



**NHPC Limited**

AND

**TRANSPARENCY INTERNATIONAL INDIA (TII)**

1. This Memorandum of Understanding (MOU) is entered into on this 15<sup>th</sup> day of May, 2009 between NHPC Ltd. (A Govt. of India Enterprise) having its registered office at NHPC Ltd., NHPC Office Complex, Sector - 33, Faridabad - 121 003, Haryana (hereinafter referred to as "NHPC").

And

Transparency International India having its office at Balwantray Mehta Vidya Bhawan, Masjid Moth, Greater Kailash Part II, New Delhi-110048 (hereinafter referred to as "TII").

(NHPC and TII may hereinafter be referred individually as "Party" or collectively as "Parties").

- a. Considering that bribery and corruption is widespread Social and Economic crime, which undermines good governance and economic development in India and corrodes the moral fiber of our society.
  - b. Considering that all companies and major organizations within India share a common responsibility to combat bribery and corruption in all forms and manifestations.
  - c. Recognizing that achieving progress in this area requires sustained efforts not only at national level but also on individual, Company or Government Department levels.
  - d. Welcoming the efforts of Transparency International - India (TII) and other non - governmental organizations as well as business organizations such as ONGC/Coal India/GAIL/NTPC/BHEL.
2. NHPC is the largest and a premier Public Sector Organization engaged in Planning, investigating, designing, construction, operation and maintenance of Hydroelectric power Projects in India and internationally. NHPC conducts its business in highest ethical standards. It does business with a number of domestic and international bidders, contractors and vendors of goods and services (Counterparties). NHPC is committed to fostering the most ethical and corruption free business environment. NHPC values its relationship with all Counterparties and deals with them in a fair and transparent manner.

*Dr. G. N. P.*

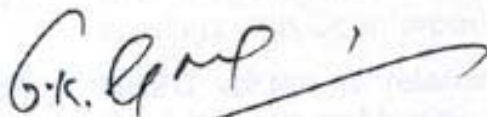
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3. Integrity Pact is a tool developed by Transparency International, which ensures that all activities and transactions between a Company or Government Departments and their Supplier are handled in a fair, transparent and corruption free manner.
4. NHPC and TII have developed the attached Integrity Pact in consultation with Central Vigilance Commission (CVC) and NHPC is implementing this Integrity Pact in its Organization. Based on the experience gained in implementing the Integrity Pact in NHPC and other organizations this Integrity Pact may be further refined to improve its effectiveness.
5. NHPC is committed to implement the Integrity Pact whole-heartedly both in letter and in spirit.
6. TII pledges to support NHPC in this regard and provide it with advice and resources within its means to ensure successful implementation of Integrity Pact Program and achievement of its objectives.
7. In case NHPC and TII have differences concerning the implementation of the Integrity Pact Program they undertake to resolve them through dialogue and discussion. In case such differences cannot be resolved, either party can terminate this Memorandum of Understanding by giving thirty days notice in writing to the other party and make such termination public only after it has taken effect. This Memorandum of Understanding will remain in effect unless terminated according to the above provision.
8. The implementation of the Integrity Pact will be reviewed annually.

This MOU is signed at NEW DELHI on this 15<sup>th</sup> day of May, 2009.

For and on behalf of NHPC Ltd.



S.K. Garg  
Chairman & Managing Director  
NHPC LTD,  
NHPC Office Complex, Sector -33,  
Faridabad - 121 003 (Haryana)

For and on behalf of TII



Adml. R. H. Tafiliani (Retd.)  
Chairman  
Transparency International India  
Bakwantray Mehta Vidya Bhawan  
Masjid Moth, Greater Kailash Pt.-II  
New Delhi-110048