लिमिटेड
(भारत सरकार का उद्यम)

NHPC Limited

(A Government of India Enterprise)

फोन/Phone : _____

संदर्भ सं./Ref. No. **NH/GS/199** _____

दिनांक/Date **29.05.2018** _____

Manager
The Listing Department,
M/s BSE Limited,
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai-400001

मैनेजर, लिस्टिंग विभाग,
बीएसई लिमिटेड
पि.जे. टावर्स,दलाल स्ट्रीट,
मुंबई- 400 001
Scrip Code: 533098

ISIN No. INE848E01016

General Manager
The Listing Department
M/s National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra(E), Mumbai- 400051
महाप्रबंधक, लिस्टिंग विभाग,
नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड
एक्सचेंज प्लाजा, बांद्रा कुर्ला कॉम्प्लेक्स, बांद्रा (ई),
मुंबई - 400 051
Scrip Code: NHPC

Sub: Certificate from Debenture Trustee(s) under Regulation 52(5) of SEBI (LODR), Regulation 2015.

विषय: सेबी (LODR), विनियमन 2015 के नियमन 52 (5) के तहत डिबेंचर ट्रस्टी से प्रमाणपत्र के संदर्भ में।

Sirs/महोदय,

In compliance to Regulation 52(5) of SEBI (LODR) Regulations, 2015, certificates (3 nos.) as received from Debenture Trustees for taking note of the contents of the annual financial results for the FY 2017-18 are enclosed herewith.

This is for your information and record.
यह आपकी जानकारी और रिकॉर्ड के लिए है।
धन्यवाद,

भवदीय,

संगलन: ऊपरोक्त अनुसार

(एम के मित्तल)

निदेशक (वित्त)

DIN-02889021

29/05/18

पंजीकृत कार्यालय : एन एच पी सी ऑफिस कॉम्प्लेक्स, सैक्टर-33, फरीदाबाद - 121 003, हरियाणा

Regd. Office : NHPC Office Complex, Sector-33, Faridabad - 121 003, Haryana

CIN : L40101HR1975GOI032564; Website : www.nhpcindia.com

E-mail : webmaster@nhpc.nic.in; EPABX No. : 0129-2588110/2588500

बिजली से संबंधित शिकायतों के लिए 1912 डायल करें। Dial 1912 for Complaints on Electricity



Ref.no.977/SBICTCL/DT/20 18-19

Date: 29th May, 2018

To,
NHPC Limited
NHPC Office Complex, Sector 33,
Faridabad, Haryana 121003

Sub:-Certificate u/r 52(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, for NCDs Rs.1356.28 Crores, 540 Crores and 360 Crores by NHPC Limited ("Issuer"), for the half year ended 31st March, 2018.

Dear Sir/ Madam,

We are acting as Bond Trustee for the captioned Bond Issue. Pursuant to Regulation 52(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ('Regulations') we state that we have taken note of the disclosures made by the Issuer under Regulation 52(4) of the Regulations.

Yours faithfully,
For SBICAP Trustee Company Limited

Authorised Signatory

No. 1998/ITSL/OPR/2018-19

May 29, 2018

NHPC Limited
NHPC Office Complex,
Sector - 33, Faridabad- 121 003
Haryana

Dear Sir,

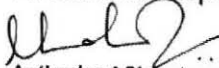
Certificate for receipt and noting of information

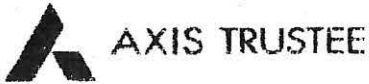
[Pursuant to Regulation 52(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We, IDBI Trusteeship Services Limited ("**Debenture Trustee**") hereby confirm that we have received and noted the information, as specified under regulation 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("**Regulations**"), provided to us by NHPC Limited ("**the Company**") for the financial year ended March 31, 2018.

This Certificate is being issued pursuant to the requirements of regulation 52(5) of the aforesaid Regulations, for onward submission to Stock Exchange(s) by the Company.

For IDBI Trusteeship Services Limited


Authorised Signatory



ATSL/DEL/2018-2019/275
May 29, 2018

NHPC Limited
4th Floor, NHPC Office Complex,
Sector 33, Faridabad-121003
Haryana

Sub: Letter of Debenture Trustee pursuant to Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015) – Half year ending March 2018

Dear Sir/Madam,

This has reference to the Privately Placed, Secured, Redeemable, Listed, Non- Convertible Debentures ("Series O") issued by NHPC Limited ("Company").

Pursuant to Regulation 52(4) read with Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015, the Company is required to submit its half yearly/annual financial results to the Stock Exchange, with a letter of the Debenture Trustee (Axis Trustee Services Limited) that the Debenture Trustee has noted the contents furnished by the Company as per Regulation 52(4).

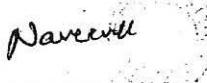
In pursuance thereof, we hereby confirm that we have received the said aforesaid information, along with the relevant/necessary supporting (as per letters annexed) and we have noted the contents in respect of the Listed Debt Securities issued by the Company.

Further please note that we have not independently verified the contents submitted vide your above letter and the aforesaid noting is subject to the following:

1. The Debenture Trustee is relying on the information/ status as submitted by the Company for the purpose of submission to the Stock Exchange; without reconfirming; &
2. Any commitment pertaining to the Interest/ Principal payable on the future due dates are sole commitment on the Company's part and Trustee is not liable in any manner if Company fails to fulfil/ does not fulfil its commitment.

Thanking You,

Yours Faithfully
For **Axis Trustee Services Limited**
(Debenture Trustee)


(Naveen Kumar)
Assistant General Manager

Axis Trustee Services Limited
(A wholly owned subsidiary of Axis Bank)
Corporate Identity Number (CIN) - U74999MH2008PLC182264
Corporate & Registered office: Axis House, Bombay dyeing Mills Compound, Wadia International Centre, Pandurang Budhkar
Marg, Worli, Mumbai 400 025
TEL: 022 62260054/62260050, Website: www.axistrustee.com