NHPC LIMITED (A Government of India Enterprise)
Private placement of AD Series Bond- Offer Letter –cum-Application form
Private and confidential- Not for circulation.

Registered Office and Corporate Office: NHPC Office Complex, Sector-33, Faridabad-121003 (Haryana)
CIN : L40101HR1975GOI032564; PAN : AAACN0149C; Tel: +91-129-2270603, 2250591, 2254684; Fax: +91-129- 2270902;
E-mail: nhpcbondsection@nhpc.nic.in; Website: www.nhpcindia.com
Company Secretary & Compliance Officer: Smt. Rupa Deb; Tel: +91-129-2278018; E-mail: companysecretary@nhpc.nic.in
Nodal Officer & ED (Finance): Shri Satyendra Nath Upadhyay; Tel: +91-129- 2254685; E-mail: nhpcbondsection@nhpc.nic.in
Director (Finance) & Chief Financial Officer: Shri R P Goyal; Tel: +91-129- 2278021; E-mail: dir-fin@nhpc.nic.in
Promoter: President of India, Acting through the Ministry Of Power, Government Of India

THIS IS A PRIVATE PLACEMENT MEMORANDUM CUM APPLICATION LETTER ISSUED IN CONFORMITY WITH FORM PAS-4 PRESCRIBED UNDER SECTION 42 OF THE COMPANIES ACT,2013 AND THE COMPANIES (PROSPECTUS AND ALLOTMENT OF SECURITIES) RULES, 2014, THE COMPANIES (SHARE CAPITAL AND DEBENTURES) RULES, 2014, SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF NON-CONVERTIBLE SECURITIES) REGULATIONS, 2021 ISSUED VIDE NOTIFICATION NO. SEBI/LAD-NRO/GN/2021/39 DATED 9 AUGUST 2021 READ WITH OPERATIONAL GUIDELINES, AS AMENDED FROM TIME TO TIME AND SUCH OTHER CIRCULARS APPLICABLE FOR ISSUE OF NON-CONVERTIBLE SECURITIES ISSUED BY SEBI FROM TIME TO TIME.

(Our Company was incorporated on November 7, 1975 under the Companies Act, 1956 (the "Companies Act") as a private limited company under the name 'National Hydroelectric Power Corporation Private Limited'. The word 'private' was subsequently deleted on September 18, 1976. Our Company was converted into a public limited company with effect from April 2, 1986. The name of the company was changed to 'NHPC Limited' with effect from March 28, 2008.)

OFFER LETTER FOR PRIVATE PLACEMENT OF 7.59%, UNSECURED, NON-CUMULATIVE, NON-CONVERTIBLE, REDEEMABLE, TAXABLE BONDS (AD SERIES) OF RS. 12,00,000/- EACH AMOUNTING TO RS. 300 CRORE WITH GREEN SHOE OPTION OF RS. 696 CRORE AGGREGATING TO RS. 996 CRORE (THE "ISSUE").

Coupon Rate	Coupon payment frequency	Redemption date	Redemption Amount
7.59% p.a.	Annual	Payable in 12 equal installments (STRPPs) with three years of moratorium	Redeemable at face value

ISSUE SCHEDULE

Issue Opening Date	Issue Closing Date	Pay-in Date	Deemed date of Allotment
16.02.2023	16.02.2023	20.02.2023	20.02.2023

TRUSTEE TO THE ISSUE	REGISTRAR TO THE ISSUE	RATINGS TO THE ISSUE
SBICAP Trustee **SBI CAP Trustee Company Limited.** Registered Office Apeejay House, 6th Floor, 3, Dinshaw Wachha Road Church Gate, Mumbai – 400020 Contact Person: Shri Aditya Kapil Tel No: (022) 43025518 Email: dt@sbicaptrustee.com	RCMC **RCMC Share Registry Private Limited** Registered Office B-25/1, First Floor, Okhla Industrial Area Phase II, New Delhi – 110020 Tel: (011) 26387320, 26387321, 26387323 Fax No.011-26387322 Email: rdua@rcmcdelhi.com Website: www.rcmcdelhi.com	India Ratings & Research **IND AAA/Stable** https://www.indiaratings.co.in/pressrelease/60901 Registered Office: Wockhardt Tower, Level 4, West Wing, Bandra Kurla Complex, Bandra (E), Mumbai-400 051 Contact Person: Shri Vineet Ahuja Tel No: +91 9810257567 Email: vineet.ahuja@indiaratings.co.in CARE Ratings **CARE AAA; Stable** https://www.careratings.com/upload/CompanyFiles/PR/09022023065526_NHPC_Limited.pdf Registered Office: 4th Floor, Godrej Coliseum, Somaiya Hospital Road, Sion (East), Mumbai - 400 022 Contact Person: Shri Rajender Walia Tel No: +91 9873814001 Email: rajender.walia@careedge.in

LISTING
The Bonds are proposed to be listed on Wholesale Debt Market Segment of National Stock Exchange (NSE) and BSE (formerly known as Bombay Stock Exchange).

ELIGIBLE INVESTORS
All QIBs, and any non-QIB Investors specifically mapped on the EBP Platform.

ELECTRONIC BOOK MECHANISM COMPLIANCE
ISSUE will be in compliance with EBP operating guidelines, allotment and bidding procedure. This memorandum has been uploaded on NSE's EBP Platform.

This Debenture issue is being made strictly on a private placement basis. It is not and should not be deemed to constitute an offer to the public in general. It cannot be accepted by any person other than to whom it has been specifically addressed. The contents of this Private Placement Offer cum Application Letter are non-transferable and are intended to be used by the parties to whom it is distributed. It is not intended for distribution to any other person and should not be copied / reproduced by the recipient for any purpose whatsoever. The information contained in this document has certain forward-looking statements. Actual result may vary materially from those expressed or implied, depending upon economic conditions, government policies and other factors. Any opinion expressed is given in good faith but is subject to change without notice. No liability is accepted whatsoever for any direct or consequential loss arising from the use of this document. NHPC does not undertake to update this Private Placement Offer Letter to reflect subsequent events and thus it should not be relied upon without first confirming the accuracy of such events with NHPC.

ISSUER's Absolute Responsibility

NHPC Limited, having made all reasonable inquiries, accepts responsibility for and confirms that this placement memorandum contains all information with regard to NHPC Limited and the issue which is material in the context of the issue, that the information contained in the placement memorandum is true and correct in all material aspects and is not misleading, that the opinions and intentions expressed herein are honestly stated and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading.

TABLE OF CONTENTS

I .Definition / Abbreviations

Issuer Related Terms

Term	Description
Articles of Association or Articles	The articles of association of the Company, as amended from time to time
Auditors	The Joint Statutory Auditors of the Company are 1. M/s Chaturvedi & Co. Kolkata 2. M/s K.G.Somani & Co LLP, New Delhi. 3. M/s P C Bindal & Co., Srinagar.
Board or Board of Directors	The Board of Directors of the Company
Directors	The Directors of the Company
Memorandum of Association or Memorandum	The memorandum of association of the Company, as amended from time to time
Promoter	The President of India, acting through the Ministry of Power, Government of India
Registered Office	The registered office of the Company, which, as at the date of this Disclosure Document, is located at NHPC Office Complex, Sector - 33, Faridabad, Haryana, India 121003

Conventional and General Terms

Term	Description
Act or Companies Act	The Companies Act, 2013, to the extent notified by the Ministry of Corporate Affairs, Government of India or any other Acts as applicable.
BSUL	Bundelkhand Saur Urja Limited
CAD	Canadian Dollar
CDSL	Central Depository Services (India) Limited
Crore / crs.	10 million
CSR	Corporate Social Responsibility
CVPPPL	Chenab Valley Power Projects Private Limited
Depositories	NSDL and CDSL
Depositories Act	The Depositories Act, 1996
Depository Participant or DP	A depository participant as defined under the Depositories Act
DIN	Director Identification Number
EGM	Extraordinary general meeting of the shareholders of our Company
EPS	Earnings per share, i.e., profit after tax for a Fiscal year divided by the weighted average number of equity shares during the Fiscal year
Financial Year/Fiscal/FY	Period of 12 months ended March 31 of that particular year
GoI	Government of India
HUF	Hindu Undivided Family
JKSPDCL	Jammu & Kashmir State Power Development Corporation Limited

Term	Description
JPCL	Jal Power Corporation Limited
JPY	Japanese Yen
LDHCL	Loktak Downstream Hydroelectric Corporation Limited
LIC	Life Insurance Corporation of India
LTHPL	Lanco Teesta Hydro Power Limited
MoA	Memorandum of Agreement
MoU	Memorandum of Understanding
NEFT	National Electronic Fund Transfer
NHDC Ltd.	Formally known as - Narmada Hydroelectric Development Corporation Ltd.
NSDL	National Securities Depository Limited
NSE	The National Stock Exchange of India Limited
BSE	BSE Limited (Stock Exchange)
O&M	Operation and Maintenance
PAN	Permanent Account Number allotted under the I.T. Act
PTC	PTC India Limited
RBI	The Reserve Bank of India
RHPCL	Ratle Hydroelectric Power Corporation Limited
RoC	The Registrar of Companies, NCT of Delhi and Haryana
Rs.	Indian Rupees
RTGS	Real Time Gross Settlement
SEBI Act	Securities and Exchange Board of India Act, 1992
SEBI Guidelines	Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 issued vide circular no. LAD-NRO/GN/2008/13/127878 dated June 06, 2008 and as amended,
Supreme Court	Supreme Court of India
US$ or USD or US Dollar	U.S Dollar
w.e.f.	With effect from

Technical and Industry Related Terms

Term	Description
AFC	Annual Fixed Charges
Bonds	AD SERIES@7.59% p.a. TENOR OF 15 YEARS with moratorium period of 3 years , Rs. 12 Lakh EACH FOR CASH AT PAR amounting to **Rs. 996 Crore INCLUDING GREEN SHOE OPTION OF Rs.696 Crore**
Bondholder / Debenture holder	The holder of bonds
BRRP/BREW	Bihar Rural Road Projects/Bihar Rural Electrification Works
CCEA	Cabinet Committee on Economic Affairs
CEA	Central Electricity Authority
CERC	Central Electricity Regulatory Commission

Term	Description
CPSU	Central Public Sector Undertaking
CWC	Central Water Commission
Design energy	The quantum of energy which could be generated in a 90% dependable year with 95% installed capacity of the generating station.
Deemed Date of Allotment	Date as specified in summary Term Sheet
DPE	Department of Public Enterprises
DPR	Detailed Project Report
DRR	Debenture Redemption Reserve
Issuer/NHPC/Corporation /Company	NHPC LIMITED
MoEF & CC	Ministry of Environment, Forest and climate change.
MU	Million Units
MW	Mega Watt
Offer Letter	**Offer Letter dated 16.02.2023** as prepared in conformity with Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 issued vide circular no. LAD-NRO/GN/2008/13/127878 dated June 06, 2008 and as further amended, Form PAS-4 prescribed under section 42(1) and Rule, 14(1) of the Companies (Prospectus and Allotment of Securities) Rule 2014 and Companies (Share Capital and Debenture) Rules, 2014, as amended time to time.
PFC	Power Finance Corporation Limited
PGCIL	Power Grid Corporation of India Limited
PPA	Power Purchase Agreement
REC	Rural Electrification Corporation Limited
Registrar	Registrar to the issue, in this case RCMC Share Registry Private Limited
RoR	Run-of-the-river
SCADA	Supervisor Control and Data Acquisition
SEB(s)	State Electricity Board(s) and their successor(s), if any, including those formed pursuant to restructuring/unbundling
SERC	State Electricity Regulatory Commission
The issue/The offer/Private Placement	**NHPC AD SERIES 7.59% p.a. TENOR OF 15 YEARS with moratorium period of 3 years , Rs. 12 Lakh EACH FOR CASH AT PAR amounting to Rs. 996 Crore INCLUDING GREEN SHOE OPTION OF Rs. 696 Crore.**
Tripartite Agreements	Tripartite Agreements executed among the GoI, RBI and the respective State governments.
Unit	1 KWh, i.e. the energy contained in a current of one thousand amperes flowing under an electromotive force of one volt during one hour

AUTHORITY TO THE ISSUE

The present issue of Bonds is being made pursuant to:

I. Board resolution (s) passed by the Board of Directors in its meeting held on 25.05.2022.
II. Shareholders' approval u/s 180 (1) (c) of the Companies Act 2013 authorizing Board of Directors for borrowings from time to time not exceeding in aggregate at any time of Rs. 40,000 crore obtained through postal ballot process held on 29th September 2021.

DISCLAIMER

GENERAL DISCLAIMER

This Private Placement Offer Letter is neither a Prospectus nor a Statement in lieu of Prospectus and is prepared in conformity with Form PAS-4 prescribed under Section 42 of Companies (Prospectus and Allotment of Securities) Rules, 2014 and in accordance with SEBI Debt Regulations, as amended. This document does not constitute an offer to the public generally to subscribe for or otherwise acquire the Bonds to be issued by the Issuer. The document is for the exclusive use of the Institution(s)/investors to whom it is delivered and it should not be circulated or distributed to third party(ies).The Company certifies that the disclosures made in this document are generally adequate and are in conformity with the captioned Companies Act provisions and SEBI Debt Regulations. This requirement is to facilitate investors to take an informed decision for making investment in the proposed Issue.

DISCLAIMER OF THE ISSUER

The Issuer confirms that the information contained in this Private Placement Offer Letter is true and correct in all material respects and is not misleading in any material respect. All information considered adequate and relevant about the Issue and the Company has been made available in this Private Placement Offer Letter for the use and perusal of the potential investors and no selective or additional information would be available for a section of investors in any manner whatsoever. The Company accepts no responsibility for statements made otherwise than in this Private Placement Offer Letter or any other material issued by or at the instance of the Issuer and anyone placing reliance on any other source of information would be doing so at his/her/their own risk. Although every effort has been made to provide accurate and up-to-date information in this document, however, there is the possibility that an unintentional omission or error exists.

NHPC is not responsible for any such unintentional errors or omissions. Prospective subscribers must make their own independent evaluation and judgment before making the investment and are believed to be experienced in investing in debt markets and are able to bear the economic risk of investing in Bonds. It is the responsibility of the prospective subscribers to have obtained all consents, approvals or authorizations required by them to make an offer to subscribe for, and purchase the Bonds. It is the responsibility of the prospective subscribers to verify if they have necessary power and competence to apply for the Bonds under the relevant laws and regulations in force. Prospective subscribers should conduct their own investigation, due diligence and analysis before applying for the Bonds. Nothing in this Private Placement Offer Letter should be construed as advice or recommendation by the Issuer or by the Arrangers to the Issue to subscribers to the Bonds. The prospective subscribers also acknowledge that the Arrangers to the Issue do not owe the subscribers any duty of care in respect of this private placement offer to subscribe for the Bonds.

Prospective subscribers should also consult their own advisors on the implications of application, allotment, sale, holding, ownership and redemption of these Bonds and matters incidental thereto.

DISCLAIMER OF THE SECURITIES & EXCHANGE BOARD OF INDIA

The Securities have not been recommended or approved by SEBI nor does SEBI guarantee the accuracy or adequacy of this document. It is to be distinctly understood that this document should not, in any way, be deemed or construed that the same has been cleared or vetted by SEBI. SEBI does not take any responsibility either for the financial soundness of any scheme or the project for which the Issue is proposed to be made, or for the correctness of the statements made or opinions expressed in this document. The issue of Bonds being made on private placement basis, this document is required to be filed with SEBI within 30 days of circulation; SEBI reserves the right to take up at any point of time, with the Company, any irregularities or lapses in this document.

DISCLAIMER OF THE STOCK EXCHANGE(S)

As required, a copy of this Private Placement Offer Letter has been/will be submitted to the Stock Exchange(s) for hosting the same on their websites. It is to be distinctly understood that such submission of the document with Stock Exchange(s) or hosting the same on its website should not in any way be deemed or construed that the document has been cleared or approved by stock exchange; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this document; nor does it warrant that this Issuer’s securities will be listed or continue to be listed on the Exchange(s); nor does it take responsibility for the financial or other soundness of this Issuer, its promoters, its management or any scheme or project of the Company. Every person who desires to apply for or otherwise acquire any securities of this Issuer may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the Stock Exchange(s) whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription/ acquisition whether by reason of anything stated or omitted to be stated herein or any other reason whatsoever.

DISCLAIMER OF THE ARRANGERS TO THE ISSUE

It is advised that the Issuer has exercised self-due-diligence to ensure complete compliance of prescribed disclosure norms in this Offer Letter. The role of the Advisors and Arranger to the Issue (collectively referred to as “Arranger”/ “Arranger to the Issue”) in the assignment is confined to marketing and placement of the debentures on the basis of this Offer Letter as prepared by the Issuer. The Arranger have neither scrutinized/ vetted nor have they done any due-diligence for verification of the contents of this Offer Letter. The Arranger shall use this Offer Letter for the purpose of soliciting subscription from a particular class of eligible investors in the debentures to be issued by the Issuer on private placement basis. It is to be distinctly understood that the aforesaid use of this Offer Letter by the Arranger should not in any way be deemed or construed that the Offer Letter has been prepared, cleared, approved or vetted by the Arranger; nor do they in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this Offer Letter; nor do they take responsibility for the financial or other soundness of this Issuer, its promoters, its management or any scheme or project of the Issuer. Arranger is not responsible for compliance of any provision of new Companies Act, 2013.The Arranger or any of their directors, employees, affiliates or representatives do not accept any responsibility and/or liability for any loss or damage arising of whatever nature and extent in connection with the use of any of the information contained in this Offer Letter.

DISCLAIMER OF THE DEBENTURE TRUSTEE

The debenture trustee is not a guarantor and will not be responsible for any non-payment of interest and redemption and/or any loss or claim.

(1) GENERAL INFORMATION

(I) Issuer Information and Date of Incorporation

i. Name of the Issuer

NHPC LIMITED

ii. Date of Incorporation

Nov 7, 1975

iii. CIN No.

L40101HR1975GOI032564

iv. Registered Office & Corporate Office of the Issuer

NHPC LIMITED
NHPC Office Complex,
Sector - 33, Faridabad - 121 003,
Haryana, India
www.nhpcindia.com
Tel: (0129) 2270603, 2250591, 2278018
Fax: (0129) 2270902

v. Other Branches and Units

Apart from the registered and corporate office of NHPC at Faridabad, NHPC group has power projects, Joint Venture and Subsidiary Companies, Regional Offices and several under construction projects.

The above branches, units, sites, offices etc. are spread at several locations all over India.

vi. Compliance Officer and Nodal Officer

Compliance officer and Company Secretary	Nodal Officer
Smt. Rupa Deb Company Secretary NHPC Office Complex, Sector - 33, Faridabad - 121 003, Haryana, India Tel: 0129 - 2278018 E-mail: companysecretary@nhpc.nic.in	**Shri Satyendra Nath Upadhyay** **ED (Finance)** NHPC Office Complex, Sector - 33, Faridabad - 121 003, Haryana, India Tel: 0129-2254685 Email: nhpcbondsection@nhpc.nic.in

The investors can contact the Compliance Officer/Nodal Officer in case of any pre-issue/ post-issue related problems such as non-credit of letter(s) of allotment/ debenture certificate(s) in the DEMAT account, non-receipt of refund order(s), interest warrant(s)/ cheque(s) etc.

vii. **CFO of the Issuer**

Mr. R.P.Goyal,
Director (Finance),
NHPC Office Complex,
Sector - 33, Faridabad, PIN - 121 003,
Haryana, India
Tel: +91 129 227 8021
Email: dir-fin@nhpc.nic.in

viii. **Arrangers of the instrument :-**

Name: Axis Bank Limited Address : Axis House, 4th Floor, Tower 4, Sector-128, Noida-201304 Contact Person: Mr. Vikrant Verma Telephone Number: (0120) 6210860, + 91 9811616269 Email: Vikrant5.Verma@axisbank.com, bonds.origination@axisbank.com Website: www.axisbank.com	**Name: ICICI Bank Limited** Address: ICICI Bank LTD, Service Centre NBCC Palace, Bhism Pitamah Marg Pragati Vihar, New Delhi – 110003 Contact Person: Mr. Kunal Narang Telephone Number: 011-42218244 Email: merchantbanking@icicibank.com, gmgfixedincome@icicibank.com Website: www.icicibank.com
Name: HDFC Bank Limited Registered Address: HDFC Bank House, Senapati Bapat Marg, Lower Parel, Mumbai 400013 Corporate Address: Peninsula Business Park, 4th Floor, Tower B, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013 Contact person: Mr. Gaurav Shah Designation: Vice President Tel No: 022 66521006/4155 Email: trops.investments@hdfcbank.com, debtinvestors.grievanceredressal@hdfcbank.com Website: www.hdfcbank.com	**Name: A. K. Capital Services Limited** Address : 910, 9th Floor, Ansal Bhawan, 16, Kasturba Gandhi Marg, New Delhi - 110001, India. Contact Person: Mr. Pankaj Agrawal Designation: Director Telephone Number: Board: +91-11-23739628, Mobile: +91 9999305903 Email: pankaj.agrawal@akgroup.co.in, akcapitals@gmail.com Website: www.akgroup.co.in

Name: ICICI Securities Primary Dealership Limited Address : 501 – B First International Financial Centre, Plot No- C-54 & 55 G Block, Bandra Kurla Complex, Bandra East, Mumbai-400098 Contact Person: Mr. Ashutosh Garg Designation: Vice President Telephone Number: 011 24369989, +91 9810444388 Email: Ashutosh.garg@isecpd.com, Website: www.icicisecuritiespd.com	**Name: Trust Investment Advisors Private Limited** Registered Address: 109/110, 1st Floor, Balarama, Bandra Kurla Complex, Bandra (East),Mumbai - 400051. Corporate Address: 1101, Naman Centre, Bandra Kurla Complex, Bandra (East), Mumbai - 400051. Contact Person: Mr. Sanjeev Jain Designation: Senior Vice President Telephone Number: +91 022 4084 5000 Email: mbd.trust@trustgroup.in Website: www.trustgroup.in
Name: JM Financial Limited Address : Sood Towers (East Tower), 6thFloor, Barakhamba Road, New Delhi-110001 Contact Person: Mr. Akash Sharma; Mr. Saurav Gupta Telephone Number: 011-68135603; 011-68135607 Email:Akash.Sharma@jmfl.com, Saurav.Gupta@jmfl.com Website: www.jmfl.com	**Name: Genev Capital Private Limited** Address: 913, 9th Flr, New Delhi House, Barakhamba Road, Connaught Place, New Delhi. Contact Person: Ms. Rashmi Kapoor Telephone Number: 9911314665 Email: rashmi.kapoor@genevcap.com Website: www.genevcap.com
Name: PRP Professional Edge Associates Private Limited STRATEGIES FOR GROWTH Address : 508, 5th Floor, Eros City Square, Rosewood City, Sector - 49-50, Gurugram - 122018, Haryana Contact Person: Mr. Pawan Kumar Designation: Manager – Operations Board Line: 0124-4249000 Mobile:+91 99100 17097 Email: ops@prpedge.com, Website: www.prpedge.com	

ix. Debenture Trustee and Registrar to the Issue

Trustee for the Debenture holders	**SBI CAP Trustee Company Limited** Registered Office Apeejay House, 6th Floor, 3, Dinshaw Wachha Road Church Gate, Mumbai – 400020 Contact Person: Shri Aditya Kapil Tel No: (022) 43025518 Email: dt@sbicaptrustee.com
Debenture Trustee has given its consent for the appointment and the consent letter has been placed as Annexure at page No. 308-309	
Registrar and Transfer Agent to Issue	**RCMC Share Registry Private Limited** Registered Office B-25/1, First Floor, Okhla Industrial Area Phase II, New Delhi – 110020 Tel: (011) 26387320, 26387321, 26387323 Fax No.011-26387322 Email: rdua@rcmcdelhi.com Website: www.rcmcdelhi.com

x. Names and addresses of the credit rating agencies for the Issue, Weblink of Ratings press release, Declaration

India Ratings & Research Private Limited	**IND AAA/Stable** https://www.indiaratings.co.in/pressrelease/60901 Registered Office: Wockhardt Tower, Level 4, West Wing, Bandra Kurla Complex, Bandra (E), Mumbai-400 051 Contact Person: Shri Vineet Ahuja Tel No: +91 9810257567 Email: vineet.ahuja@indiaratings.co.in
CARE Ratings Limited	**CARE AAA; Stable** https://www.careratings.com/upload/CompanyFiles/PR/09022023065526_NHPC_Limited.pdf Registered Office: 4th Floor, Godrej Coliseum, Somaiya Hospital Road, Sion (East), Mumbai - 400 022 Contact Person: Shri Rajender Walia Tel No: +91 9873814001 Email: rajender.walia@careedge.in
It is hereby declared and confirmed that all the ratings assigned vide press release (s) mentioned above are valid as on date.	

xi. Auditors of the Issuer :

M/s Chaturvedi & Co.
Chartered Accountants,
60, Bentinck Street,
Kolkata-700069.

M/s K G Somani & Co LLP.
Chartered Accountants,
3/15, 4th Floor, Asaf Ali Road,
Near Delite Cinema,
New Delhi - 110002.

M/s P C Bindal & Co,
Chartered Accountants,
Krishen Niwas, House no. 153,
Rajbagh, Srinagar-191001

xii. Banker of the Issue

State Bank of India
4th & 5th Floor, Parsvanath Capital tower,
Bhai Veer Singh Marg,
New Delhi-110 001.

xiii. Designated Stock Exchange for the Issue: National Stock Exchange

xiv. Stock Exchange where the Recovery Expense Fund is created: National Stock Exchange

xv. Issue Schedule

Particulars	**Date**
Issue Opening Date	16th Feb, 2023
Issue Closing Date	16th Feb, 2023
Pay-In Date	20th Feb, 2023
Deemed Date of Allotment	20th Feb, 2023

(II) A brief summary of the business of NHPC and Subsidiaries:

i) Overview

We are a Mini Ratna power generating company through conventional & non conventional sources. We are dedicated to the planning, development and implementation of an integrated and efficient network of power projects in India. We plan, formulate & execute all aspects of the development of conventional & non conventional sources, from concept to commissioning.

Our Total Installed Capacity is 7071.2 MW from 24 Nos of Power Stations. We have commissioned 20 Hydroelectric Power Stations, 1 Solar Power Station of 50 MW capacity and 1 Wind Power Stations of 50 MW capacity on standalone basis. Total installed capacity and total generating capacity includes two power stations with a combined capacity of 1,520 MW, constructed and operated through our Subsidiary, NHDC. Our power stations and hydroelectric projects are located predominantly in the North and North Eastern states of India and in the states/UTs of Jammu & Kashmir, Ladakh, Himachal Pradesh, Uttarakhand, Arunachal Pradesh, Assam, Manipur, Sikkim, West Bengal, Rajasthan and Tamilnadu. Our Subsidiary NHDC is having projects in Madhya Pradesh.

On standalone basis, our Company has generated 24855 MUs (including 76 MU from Wind Power Project, Jaisalmer 89 MU from Soar Power Project,) during FY 2021-22.

Currently, NHPC along with its JVs and subsidiaries has 14 Projects with 7,627 MW capacity in the construction stage (consisting 8 Hydro projects with 6434 MW capacity and 6 Solar projects with 1193 MW capacity) and 13 projects with 9,507 MW capacity under pipeline at different stages (consisting 9 Hydro projects with 7,882 MW capacity and 4 Solar projects with 1,625 MW capacity)

NHPC bagged 1000 MW Capacity Solar Power Project at a Viability Gap Funding (VGF) of Rs. 44.90 Lakh/MW under CPSU Scheme, Phase-II, Tranche-III in the e-Reverse auction conducted by Indian Renewable Energy Development Authority (IREDA). LOA has been issued by IREDA to NHPC on 04.10.2021 for allocation of 1000 MW capacity under CPSU Scheme.

NHPC has awarded EPC Contracts for development of 1000 MW Grid connected Solar PV Project and transmission line for Power Evacuation to ISTS Sub-Station on 12.05.2022 (with scheduled commissioning date of 11.11.2023) as below:

- M/s Adani Infra (India) Limited : 600 MW (Khavda, Kutch, Gujrat)
- M/s Tata Power Solar System : 300 MW (Bikaner, Rajasthan)
- M/s SSEL-ASR JV : 100 MW (N.P. Kunta, A.P.)

NHPC has awarded EPC Contract for 40 MW Solar Power Project at Ganjam, Odisha. The project is being developed under Solar Park Scheme.

NHPC, as an Intermediary Procurer, has awarded an aggregate capacity of 2000 MW ISTS connected Solar Power projects to the selected 5 nos. of developers. Out of total 2000 MW, 320 MW Solar Project awarded to M/s Avaada Sunrays Energy Pvt. Limited has been commissioned on 10.12.2022. Balance 1680 MW is likely to be commissioned by 2024-25.

A MoU for setting up of Joint Venture Company between NHPC and Green Energy Development Corporation of Odisha Limited (GEDCOL) (State Nodal Agency for Renewable Energy) to jointly explore and develop viable floating solar power projects with aggregate capacity of 500 MW in different reservoirs situated has been signed on 20.07.2020. Concurrence of NITI and DIPAM has been obtained for formation of JV Company. The Promoter's Agreement, Article of Association (AOA) and Memorandum of Association (MOA) has been signed between NHPC and GEDCOL on 04.01.2022. Incorporation of JVC to be taken up post firming up of PPA / investment approval for project under consideration. EPC Tendering for 300 MW Floating Project in Ist Phase is in process.

NHPC is in process of development of 50 MW Floating Solar Project in West Kallada, Kerala under Mode-8 (UMREPP) of Solar Park Scheme. The tendering for EPC Contract is in process.

NHPC is also exploring to develop 75 MW Solar Power Project for sale of power through power exchange. The tendering for EPC Contract is in process.

NHPC is exploring 8 MW Wind Power Project in Pallakad Kerala. Discussions with Kerala State Electricity Board (KSEB) is in process.

NHPC has initiated actions for development of Green Hydrogen Technology and following three pilot projects are in pipeline:

i) Pilot Green Hydrogen Based Fuel-Cell Microgrid (25 kWe) at NBPS Guest House, Leh

ii) Pilot Green Hydrogen Mobility Station at Kargil, UT of Ladakh

iii) Pilot Green Hydrogen Mobility Station at Chamba, Himachal Pradesh

Tendering for EPC Contract for setting up of Pilot Project for Green Hydrogen based Fuel cell Microgrid 25 kWe for NHPC Guest House at Nimmo Bazgo Power Station, Alchi, Leh along with comprehensive O&M of 03 Years is in process.

NHPC Limited signed an MOU with BEL on 23.08.2022 for "Setting up of Giga Watt Scale Vertically Integrated Solar Manufacturing Unit at Bengaluru or any suitable location in the nearby vicinity jointly by NHPC and BEL". Working Group amongst members of NHPC and BEL constituted. 1st meeting of "working Group" officials held on 06.12.2022 in Bangalore for formulation of Action Plan wherein to form a JV Company between NHPC & BEL was also discussed.

NHPC Renewable Energy Limited (a wholly owned subsidiary of NHPC Limited) has signed MOU with Govt. of Rajasthan on 24.08.2022 at New Delhi for "Development of 10,000 MW Ultra Mega Renewable Energy Power Park" in the State of Rajasthan.

NHPC REL requested Govt. of Rajasthan for allotment of 5000 Acre of land in 1st phase for development of 1000 MW Solar Park/Project under the purview of above MOU.

NHPC has also formed a subsidiary with UPNEDA (under UP Government) on 02.02.2015, namely 'Bundelkhand Saur Urja Limited' for development of Solar Power Projects in Uttar Pradesh. The shareholding of NHPC is not less than 74% & that of UPNEDA is not more than 26%. A 65 MW Solar power Project at Kalpi Jalaun is under construction stage by BSUL, out of which 26 MW has already been partially commissioned. BSUL is also in process of development of 1200 MW Solar Power park under Mode-8 of Solar Park Scheme for which land acquisition is in process. Development of 100 MW Solar projects at Mirzapur and 45 MW Solar Projects at Madhogarh under Solar Park Scheme is also in pipe line through BSUL and the projects are under tendering stage.

We are keen to harness the hydropower potential in the states through joint venture alliances with state governments by way of developing Techno-economically feasible projects. To harness the potential of clean energy, Company has the following subsidiaries/associates/joint venture companies as on 31.12.2022:

SUBSIDIARY COMPANIES		
NHDC Limited (NHDC)	NHPC (51.08%) and Government of Madhya Pradesh (48.92%)	NHDC has two operating power stations viz. Indira Sagar (1,000 MW) and Omkareshwar (520 MW) in Madhya Pradesh. During the year 2021-22, NHDC had generated 2645.34 MUs from its power stations i.e. 1717.14 MUs from Indira Sagar Power Station and 928.20 MUs from Omkareshwar Power Station. NHDC is also exploring the possibilities for capacity addition by diversification of its activities in renewable sources of energy i.e. solar power projects in the state of Madhya Pradesh. In this endeavor, NHDC has received Letter of Award for development of 88 MW Omkareshwar Floating Solar Park which will be operational during FY 2023-24.
Loktak Downstream Hydroelectric Corporation Limited (LDHCL)	NHPC (74.82%) and Government of Manipur (25.18%)	LDHCL has been set up for implementation of Loktak Downstream Hydroelectric Project (66 MW) in Noney district of Manipur to exploit the hydroelectric potential of tailrace discharge of Loktak Hydroelectric Project supplemented by Leimatak River. PIB Note seeking

		Investment Sanction for Loktak D/s HE Project in Manipur is in process.
Bundelkhand Saur Urja Limited (BSUL)	NHPC (86.67%) and Uttar Pradesh New & Renewable Energy Development Agency (UPNEDA)(13.33%)	BSUL was incorporated To implement Solar power project at Village Parason, Tehsil-Kalpi, District-Jalaun, Uttar Pradesh and any other conventional & non-conventional power projects entrusted to it by the Government of UP. Accordingly, BSUL is implementing various Solar Power schemes in the state of UP as under: 1) Kalpi Solar Park (65 MWp) – Partial COD of 26 MWp achieved. 2) Jalaun Solar Park (1200 MWp) under UMREPP – Land acquisition in progress. 3) Mirzapur Solar Park (100 MWp) – DPR approved by MNRE, processing for Investment Approval in progress. 4) Madhogarh Solar Power Plant (45MWp) – DPR has been approved by BSUL Board of Directors; and land acquisition for the Project in progress.
Lanco Teesta Hydro Power Limited (LTHPL)	Wholly Owned Subsidiary	LTHPL is executing 500 MW Teesta VI HE Project in Sikkim. NHPC has acquired LTHPL through CIRP process in October, 2019. Post acquisition, LTHPL has become a wholly owned Subsidiary Company of NHPC Limited. The Cabinet Committee on Economic Affairs (CCEA), Government of India has accorded its

		investment approval of Rs. 5748.04 crore for execution of balance works of Teesta VI HE Project in March, 2019. Construction works in progress.
Jal Power Corporation Limited (JPCL)	Wholly Owned Subsidiary	The Company is presently executing Rangit-IV HEP (120MW) in the state of Sikkim. NHPC has acquired M/s Jalpower Corporation Limited (JPCL) through CIRP process in March 2021. Post acquisition, JPCL has become a wholly owned Subsidiary Company of NHPC Limited .The Cabinet Committee on Economic Affairs (CCEA), Government of India has accorded its investment approval of Rs. 938.29 crore for execution of balance works of Rangit IV HE Project in March 2021. Construction works in progress.
NHPC Renewal Energy Pvt. Limited	Wholly Owned Subsidiary	Set up as a dedicated vertical of NHPC for development of Renewable Energy, Small Hydro and Green Hydrogen Projects.
Ratle Hydroelectric Power Corporation Limited (RHPCL)	NHPC Limited (51%), Jammu & Kashmir State Power Development Corporation Limited (JKSPDC) (49%)	The Company has undertaken implementation of 850 MW Ratle Hydroelectric Project in UT of Jammu& Kashmir. The Letter of award for Turnkey execution of 850 MW Ratle project has been issued in favour of M/s Megha Engineering & Infrastructures Limited on 18.01.2022 with awarded cost of Rs. 3485.14 crore (excluding provisions

		for Contingency of Rs. 210.17 crore). Construction works in progress.
Chenab Valley Power Projects Private Limited (CVPPPL)	NHPC Limited (52.97%), Jammu & Kashmir State Power Development Corporation Limited (47.03%)	Four projects viz. Pakal Dul HE Project (1,000 MW), Kiru HE Project (624 MW), Kwar HE Project (540 MW) and Kirthai II in UT of Jammu & Kashmir have been allocated to CVPPPL for development. The Construction works at Pakal Dul, Kiru and Kwar HEPs are in progress.
ASSOCIATE/JOINT VENTURE COMPANY		
National High Power Test Laboratory Private Limited (NHPTL)	NHPC Limited, NTPC Limited, Power Grid Corporation of India Limited, Damodar Valley Corporation and Central Power Research Institute (each having shareholding of 20%)	NHPTL was established to set up an online high power test laboratory for short-circuit test facility in the Country. The laboratory for High Voltage Transformer (HVTR) at 400 kV level and 765kV level is already in operation at Bina, Madhya Pradesh.

We have the required expertise & experience in the design, development, construction and operation of hydroelectric projects. We execute and manage all aspects of projects, from front-end engineering design to commissioning and operation & maintenance of the project. We have also been engaged as a project developer for certain projects where our scope of work was to design, develop and deliver a hydroelectric power station to a client on an agency basis. We also provide contract-based technical, management advisory and consultancy services to domestic and international clients.

Based on our audited financial statements, in Fiscals 2020, 2021 and 2022, we generated total income (excluding exceptional items) of Rs. 9771.59 crore, 9662.56 crore and 9379.98 crore respectively.

The company earned a net profit of Rs. Rs 3007.17 crore, 3245.06 crore and 3537.71 crore (excluding OCI) respectively in Fiscals years 2020, 2021 and 2022.

Our operational efficiency has been reflected through high average plant availability for our power stations, which are measured by the Plant Availability Factor (PAF). The average Plant Availability Factor for our power stations for Fiscals 2020, 2021 and 2022 were 84.04%, 85.76% and 88.19% respectively.

These availability factors, when are higher than the normative plant availability factor required under CERC Regulations, entitle us to certain incentive payments, pursuant to the tariff policy for Fiscal 2009-Fiscal 2014 , Fiscal 2014-Fiscal 2019 and Fiscal 2019-Fiscal 2024.

We have obtained ISO 45001:2018, ISO 9001:2015, ISO 14001:2015 certifications from AQC MIDDLE EAST FZE, all of which are valid until 12.07.2023.

In recognition of our performance and our consistent achievement of targets as negotiated under the MoU system of GoI, we enter into MoU with MoP on an annual basis. The GoI has rated our performance as “Excellent” from Fiscal 1995 through to Fiscal 2006, “Very Good” in Fiscal 2007, “Excellent” in Fiscal 2008, “Very Good” in Fiscal 2009, 2010, 2011, 2012 & 2013 “Good” in Fiscal 2014. Performance rating for the Fiscal 2015 & 2016 is “Very Good” for the fiscal year 2017 it is ‘Good’, for fiscal year 2018 & 2019 it is ‘Very Good’, for fiscal year 2020 & 2021 it is good and for fiscal year 2022 it is very good. Also, in recognition of our performance, we were designated as a Mini-Ratna Category-I public sector undertaking in April 2008.

The President of India and its nominees, before the Initial Public Offer held 100% of the issued and paid-up Equity Share capital of our Company. At present, President of India holds 70.95% of the paid-up Equity Share capital of our Company.

Our Competitive Strengths

We believe that the following are our primary competitive strengths:

Established track record in implementing hydroelectric projects:
NHPC has wide experience and expertise in implementing projects which provide it significant competitive advantage. It has a strong design and engineering base with in-house expertise in developing good project layout, designing structures, geology, geo-physics, geo-technics, construction and material surveys. Its engineering capabilities range right from the stage of conceptualization till the commissioning of projects.

Capabilities from concept to commissioning including in-house Design & Engineering:
NHPC has a competent and committed workforce. Its executives have extensive experience in the industry with capabilities ranging from conceptualization, construction, commissioning and operation of hydro power projects. Their skills, industry knowledge and operating experience provide NHPC with a significant competitive advantage. NHPC also has a full-fledged Design Division dedicated for catering to design and Engineering of its projects. Its in-house design team with extensive experience in hydro sector gives it an edge over other hydro companies.

Survey & Investigation, Exploratory Drilling and Preparation of DPR:

Survey and Investigation is one of the most important aspects of hydropower Project which has direct impact on timely completion of project in a cost effective manner. NHPC has in-house expertise equipped with latest technology/instruments to carryout detailed topographical survey and developing maps. The company has also in-house expertise to carry out exploratory drilling in difficult terrains (mountainous/riverbed) required for sub surface exploration of hydropower projects. Based on investigation reports, NHPC prepares PFR/FR/DPR for obtaining statuary clearances from various scrutiny agencies like CEA/CWC etc.

Geological Investigation Capabilities:

NHPC has a very strong in-house team of experienced geologists, geophysicists and research personnel capable of providing engineering geological and geotechnical solutions for hydropower projects right from inception to commissioning. Entire spectrum of geological, geophysical, geotechnical and construction material investigations as per guidelines of ISRM/BIS which are mandatory for preparation of PFR/FR/DPRs, can be handled by the team. The team also caters to requirements for obtaining mandatory clearances from various Govt. agencies like GSI, CEA, CWC, CSMRS etc. Construction stage geological monitoring and collection of geological data is done continuously which helps in resolving issues during construction in an expeditious manner. The in-house team also contributes in resolving the issues pertaining to geological/geotechnical aspects during post commissioning stage of the projects and also renders services for resolution of geotechnical issues for various consultancy assignments taken up by NHPC from time to time.

NHPC has a full-fledged Engineering Geophysics unit which is capable of carrying out almost all kinds of geophysical investigations for hydropower projects such as seismic refraction, resistivity imaging, seismic tomography, tunnel seismic prediction, inclinometer survey, blast vibration monitoring, site specific seismic design parameter studies for projects and their clearances from NCSDP etc. For post construction seismic monitoring, Strong Motion Accelerographs (SMAs) are installed at all the operating power stations covering the entire Himalayan belt. A real time Seismic Data Center has also been established at Corporate Office for centralized online monitoring of Seismic Data collected by all accelerographs installed at the Power Stations.

A fully-equipped geotechnical lab is functional within this Division to carry out laboratory rock mechanic tests and petrographic analysis. Moreover, a sophisticated remote sensing lab has also been developed with capabilities to generate topographic survey maps from satellite imagery/DEM and to supplement field geological data in inaccessible areas.

Extensive Experience in Construction and operation:

NHPC, over the years, has gained extensive exposure in the construction and operation of hydro projects in remote/ non-penetrative areas, geo-technically sensitive Himalayan terrain. Almost all NHPC projects are situated in remote areas which come with a range of challenges- logistical, climatic and technological. However, with its strong and efficient team of competent and experienced professionals, who have the capability to execute all types and sizes of hydro power projects, NHPC has successfully managed to develop and implement 22 Hydro Power Stations (including two through its subsidiary NHDC), 01 Wind Power Project and 01 Solar Power Project. The Chamera-II Power station and two projects of our subsidiary NHDC viz., Indira Sagar and Omkareshwar projects have been commissioned ahead of schedule.

Strong financial position:

NHPC is a Mini-Ratna Schedule 'A' enterprise with an authorized share capital of Rs. 15000 Crore and an investment base of over Rs. 72000 Crore. The Company has strong Financial Position having highest Credit Rating 'AAA' with Stable outlook, assigned by Domestic Credit Rating Agencies for all listed bonds, outstanding as on 31.03.2022, issued by NHPC Ltd. Further, S&P has rated NHPC with International Rating BBB(-) with stable outlook.

Strong operating performance:

NHPC has at present 24 Power Stations with an aggregate capacity of 7071 MW under operation (including 2 Nos. power stations of 1520 MW in JV mode, 1 Wind Power Project and 1 Solar Power Project). Thus, NHPC with its fleet of power stations is a flagship company in hydro power sector in India.

Strong in-house design and engineering team:

We have an in-house team for project design and our engineering capabilities range from the concept stage to the commissioning of our projects. The team also takes need based support of international and national project consultants. Our Company has in-house expertise in a range of related engineering disciplines, viz. hydrology, electrical, civil, hydro-mechanical and geotechnical design. Our engineers have a rich experience in the design of underground caverns shaft & tunnels and are able to provide solutions for variable and unpredictable complex geological conditions. They also have rich experience in the design of various type of dams such as Concrete dam, Rockfill dam, Concrete face Rockfill dam. Our engineers employ a variety of specialized analysis and design engineering using different computer aided design software. Our engineer's skills are constantly upgraded by adopting best practices and through participating in various national and international conferences.

Our Strategy

Our corporate vision is to become "To be a global leading organization for sustainable development of clean power through competent, responsible and innovative values".

The following are our strategies to achieve this vision:

Expand our installed capacity through Joint Ventures, MoUs and Acquisition:

We seek to expand our installed capacity by tapping into new geographic markets where there is significant scope for capacity expansion through conventional and non-conventional sources of energy. Presently we are engaged in the construction of 2 hydroelectric projects in the state of Himachal Pradesh and Arunachal Pradesh with aggregate capacity of 2800 MW and 3 nos. HE projects in JV mode viz., 1000 MW Pakal Dul HE Project, 540 MW Kwar HE Project and 624 MW Kiru HE Project in J&K through a JV company M/s CVPPPL .

500 MW Teesta-VI HE Project in Sikkim is being executed through Lanco Teesta Hydro Power Limited (LTHPL) a company for which NCLT has given its approval for acquisition by NHPC on 26.07.2019, and now it is a wholly owned subsidiary of NHPC Limited. LTHPL is executing balance work with an estimated cost of Rs. 5748.04 crore (at July 2018 PL). Further, NHPC is executing balance work of 120 MW Rangit Stage-IV HE Project in Sikkim through Jal Power Corporation Limited (JPCL) a 100% subsidiary of NHPC, which NHPC had acquired through NCLT, with an estimate cost of Rs. 938.29 crore (at Oct. 2019 PL). Besides that 850 MW Ratle HE Project in UT of Jammu & Kashmir is being executed by Ratle Hydro Power Corporation Ltd (RHPCL), a subsidiary of NHPC.

Promote and develop our consulting and advisory services:

NHPC Limited takes up Consultancy Assignments mainly to increase its geographic footprint across the country and in neighbouring countries. The main aim is to benefit / enrich fellow organizations and other stakeholders in the hydro power sector with the best practices being followed at NHPC for construction of Hydro electric Projects in the fragile Himalayan Geology, and the best O&M practices which have allowed NHPC to achieve best plant availability, increased efficiency and increased plant/ equipment life across its 22 Hydro (incl. JVs) and 1 each Solar and Wind Power Stations. We aim to continue to deliver advisory services to clients and government entities in India and abroad.

Continue to expand our international activities:

We intend to continue to expand our international operations and further exploit the potential hydropower opportunities available internationally by leveraging our existing relationships developed through our past international consultancy assignments.

NHPC was entrusted with the work of preparing DPRs of Chamkharchhu-I H.E. Project (770 MW) by the Ministry of Power. Further the signing of Joint Venture Agreement cum Share Holders' Agreement of proposed JV with Govt. of Bhutan for implementation of 770 MW Chamkharchhu-I HE Project, is ready for signing. SHA & AOI shall be signed after finalization of concession agreement which is pending with RGoB & CCEA approval of GoI.

In March 2010, an agreement was signed between NHPC and the Department of Energy, Royal Government of Bhutan for providing engineering consultancy services for pre-construction activities at the Mangdechhu H.E. Project (720 MW) in Bhutan which has been completed successfully. Further, NHPC has been engaged as the Design & Engineering Consultant for the execution of Mangdechhu H.E. Project, wherein NHPC is successfully carrying detailed design & Engineering of the project. In addition, NHPC is also providing consultation in survey for checking of HRT alignment during construction of project.

NHPC had also been assigned the work of RMU of Varzob-I H.E. Project in Tajakistan under a tripartite agreement signed between MEA, BHEL & NHPC. NHPC has completed it successfully.

NHPC has completed the Management consultancy contract for Ethiopian Electric Power Corporation (EEPCo), Ethiopia in consortium with Powergrid and BSES Rajdhani Power Limited (BRPL).

In a major step towards development of hydropower projects in Nepal, during August 2022 NHPC has signed MOU with Investment Board, Nepal for taking up the development of West Seti and Seti River 6 HEPs in Nepal.

Completed Projects:

We have set forth below the details of all our completed projects, including joint venture project:

Power Station	State/ UT	Installed Capacity (MW)	Year of Commissioning	Tariff (2021-22) (Rs./Kwh) including Water utilization charges levied by UT of J&K and Ladakh
BairaSiul	Himachal Pradesh	180	1981	2.23
Loktak	Manipur	105	1983	3.89
Salal	Jammu & Kashmir	690	1987/1995	1.23*
Tanakpur[1]	Uttarakhand	120	1992	3.30*
Chamera I	Himachal Pradesh	540	1994	2.22
Uri I	Jammu & Kashmir	480	1997	1.64*
Rangit	Sikkim	60	2000	3.81*
Chamera II	Himachal Pradesh	300	2004	2.01*
Dhauliganga	Uttarakhand	280	2005	2.51
Dulhasti	Jammu & Kashmir	390	2007	5.57
Teesta V	Sikkim	510	2008	2.33*
Sewa II	Jammu & Kashmir	120	2010	5.30*
Chamera III	Himachal Pradesh	231	2012	3.94*
Chutak	Jammu & Kashmir	44	2013	8.11
TLDP-III	West Bengal	132	2013	5.30*
NimmoBazgo	Jammu & Kashmir	45	2013	9.13
Uri II	Jammu & Kashmir	240	2014	4.26*

Parbati-III	Himachal Pradesh	520	2014	3.08*
TLDP-IV	West Bengal	160	2016	4.35*
Kishanganga (3*110)	Jammu & Kashmir	330	2018	3.94*
Wind Power, Jaisalmer	Rajasthan	50	2016	3.67 **
Solar Power	Tamilnadu	50	2018	4.41**
Completed Projects with NHDC				
Indira Sagar	Madhya Pradesh	1000	2005	3.67*
Omkareshwar	Madhya Pradesh	520	2007	4.55*
Note: 1 Derating of Tanakpur Power Station of 94.2 MW from September 1996 vide CEA letter no. DMLF/PS/9/7/96. ***2. The above tariff rates are exclusive of water charges / cess levied by J&K, Uttarakhand and Sikkim.***				

***Tariff for 2022-23**
Presently, bills are being raised as per tariff determined by CERC for FY 2018-19 as petitions for the period 2019-24 have been submitted in CERC and orders in this regard are yet to be issued.

***** Tariff as per PPA.***

Projects under Construction

We have set forth below the details of all our hydroelectric projects, which are currently under construction:

A. Hydro Projects:-

Ongoing Projects & States	Installed Capacity (MW)	Price Level	CCEA Approved Cost (Rs. in Crore)	Price Level	Anticipated Cost (Rs. in Crore)
Parbati II (H.P.)[1]	800	Dec'01	3,919.59	July'22	11134.54
Subansiri Lower [2] (Arunachal Pradesh/ Assam)	2000	Dec'02	6,285.33	Jan'20	19992.43
Total	**2800**		**10204.92**		**31126.97**

1. **Parbati II :-** First and second units have been successfully synchronized with grid at part-load in September, 2018 by using discharge from Jiwa Nallah. Third and fourth units have also been successfully test synchronized with grid in September, 2019. Water of Hurla Nallah has been diverted into HRT on 30.11.2020 whereas Manihar Nallah has been diverted into Pancha Nallah on 18.08.2021. Further, Pancha Nallah diverted into feeder tunnel on 25.12.2021. Now, in this way water of all the Nallah of Sheelagarh area viz. Manihar, Pancha & Hurla have been successfully diverted into HRT through drop shaft by connecting one to another. Project is anticipated to be commissioned by Dec 2023.

2. **Subansiri Lower :-** Work at Project resumed w.e.f. 15.10.2019, pursuant to NGT Clearance on 31.07.2019 and signing of MOA with Govt of Assam on 23.08.2019. The work remained suspended w.e.f. 24.03.2020 to 20.04.2020 due to Covid-19 lockdown, work resumed w.e.f. 21.04.2020 at site. Cumulative dam concreting of 1918803 cum has been done out of 2056804 cum (93.29% achieved so far). Power House civil package awarded on 01.09.2020 and works is under progress. Boxing up of Unit 1 done on 13.06.2022. Erection work at intake gages is in progress and fabrication work of Penstock liner is in progress. The project is expected to be completed by June'24.

Project under Construction- Subsidiary :

Ongoing Projects & States	Installed Capacity (MW)	Price Level	CCEA/Cabinet Approved Cost (Rs. in Crore)
Pakal Dul (4x250) (UT of J&K)[3]	1000	Mar'13	8112.12
Kiru (4X156) (UT of J&K)[4]	624	July'18	4287.59
Kwar (4X135) (UT of J&K)[5]	540	Sep'20	4526.12
Teesta VI (4x125) (Sikkim)[6.]	500	July'18	5748.04
Rangit IV (3X40) (Sikkim)[7]	120	Oct'19	938.29
Ratle (4X205+30) (UT of J&K)[8]	850	Nov'18	5281.94
Total	**3634**		**28894.10**

3. **Pakal Dul :-** This project is owned by Chenab Valley Power Projects Pvt. Ltd, a joint venture between NHPC (51%) & JKSPDC Ltd. (49%). MOP on 28.10.2014 has conveyed the Cabinet Sanction of the project at an estimated cost of Rs. 8112.12 Crores at Mar'13 price level. Hon'ble Prime Minister has laid the foundation stone of Project on

19.05.2018. All contracts packages have been awarded. Works are in progress in all packages. Anticipated completion of project is Jul'25.

4. **Kiru:-** This project is owned by Chenab Valley Power Projects Pvt. Ltd, a joint venture between NHPC (51%) & JKSPDC Ltd. (49%). Investment sanction received from Govt. of India with estimated cost of Rs.4287.59 crore (Jul'18 PL). Hon'ble Prime Minister has laid the foundation stone of Project on 03.02.2019. Works have been awarded and construction activities are in progress in all work packages. Anticipated completion of project is Jul'25.

5. **Kwar:-** This project is owned by Chenab Valley Power Projects Pvt. Ltd, a joint venture between NHPC (51%), JKSPDC Ltd.(49%). Investment sanction received from Govt. of India with estimated cost of Rs.4526.12 crore (Sep'20 PL). Civil works packages awarded and works is in progress. Tendering work is in progress for award of HM and E&M works. Anticipated completion of project is Nov'26.

6. **Teesta VI:-** CCEA in its meeting held on 07.03.2019 had given its approval for investment sanction for acquisition of M/s Lanco Teesta Power Limited and execution of balance works of the project. M/s LTHPL has been acquired by NHPC on 09.10.2019. Works have been awarded and construction activities are in progress in all work packages. The project is expected to be commissioned by July 2025.

7. **Rangit IV:-** MoP on 30.03.2021 conveyed Investment Approval for acquisition of Jal Power Corporation Ltd (JPCL) and construction of Balance Works, on 31.03.2021, NHPC has taken over Jal Power Corporation Limited. Works have been awarded and construction activities at all the work packages in progress. The project is expected to be commissioned by August 2024.

8. **Ratle:-** This project is owned by Ratle Hydroelectric Power Corporation Limited (RHPCL), a joint venture between NHPC and JKSPDC Ltd. (A Jammu & Kashmir government undertaking). The Company has been incorporated in Jun'21. Investment sanction received from Govt. of India with estimated cost of Rs.5281.94 crore (Nov'18 PL). Hon'ble Prime Minister has laid the foundation stone of Project on 24.04.2022. EPC Contract awarded on 18.01.2022. Works are in progress. Anticipated completion of project is May'26.

<u>Projects Awaiting Clearances:</u>

The hydroelectric projects including our joint venture projects detailed below are awaiting final sanction from the CCEA:

S.No.	Projects	State	Proposed Installed Capacity (MW)
A. Hydro-Stand alone			
1	Dibang[1] (12X240)	Arunachal Pradesh	2880
2	Teesta IV[2] (4X130)	Sikkim	520
3	Dugar[3] (4 x103 + 2x44)	Himachal Pradesh	500
4	Sawalkot[4] (6x225+1x56)	UT of Jammu & Kashmir	1856
5	Uri-I Stage-II[5] (2x120)	UT of Jammu & Kashmir	240
		Total (A)	**5996**
B. Hydro – Projects in Joint Venture			
1	Kirthai-II[6] (6x140 + 2x35 + 2x10)	UT of J&K (JV With JKSPDCL)	930
		Total B	**930**
C. Hydro – Subsidiary Under Clearance			
1.	Loktak D/S (2X33)[7]	Manipur (JV between NHPC 74% % Govt. of Manipur 26%)	66
		Total (C)	**66**
D. Project under FR/DPR Preparation			
1	Garba Tawaghat[8]	Uttarakhand	630
2	Dulhasti Stage-II[9]	UT of J&K (JV With JKSPDCL)	260
		Total (D)	**890**

Notes:

1. **Dibang:-** Concurrence to Project, Environment Clearance, Forest Clearance (Stage-I) and FRA clearance available. CCEA approval for Rs. 1600 crore to incur expenditure on pre-investment activities & balance clearances of the project accorded. Forest Clearance (St-II) accorded on 12.03.2020. PIB in its meeting held on 11.10.2022 recommended the proposal for implementation of Project. Minutes issued on 28.10.2022. PIB in its meeting held on 11.10.2022 recommended the proposal for implementation of Project. Minutes issued on 28.10.2022. Draft CCEA note stands concurred by MoF vide OM dated 29.11.2022. CCEA note is under advanced stage of finalization / approval.

2. **Teesta IV:-** All statutory clearances received except forest clearance (stage-II). FRA Compliance is underway. Approval for pre-investment activities is available. PIB memo based on CEA vetted cost at Apr'21 PL, after incorporating comments of appraising departments submitted to MoP. FC (Stage-II) is pending for want of compliance under

FRA-2006, for which Gram Sabha meetings at remaining 3 Gram Panchayat Units (GPU's), out of total 10 GPUs and completion of settlement of rights under FRA, 2006 are yet to be resolved. Recently, CMD, NHPC vide DO letter dated 22.12.2022 addressed to Secretary, MoP, Govt. of India apprised the status of consent from remaining 3 GPUs for Settlement of Rights under FRA-2006.

3. **Dugar:-** A MoU was signed on 25.09.2019 between NHPC and GoHP for implementation of the Project on BOOT basis for 70 years. Detailed Project Report (DPR) has been submitted to CEA on 25.11.2020. CEA accorded the Concurrence on 26.04.2022. The completion cost of the project is Rs. 4250.20 Crore at Apr' 2021 PL with Levelized Tariff Rs. 4.46/unit as per the concurrence. The proposal for Environment clearance was recommended by EAC in its meeting on 29.08.2022 subject to accord of Forest Clearance Stage-I. Proposal for Forest clearance has been forwarded by State Govt. to MoEF&CC on 04.07.2022. MOEF&CC, New Delhi had forwarded the proposal to IRO (MOEF&CC), Shimla on 03.11.2022 for site Inspection. In this regard, IRO, Shimla vide letter dated 17.11.2022 replied that site inspection can be done after winter season. MoP returned the draft PIB proposal on 26.09.2022 for want of FC-I, EC & IWT Clearances. CEA vide e-mail dated 29.12.2022 has sought clarifications regarding Pondage & MMD in approved power potential studies w.r.t. Indus Water Treaty angle. The same has been replied on 02.01.2023. IWT clearance is under process.

4. **Sawalkot:-** MOU has been signed between NHPC Ltd. and JKSPDCL on 03.01.2021. The project shall be executed by NHPC on BOOT basis for the period of 40 years. Agreement for handing over / taking over signed between NHPC and JKSPDC on 11.12.2021 & NHPC has taken over the Project. Transfer of appraisal in favour of NHPC from JKSPDC and extension of validity of appraisal up to 17.04.2024 has been accorded by CEA on 25.03.2022.The Ministry of Power has accorded approval on 12.07.2022 for incurring expenditure on pre investment activities for an amount of Rs. 973 crore at Nov.2021 Price Level. Process for obtaining forest clearance has been initiated. CEA vide letter dated 27.12.2022 vetted the cost estimates of hard cost, IDC/FC and tariff of Sawalkot HEP at completion level for an amount of Rs. 22704.80 crores including Rs. 4593.41 crores for IDC and Rs. 1124.20 crores for enabling infrastructure.

5. **Uri-I Stage-II:-** MOU has been signed between NHPC Ltd. and JKSPDCL on 03.01.2021. The project shall be executed by NHPC on BOOT basis for the period of 40 years. MOEF&CC vide letter dated 10.06.2021 has conveyed the approval to the TOR. EIA/ EMP studies is in progress. Process for obtaining forest clearance is in progress. DPR of Uri-I Stage-II HEP was submitted on 18.05.2022 and accepted by CEA for examination in the meeting held on 20.06.2022. 15 out of total 23 clearances have been obtained from concerned directorates of CEA /CWC/GSI/CSMRS etc.

6. **Kirthai-II:-** MoU signed on 03.01.2021 between NHPC and JKSPDC for execution of Kirthai-II (930MW) Hydroelectric Project by CVPPPL & other Projects by NHPC. The DPR prepared by M/s JKSPDC Ltd. was apprised by CEA vide OM dated 16.06.2019. The Appraisal has been transferred in the name of CVPPPL by CEA on 29.12.2021. Extension

of validity of appraisal up to 13.06.2024 has been accorded by CEA on 29.08.2022. Balance investigation works are in progress in compliance to DPR concurrence. EAC had recommended for grant of Environment clearance (EC) to the project on 15.04.2021. MOEF & CC vide letter dated 24.05.2021 has intimated JKSPDC that Environment Clearance shall be accorded after Stage-I Forest Clearance is granted. Approved CAT Plan and Biodiversity Management Plan submitted to DFO Kishtwar on 03.07.2021. Vide letter dated 30.11.2021 MOEF & CC was requested to issue EC in favour of CVPPPL. Defence Clearance has been accorded by MoD on 24.03.2022. Application of FC-I on Parivesh Portal of MOEF &CC submitted on dated 19.10.2022.

7. **Loktak D/S:-** All statutory clearances of project except CCEA are available. PPA signed between Govt. of Manipur and LDHCL on 31.08.2020. PIB Memo meeting held on 14.07.2021. As per PIB minutes, Cost (at completion) of Project without & with establishment cost till zero date, likely year wise phasing of expenditure at Completion Cost (including establishment cost till zero date) during project cycle and funds to be made available by State Govt. of Manipur & Tariff calculations furnished to MoP vide letter dated 16.08.2021 for further direction & necessary action. NHPC shared the above information with Govt of Manipur as per direction of PIB vide letter dtd 19.08.2021. Additional Secretary, MoP & Secretary (Power), MoP vide DO dated 05.10.2021 & 22.11.2021 respectively requested Chief Secretary, Govt of Manipur to look into the matter and expedite the confirmation of Govt. of Manipur. Secretary (Power) vide DO dtd 24.03.2022 conveyed to Chief Secretary, Manipur that as commitment from Government of Manipur towards the project is still awaited, the Ministry is now constrained to drop the ongoing proposal. Comments of JS (Power), GoM dated 23.06.2022, forwarded by MSPCL to LDHCL on 30.06.2022, were replied by NHPC on 13.07.2022. Same was further submitted to MSPCL by LDHCL on the same day. CEA has declined to extend the validity of the concurrence of DPR vide their letter dt 04.08.2022.

8. **Garba Tawaghat:-** Implementation of the project is held up due to pending consent of Govt. of Nepal. In the 9th Joint Steering Committee (JSC) Meeting on India-Nepal Cooperation in Power Sector held on 24.02.2022 in Kathmandu, Nepal, it was agreed by the parties to explore development of viable hydro projects in Nepal for beneficial exploitation of water resources through formation of a Joint Hydro Development Committee. CMD, NHPC vide letter dated 27.05.2022 requested Secretary, MoP to take up the matter with Joint Hydro Development Committee (JHDC) for bilateral discussions with Govt. of Nepal for clearance under Mahakali Treaty. As sought, a proposal on the project for taking up the matter with MEA, submitted to MoP on 21.06.2022. CMD, NHPC vide letter dated 29.06.2022 requested Chief Minister, Govt. of Uttarakhand to take up the matter with MoP, MEA & MoJS for bilateral discussions. CMD, NHPC vide letter dated 30.06.2022 requested Joint Secretary (Hydro) to take up the matter with MEA. Further, the proposal seeking clearance from Mahakali Treaty Angle was submitted to MoP on 30.06.2022. 7th JSTC & 9th JCWR meeting was held on 21st - 23rd September, 2022 at Kathmandu, Nepal. During the meeting, it was agreed that Indian side shall send a team to hold further discussion with Nepali side in next three months. NHPC vide letter dated 11.10.2022 requested MEA to facilitate early implementation of

decisions taken in the 7th JSTC & 9th JCWR meeting was held on 21st - 23rd September, 2022 at Kathmandu, Nepal.

9. **Dulhasti Stage-II:-** MOU has been signed between NHPC Ltd. and JKSPDCL on 03.01.2021. The project shall be executed by NHPC on BOOT basis for the period of 40 years. 1st Consultation Meeting with CEA for preparation of DPR was held on 17.03.2021 and Minutes of Meeting (MOM) was issued on 25.03.2021. MoEF&CC vide letter dated 16.07.2021 has conveyed the approval to the ToR for EIA/ EMP studies of the project. EIA studies are in progress. No forest clearance is required. NOC has been obtained from Forest department. Defence Clearance has been accorded by MoD on 03.01.2022. All (9 nos.) Pre-DPR chapters have been submitted to concerned directorates of CEA/CWC/GSI/CSMRS etc. and 7 Chapters cleared out of 9 Chapters.

Contracts, Project Management and Consultancy Works Business:

NHPC is a well established ISO 9001, ISO 14001 and ISO 45001 certified, multi-disciplinary organisation and has acquired sufficient expertise and state of art technology for planning and executing both large and small size Hydro Power Projects. It has the support of highly qualified and experienced professionals in design and engineering, geotechnical engineering, latest range of construction and test equipments, technologies to accomplish any hydro power project from concept to commissioning. The technical "know-why and know-how" proficiency and experience of NHPC places it in a leading position to offer a wide range of "World Class" consultancy services from "Concept to Commissioning" in the field of hydro power.

The Consultancy Services Division was set up in 1993 in NHPC to provide the expertise gained in Survey & Investigation, Planning, Design & Engineering, Construction, Operation & Maintenance, Renovation, Modernization & Uprating of hydro power projects and other associated works to clients in public and private sector.

Our clients include central and state government agencies in India including SEBs and PSUs, as well as a number of foreign governments and private sector entities. From a marketing perspective, consultancy contracts also allow us to establish a relationship with potential future clients and, in the case of project feasibility studies, to become involved at an early stage in turnkey projects for which we may later submit bids.

Turnkey Agency Contracts:

We have undertaken international agency contracts under the direction of GoI. These projects are undertaken in the spirit of cooperation with foreign governments and also to broaden our international experience. The status of various turnkey agency projects undertaken by our consultancy services division is set out below:

Project	Country/State/Union Territory	Installed/ Proposed Total Capacity (MW)	Status
Devighat	Nepal	14.10	Commissioned
Kurichhu	Bhutan	60.00	Commissioned
Kalpong	India (Andaman & Nicobar Islands)	5.25	Commissioned
Sippi	India (Arunachal Pradesh)	4.00	Commissioned
Kambang	India (Arunachal Pradesh)	6.00	Commissioned
Total		**89.35**	

Specialized Government Agency Works

DEEN DAYAL UPADHYAY GRAM JYOTI YOJNA (Erstwhile RGGVY)

NHPC implemented 36 nos. Rural Electrification projects under the X and XI plan scheme of DEEN DAYAL UPADHYAY GRAM JYOTI YOJNA (Erstwhile RGGVY) in various states of India on the basis of fixed agency fees i.e. 09-12% of the cost of the project. Rural electrification projects were allocated to NHPC in 27 districts spread over five states viz. West Bengal, Bihar, J&K, Chhattisgarh and Odisha at an estimated cost of approx. Rs. 2700 crore. Out of 36 projects, works have been completed in 35 nos. projects except Leh project in J&K.
Major achievements of Rural Electrification works are as under:

- Electrified 9077 nos. Un-electrified/ De-electrified villages.
- Electrified 18693 nos. Partially electrified villages.
- Provided service connections to 16.1 Lacs BPL families.
- Constructed 11 nos. 66/11 KV new sub-stations in Leh and Kargil.
- Constructed 48 nos. 33/11KV new sub-station.
- Augmented / Up-graded 104 nos. 33/11 KV new sub-stations.

Rural Road Projects under Pradhan Mantri Gram Sadak Yojna (PMGSY):

An MOU was signed amongst NHPC; Ministry of Rural Development, Government of India and Government of Bihar for the construction of rural roads in six districts namely Vaishali, Muzaffarpur, Sitamarhi, East Champaran, Sheohar and West Champaran of Bihar under the Pradhan Mantri Gram Sadak Yojna (PMGSY). Under the scheme, NHPC awarded the works for execution of 758 roads spread over 06 districts and having cost of Rs. 1725.65 Crore for execution. As on 25.01.2023, 757 roads having 3220.93 km length have been completed & contract for balance 01 No. road has been terminated.

As per the Tripartite Agreement, maintenance of all 758 roads is to be carried out for five (05) years after completion of their construction. Out of 757 roads already completed, maintenance period of five years of 753 roads covering 3209.28 km of road length has been completed. While 4 roads having 11.65 km of road length are under maintenance period.

Pumped Storage Projects

NHPC is also exploring to develop Pumped Storage Projects in the state of Andhra Pradesh, Odisha, Jharkhand, Karnataka, Madhya Pradesh and Maharashtra etc. We are conducting study on the feasibility of certain projects like Indira Sagar, Omkareshwar (525 MW) Pumped Storage Scheme and Tekwa-2 Pumped Storage Scheme (800 MW) in Madhya Pradesh and also some projects in other states.

Design and engineering:

The engineering and design of a hydroelectric project requires input from a number of specialist engineering disciplines, particularly, civil and hydro-mechanical design, geological and geotechnical and electrical and mechanical design.

Civil and hydro mechanical design:

This aspect of the project includes:

- Planning, layout design studies, estimation of quantities and preparation of chapters of civil and hydro-mechanical components of the projects for Detailed Project Reports (DPR) including review of DPRs prepared by other agencies for projects proposed for execution.
- Planning, co-ordination and evaluation of pre-construction stage investigation works.
- Planning and optimized designs for Civil & hydro-mechanical components associated with hydropower projects from concept to commissioning.
- Hydrological studies to determine power potential as well as its implementation in structural design.
- Assessing of impact of soil erosion and sediment on the proposed hydroelectric projects and development of reservoir operation strategy to manage sediment/flood related problems.
- Framing Technical Specifications for Civil &hydro–mechanical works.
- Minimizing project cost based on detailed design and drawings.
- Preparation of Operation & Maintenance Manuals for Civil & HM Works.
- Provide commissioning and operation guideline for reservoirs, dams, water conductor system and related structures.
- Providing solutions to the issues related to O&M of Civil/HM structures of Power Stations
- Safety monitoring of structures through instrumentation and Dam Safety Inspection, including analysis/preparation of Reports.
- Providing consulting services to Joint Venture Companies, outside agencies, State /Govt Departments.
- Monitoring and providing technical support to Projects/Power Stations/ Master Control Room (MCR) in mitigating the effect of natural disasters through Early Warning System.

Geological and geotechnical engineering:

The geotechnical engineering process involves the collection of sufficient qualitative and quantitative geological, geotechnical and construction material information to determine basic design parameters for the major civil structures of the project.

Electromechanical Design:

This aspect includes :

1. Power Potential Studies, Optimization studies and layout design studies for Pre-feasibility, Feasibility report and Detailed project report (DPR) of Hydro Power Projects/Pumped Storage Projects (PSP).
2. Planning and preparation of Electromechanical designs for DPRs and coordinating with associate agencies for clearance.
3. Planning and optimized designs for Electromechanical Components associated with Hydro Power Projects from concept to commissioning.
4. Preparation of technical specifications, drawings and bill of quantities of Electromechanical works for bidding purpose for Hydro Projects.
5. Detailed engineering after award of works and providing Electromechanical drawings and design support to the Projects under construction.
6. Standardization / Updation of technical specification for Electromechanical equipment for Power House and switchyard.
7. Preparation of Operation and Maintenance manual for Electromechanical works.
8. Providing consultancy services to Joint venture companies, outside agencies, State govt. departments.

Automation of stations:

Presently, the operations of all the power stations are either semi or fully automated. Our Uri, Chamera II, Dhauliganga, Dulhasti, Sewa-II, Teesta-V, Chamera-III, Uri-II, Teesta Low Dam-III, Teesta Low Dam-IV, Parbati-III, Chutak, NimooBazgo Kishanganga, Salal, Bairasiul, Tanakpur and Rangit power stations are equipped with advanced distributed control systems / SCADA systems. We are in process of implementing SCADA systems, Chamera I, power station. Further, SCADA systems at Loktak Power Station is planned to be undertaken under Renovation and modernization for life extension program of this power station. DCS/SCADA system provides for better operation, monitoring and control of the power station.

Sale of Energy

Tariff:

Tariff for each of our hydropower stations are determined by the CERC. A new tariff regulation was issued by CERC pursuant to notification no. L-1/236/2018-CERC dated March 07, 2019, and relates to the Control Period (CP) from April 1, 2019 to March 31, 2024.

Tariff is determined by reference to AFC, which comprise of return on equity, depreciation, interest on loan, interest on working capital and operation & maintenance expenses. The AFC is recoverable in the form of primary energy charges and capacity charges. Recovery of capacity charges depends on the actual availability of our machines for generating power.

Capacity charge is determined by the NAPAF, which has been prescribed for each project by CERC whereas Energy charge is recoverable on the basis of actual generation.

We are entitled to receive incentives for achieving plant availability factor greater than NAPAF as well as for generating energy in excess of the design energy of the plant @ Rs. 1.20/kWh or energy charge rate, whichever is lower.

Power Purchase Agreements:

The GoI allocates the output of each of our stations among the beneficiary DISCOMs. Each of our power stations has PPAs with its customers. Under the terms of the PPAs, we are obliged to supply electricity to SEBs or their successor entities, private distribution companies and other GoI entities in accordance with the terms of the allocation issued by the GoI from time to time. The power supplied to customers is billed as per tariff determined under tariff regulations issued by CERC from time to time.

The MoUs signed with respective state governments where power station is situated we need to provide 12% of the energy that we generate to the respective state free of cost. In addition to above, as per allocation order issued by MoP after 31.03.2008, 1% additional free power given to home state for local area development fund & home state has to provide matching 1% from their share of 12% free power. The sale of power from various projects is regulated as per allocation of power issued by MoP, GoI.

The term of validity of the PPA is generally for life span of the project i.e. 40 years as per CERC Tariff Regulations, 2019. In some cases, PPA for 5 years or 10 years from the date of the commercial operation of the project have also been signed, provided that such PPAs may be renewed or replaced on such terms and for such further time as the parties may agree. However, the provisions of a PPA continue to operate until such PPA is formally renewed or replaced in case customer continues to get Power from the Projects.

The tariffs charged and the conditions for the supply of energy, as well as the levy of surcharge and rebates are determined according to the tariff regulations issued by the CERC or policies of GoI from time to time. NHPC also offers its own rebate scheme to willing customers. Further, settlement of any disputed current dues is determined according to the directives of the CERC or the GoI as issued from time to time.

The parties to a PPA are not liable for any claim for loss or damage arising out of failure to carry out the terms of such PPA to the extent that such failure is due to force majeure events such as riot, strike, lock out, fire, explosion, flood, drought, earthquake, war or other forces, accidents etc. beyond the control of either party. Any party claiming the benefits of this provision holds the burden of proving that the event occurred and damage was suffered.

All questions or disputes between parties in connection with a PPA, except the extent of power vested with the respective RPC(s), are settled through arbitration in accordance with the provisions contained in the Electricity Act, 2003 and the Arbitration and Conciliation Act, 1996 as amended and any statutory modifications thereto, in the event such differences cannot be settled through conciliation prior to arbitration. Notwithstanding the existence of any question, dispute & differences referred to arbitration, the parties here to shall continue to perform their respective obligations under this agreement.

Availability of long term PPAs for Power Stations of your Company is the key to its sustainability. Long term PPAs give revenue visibility for the Company and assured rate of return. Your Company strives for signing of long term PPAs for its Power Stations. NHPC has long term PPAs with beneficiaries for most of its Power Stations. Major achievements on front of PPAs during the year 2021-22 onwards are as follows :

<table>
<tr><th>S. No.</th><th>Name of State/Union Territory/Distribution Companies</th><th>Name of Power Station</th><th>Validity Period (in years) from Commercial Date of Operation (COD)</th></tr>
<tr><td colspan="4">Operating Power Stations</td></tr>
<tr><td rowspan="5">1</td><td rowspan="5">Punjab State Power Corporation Limited (PSPCL)</td><td>Bairasiul</td><td>25</td></tr>
<tr><td>Sewa-II</td><td rowspan="4">40</td></tr>
<tr><td>Chamera-III</td></tr>
<tr><td>Uri-II</td></tr>
<tr><td>Parbati-III</td></tr>
<tr><td>2</td><td>Haryana Power Purchase Centre (HPPC)</td><td>Bairasiul</td><td>25</td></tr>
<tr><td>3</td><td>BSES Rajdhani Power Limited (BRPL) and BSES Yamuna Power Limited (BYPL)</td><td>Bairasiul</td><td>25</td></tr>
<tr><td rowspan="2">4</td><td rowspan="2">Jaipur Vidyut Vitran Nigam Limited (JVVNL), Ajmer Vidyut Vitran Nigam (AVVNL) and Jodhpur Vidyut Vitran Nigam Limited (JdVVNL), Rajasthan</td><td>Sewa-II</td><td>40</td></tr>
<tr><td>Uri-II</td><td>35</td></tr>
<tr><td>5</td><td>Manipur State Power Distribution Company Limited (MSPDCL)</td><td rowspan="7">Loktak</td><td rowspan="7">25 (After R&M of last unit)</td></tr>
<tr><td>6</td><td>Nagaland</td></tr>
<tr><td>7</td><td>Assam Power Distribution Company Limited (APDCL)</td></tr>
<tr><td>8</td><td>Tripura State Electricity Corporation Limited (TSECL)</td></tr>
<tr><td>9</td><td>Power & Electricity Department, Mizoram</td></tr>
<tr><td>10</td><td>Department of Power, Arunachal Pradesh</td></tr>
<tr><td>11</td><td>Meghalaya Energy Corporation Limited</td></tr>
<tr><td colspan="4">Construction Projects</td></tr>
<tr><td rowspan="2">12</td><td rowspan="2">Chhattisgarh State Power Distribution Company Limited (CSPDCL)</td><td>Subansiri Lower HE Project</td><td rowspan="2">40</td></tr>
<tr><td>Teesta-IV</td></tr>
</table>

NHPC has also signed PPA with WBSEDCL on 02.09.2021 in respect of TLDP-IV Power Station for 10 years (from 01.04.2021 to 31.03.2031) with levelised tariff of Rs 4.39/kWh as agreed between NHPC Ltd. and WBSEDCL and approved by BOD of NHPC in its 444rd meeting.

NHPC Limited in Trading Business

NHPC is having Category–I Trading License which was granted by CERC vide its order dated 23.04.2018.

NHPC Limited as Intermediary Procurer/Trading Licensee invited bids for Procurement of 2000 MW Solar Power from ISTS Grid Connected Solar Photo Voltaic Projects under Tariff based Competitive Bidding as per MoP guidelines dated 03.08.2017 and Tariff of Rs. 2.55/unit (for 1680 MW) & Rs. 2.56/unit (for 320 MW) was discovered on 16.04.2020.

In spite of challenging conditions due to Covid-19, NHPC has signed Power Sale Agreement (PSA) with DISCOMs of MP (1000 MW), Chhattisgarh (400 MW), Jammu & Kashmir-(300 MW) and Punjab (300 MW) for 25 years from date of commercial operation. Similarly, back to back Power Purchase Agreement (PPAs) has been signed with Solar Power Developer (SPD) and they have to commission the plants by Jun'24.

Trading Margin of Rs 0.07/kWh shall be earned by NHPC during contract period of 25 years. Yearly tentative earning from Trading Margin shall be around Rs 35 Crore. 320 MW Solar project of M/s Avaada Sunrays Energy Private Limited has been under commercial operation w.e.f. 10.12.2022.

The ministry of New & Renewable Energy (MNRE) on 05.03.2019 has issued the "CPSU Scheme Phase-II (Government Producer scheme) for setting up 12000 MW grid connected solar photovoltaic power projects by the government producers for self-use or use by Government /Government entities, either directly or through distribution companies. MNRE has identified Indian Renewable Energy Development Agency Ltd (IREDA) as the nodal agency for handling the CPSU Scheme on behalf of MNRE. On 29.01.2021 IREDA issued tender for selection of Solar power developer for setting up 5000 MW grid connected solar PV power projects in India (Tranche-III) under CPSU Schemer Phase-II. NHPC as a solar power implementing agency participated for setting up of 1000 MW solar power project under CPSU scheme phase-II in aforesaid tender of IREDA. NHPC has received consent for purchase of power under CPSU scheme phase-II for 500 MW (Telangana), 400 MW (PSPCL, Punjab) and 100 MW (West Bengal). PPA for 100 MW is already signed with West Bengal on 23.11.2022. Balance PPAs are likely to be signed shortly.

Recoveries through the One-Time Settlement Scheme ("One Time Settlement"):

NHPC previously had problems recovering payments from SEBs and other state government entities; however, in 2001, the MoP, and the state entities established a scheme of One Time Settlement. Pursuant to the One Time Settlement, the GoI, on behalf of the central sector power utilities, executed Tripartite Agreements with the RBI and the state governments valid up to 31.10.2016, to effectuate a settlement of overdue payments, by way of tax-free bonds, owned to NHPC by the SEBs or their successor entities or other state government entities with provisions for incentive for future timely payment.

Under these agreements, the overdue amounts outstanding as of September 30, 2001 were securitized by the issue of tax-free power bonds and long term advances amounting to Rs. 2,818.04 crore against outstanding principal dues, late payment surcharge and conversion of bonds issued by the SEBs after March l, 1998. Tax free interest on the power bonds and long-term advances are payable to NHPC at a rate of 8.5% p.a. payable on half yearly basis. These bonds matured and the long-term advances are payable in various stages, starting from October 1, 2006 until April 1, 2016 except DTL –Long Term Advance (Matured on September 30, 2016).
Tripartite Agreements have been extended by GOI, RBI and the States (Except Punjab and Maharashtra) for the period of 10/15 years up to 31.10.2026 and 31.10.2031.

AS pre direction of GOI, from 01.08.2019 onwards RLDCs shall schedule power to only those entities who have in place LCs in favour of Central Generating Companies. Discoms have been given flexibility to provide LC for one week or pay in advance for scheduling of power for next day in case of acute shortage of funds. This shall ensure discipline in payment by Discoms for future energy bills.

Also on 03.06.2022 MoP, GoI has Notified Electricity (Late Payment Surcharge) Rules, 2022. As per these rules Discoms have to maintain Payment Security Mechanism in place else power supply to the defaulting Discom will be regulated as per the rules. This shall impel discipline in payment by Discoms.

As on 15.01.2023, total outstanding dues for more than 45 days is Rs. 20.59 Crore only.

Environmental Compliance and Resettlement & Rehabilitation:
NHPC, since its inception, is committed to execute and operate projects in environmentally sustainable and socio-economically responsible manner. NHPC has its Corporate Environment Policy which aims at institutionalizing environmental ethics in business activities for equitable growth in terms of economic and social advancement for attaining sustainability in a true sense.

Given these concerns towards environment, all the relevant environmental regulations and guidelines are being duly complied with from planning stage to operation stage of a project. It is also ensured that all requisite Statutory Clearances are accorded prior to start of construction activities of project.

Environment Clearance is one of such statutory clearances under EIA notification 2006 and its subsequent amendments by MOEF&CC (Government of India), which sets modalities for compliance of environmental safeguard measures based on identification of environmental set-up of project area, likely impacts due to construction of project and their mitigation measures followed by seeking opinion of local people through public consultation process.

Environmental Clearance is accorded by MOEF & CC based on the appraisal of proceedings of Public Consultation and finding of EIA & EMP Reports by its Expert Appraisal Committee.

The main Environment Management Plans (EMPs) are listed below:

1. Compensatory Afforestation,
2. Biodiversity Management,
3. Catchment Area Treatment,
4. Restoration of Muck Disposal area,
5. Restoration of construction areas and quarry sites,
6. Public Health Management,
7. Disaster Management plan,
8. Green Belt Development plan
9. Fishery Management Plan
10. Environmental Monitoring
11. Resettlement and Rehabilitation Plan.

The implementation of EMPs begins with onset of the construction activities of project. The different departments of State Government like Forest Department, Fisheries Department, District Administration, State Pollution Control Board are also associated with the implementation works of EMPs of Project. The compliance report on Environmental aspects is submitted to MOEF&CC biannually and uploaded on the website of NHPC. Moreover, the site inspection is also conducted by representative of MOEF&CC to review the environment safeguard measures.

Besides the compliance of mandatory/statutory requirements, NHPC also undertakes many voluntary activities for improvement of environment in and around its projects such as voluntary afforestation, herbal park development, etc.

NHPC has full-fledge Environment& Diversity Management Division comprising of qualified environment professionals working is to ensure sustainable development of hydropower. NHPC also contributes its inputs/suggestions on draft legislations/guidelines of Government pertaining to environmental matters

NHPC is sensitive towards needs and aspirations of its project affected families. Consequent upon the promulgation of "The Right to Fair Compensation and Transparency in Land Acquisition, Rehabilitation and Resettlement Act, 2013", both R&R and land acquisition for projects are being dealt in accordance with the provisions of this Act.

As per the second Schedule of this Act, the elements of Rehabilitation and Resettlement entitlements for all the affected families are mentioned below. Besides, there are other provisions of Infrastructural Amenities as per as per Third Schedule of Act

1. Provision of housing units in case of displacement
2. Land for Land

3. Offer for Developed Land
4. Choice of Annuity or Employment
5. Subsistence grant for displaced families for a Period of one year
6. Transportation cost for displaced families
7. Cattle shed/petty shops cost
8. One-time grant to artisan, small traders and certain others
9. Fishing rights
10. One-time Resettlement Allowance
11. Stamp duty and registration fee

Abbreviations:
EIA: Environmental Impact Assessment
EMP: Environment Management Plan
MOEF&CC: Ministry of Environment, Forests & Climate Change

Corporate Social Responsibility:

Corporate Social Responsibility (CSR) has been an integral part of NHPC's business philosophy. NHPC is conducting its business in a socially responsible way by maintaining high level of organizational integrity and ethical behavior, in conformity with expected standards of transparency in reporting and disclosing the performance in all spheres of its activities, demonstration of concern for social welfare, adoption of best management practices and effective operational methods to win the trust and confidence of all stakeholders.

NHPC is playing a significant role in the area of Corporate Social Responsibility (CSR) by addressing the social, economic and environmental concerns of key stakeholders including those directly impacted by its operations & activities.

NHPC's CSR vision is "To contribute to sustainable development and inclusive growth while taking care of People, Planet and organizational goals / growth."

Major Highlights of CSR Policy of NHPC

- An amount specified under sub-section (5) of Section 135 of the Companies Act, 2013, which is at present, at least two percent (02%) of the average net profit of the company made during three immediately preceding financial years, is kept as the annual budget for CSR & SD works during the year and approved by the Board of Directors.

- Preference to the Local area around NHPC's Projects is given by allocating at least 80% of the Budget amount. However other locations may also be chosen based on the needs and as per the direction of Government of India on National schemes and campaign, wherein about 20% amount of the CSR Budget may be spent, for the larger benefit of society / environment.
- The CSR initiatives includes programs on promoting education, vocational skills, health, sanitation, rural development, women empowerment, environmental up-gradation etc. in accordance with Schedule VII of the Companies Act, 2013. Expenditure on any other activity not in conformity with Schedule VII is not accounted towards CSR expenditure.
- Selection of CSR & Sustainability schemes is made so as to ensure maximum benefits reach the poor / backward & needy sections of the society and contribute to improve the quality of environment.
- NHPC is open to joining hands with the other CPSEs in planning, implementing and monitoring of Mega-Projects for optimal use of resources, synergy of expertise and capabilities for maximizing socio-economic or environmental impact.

KEY CSR INITIATIVES

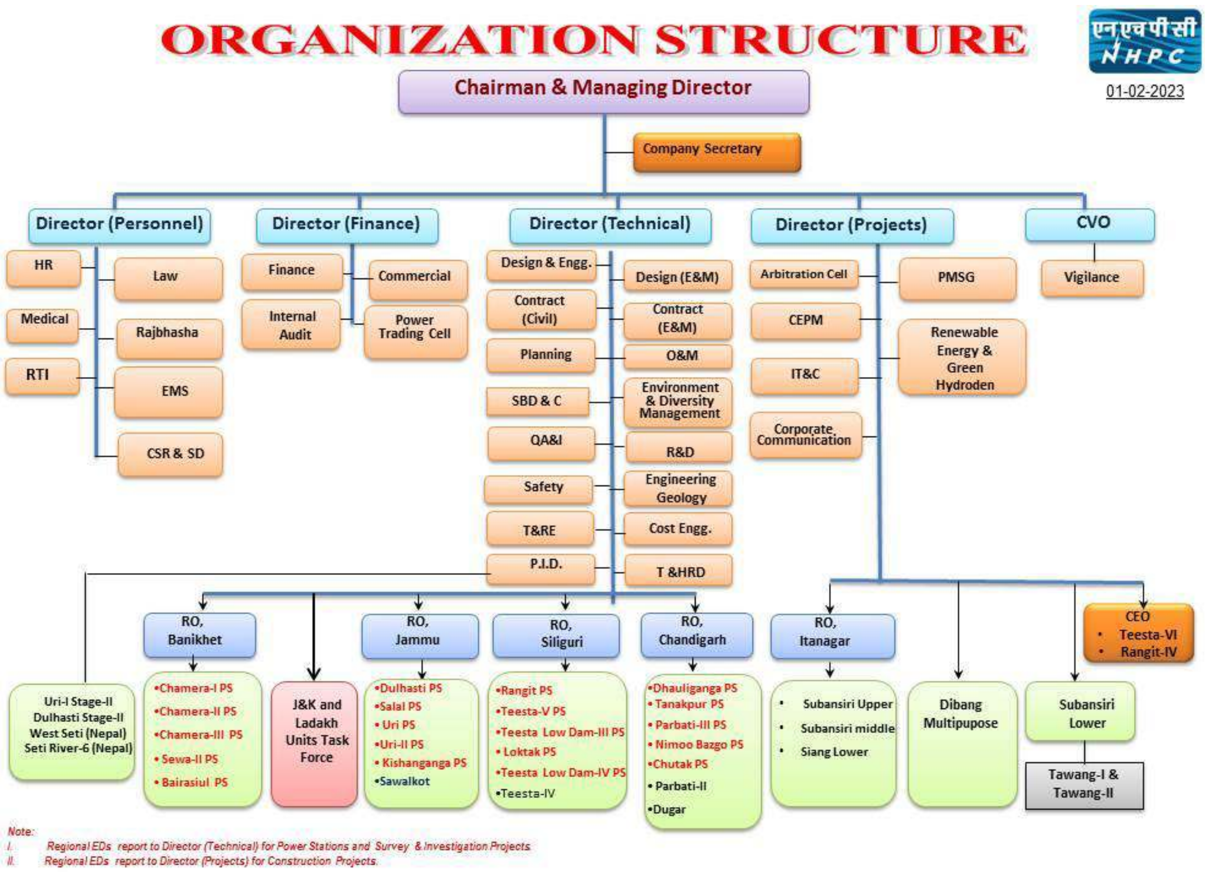
NHPC has undertaken a number of CSR initiatives for the community living in and around its Projects / Power Stations / Units in the areas of Education, Health, Sanitation, Rural Development, Skill Development, Environment, Women Empowerment, Promotion of Sports, Arts & Culture etc.

Sector-wise Indicative list of key CSR Initiatives undertaken / being undertaken by NHPC is as under:

Sector / Area	Particulars of CSR Initiatives
Education	• Providing support for the setting up of Engineering College. • Scholarships to students • Providing Infrastructural support in Schools etc. • Extending better educational facilities to local students through Kendriya Vidyalaya/other Schools located in our campus
Skill Development	• Enhancement of employability of rural youth, women and Divyangjans through Skill Development Training and Vocational Training Programs • Supporting Infrastructural development and other up-gradation activities in Industrial Training Institutes

Health	• Organizing medical camps • Deployment of Mobile medical units (MMUs) in rural areas • Augmentation of healthcare infrastructure in Distt Hospitals/PHCs/CHCs. • Extending Medical facilities to locals through NHPC dispensaries • Assisting local administration in community health issues.
Sanitation/ Drinking Water	• Construction of toilets in Govt. schools/ public places • Undertaking various Swachh Bharat Abhiyan activities • Providing potable drinking water facility, Community RO Plant & Sanitation Complex
Rural Development	• Construction / renovation of footpath/School/ approach path, RCC Bridges, roads, drains, rain shelters, community halls, cremation facility etc. • Solid waste management system
Environment	• Development of Bio-Diversity Park • Installation of solar street lights
Women Empowerment	• Vocational Training to women in various areas / courses to generate Self- employment. • Menstrual health awareness and livelihood enhancement program for the women.
Sports, Art, Culture, Capacity building etc.	• Training to promote Rural sports, Protection of art and culture • Conducting capacity building programs

(ii) Corporate Structure of the Company



(iii) Details of the current directors of the Company

In terms of the Articles of Association of the Company and statutory requirements, the strength of the Board shall not be less than six and not more than fifteen Directors. Provided the number of Independent directors in any case shall not be less than 50% of the actual strength of the Board.

Presently, the Board of NHPC Limited comprises Chairman and Managing Director (CMD), Functional Directors, Government Nominee Director and Independent Directors. As on 31.12.2022, there were 9 Directors, of which four were Functional Directors including Chairman and Managing Director, one Government Nominee Director and four Independent Directors.

Details of the current directors of the company as on 31.12.2022

S. No.	Name, Qualification, Occupation, Age and DIN	Designation	Date of Joining/ Appointment	Other Directorships/ Interests	Address	Whether wilful defaulter (Yes/No)
1.	Sh. Rajeev Kumar Vishnoi **Qualification**: Hons. Graduate in Civil Engineering, MBA **Occupation** : Service **Age** : 55 Years **DIN** : 08534217	Chairman & Managing Director	13th December, 2022	i. THDC India Limited- Chairman & Managing Director ii. North Eastern Electric Power Corpn Ltd- Additional Charge of CMD and Director (Technical) iii. TUSCO Limited- Chairman iv. NHDC Limited- Chairman & Nominee Director v. Loktak Downstream Hydroelectric Corporation Limited- Chairman & Nominee Director	Raj Niwas, Civil Lines -2, Bijnor, UP - 246701	No
2.	Shri Yamuna Kumar Chaubey **Qualification:** Graduate in Civil Engineering **Occupation:** Service **Age:** 59 Years **DIN:** 08492346	Director (Technical) & Director (Personnel)(in Additional Charge)	01st April, 2020	i. Chenab Valley Power Projects Private Limited- Nominee Director ii. Bundelkhand Saur Urja Limited- Chairman & Nominee Director iii. Ratle Hydroelectric Power Corporation Limited- Nominee Director	L-89, Jal Vidyut Apartment, Sec 21 C, Faridabad -121001	No
3.	Shri Rajendra Prasad Goyal **Qualification:** CMA, M. Com **Occupation:** Service **Age:** 57 Years **DIN:** 08645380	Director (Finance)	01st October, 2020	i. NHDC Limited- Nominee Director ii. Loktak Downstream Hydroelectric Corporation Limited- Nominee Director iii. Chenab Valley Power Projects Private Limited- Nominee Director iv. Ratle Hydroelectric Power Corporation Limited- Nominee Director v. Standing Conference of Public Enterprises (SCOPE)- Member vi. National Power Training Institute (NPTI)- Director (Finance)	Flat No. 201, Parwana Apartments, GH-08, SEC-21D - Faridabad -121001	No
4.	Shri Biswajit Basu **Qualification:** Electrical Engineering Graduate **Occupation:** Service **Age:** 59 Years **DIN:** 09003080	Director (Projects)	01st January, 2021	i. Jalpower Corporation Limited- Chairman and Nominee Director ii. Lanco Teesta Hydro Power Limited- Chairman and Nominee Director iii. Bundelkhand Saur Urja Limited- Nominee Director iv. Ratle Hydroelectric Power Corporation Limited- Nominee Director	F-1/4, NHPC Residential Colony, Surajkund Road, Sector-41, Faridabad - 121010	No

				v. NHPC Renewable Energy Limited- Chairman and Nominee Director		
5.	Shri Mohammad Afzal **Qualification:** B.Sc. Electrical Engg. and M.E. in Power System Engg. **Occupation:** Service **Age:** 51 Years **DIN:** 09762315	Govt. Nominee Director	06th December, 2022	i. Power Grid Corporation Of India Limited- Govt. Nominee Director ii. PTC India Limited- Govt. Nominee Director iii. Grid Controller Of India Limited -Govt. Nominee Director iv. Bhakra Beas Management Board-Member	MS-102, Central Govt. Officers Apartment, Chanakyapuri, New Delhi - 110 021	No
7.	Dr. Uday Sakharam Nirgudkar **Qualification:** MBA and PhD in Marketing Management **Occupation:** Media Consultant **Age:** 57 Years **DIN:** 07592413	Independent Director	15th November, 2021	Dr. Nirgudkar's Healthcare Private Limited-Director and Shareholder.	17 & 18, Pasaydan CHS, Sant Dyaneshwar Path, Panchpakhadi, Thane (W) 400602	No
8.	Prof. (Dr.) Amit Kansal **Qualification:** LLB, Master degrees in Political Science, Journalism and Mass Communication **Occupation:** Service **Age:** 47 Years **DIN:** 07722428	Independent Director	21st November, 2021	NIL	Kansal's Residency, W. No. 09, Peer Bana Banoi Road, Sunam, Punjab 148028	No
9.	Prof. (Dr.) Rashmi Sharma Rawal **Qualification:** Master's degree in Arts (Geography), PhD in Geography **Occupation:** Service **Age:** 55 Years **DIN:** 09410683	Independent Director	30th November, 2021	R.S.M. College, Dhampur-Associate Professor	Pragati Rashmi, Rani Bagh Colony, Dhampur, Distt. Bijnor (U.P.) - 246 761	No
10	Shri Jiji Joseph **Qualification:** Bachelor's Degree in Arts **Occupation:** Business **Age: 49 years** **DIN:** 09415941	Independent Director	01st December, 2021	NIL	Arenkannadil House, Nellikuzhy P.O., Kothamangalam, Ernakulam, Kerala 686691	No

It is further confirmed that Permanent Account Number of directors have been submitted to the stock exchanges on which the non-convertible securities are proposed to be listed.

Note: Permanent Account Number, Aadhaar Number, Driving License Number, Bank Account Number(s) and Passport Number of the promoters (not applicable as promoter is Government of India).

(iv) Details of change in directors since last 3 years as on 31st December, 2022 (i.e. 01.01.2020 to 31.12.2022)

S. No.	Name, Designation and DIN	Date of Joining/Appointment	Date of Cessation	Reason	Date of Resignation, if applicable	Remarks
1.	Shri Rajeev Kumar Vishnoi Designation: Chairman & Managing Director DIN: 08534217	December 13, 2022	Continuing		NA	
2.	Shri Mohammad Afzal Designation: Government Nominee Director DIN: 09762315	December 06, 2022	Continuing	-	NA	
3.	Shri Yamuna Kumar Chaubey Designation: Additional Charge of Chairman & Managing Director DIN: 08492346	September 01, 2022	December 13, 2022	-	NA	
4.	Shri Yamuna Kumar Chaubey Designation: Additional Charge of Director (Personnel) DIN: 08492346	March 03, 2022	Continuing	-	NA	
5.	Sh. Abhay Kumar Singh Additional Charge of Director (Personnel) DIN 08646003	December 03, 2021	March 03, 2022	-	NA	
6.	Shri Jiji Joseph Designation : Independent Director DIN: 09415941	December 01, 2021	Continuing	-	NA	
7.	Prof (Dr.) Rashmi Sharma Rawal Designation : Independent Director DIN: 09410683	November 30, 2021	Continuing	-	NA	
8.	Prof (Dr.) Amit Kansal Designation : Independent Director DIN: 07722428	November 21, 2021	Continuing	-	NA	
9.	Dr. Uday Sakharam Nirgudkar Designation : Independent Director DIN: 07592413	November 15, 2021	Continuing	-	NA	
10.	Shri Raghuraj Madhav Rajendran Designation : Government Nominee Director DIN: 07772370	September 16, 2021	December 05, 2022	Withdrawal of Nomination by Appointing Authority	NA	
11.	Shri Biswajit Basu Designation : Director (Projects) DIN: 09003080	January 1, 2021	Continuing	-	NA	
12.	Shri Rajendra Prasad Goyal Designation: Director (Finance)	October 1, 2020	Continuing	-	NA	

S. No.	Name, Designation and DIN	Date of Joining/Appointment	Date of Cessation	Reason	Date of Resignation, if applicable	Remarks
	DIN: 08645380					
13.	Shri Tanmay Kumar Designation: Government Nominee Director DIN: 02574098	June 11, 2020	September 13, 2021	Withdrawal of Nomination by Appointing Authority	NA	
14.	Shri Yamuna Kumar Chaubey Designation: Director (Technical) DIN: 08492346	April 1, 2020	Continuing	-	NA	
15.	Sh. Abhay Kumar Singh Chairman & Managing Director. DIN 08646003	Feb 24, 2020	August 31, 2022	Cessation due to superannuation	NA	
16.	Shri Ratish Kumar Designation: Additional Charge of Chairman & Managing Director DIN: 06852735	Jan 1, 2020	Feb 24, 2020		NA	
17.	Shri Aniruddha Kumar Designation: Government Nominee Director DIN: 07325440	July 30, 2018	May 29, 2020	Withdrawal of Nomination by Appointing Authority	NA	
18.	Shri Jugal Kishore Mohapatra Designation: Independent Director DIN: 03190289	October 7, 2017	September 7, 2020	Completion of tenure	NA	
19.	Shri Bhagwat Prasad Designation: Independent Director DIN: 07941795	October 7, 2017	September 7, 2020	Completion of tenure	NA	
20.	Shri Mahesh Kumar Mittal Designation: Director (Finance) DIN: 02889021	March 1, 2017	September 30, 2020	Cessation due to superannuation	NA	
21.	Shri Nikhil Kumar Jain Designation: Director (Personnel) DIN: 05332456	February 7, 2017	December 02, 2021	Cessation pursuant to MOP Order	NA	
22.	Shri Janardan Choudhary Designation: Director (Technical) DIN: 07871968	July 5, 2018	March 31, 2020	Cessation due to superannuation	NA	
23.	Shri Ratish Kumar Designation: Director (Projects) DIN: 06852735	January 6, 2016	December 31, 2020	Cessation due to superannuation	NA	

(v) Detail of Auditors of the Issuer

Sl. No.	Name of the auditor	Address	Auditor Since
1	M/s Chaturvedi & Co. , Kolkata	60, Bentinck Street, Kolkata-700069	Aug 19, 2021
2	M/s P C Bindal & Co.	Krishen Niwas, House No. 153, Rajbagh, Srinagar-190001	Aug 19, 2021
3	M/s K G Somani & Co.	3/15, 4th Floor, Asaf Ali Road, Near Delite Cinema, New Delhi-110002	Aug 07, 2020

(vi) Details of change in auditor for last three years

Sl. No.	Name of the auditor	Address	Date of appointment	Date of cessation, if applicable	Date of resignation, if applicable
1	M/s Chaturvedi & Co. , Kolkata	60, Bentinck Street, Kolkata-700069	Aug 19, 2021	NA	NA
2	M/s P C Bindal & Co.	Krishen Niwas, House No. 153, Rajbagh, Srinagar-190001	Aug 19, 2021	NA	NA
3	M/s K G Somani & Co.	3/15, 4th Floor, Asaf Ali Road, Near Delite Cinema, New Delhi-110002	Aug 07, 2020	NA	NA
4	M/s Lodha & Co. , Kolkata	14 Government Place East, Kolkata-700069	Jul 31,2019	Aug 18, 2021	NA
5	M/s DSP & Associates	783, Desh Bandhu Gupta Road, Near Faiz Road Crossing, Karolbagh, New Delhi -110005	Jul 31,2019	Aug 06, 2020	NA
6	M/s Arora Vohra & Co.	Chaitanya Complex, Prem Bhawan, Residency Road, Jammu Tawi-180001, Jammu	Jul 31,2019	Aug 18, 2021	NA

(vii) MANAGEMENT'S PERCEPTION OF RISK FACTOR

Undertaking by NHPC Limited

Investors are advised to read the risk factors carefully before taking an investment decision in this issue. For taking an investment decision, investors must rely on their own examination of NHPC Limited and the offer including the risks involved. The securities have not been recommended or approved by the any regulatory authority in India, including the Securities and Exchange Board of India (SEBI) nor does SEBI guarantee the accuracy or adequacy of this document. Specific attention of investors is invited to the statement of 'Risk factors' given below.

NHPC Limited, having made all reasonable inquiries, accepts responsibility for, and confirms that this Offer Document contains all information with regard to NHPC Limited and the issue, that the information contained in the offer document is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

The issuer has no side letter with any debt securities holder except the one(s) disclosed in the offer document/placement memorandum. Any covenants later added shall be disclosed on the stock exchange website where the debt is listed.

You should carefully consider all the information in this Offer Letter, including the risks and uncertainties described below before making an investment in the Debentures. Additional risks and uncertainties not known to us or that we currently believe to be immaterial may also have an adverse effect on our business, financial condition and prospects. If any of the following or any other risks actually occur, our business, financial condition and prospects may be adversely affected and the price and value of your investment in the Debentures could decline such that you may lose all or part of your investment.

Internal Risk Factors

1. ***We have contingent liabilities that we have not provided for, which if materialise, may adversely affect our financial condition.***

Our total contingent liabilities that have not been provided for as of Mar 31, 2022 were Rs. 11120.92 crore. The details are as follows:

(Rs. in crore)

Particulars	Amount
Capital Works	9546.17
Land Compensation Cases	217.01
Disputed Income Tax, Sales Tax and Service Tax Demands and others	1357.74
Total	**11120.92**

"The above contingent liabilities do not include contingent liabilities on account of pending cases in respect of service matters and others where the amount cannot be quantified."
In the event that any of these contingent liabilities materialize, our financial condition may be adversely affected.

2. ***The construction and operation of hydroelectric projects has faced opposition from local communities and other parties, including in the form of litigation instituted against our Company and Subsidiary and we may continue to face such opposition in the future.***

The construction and operation of hydroelectric projects has faced opposition from local communities where these projects are located and from special interest groups. We as well as our subsidiaries have encountered opposition to the construction or operation of our projects in the past and we cannot assure you that we will not encounter such opposition in the future. For instance, Subansiri Lower Hydroelectric Project which has been severely affected due to intermittent law and order problem, strike/agitation called by various local groups and construction activities of the project was stopped with effect from December 16, 2011, however now with the order of Hon'ble National Green Tribunal dated 31.07.2019 construction work has been resumed at project site.

In general, we are more at risk from opposition to hydroelectric projects that require the construction of storage facilities because construction of such facilities involves the inundation of surrounding land. The resettlement and rehabilitation program for PAPs is developed on a project by project basis and is included in our budget for each project. Whilst we have set up an institutional framework to implement our resettlement and rehabilitation policy, the government of the State in which the project is located is ultimately responsible for disbursing compensation provided by us in respect of the PAPs. Significant opposition by local communities, special interest groups and other parties to the construction of our projects, including by way of litigation initiated against our Company and our Subsidiary, may adversely affect our reputation and financial condition.

3. ***The development of our projects may be subject to unexpected complexities and delays, which may cause the actual costs of developing projects to differ significantly from our estimates.***

Our decision to develop or modify a project is typically based on the results of a feasibility study, which estimates the expected project costs. However, there are a number of uncertainties inherent in the development and construction of any hydroelectric project, including but not limited to:

- Availability of funds to finance the project and undertake construction and development activities;
- Costs, delays or difficulties in the acquisition of land and associated resettlement and rehabilitation issues;
- Availability and cost of skilled labour, power and transport facilities;
- Difficulties associated with accurately anticipating geological, hydrological and climatic conditions;
- Delay or failure to obtain necessary environmental and other governmental clearances, including those relating to financing of our projects;
- Interruptions or delays caused by project-affected persons, special interest groups or labour unions or local communities;
- Disruptions caused by natural disasters such as earthquakes, landslides or floods, accidents, explosions, fires, or the breakdown, failure or substandard performance of equipment due to improper installation or operation; and
- Non-viability of a project or shift in the location of a project on account of techo-feasbility reasons or otherwise.

In addition, the costs, timing and complexities of project development and construction can increase because of the remote location of many of our hydroelectric project sites. Specifically, such uncertainties may cause delays, cancellations or modifications in the scope or schedule of our incomplete projects or projects included in our future plans, which may adversely affect our predicted cash flow position, revenues and earnings. Due to the possibility of cancellations or adjustments in project scope, we cannot predict with certainty when, if or to what extent or at what cost a project currently under development or a planned future project will be completed.

In particular, the MoEF has decided that since North Sikkim is an ecologically sensitive and geologically unstable area for undertaking the major projects, therefore the projects above the Chungthang area should not be considered for the construction of dams and large scale development activities.

Furthermore, any delays associated with the commissioning of our projects that are inter-dependent on other projects for a variety of reasons including water supply and tailrace discharge may lead to disruptions in the dependent project including reduction in generation capacity. In particular, we believe that the delay in the commissioning of the Parbati II project resulted in a reduction in the generation capacity of Parbati III project of energy since the Parbati III project is dependent upon the tailrace discharge from the Parbati II project which may result in a material adverse effect on our business and financial condition.
If our projects incur cost overruns above sanctioned estimates, the additional costs incurred require approval from the CERC for reimbursement. In cases where such approval is not granted, we bear the additional costs. Further, any cancellation, delay in execution or adjustment in the scope of a project may result in our failure to receive, on a timely basis or at all, the payments due to us for a project. Any delay or default in payment for incomplete projects may result in higher costs, lower return on capital or reduced earnings, and may require us to absorb unrecompensed costs or pay penalties for delay.

4. ***Our projects typically require a long gestation period and substantial capital outlay before we realise benefits or returns on investments.***

Due to the nature of our business, our projects typically require a long gestation period and substantial capital outlays before completion or before positive cash flows can be generated. The time and costs required in completing a project may escalate due to many factors. In addition, failure to complete a project development, or failure to complete a project according to its original specifications or schedule, may give rise to potential liabilities and, as a result, our returns on investments may be lower than originally expected.

5. ***Our expansion plans require significant capital expenditures and if we are unable to obtain necessary funds on acceptable terms, our business or expansion plans may be adversely affected.***

We will require significant additional capital to finance our business plan, in particular, our capacity expansion plan. In FY 2021-22, we have incurred an expenditure of Rs. 5166 crore on the CAPEX plan on standalone basis and further in FY 2022-23, we have a target of Rs. 8061.49 crore on consolidated basis for our Company. Our ability to finance our capital expenditure plans is subject to a number of factors, some of which are beyond our control, including tariff regulations, our results of operations, general economic and capital market conditions, borrowing or lending restrictions, if any, imposed by state governments, the GoI and the Reserve Bank of India ("RBI"), our ability to obtain financing on acceptable terms, and the amount of dividends required to be paid to the GoI and our public shareholders. In addition, in the past some lenders have not disbursed funds to us when scheduled to do so. Also, adverse developments in the credit markets may significantly increase our debt service costs and the overall cost of our funds. We cannot assure you that debt or equity financing or our internal accruals will be available or sufficient to meet our capital expenditure requirements. This may, in turn, adversely affect the implementation of our current projects or future business plans.

6. ***The majority of our revenues are derived from sales of power to the state electricity entities / Discoms, as per the directives of the GoI, and we cannot assure you that the state electricity entities will always be able to secure their payments to us.***

In Fiscal 2021-22 we derived Rs. 8353.80 crore revenue from the operation. We supply energy to SEBs and their successor entities, pursuant to long-term power purchase agreements. We are obliged to supply power to State electricity entities, including their successors and unbundled entities, in accordance with the terms of the allocation letters issued by the GoI and the terms of power purchase agreements ("PPAs") entered into with these entities and the GoI. Pursuant to Tripartite Agreements entered into among the GoI, the RBI and respective state governments, our billings to the SEBs are currently secured through letters of credit. In addition, we can secure payment by regulating the power supply to a defaulting entity. Further direct recovery from the GoI payments that are funded from central plan assistance given to the relevant State are possible under Tripartite Agreements that were valid until 31st October 2016. Tripartite Agreements have further extended by GOI, RBI and the States (except Punjab) for the period of 10/15 years up to 31.10.2026 and 31.10.2031.

As per direction of GOI, from 01.08.2019 onwards RLDCs shall schedule power to only those entities who have in place LCs in favour of Central Generating Companies. Also on 03.06.2022 MoP, GoI has Notified Electricity (Late Payment Surcharge) Rules, 2022. As per these rules, Discoms have to maintain Payment Security Mechanism (PSM) in place in terms of LC or advance payment for supply of power to them. If Discom delays payment of dues for more than 45 days from date of presentation of bill, LPS @ base rate (MCLR of SBI + 5%) per month on dues shall be levied. For further delay in payment of dues LPS shall increase @ 0.5% every month with ceiling of LPS @ base rate plus 3%. In case of non-payment of dues by the default trigger date (DTD i.e. 75th day after presentation of bill) 25 % power supply to the defaulting Discom shall be regulated and also short term access for sale & purchase of electricity including in the power exchange shall be regulated entirely. If the distribution licensee does not establish payment security mechanism or continues to default in payment of outstanding dues for a period of thirty days then the generating company shall be entitled to sell 100 percent of the contracted power through Power Exchanges. If, even one month after the regulation of the short-term access or if the dues have remained unpaid for three and a half months, apart from the regulation of the short-term access in its entirety, the long and medium- term access shall be regulated by Ten per cent.

Thus we may say that realization of dues from beneficiary / Discoms are quite secure, however

7. ***Any future changes to CERC's tariff regulations may adversely affect our cash flow and results of operations.***

The tariff norms and regulations have been evolving and may be subject to further change. They are subject to revision by the CERC and may be revised by it during the term of the respective PPAs. Any adverse changes in tariff norms or their interpretation by the CERC, judgments of the Appellate Tribunal for Electricity or the Supreme Court, or notifications by Ministry of Power or respective state governments relating to issues that affect hydropower generation, may limit our ability to recover payments due to us or the prices that we can charge for our hydropower and may have an adverse effect on our results of operations and cash flow from operations.

8. ***Our long-term agreements entered into with state electricity entities expose us to certain risks as we do not have the flexibility to modify such contracts to reflect changes in our business circumstances or to enter into agreements with other parties at higher prices, should the market price for energy rise.***

We derive a substantial portion of our revenues from PPAs entered with state electricity entities for a period of 40 years/35 years/10 years from the date of commercial operation of the last unit or balance normative life of power station whichever is earlier. The provision of these PPA's continue to operate until such agreement are formally renewed or replaced with mutual consent. Our Project specific tariff is not indicated in our PPA's and is decided by CERC. Such arrangements may restrict our operational and financial flexibility and restrict our ability to grow our revenues from existing businesses. For example, business circumstances may materially change over the life of one or more of our contracts and we may not have the ability to modify our contracts to reflect these changes. Although long term PPAs assume the certainty of revenue stream, however, being committed under the contracts may restrict our ability to implement changes in our business plan or to enter into agreements with other parties at higher prices should the market price for energy rise. This limits our business flexibility, exposes us to an increased risk of unforeseen business and industry changes and may have an adverse effect on our business, prospects, financial condition and results of operations.

Given that our revenue structure under each contract is set over the life of the contract (and fluctuates subject to the adjustment mechanisms contained in each such contract), our profitability is largely a function of how effectively we are able to manage our costs during the terms of our contracts. If we are unable to effectively manage costs, our business, prospects, financial condition and results of operations may be adversely affected.

Our future success will depend in part on our ability to respond to technological advances and emerging hydropower generation industry standards and practices in a cost-effective and timely manner. The development and implementation of such technology entails technical and business risks. We cannot assure you that we will successfully implement new technologies effectively or adapt our processing systems to customer requirements or emerging industry standards. If we are unable, for technical, financial, legal or other reasons, to adapt in a timely manner to changing market conditions, customer requirements or technological changes, our business, prospects, financial performance and results of operation may be adversely affected.

9. The Electricity Act, 2003, Hydro Power Policy 2008 and Mega Power Policy have introduced measures that may result in increased competition for us.

The statutory and regulatory framework for the Indian power sector generally, and the hydropower sector specifically, has changed significantly in recent years and there are likely to be more changes in the next few years. Changes in tariff policy based on the CERC Approach Paper and unbundling of the SEBs and consequent restructuring of companies in the power sector, as discussed in the risk factors above, open access and parallel distribution, and liberalised licensing requirements for, and tax incentives applicable to, companies in the hydropower sector, may provide opportunities for increased private sector involvement in power generation. For instance, the Electricity Act, 2003, removes licensing requirements for thermal generators, provides for open access to transmission and distribution networks and removes restrictions on the right to build captive generation plants. Specifically, the open access reforms, which will enable generators to sell their output directly to distribution companies, and ultimately, directly to consumers, may increase the financial viability of private investment in power generation. A key objective of the Hydro Power Policy 2008, is to encourage and increase private investment in the development of hydropower through providing financial benefits. The Hydro Power Policy 2008 also seeks to encourage joint ventures with private developers and the use of an independent power producer ("IPP") model and promote power trading and speeding up clearance procedures.

The threshold limit to obtain mega power project status is 500 MW for hydropower projects. This threshold has been reduced to 350 MW for projects located in Jammu & Kashmir, Sikkim and the North Eastern States. The intention of this policy is to accelerate the rate of capacity addition in the power sector by providing major fiscal benefits of mega projects and thereby lowering the cost of power. However as per the decision of cabinet meeting held on July 19, 2012 the benefits of custom duty and Special additional duty etc. on mega power projects will become inapplicable for new projects.

Govt. of India vide Office Memo F.No.15/2/2016-H-I (Pt.) dt. 08-Mar-2019 approved following measures to promote Hydro Power Sector.

- Large Hydropower Projects are declared as Renewable Energy source.
- Hydropower Purchase Obligation (HPO) is notified as separate entity within Non-Solar Renewable Purchase Obligation (RPO).
- Increase of project life to 40 years, increasing debt repayment period to 18 years and introducing escalating tariff of 2% for bringing down hydropower tariff.
- Budgetary support for Flood Moderation for storage HEPs has been set up vide Office Memo No.15/2/2016-H.I(Pt.)(230620) dated 28-Sep-2021.

- Budgetary support to cost of Enabling Infrastructure i.e. roads / bridges has been set up vide Office Memo No.15/2/2016-H.I(Pt.)(230620) dated 28-Sep-2021.

Large Indian businesses that already have a presence in the Indian power sector, specifically in captive power generation, may seek to expand their operations in the sector. The power sector in India may also attract increased investment from international companies with greater resources and assets than us and which may be able to achieve better economies of scale allowing them to bid profitably at more competitive rates. In addition, there may be increased competition from Central and State power utilities. This competition may result in a material adverse effect on our business, prospects and financial condition.

10. Our generation capacity is subject to substantial variations in water flow due to climatic conditions, which may cause significant fluctuations in our revenue and profits.

The amount of power generated by hydropower systems is dependent on available water flow. There may be significant fluctuations in our revenues and cash flows due to variations in water flow from season to season, and from year to year, depending on factors such as rainfall, snowfall, snowmelt, or other seasonal or climatic conditions, and the carrying capacity of the river.
Our operating results have historically been more favorable during the monsoon season of June through September. Substantial rainfall during these months generally leads to higher generation at our power stations because a greater amount of water is available. Our operating results have historically been less favorable during the remainder of the year when there is less water available.

Further, with respect to our projects under construction and our future projects, while we select our sites on the basis of output projections, there can be no assurance that the water flows will be consistent with our projections, or that the water flow required to generate the projected outputs will be sustained after construction of the projects is completed. Similarly, there can be no assurance that material hydrological events will not impact the conditions that currently exist at our project sites. Accordingly, adverse hydrological conditions, whether seasonal or for an extended period of time, that result in inadequate or inconsistent water flow may render our hydroelectric power stations incapable of generating energy in accordance with our current estimates, which may adversely affect our business condition in the future or may make it difficult for us to recover costs already expended on any affected projects currently under development.

11. We are dependent on various contractors or specialist agencies to construct and develop our projects or to supply materials or equipment required in connection with our projects.

We rely on third party contractors for the construction and development of our projects. Accordingly, the timing and quality of construction of our projects depends on the availability and skill of these contractors. We also rely on third party suppliers to provide us with many of the materials we use, such as cement and steel. We do not have direct control over the quality of materials supplied by such suppliers. Therefore, we are exposed to risks relating to the quality and availability of such products.

In our business, we also rely on complex machinery built by third parties, which may be susceptible to malfunction. This is particularly true in the current industry environment, which involves rapid technological developments and often involves the installation of newly developed equipment that has not been extensively field-tested. Although, in certain cases, manufacturers are required to compensate us for certain equipment failures and defects, such arrangements are subject to ceilings and may not fully compensate us for the damage that we may suffer as a result of equipment failures and defects, force majeure conditions or against any penalties we may consequently become liable to pay under our agreements with our customers.

In addition, our contracts with third party suppliers or contractors do not generally cover indirect losses such as loss of profits or business interruption. There can be no assurance that any natural disasters, accidents or malfunctions involving our assets will not have an adverse effect on our business, prospects, financial condition and results of operations. Further, although we believe that our relationships with our contractors and suppliers are cordial, we cannot assure you that such contractors and suppliers will continue to be available at reasonable rates and in the areas in which we conduct our operations. If some of these third parties do not complete our orders satisfactorily or within the stipulated time, our reputation and financial condition may be adversely affected.

12. We may not have sufficient insurance coverage to cover all possible economic losses.

The operation of our assets may be disrupted for reasons beyond our control, including, but not limited to the factors stated in the risk factors in this section. During the construction phase, we rely on insurance coverage provided by our contractors to insure against damage and loss to our hydroelectric projects. Further, we take, through our contractors, third party insurance against risks associated with our assets and infrastructure that are ancillary to our stations, such as roads, administration buildings or housing provided to on-site workers. On commissioning, the power projects get covered under Mega Risk Policy and CPM Policy for losses under fire and its allied perils including terrorism and business interruption losses arising due to such damage. In addition to the above, we maintain a group personal accident policy, group insurance for house building advance and group insurance in lieu of an employee deposit linked insurance scheme, for all of our employees.

Although our insurance coverage and cash flows have been adequate to provide for losses in the past, future losses from such risks may exceed our insurance coverage limits and to that extent, any significant losses from such risks may have an adverse effect on our financial condition.

13. The risk of environmental damage may force us to restrict the scope of our projects or incur substantial compliance or restorative costs.

Certain environmental organisations have expressed opposition to hydropower stations based on the allegation that they cause loss of habitat for, or destruction of, marine life and have adverse effects on waterways. In addition, dams create large reservoirs over what used to be dry land, which may also result in destruction of wildlife habitats, the need for resettlement of resident populations or urban centers, increased sediment in rivers and the production of methane from submerged forests. Due to these factors, environmental regulators may impose restrictions on our operations that would limit our ability to generate revenues. We may also be subject to significant financial penalties for any environmental damage caused. Financial losses and liabilities as a result of increased compliance costs or due to environmental damage may affect our reputation and financial condition.

Specifically, the nature of our business requires us to handle and transport certain highly inflammable and explosive materials. Whilst the handling and transport of such hazardous materials is subject to statutorily provided safety and environmental requirements and standards, such materials may, if improperly handled or subjected to unsuitable conditions, hurt our employees or other persons, cause damage to our properties and harm the environment. This may result in disruption in our operations, subject us to regulatory proceedings or litigation, and impose significant restorative costs and liabilities, which may adversely affect our reputation and financial condition.

14. We may be impacted by disputes concerning water usage and management at a local, state or international level.

India is party to a number of international agreements that seek to promote long-term holistic water management across international boundaries, including a water-sharing treaty between India and Bangladesh on the River Ganges, the Indus Water Treaty between India and Pakistan and several treaties between India and Nepal. In addition, there are several Indian Inter-State water-sharing agreements in relation to sharing costs towards water and irrigation. However, sovereignty over water flows is hard to define and enforce, even though agreements between riparian States or regions have been reached.

For instance, the International Court of Arbitration issued the final award in respect of the dispute between Pakistan and India under Indus Water Treaty regarding diversion from the Kishanganga/ Neelam River for power generation by Kishanganga HE Project. In the final award it was upheld that India shall maintain a minimum flow of 9 cumecs in the Kishanganga/Neelam river at all times below the KHEP and when the daily average flow upstream of KHEP does not meets the 9 cumecs level, 100% of the daily average flow upstream of KHEP shall be released into the Kishanganga/Neelam river below the KHEP. Further after 7 years of diversion of water from Kishanganga/Neelam River either party may seek reconsideration of the minimum flow through the Permanent Indus Commission and the mechanisms of the treaty.
Our business and our future financial performance may be adversely affected should our

projects, or the watercourses on which our projects are located, become the subject of disputes relating to water usage at a local, state or international level.

15. We have borrowings, the repayment of which, if accelerated, may have an adverse impact on our business and results of operations.

Our ability to meet our debt service obligations and to repay our outstanding borrowings will depend primarily upon the cash flow produced by our business. If we fail to meet our debt service obligations, our lenders may declare us in default under the terms of our borrowings and accelerate the maturity of our obligations. We cannot assure you that, in the event of any such acceleration, we would have sufficient resources to repay these borrowings and maintain the operations of our facilities without disruption. Accordingly, any such acceleration may have an adverse effect on our cash flows, business and results of operations.

16. Our indebtedness and the conditions and restrictions imposed by our financing arrangements may adversely affect our ability to conduct our business and operations.

There are restrictive covenants in the agreements we have entered into with certain banks and financial institutions for our short-term borrowings, medium-term borrowings and bond trust deeds. These covenants typically require us to inform lenders prior to issuing new shares, incurring further debt, creating further encumbrances on our assets and undertaking guarantee obligations. In addition, some of our loan agreements contain financial covenants that require us to maintain, among other things, a specified debt to net worth ratio and an interest-coverage-ratio.
We cannot assure you that our business will generate sufficient cash to enable us to service our debt, comply with our covenants or to fund our other liquidity needs. We cannot assure you that we will be able to refinance any of our debt on commercially reasonable terms or at all.

17. Our results of operations may be adversely affected by strikes, work stoppages or increased wage demands by our employees or any other kind of disputes with our employees.

There have been no strikes in our Company leading to material loss of generation or disruption of work during the last five years. However, there can be no assurance that we will not in the future experience disruptions to our operations due to disputes or other problems with our work force, which may adversely affect our business and results of operations. Further, efforts by labour unions to organise our employees may divert management's attention and increase operating expenses.

We enter into contracts with independent contractors to complete specified assignments and these contractors are required to source the labour necessary to complete such assignments. Even though we do not engage these laborers directly, should our contractors default on wage payments, we may be held responsible under Indian law for wage payments to laborers engaged by such contractors. Any requirement to fund such payments may adversely affect our financial condition. Further, pursuant to the provisions of the Contract Labour (Regulation and Abolition) Act, 1970, we may be required to absorb a portion of our contract laborers as our employees. Any further order from a court or any regulatory authority may adversely affect our business and financial condition.

18. We currently engage in foreign currency borrowing and are likely to continue to do so in the future, which will expose us to fluctuations in foreign exchange rates, which may adversely affect our financial condition.

Our foreign currency borrowings is exposed to fluctuations in foreign exchange rates. We may continue to borrow foreign currency in the future, which will further expose us to fluctuations in foreign currency rates. Volatility in foreign exchange rates may adversely affect our business and financial performance.

19. Our success depends in large part upon our management team and skilled personnel and our ability to attract and retain such persons.

Our future performance depends on the continued service of our management team and skilled personnel. We also face a continuous challenge to recruit and retain a sufficient number of suitably skilled personnel, particularly as we continue to grow. Although we have a retention policy in place, there is significant competition for managers and other skilled personnel in our industry, and it may be difficult to attract and retain the personnel we need in the future. The loss of key personnel may have an adverse effect on our business, results of operations, financial condition and ability to grow.

20. A major fraud by third parties or our own employees or lapses in our control systems could adversely impact our business, prospects, results of operations and financial condition.

We are vulnerable to risk arising from the failure of third parties, such as contractors implementing projects and our other contractors, or our own employees to adhere to approved procedures and system controls, including accounting and data protection procedures. However, we implement certain policies and procedures to minimize risks associated with internal controls and risk management, including constitution of committees of our Board and divisions within the Company for such purpose, as well as whistle blower policies, periodic internal and external audits. Failure to prevent or mitigate fraud or breaches in security may adversely affect our reputation, business, prospects, results of operations and financial condition.

21. Our business may be adversely affected by future regulatory changes.

We are subject to the corporate, taxation and other laws in effect in India which require continued monitoring and compliances. The introduction of additional government control or newly implemented laws and regulations governing the electricity sector or power generation may result in a material adverse effect on our business, results of operations and financial condition and our future expansion plans in India. In particular, decisions taken by regulators concerning economic policies or goals that are inconsistent with our interests, could adversely affect our results of operations. While we will take adequate measures, we cannot assure you that we will be able to timely adapt to new laws, regulations or policies that may come into effect from time to time with respect to the electricity sector or power generation specifically and regulatory regime in general. These laws and regulations and the way in which they are implemented and enforced may change from time to time and there can be no assurance that future legislative or regulatory changes will not have an adverse effect on our business, results of operations and financial condition.

22. ***The progress of one of project Subansiri Lower H.E. Project was stalled due to agitation by locals and our accounting treatment in respect the cost incurred by the Company in the said project.***

Construction activities at site of Subansiri Lower Project was stalled due to protest of anti-dam activists w.e.f. 16.12.2011, however with the order of NGT dated 31.07.2019, there is no hurdle in the construction work now and construction activities have resumed.
The interrupted work of Subansiri Lower falls under the uncontrollable factor as defined in CERC Tariff Regulation 14-19 and therefore the company has adopted the concept of Guidance Note issued by the Institute of Chartered Accountant of India (ICAI) on 18.02.2015 on Accounting for Rate Regulated Activities. With effect from FY 2016-17, such rate regulated items are to be accounted for as per IND AS 114-Regulatory Deferral Accounts. IND AS 114 allows an entity to continue to apply previous GAAP accounting policies for the recognition, measurement, impairment and derecognition of regulatory deferral account balances. IND AS 114 further provides that for this purpose, Guidance Note of ICAI on Accounting for Rate Regulated Activities shall be considered as the previous GAAP.

External Risk Factors

23. A slowdown in economic growth in India could cause our business to be adversely affected.

Our results of operations are significantly affected by factors influencing the Indian economy and the global economy in general. Any slowdown in economic growth in India could adversely affect us, including our ability to grow our project portfolio and our ability to implement our strategy. Any such slowdown could adversely affect our business, prospects, results of operations and financial condition. For example, Due to the recent lock down declared by Central Government on account of COVID Pandemic, Construction activities at sites of two projects i.e. Subansiri and Parbati II projects remained suspended from March 23, 2020 till April 22, 2020.

24. Political instability or changes in GoI policies could adversely affect economic conditions in India generally, and consequently, our business in particular.

We are incorporated in India, derive our revenues from operations in India and all of our assets are located in India. Consequently, our performance may be affected by interest rates, government policies, taxation, social and ethnic instability and other political and economic developments affecting India.

GoI has traditionally exercised and continues to exercise a significant influence over many aspects of the economy. Since 1991, successive governments have pursued policies of economic and power sector liberalization and deregulation and encouraged infrastructure projects. The present government has announced its general intention to continue India's current economic liberalization and deregulation policies. However, the rate of economic liberalization could change and there can be no assurance that such policies will be continued. A significant change in GoI's policies in the future, particularly in respect of the banking and finance industry and the infrastructure sector, could affect business and economic conditions in India. This could also adversely affect our business, prospects, results of operations and financial condition.

25. Occurrence of natural calamities could have a negative impact on the Indian economy and could cause our business to be adversely affected.

Time and cost overruns is a major concern in the construction of hydro-electric projects. Most of the hydro-electric projects are located in hilly terrain and are prone to devastating natural calamities like landslides, hill slope collapses, roadblocks, flood, cloud burst etc. These calamities cause severe setbacks to construction schedule. Further, in-spite of extensive survey and investigation, geological uncertainties have to be tackled, especially in long tunnels such as Head Race Tunnel. NHPC, with its rich experience and expertise coupled with state-of-the-art technology, has overcome such surprises many times in the past. However, these are common and unpredictable geological uncertainties, which may result in time and cost over-run.

26. If regional hostilities, terrorist attacks or social unrest in India increases, our business could be adversely affected.

India has from time to time experienced social and civil unrest and hostilities within itself and with neighboring countries. India has also experienced terrorist attacks in some parts of the country. These hostilities and tensions and/or the occurrence of terrorist attacks have the potential to cause political or economic instability in India and adversely affect our business and future financial performance. Further, India has also experienced social unrest in some parts of the country. If such tensions occur in other parts of the country, leading to overall political and economic instability, it could have an adverse effect on our business, prospects, results of operations and financial condition.

27. Any down grading of India's sovereign rating by a credit rating agency could have a negative impact on our business, financial condition and results of operations.

Any adverse revisions to India's sovereign credit ratings for domestic and international debt by credit rating agencies may adversely impact the interest rates and other commercial terms at which such financing is available to us. Consequently, if India's sovereign credit rating downgrades, we may not be able to raise loans at competitive rates and, accordingly, we may not be able to maintain the profitability or growth of our business. Accordingly, any adverse revisions to our credit rating or the India's sovereign credit rating could have a material adverse effect on our business, financial condition and results of operations, our ability to obtain financing for lending operations.

RISKS RELATING TO THE BONDS

28. There has been only a limited trading in the bonds and it may not be available on sustained basis in the future and the price of the Bonds may be volatile.

There has been only a limited trading in bonds of such nature in the past. Although the Bonds are proposed to be listed on stock exchange, there can be no assurance that a public market for these Bonds would be available on a sustained basis. The liquidity and market prices of the Bonds can be expected to vary with changes in market and economic conditions, our financial condition and prospects and other factors that generally influence market price of Bonds. Such fluctuations may significantly affect the liquidity and market price of the Bonds, which may trade at a discount to the price at which the Bonds are issued.

29. There is no guarantee that the Bonds issued pursuant to the Issue will be listed on stock exchange in a timely manner, or at all or that monies refundable to Applicants will be refunded in a timely manner.

In accordance with Indian law and practice, permissions for listing and trading of the Bonds issued pursuant to this Issue will not be granted until after the Bonds have been issued and allotted. Approval for listing and trading will require all relevant documents authorising the issuing of Bonds to be submitted. There could be a failure or delay in listing the Bonds on the Stock Exchange. If permission to deal in and for an official quotation of the Bonds is not granted by the Stock Exchange, our Company will forthwith repay, all monies received from the Applicants in accordance with prevailing law in this context, and pursuant to the Offer Letter.

30. You may not be able to recover, on a timely basis or at all, the full value of the outstanding amounts and/or the interest accrued thereon in connection with the Bonds.

Our ability to pay interest accrued on the Bonds and/or the principal amount outstanding from time to time in connection therewith would be subject to various factors, including our financial condition, profitability and the general economic conditions in India and in the global financial markets. We cannot assure you that we would be able to repay the principal amount outstanding from time to time on the Bonds and/or the interest accrued thereon in a timely manner, or at all.

31. Changes in interest rates may affect the trading price of the Bonds.

All securities where a fixed rate of interest is offered, such as the Bonds, are subject to price risk. The price of such securities will vary inversely with changes in prevailing interest rates, i.e., when interest rates rise, prices of fixed income securities fall and when interest rates drop, the prices increase. The extent of fall or rise in the prices is a function of the existing coupon/ interest rate, days to maturity and the increase or decrease in the level of prevailing interest rates. Increased rates of interest, which frequently accompany inflation and/or a growing economy, are likely to have a negative effect on the trading price of the Bonds.

32. Any downgrading in credit rating of our Bonds may affect the trading price of our Bonds.

The Bonds proposed to be issued have been rated “AAA” [Triple A] BY CARE Limited and India Ratings & Research Private Limited. We cannot guarantee that this rating will not be downgraded. These ratings may be suspended, withdrawn or revised at any time. Any revision or downgrading in the credit rating may lower the trading price of the Bonds and may also affect our ability to raise further debt.

33. Payments made on the Bonds will be subordinated to certain tax and other liabilities preferred by law.

The Bonds will be subordinated to certain liabilities preferred by law such as to claims of GoI on account of taxes, and certain liabilities incurred in the ordinary course of our transactions. In particular, in the event of bankruptcy, liquidation or winding-up, our assets will be available to pay obligations on the Bonds only after all of those liabilities that rank senior to these Bonds have been paid. In the event of bankruptcy, liquidation or winding-up, there may not be sufficient assets remaining, after paying amounts relating to these proceedings, to pay amounts due on the Bonds.
Further, there is no restriction on the amount of debt securities that we may issue that may rank above the Bonds. The issue of any such debt securities may reduce the amount recoverable by investors in the Bonds on our bankruptcy, winding-up or liquidation.

34. **Debenture Redemption Reserve is not required pursuant to Companies (Share Capital and Debenture) Amendment Rule, 2019** :

Pursuant to the provisions of in Companies (Share Capital and Debenture) Amendment Rule, 2019, NHPC being a listed Company, is not required to create DRR for its privately placed bonds now**.** However, a sum which shall not be less than fifteen percent of the amount of its debentures maturing during the year ending on the 31st day of March next following in any one or more of the following methods namely :

- in deposits with any scheduled bank, free from any charge or lien;

- in unencumbered securities of the Central Government or any State Government;
- in unencumbered securities mentioned in sub-clause (a) to (d) and (ee) of section 20 of the Indian Trusts Act, 1882;
- in unencumbered bonds issued by any other company which is notified under sub-clause (f) of section 20 of the Indian Trusts Act, 1882:

General Risk

35. Investment in non-convertible securities involve a degree of risk and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their examination of the issue including the risks involved in it. Specific attention of investors is invited to statement of risk factors mentioned above. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor's decision to purchase such securities.

36. Unaudited financial information for the stub period in the format as prescribed in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with limited review report as filed with the stock exchanges, instead of audited financial statements for stub period has been disclosed in this private placement memorandum.

(viii) Details of Default

Sl. No.	Particulars	Amount Involved	Duration of Default	Present Status
1	Repayment of Statutory Dues	NIL	-	-
2	Repayment of Debentures & Interest thereon	NIL	-	-
3	Repayment of Deposits & Interest thereon	NIL	-	-
4	Repayment of Loan from any bank and Financial Institution,& Interest thereon	NIL	-	-

(ix) Disclosures pertaining to willful defaulter:

a. Name of the bank declaring the entity as a willful defaulter: [NA]
b. The year in which the entity is declared as willful defaulter: [NA]
c. Outstanding amount when the entity is declared as willful defaulter: [NA]
d. Name of the entity declared as a willful defaulter: [NA]
e. Steps taken, if any, for the removal form the list of willful defaulter: [NA]
f. Other disclosures, as deemed fit by the Issuer in order to enable investors to take informed decisions: [NA]
g. Any other disclosure as specified by the board: [NA]

(2) FINANCIAL POSITION OF THE COMPANY

(i) **COLUMNAR REPRESENTATION OF FINANCIAL OF PREVIOUS THREE FINANCIAL YEARS AND LIMITED REVIEWED HALF YEARLY FINANCIALS ON STANDALONE AND CONSOLIDATED BASIS**

ON STANDALONE BASIS:-

Balance Sheet:

(Rs. in Crore)

PARTICULARS	As at 30th Sept, 2022	As at 31st March, 2022	As at 31st March, 2021	As at 31st March, 2020
ASSETS				
NON-CURRENT ASSETS				
Property, Plant and Equipment	18510.35	19024.55	19163.61	21463.33
Capital Work In Progress	22217.09	20573.84	17754.48	16097.65
Right Of Use Assets	1770.05	1783.12	1752.92	1826.98
Investment Property	4.49	4.49	4.49	4.49
Intangible Assets	3.83	3.11	3.52	0.72
Financial Assets				
i) Investments	5703.24	5414.34	3921.68	3400.74
ii)Trade Receivables	683.61	0.00	0.00	0.00
ii) Loans	1064.91	1017.59	943.27	798.65
iii) Others	4275.26	4502.78	4917.27	3435.91
Non Current Tax Assets (Net)	23.41	9.52	0.00	138.90
Other Non Current Assets	3586.57	3753.96	3560.71	3023.61
TOTAL NON CURRENT ASSETS	**57842.81**	**56087.30**	**52021.95**	**50190.98**
CURRENT ASSETS				
Inventories	144.91	130.30	124.42	118.24
Financial Assets				
i) Trade Receivables	5170.67	4621.48	3206.02	3818.34
ii) Cash and Cash Equivalents	225.86	937.78	145.57	8.87
iii) Bank balances other than Cash and Cash Equivalents	530.25	222.93	768.39	380.25
iv) Loans	57.67	55.68	48.44	46.03
v) Others	734.90	731.73	2386.12	2699.74
Current Tax Assets (Net)	123.28	123.17	165.73	86.95
Other Current Assets	328.78	441.14	372.08	427.90
TOTAL CURRENT ASSETS	**7316.32**	**7264.21**	**7216.77**	**7586.32**
Regulatory Deferral Account Debit Balances	7008.89	6948.11	7063.31	6836.22

TOTAL ASSETS	**72168.02**	**70299.62**	**66302.03**	**64613.52**
EQUITY AND LIABILITIES				
EQUITY				
Equity Share Capital	10045.03	10045.03	10045.03	10045.03
Other Equity	25425.07	23441.07	21602.28	19938.78
TOTAL EQUITY	**35470.10**	**33486.10**	**31647.31**	**29983.81**
LIABILITIES				
NON-CURRENT LIABILITIES				
Financial Liabilities				
i) Borrowings	22845.06	23166.61	21241.22	20889.74
ia) Lease Liabilities	11.52	12.88	0.00	0.00
ii) Other financial liabilities	2118.21	2088.04	2054.34	2059.23
Provisions	49.71	48.05	28.38	27.66
Deferred Tax Liabilities (Net)	2036.83	2100.74	3589.36	3641.19
Other non-current Liabilities	1983.06	2026.16	2034.60	2082.65
TOTAL NON CURRENT LIABILITIES	**29044.39**	**29442.48**	**28947.90**	**28700.47**
CURRENT LIABILITIES				
Financial Liabilities				
i) Borrowings	2776.23	2848.76	726.03	714.31
ia) Lease Liabilities	1.72	2.27	0.00	0.00
ii) Trade Payables	0.00	0.00	0.00	0.00
Total outstanding dues of micro enterprises and small enterprises	32.56	23.12	30.94	18.85
Total outstanding dues of Creditors other than micro enterprises and small enterprises	171.18	166.45	170.40	285.41
iii) Other financial liabilities	1453.82	1370.72	2925.62	2879.70
Other Current Liabilities	862.27	510.70	565.85	802.81
Provisions	947.13	1135.75	1252.98	1228.16
Current Tax Liabilities (Net)	222.50	0.00	35.00	
TOTAL CURRENT LIABILITIES	**6467.41**	**6057.77**	**5706.82**	**5929.24**
Regulatory Deferral Account Credit Balances	1186.12	1313.27	0.00	0.00
TOTAL EQUITY & LIABILITIES	**72168.02**	**70299.62**	**66302.03**	**64613.52**

Profit & Loss Account:

(Rs. in Crore)

Key Financials	**Six Months ended as on 30.09.2022**	**For the year ended March,31 2022 (Audited)**	**For the year ended March,31 2021 (Audited)**	**For the year ended March 31, 2020 (Audited)**
Revenue from Operations	5482.00	8353.80	8506.58	8735.41
Other Income	331.71	1026.18	1150.81	1036.18
Total Income	**5813.71**	**9379.98**	**9657.39**	**9771.59**
Generation and other expenses	637.08	841.24	854.37	901.67
Employee Benefits Expenses	597.74	1440.78	1409.26	1515.52
Finance Cost	243.72	531.75	649.59	795.42
Depreciation and amortisation	571.15	1126.22	1234.50	1545.34
Purchase of Power Trading	155.29	44.58	212.37	234.13
Other Expenses	858.43	1348.55	1425.89	1514.95
Total Exp.	**3063.41**	**5333.12**	**5785.98**	**6507.03**
Profit Before Rate Regulated activities and Tax	**2750.30**	**4046.86**	**3871.41**	**3264.56**
Rate Regulatory Income / (Expenses)	187.93	(1270.42)	227.09	343.61
Exceptional item	0.00	0.00	185.00	0.00
Profit Before Tax	**2938.23**	**2776.44**	**3913.50**	**3608.17**
Provision For Tax (Including Deferred Tax)	455.57	(761.27)	680.13	601.00
Profit/ (Loss) After Tax	**2482.66**	**3537.71**	**3233.37**	**3007.17**
Other Comprehensive Income	3.59	12.76	7.20	(0.62)
Total Comprehensive Income	**2486.25**	**3550.47**	**3240.57**	**3006.55**

Cash Flow Statement:

(Rs. in Crore)

S.No	Particulars	For the half year ending 30.09.2022	Year Ended as on 31.03.2022	Year Ended as on 31.03.2021	Year Ended as on 31.03.2020
1	Net Profit before tax and extraordinary items	2938.23	2776.44	3913.50	3608.17
2	Less: Movement in Regulatory Deferral Account Balance.	187.93	(1270.42)	227.09	343.61
	Profit Before Tax	**2750.30**	**4046.86**	**3686.41**	**3264.56**
	ADD :				
3	Depreciation (including Prior Period)	571.15	1126.22	1234.50	1545.34
4	Finance Cost (net of EDC)	243.72	531.75	649.59	795.42
5	(Proflt)/ Loss on sale of assets/ Debt/ Claim written off	(4.28)	12.55	8.69	2.51
6	Provisions (Net loss)	108.30	42.54	220.40	155.17
7	(Profit)/Loss on Sale of Projects	0.00	0.00	0.00	0.00
8	Tariff Adjustment	0.00	34.70	0.00	0.00
9	Sales adjustment on account of FERV	14.59	44.02	50.03	42.94
		3683.78	**5838.64**	**5849.62**	**5805.94**
	LESS :				
10	Advance against Depreciation written back(including Prior Period)	25.21	48.25	48.38	44.72
11	Provisions (Net gain)	8.67	28.13	21.82	5.22
12	ERV	63.24	49.28	34.21	(50.15)
13	Profit on sale of Assets & Investment \Realization of loss		0.00	0.00	0.00
14	Dividend Income	57.14	301.71	292.68	489.97
15	Interest Income	143.19	384.34	680.14	162.16
16	Other Adjustments	15.86	35.64	34.11	28.53
17	**Cash flow from operating activities before working capital adjustments**	**3370.47**	**4991.29**	**4738.28**	**5125.49**
	Change in operating Assets and Liabilities				
18	(Increase)/Decrease in Inventories	(14.67)	(5.93)	(6.26)	(1.33)
19	(Increase)/Decrease in Trade Receivables	(1232.80)	(88.99)	1167.27	(1778.85)

20	(Increase)/Decrease in Other Assets, Loans & Advances	408.16	933.45	(709.85)	(75.91)
21	Increase/(Decrease) in Other Liabilities & Provisions	218.27	(271.61)	(100.79)	(160.87)
22	Regulatory Deferral Account Credit Balance	(127.15)	1313.27	0.00	0.00
23	**Cash flow from operating activities before taxes**	**2622.28**	**6871.48**	**5088.65**	**3108.53**
24	Less : Taxes	305.49	730.69	578.85	635.08
25	**NET CASH FLOW FROM OPERATING ACTIVITIES (A)**	**2316.79**	**6140.79**	**4509.80**	**2473.45**
B.	**CASH FLOW FROM INVESTING ACTIVITIES**				
26	Purchase of PPE, Investment property , other tangible Assets & expenditure on construction projects (including expenditure during construction)-Net of Grant	(862.92)	(4311.03)	(1763.89)	(2708.71)
27	Loss/(Profit) on sale/transfer of Assets	0.00	2.78	0.25	0.52
28	Investment in Joint Venture	(107.94)	(451.56)	(500.00)	(140.45)
29	Investment in Subsdiaries	(303.91)	(744.18)	(280.41)	(924.70)
30	Interest Income & Guarantee fee (including Late payment surcharge)	103.61	329.94	743.63	127.05
31	Net investment in Term deposit	(396.19)	0.00	0.00	0.00
32	Proceeds from Sale of Investment	0.00	0.00	0.40	0.00
33	Dividend Received	57.14	301.71	292.68	489.97
	NET CASH FLOW FROM INVESTING ACTIVITIES (B)	**(1510.21)**	**(4872.34)**	**(1507.34)**	**(3156.32)**
C.	**CASH FLOW FROM FINANCING ACTIVITIES**				
34	Buyback of Shares (including premium payments)	0.00	0.00	0.00	0.00
35	Dividend & Dividend Tax Paid	(502.25)	(1667.48)	(1577.07)	(2237.47)
36	Proceeds on Borrowings	500.00	4114.26	2327.03	5967.71
37	Repayments of Borrowings	(791.20)	(1398.18)	(2116.14)	(1715.05)
38	Interest & Financial Charges	(723.48)	(1521.04)	(1495.72)	(1332.22)
39	Repayment of Lease Liabilities	(1.57)	(3.80)	(3.86)	(3.27)
	NET CASH FLOW FROM FINANCING ACTIVITIES (C)	**(1518.50)**	**(476.24)**	**(2865.76)**	**679.70**

	NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	**(711.92)**	**792.21**	**136.70**	**(3.17)**
	Cash & Cash Equivalents (Opening Balance)	937.78	145.57	8.87	12.04
	Cash & Cash Equivalents (closing Balance)	**225.86**	**937.78**	**145.57**	**8.87**

Gross Debt: Equity Ratio of the Company on Standalone basis

Before the issue of Debentures as on 31.12.2022: 0.76

After the issue of this series of Debentures : 0.79

ON CONSOLIDATED BASIS:-

Balance Sheet

(Rs. in Crore)

PARTICULARS	**As at 30th Sept, 2022**	**As at 31st March, 2022**	**As at 31st March, 2021**	**As at 31st March, 2020**
ASSETS				
NON-CURRENT ASSETS				
Property, Plant and Equipment	18805.47	19191.08	19327.24	21630.33
Capital Work In Progress	24516.40	22521.90	19067.91	17180.41
Right Of Use Assets	2594.62	2626.25	2647.01	2766.31
Investment Property	4.49	4.49	4.49	4.49
Intangible Assets	4.01	3.28	3.52	0.72
Intangible Assets under development	4.03	0.51	0.17	0.00
Investments accounted for using the equity method	1986.37	1876.16	1326.89	933.53
Financial Assets				
i) Investments	490.19	510.34	515.35	464.13
ii)Trade Receivables	778.65	0.00	0.00	0.00
ii) Loans	1091.62	1044.10	969.30	820.81
iii) Others	8798.81	9389.28	8958.18	7567.27
Non Current Tax Assets (Net)	35.36	20.39	10.07	153.29
Other Non Current Assets	3880.04	4001.84	3593.28	3038.17
TOTAL NON CURRENT ASSETS	**62990.06**	**61189.62**	**56423.41**	**54559.46**
CURRENT ASSETS				
Inventories	154.88	140.44	133.69	126.62
Financial Assets				
i) Trade Receivables	5957.80	5175.84	3409.88	3816.44
ii) Cash and Cash Equivalents	445.26	1314.67	447.27	42.17

iii) Bank balances other than Cash and Cash Equivalents	1514.22	643.68	1809.55	1651.10
iv) Loans	62.61	61.04	52.87	51.01
v) Others	927.22	901.66	2940.95	3301.95
Current Tax Assets (Net)	145.89	145.79	188.32	84.16
Other Current Assets	358.37	463.03	387.18	498.99
TOTAL CURRENT ASSETS	**9566.25**	**8846.15**	**9369.71**	**9572.44**
Regulatory Deferral Account Debit Balances	7309.52	7248.73	7363.93	7213.06
TOTAL ASSETS	**79865.83**	**77284.50**	**73157.05**	**71344.96**
EQUITY AND LIABILITIES				
EQUITY				
Equity Share Capital	10045.03	10045.03	10045.03	10045.03
Other Equity	26951.81	24875.95	23045.26	21325.58
Total Equity attributable to owners of the Company	**36996.84**	**34920.98**	**33090.29**	**31370.61**
Non-controlling interests	3056.33	2862.87	2828.40	2763.88
TOTAL EQUITY	**40053.17**	**37783.85**	**35918.69**	**34134.49**
LIABILITIES				
NON-CURRENT LIABILITIES				
Financial Liabilities				
i) Borrowings	23153.06	23226.61	21243.27	20891.80
ia) Lease Liabilities	22.40	17.46	0.00	0.00
ii) Other financial liabilities	2147.17	2098.97	2055.25	2060.29
Provisions	58.19	54.29	29.69	55.56
Deferred Tax Liabilities (Net)	2541.46	2442.44	3852.00	4229.12
Other non-current Liabilities	2963.50	3037.85	3097.28	3199.47
TOTAL NON CURRENT LIABILITIES	**30885.78**	**30877.62**	**30277.49**	**30436.24**
CURRENT LIABILITIES				
Financial Liabilities				
i) Borrowings	2776.23	2848.76	726.03	714.31
ia) Lease Liabilities	2.99	3.12	0.00	0.00
ii) Trade Payables	0.00	0.00	0.00	0.00
Total outstanding dues of micro enterprises and small enterprises	39.67	30.37	36.19	22.96
Total outstanding dues of Creditors other than micro enterprises and small enterprises	184.47	183.74	177.19	293.70
iii) Other financial liabilities	1693.58	1577.12	2973.47	2923.08
Other Current Liabilities	964.24	607.90	681.70	902.82
Provisions	1202.49	1340.74	1573.61	1442.94
Current Tax Liabilities (Net)	251.46	14.56	35.02	0.00
TOTAL CURRENT LIABILITIES	**7115.13**	**6606.31**	**6203.21**	**6299.81**
Regulatory Deferral Account Credit Balances	1811.75	2016.72	757.66	474.42
TOTAL EQUITY & LIABILITIES	**79865.83**	**77284.50**	**73157.05**	**71344.96**

Profit & Loss Account

(Rs. in Crore)

PARTICULARS	As at 30th Sept, 2022	As at 31st March, 2022	As at 31st March, 2021	As at 31st March, 2020
Revenue from Operations	6151.16	9188.78	9647.89	10008.07
Other Income	369.01	964.06	1057.15	768.57
Total Income	**6520.17**	**10152.84**	**10705.04**	**10776.64**
EXPENSES				
Purchase of Power - Trading	155.29	44.58	212.37	234.13
Generation and other expenses	638.82	844.12	857.55	904.33
Employee Benefits Expenses	664.48	1554.76	1540.40	1676.09
Finance Cost	243.51	532.28	649.95	795.98
Depreciation and amortisation	604.73	1190.30	1298.30	1614.04
Other Expenses	1028.14	1557.97	1690.22	1699.39
TOTAL EXPENSES	**3334.97**	**5724.01**	**6248.79**	**6923.96**
PROFIT BEFORE EXCEPTIONAL ITEMS, REGULATORY DEFERRAL ACCOUNT BALANCES AND TAX	**3185.20**	**4428.83**	**4456.25**	**3852.68**
Share of Net Profit of Joint Ventures accounted for using the equity method	2.77	(1.39)	(5.49)	3.04
Exceptional item	0.00	0.00	185.00	0.00
PROFIT BEFORE RATE REGULATED ACTIVITIES AND TAX	**3187.97**	**4427.44**	**4265.76**	**3855.72**
Tax Expenses				
Current Tax	708.76	915.69	925.87	897.74
Deferred Tax	5.40	(1472.67)	(24.89)	(607.24)
Total Tax Expenses	**714.16**	**(556.98)**	**900.98**	**290.50**
PROFIT FOR THE YEAR BEFORE NET MOVEMENTS IN REGULATORY DEFERRAL ACCOUNT BALANCES	**2473.81**	**4984.42**	**3364.78**	**3565.22**
Movement in Regulatory Deferral Account Balances (Net of Tax)	265.76	(1210.09)	217.35	(240.50)
PROFIT FOR THE YEAR (A)	**2739.57**	**3774.33**	**3582.13**	**3324.72**
OTHER COMPREHENSIVE INCOME (B)				
(i) Items that will not be reclassified to profit or loss	0.00	0.00	0.00	0.00
(i) Items that will not be reclassified to profit or loss (Net of Tax)	11.36	8.28	(40.08)	36.29

Less:- Movement in Regulatory Deferral Account Balances in respect of tax on defined benefit obligations	(8.41)	(3.07)	2.75	8.80
Add-Movement in Regulatory Deferral Account Balances- Remeasurement of post employment defined benefit obligations	0.00	2.33	0.00	0.00
Share of Other Comprehensive Income of Joint Ventures accounted for using the equity method	0.00	0.00	0.00	(0.01)
Sub total (a)	**19.77**	**13.68**	**(42.83)**	**27.48**
(b)Investment in Equity Instruments	(6.60)	5.40	47.13	(42.09)
Sub total (b)	**(6.60)**	**5.40**	**47.13**	**(42.09)**
Total (i)=(a)+(b)	**13.17**	**19.08**	**4.30**	**(14.61)**
(ii) Items that will be reclassified to profit or loss				
- Investment in Debt Instruments	(10.52)	(8.22)	3.23	12.10
Total (ii)	**(10.52)**	**(8.22)**	**3.23**	**12.10**
Other Comprehensive Income (B)=(i+ii)	**2.65**	**10.86**	**7.53**	**(2.51)**
TOTAL COMPREHENSIVE INCOME FOR THE YEAR (A+B) (COMPRISING PROFIT AND OTHER COMPREHENSIVE INCOME FOR THE YEAR)	**2742.22**	**3785.19**	**3589.66**	**3322.21**
Profit is attributable to:				
Owners	2574.91	3523.57	3257.00	2874.61
Non-Controlling interests	164.66	250.76	325.13	450.11
	2739.57	**3774.33**	**3582.13**	**3324.72**
Other comprehensive income is attributable to:				
Owners	3.11	11.79	7.37	(1.59)
Non-Controlling interests	(0.46)	(0.93)	0.16	(0.92)
	2.65	**10.86**	**7.53**	**(2.51)**
Total comprehensive income is attributable to:				
Owners	2578.02	3535.36	3264.37	2873.02
Non-Controlling interests	164.20	249.83	325.29	449.19
	2742.22	**3785.19**	**3589.66**	**3322.21**
Total comprehensive income attributable to owners arises from:				

Continuing operations	2578.02	3535.36	3264.37	2873.02
Discontinued operations	0.00	0.00	0.00	0.00
	2578.02	**3535.36**	**3264.37**	**2873.02**

Cash Flow Statement

(Rs. in Crore)

Particulars	For the Half Year ended 30th September, 2022	For the Year ended 31st March, 2022	For the Year ended 31st March, 2021	For the Year ended 31st March, 2020
CASH FLOW FROM OPERATING ACTIVITIES				
Profit before tax for the year including movements in Regulatory Deferral Account Balance	3453.73	3217.35	4494.75	3265.51
Less: Movement in Regulatory Deferral Account Balances	265.76	(1210.09)	112.17	(590.21)
Profit before Tax	**3187.97**	**4427.44**	**4382.58**	**3855.72**
ADD :				
Depreciation and Ammortisation	604.73	1190.30	1292.45	1614.04
Finance Costs (Net of EAC)	243.51	532.33	571.99	795.98
Provisions (Net)	166.74	42.58	285.22	156.59
Tariff Adjustment (loss)	38.60	94.37	58.37	27.79
Sales adjustment of account of Exchange Rate Variation	14.59	44.02	50.03	42.94
Loss (Profit) on sale of assets/Claims written off	(4.16)	13.88	9.06	4.48
	1064.01	**1917.48**	**2267.12**	**2641.82**
	4251.98	**6344.92**	**6649.70**	**6497.54**
LESS :				
Advance against Depreciation written back	27.38	52.60	52.73	48.38
Provisions (Net gain)	8.71	45.57	21.82	5.22
Profit on sale/Disposal of Asset	0.01	0.00	0.00	0.00
Dividend Income	0.01	9.00	9.00	4.80
Interest Income including Late Payment Surcharge	202.28	528.82	804.28	566.55
Exchange rate variation (Gain)	63.24	49.28	34.21	(50.15)
Other Adjustments	(0.51)	13.03	(1.00)	(2.61)
Fair Value Adjustments	(12.22)	1.34	(0.40)	(2.04)
Amortisation of Government Grants	48.80	97.26	96.04	98.46
Share of Net Profit /(Loss) of Joint Ventures (accounted for using the equity method)	2.77	(1.39)	(5.49)	3.04

	340.47	**795.51**	**1011.19**	**671.65**
Cash flow from Operating Activities before Operating Assets and Liabilities adjustments	**3911.51**	**5549.41**	**5638.51**	**5825.89**
Changes in Operating Assets and Liabilities:				
Inventories	(15.16)	(6.88)	(7.16)	(1.69)
Trade Receivables	(1559.93)	(42.41)	1812.71	(1719.22)
Other Financial Assets, Loans and Advances	363.16	908.15	(1533.05)	(83.39)
Other Financial Liabilities and Provisions	280.53	(413.10)	(113.11)	(184.39)
Regulatory Deferral Account Credit Balances	(127.15)	1313.27	0.00	0.00
	(1058.55)	**1759.03**	**159.39**	**(1988.69)**
Cash flow from operating activities before taxes	**2852.96**	**7308.44**	**5797.90**	**3837.20**
Less : Taxes Paid	387.82	836.65	728.11	844.67
NET CASH FROM OPERATING ACTIVITIES (A)	**2465.14**	**6471.79**	**5069.79**	**2992.53**
CASH FLOW FROM INVESTING ACTIVITIES				
Purcase of Property, Plant and Equipment, Other Intangible Assets & Expenditure on construction projects (including expenditure attributable to construction forming part of Capital Work in Progress for the year) - Net of Grant	(1454.34)	(5014.48)	(2058.26)	(3631.74)
Sale of Assets	0.00	2.78	0.25	0.52
Realization/ (Payments) for Investments / Bonds / Bank Deposits	0.00	17.91	80.19	253.35
Investment in Joint Venture (Including Share Application Money Pending Allotment)	(107.94)	(451.56)	(500.00)	(140.45)
Investment in Subsidiaries (Including Share Application Money Pending)	(105.56)	0.00	0.00	0.00
Net Investment in Term Deposits	(570.47)	0.00	0.00	0.00
Proceeds from Sale of Investments	0.00	0.00	(0.28)	0.00
Dividend Income	0.00	9.00	9.00	4.80
Interest Income including Late Payment Surcharge	149.11	470.32	861.96	526.46
NET CASH FLOW FROM/USED IN INVESTING ACTIVITIES (B)	**(2089.20)**	**(4966.03)**	**(1607.14)**	**(2987.06)**
CASH FLOW FROM FINANCING ACTIVITIES				
Equity proceeds from Non-Controlling Interest	84.08	59.38	0.00	2.50
Dividend Paid (including Non-Controlling Interests)	(556.98)	(1947.84)	(1848.80)	(2897.44)

Proceeds from Borrowings (Long Term and Short Term)	748.00	4174.26	2327.03	6015.71
Repayment of Borrowings	(791.20)	(1398.20)	(2116.14)	(1773.05)
Interest and Finance Charges	(726.42)	(1521.02)	(1413.92)	(1332.61)
Principal Repayment of Lease Liability	(1.83)	(3.48)	(4.37)	0.00
Interest paid on Lease Liability	(1.00)	(1.46)	(1.35)	(3.45)
NET CASH FLOW FROM/USED IN FINANCING ACTIVITIES (C)	**(1245.35)**	**(638.36)**	**(3057.55)**	**11.66**
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	**(869.41)**	**867.40**	**405.10**	**17.13**
Cash and Cash Equivalents (Opening balance)	1314.67	447.27	42.17	25.04
Cash and Cash Equivalents (Closing balance)	**445.26**	**1314.67**	**447.27**	**42.17**

Audited Financials as filed with exchanges along-with the Auditor's Report, footnotes etc., Cash Flow Statement along-with latest results for stub period filed with exchanges placed as Annexure at page No. 178-280.

Investors can also visit the following link (s) on our website for:
Detailed information on financials: http://www.nhpcindia.com/Default.aspx?id=321&lg=eng&
Annual Reports: http://www.nhpcindia.com/NHPC-annual-reports.htm

(ii) Change in Accounting Policies during the last three years and their effect on profit and the Reserves of the Company (wherever applicable)

2019-20

Sl. No.	**Policy No.**	**Earlier Policy**	**Revised Policy**	**Reasons for change**
1	**Note 1 (III)(1.0)(c)**	Expenditure incurred on renovation and modernization of PPE on completion of the originally estimated useful life of the power station resulting in increased life and/or efficiency of an existing asset, is added to the cost of the related asset. PPE acquired as replacement of the existing assets are capitalized and its corresponding replaced assets removed/ retired from active use are derecognized.	Expenditure incurred on renovation and modernization of PPE on completion of the originally estimated useful life of the power station is added to the cost of the related asset when it meets the recognition criteria. PPE acquired as replacement of the existing assets are capitalized and its corresponding	Aligned with recognition criteria as per Ind AS 16.

			replaced assets removed/ retired from active use are derecognized.	
2	**Note 1 III(4.0)**	d) Software (not being an integral part of the related hardware) acquired for internal use, is stated at cost of acquisition less accumulated amortisation and impairment losses if any.	**NIL**	Already included in Sl. No. (III)(4.0) (b). Hence deleted.
3	**Note 1 (III)(4.0)**	b) Land taken for use from State Government (without transfer of title) and expenses on relief and rehabilitation as also on creation of alternate facilities for land evacuees or in lieu of existing facilities coming under submergence and where construction of such alternate facilities is a specific pre-condition for the acquisition of the land for the purpose of the project, are accounted for as Land-Right to use.	**NIL**	Added under Note 1 (23) (i)
4	**Note 1 (III)(4.0)**	**NIL**	(c) Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.	Recognition criteria of subsequent expenditure added.
5	**Note 1 (III)(4.0)**	e) An item of Intangible asset is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses	c) An item of Intangible asset is derecognised upon disposal or when no future economic benefits are	renumbered

		arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.	expected from its use or disposal. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.	
7	**Note 1 III(8)**	Investments in equity shares of subsidiaries and joint ventures are carried at cost.	Investments in equity shares of subsidiaries and joint ventures are carried at cost less impairment, if any.	Underlined words added for improvement.
8	**Note 1 III(9) (First Para)**	A financial asset includes inter-alia any asset that is cash, equity instrument of another entity or contractual obligation to receive cash or another financial asset or to exchange financial asset or financial liability under conditions that are potentially favourable to the Company. A financial asset is recognized when and only when the Company becomes party to the contractual provisions of the instrument. Financial assets of the Company comprise Cash and Cash Equivalents, Bank Balances, Investments in equity shares of companies other than in subsidiaries & joint ventures, Trade Receivables, Advances to employees/ contractors, security	A financial asset includes inter-alia any asset that is cash, equity instrument of another entity or contractual right to receive cash or another financial asset or to exchange financial asset or financial liability under conditions that are potentially favourable to the Company. A financial asset is recognized when and only when the Company becomes party to the contractual provisions of the instrument. Financial assets of the Company comprise Cash and Cash Equivalents, Bank Balances,	Policy wording modified as per CAG observation.

		deposit, claims recoverable etc.	Investments in equity shares of companies other than in subsidiaries & joint ventures, Trade Receivables, Advances to employees, security deposit, claims recoverable etc.	
9	**Note 1 III(12.0)(e)**	**NIL**	**(e) Derivative financial instruments** Derivative financial instruments that are held by the Company to hedge the foreign currency and interest rate risk exposures and are not designated as hedges are accounted for at fair value through profit or loss. Changes in fair value are recognised in Statement of Profit and Loss.	Added for accounting of Foreign Currency Loan from MUFG Bank.
10	**Note 1 III(16.0)(iii)**	**Defined benefit plans** A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's Gratuity Scheme, Retired Employees Health Scheme (REHS), Provident Fund Scheme, Allowance on Retirement/Death and Memento on Superannuation to employees are in the nature of defined benefit plans. All these plans, other than Allowance on Retirement/Death and Memento on Superannuation to employees are administered through separate trusts. The liability or asset recognised in the Balance Sheet in respect of Gratuity, Retired Employees	**Defined benefit plans** A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's Gratuity Scheme, Retired Employees Health Scheme (REHS), Provident Fund Scheme, Allowance on Retirement/Death and Memento on Superannuation to employees are in the nature of defined benefit plans. All these plans, other than Allowance on Retirement/Death and Memento on	Underlined words added due to Half Margin issued by C&AG.

		Health Scheme and Provident Fund Scheme is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by the actuary using the Projected Unit Credit Method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss or included in the carrying amount of an asset if another standard permits such inclusion. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in Other Comprehensive Income. They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet.	Superannuation to employees are administered through separate trusts. The liability or asset recognised in the Balance Sheet in respect of Gratuity and Retired Employees Health Scheme is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. In respect of Provident Fund Scheme, a liability is recognised in the Balance Sheet where the present value of the defined benefit obligation at the end of the reporting period is higher than the fair value of plan assets. Any surplus of fair value of plan assets over the present value of the defined benefit obligation at the end of the reporting period is not recognised as an asset since the Company does not have any right to the benefits either in the form of refunds from the Plan or by way of lower contribution to the Plan. The defined benefit obligation is calculated annually by the actuary using the Projected Unit Credit Method. The present value of the	

			defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss or included in the carrying amount of an asset if another standard permits such inclusion. <u>Remeasurement gains (except in the case of Provident Fund Scheme) and losses arising from experience adjustments and changes in actuarial assumptions are recognised directly in Other Comprehensive Income in the period in which they occur and are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet.</u>	
11	**Note 1 III(17.0)**	**Borrowing costs** Borrowing costs directly	Borrowing costs consist of (a) interest expense	**Aligned as per Amendment**

		attributable to the acquisition, construction or production of qualifying assets that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs. Capitalisation of borrowing cost ceases when substantially all the activities necessary to prepare the qualifying assets for their intended use are complete.	calculated using the effective interest method as described in Ind AS 109 – 'Financial Instruments' (b) finance charges in respect of finance leases recognized in accordance with Ind AS 116– 'Leases' and(c) exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs. Borrowing costs that are directly attributable to the acquisition, construction or production of qualifying assets are capitalised as part of the cost of such asset until such time the assets are substantially ready for their intended use. Qualifying assets are assets which necessarily take substantial period of time to get ready for their intended use or sale. All other borrowing costs are expensed in the period in which they occur. When the Company borrows funds specifically for the purpose of obtaining a qualifying asset, the borrowing costs incurred are capitalised. When the Company borrows funds generally and uses them for the purpose of obtaining a qualifying	**to Ind AS 23, *'Borrowing Costs'*** issued vide (MCA) Companies (Indian Accounting Standards) Amendment Rules, 2019 and the Companies (Indian Accounting Standards) Second Amendment Rules, 2019 on March 30, 2019. Also Items included in Borrowing Costs added.

			asset, the capitalisation of the borrowing costs is computed based on the weighted average cost of all borrowings that are outstanding during the period and used for the acquisition, construction/exploration or erection of the qualifying asset. However, borrowing costs applicable to borrowings made specifically for the purpose of obtaining a qualifying asset are excluded from this calculation, until substantially all the activities necessary to prepare that asset for its intended use or sale are complete. Income earned on temporary investment of the borrowings pending their expenditure on the qualifying assets is deducted from the borrowing costs eligible for capitalisation. Capitalisation of borrowing cost ceases when substantially all the activities necessary to prepare the qualifying assets for their intended use are complete. Other borrowing costs are recognized as an expense in the year in which they are incurred.	

11	**Note 1 (III)(18.0)(d)(iii)**	**NIL**	Based on management assessment, depreciation on Roof Top Solar Power System / Equipment is provided on straight line basis over a period of twenty five years with residual value of 10%.	New Policy added for Roof-Top Solar Plants
12	**Note 1 (III)(18.0)(h) & (I)**	Leasehold Land of operating units, is amortized over the period of lease or 35 years whichever is lower, following the rates and methodology notified vide CERC tariff regulations. Leasehold Land and buildings, of units other than operating units, is amortized over the period of lease or 35 years, whichever is lower.	Leasehold Land of operating units, is amortized over the period of lease or 40 years whichever is lower, following the rates and methodology notified vide CERC tariff regulations. Leasehold Land and buildings, of units other than operating units, is amortized over the period of lease or 40 years, whichever is lower.	Modified as per enhancement in initial useful life from 35 to 40 years as per CERC 2019-24.
13	**Note 1 (III)(20.0)(b)(vii)**	**NIL**	When there is uncertainty regarding income tax treatments, the Company assesses whether a tax authority is likely to accept an uncertain tax treatment. If it concludes that the tax authority is unlikely to accept an uncertain tax treatment, the effect of the uncertainty on taxable income, tax bases and unused tax losses and unused tax credits is recognised. The effect of the uncertainty is recognised using the method that, in each	**Amendment in Appendix C to Ind AS 12, '*Income Taxes'*** issued vide (MCA) Companies (Indian Accounting Standards) Amendment Rules, 2019 and the Companies (Indian Accounting Standards) Second Amendment

			case, best reflects the outcome of the uncertainty: the most likely outcome or the expected value. For each case, the Company evaluates whether to consider each uncertain tax treatment separately, or in conjunction with another or several other uncertain tax treatments, based on the approach that best prefixes the resolution of uncertainty.	Rules, 2019 on March 30, 2019.
14	**Note 1 (III)(23.0)**	**Leases** **a) Company as a Lessee:** i) Leases of property, plant and equipment (), where the Company, as lessee, has substantially all the risks and rewards of ownership are classified as finance lease. Such finance leases are generally capitalised at the lease's inception at the fair value of the leased property which equals the transaction price i.e. lump sum upfront payments. ii) Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases are charged to Statement of Profit and Loss over the period of lease. **b) Company as a Lessor:**	**23.0 Leases** Effective 1 April 2019, the Company has applied Ind AS 116 using the modified retrospective approach and therefore the comparative information has not been restated and continues to be reported under Ind AS 17. The details of accounting policies under Ind AS 17 are disclosed separately if they are different from those under Ind AS 116 and the impact of changes is disclosed in Note 34. For contracts entered into, or changed, on or after 1 April 2019, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to	**Adoption of Ind AS 116 w.e.f. 1st April, 2019**

		Power Purchase Agreements (PPA) in the nature of embedded lease with a single beneficiary where the minimum lease term is for the major part of the plant's economic life and the minimum lease payments amounts to substantially all the fair value of the plant are considered as a Finance Lease. Other embedded leases are considered as Operating Lease. i) For embedded leases in the nature of a Finance Lease, the investment in the plant is recognised as a Lease Receivable. The minimum lease payments are identified by segregating the embedded lease payments from the rest of the contract amounts (including Advance Against Depreciation (AAD) recognised in accordance with CERC Tariff regulations 2004-09 up to 31st March 2009 and considered as deferred income). Each lease receipt is allocated between the receivable and finance lease income (forming part of revenue from operations) so as to achieve a constant rate of return on the Lease Receivable outstanding. ii) In the case of Operating Leases or embedded operating leases, the lease income from the operating lease is recognised in revenue over the lease term to reflect the pattern of use benefit derived from the leased asset. The respective leased assets are included in the Balance Sheet based on	control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: - The contract involves the use of an identified asset – this may be specified explicitly or implicitly and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified; - the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and - the Company has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what	

		their nature and depreciated over its economic life.	purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either: ▪ the Company has the right to operate the asset; or ▪ the Company designed the asset in a way that predetermines how and for what purpose it will be used. At inception or on reassessment of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices. However, for the leases of land and buildings in which it is a lessee, the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component. For contracts entered into before 1 April 2019, the Company determined whether the arrangement was or contained a lease	

			based on the assessment of whether: - fulfilment of the arrangement was dependent on the use of a specific asset or assets; and - the arrangement had conveyed a right to use the asset. Further, an arrangement conveyed a right to use the asset if facts and circumstances indicated that it was remote that one or more parties other than the purchaser will take more than an insignificant amount of the output or other utility that will be produced or generated by the asset during the term of the arrangement, and the price that the purchaser will pay for the output is neither contractually fixed per unit of output nor equal to the current market price per unit of output as of the time of delivery of the output. **i. Company as a lessee** The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made	

			at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. Land taken for use from State Government (without transfer of title) and expenses on relief and rehabilitation as also on creation of alternate facilities for land evacuees or in lieu of existing facilities coming under submergence and where construction of such alternate facilities is a specific pre-condition for the acquisition of the land for the purpose of the project, are accounted for as Right of Use Assets. The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use	

			asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability. The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate. Lease payments included in the measurement of the lease liability comprise the following: - fixed payments, including in-substance fixed payments; - variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date; - amounts expected to be payable under a residual value guarantee; and - the exercise price	

			under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early. The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in statement	

			of profit and loss if the carrying amount of the right-of-use asset has been reduced to zero. The Company presents right-of-use assets that do not meet the definition of investment property as a separate line item on the face of the balance sheet. The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term. **Under Ind AS 17** In the comparative period, leases of property, plant and equipment, where the Company, as lessee, had substantially all the risks and rewards of ownership were classified as finance lease. Such finance leases were generally capitalised at the lease's inception at the fair value of the leased property which was equal the transaction price i.e. lump sum upfront payments. Leases in which a	

			significant portion of the risks and rewards of ownership were not transferred to the Company as lessee were classified as operating leases. Payments made under operating leases were charged to Statement of Profit and Loss over the period of lease. **ii. Company as a lessor** When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset. For embedded leases in the nature of a Finance Lease, the investment in the plant is recognised as a Lease Receivable. The minimum lease payments are identified by segregating the embedded lease payments from the rest of the contract amounts (including Advance	

			Against Depreciation (AAD) recognised in accordance with CERC Tariff regulations 2004-09 up to 31st March 2009 and considered as deferred income). Each lease receipt is allocated between the receivable and finance lease income (forming part of revenue from operations) so as to achieve a constant rate of return on the Lease Receivable outstanding. If an arrangement contains lease and non-lease components, the Company applies Ind AS 115 to allocate the consideration in the contract. In the case of Operating Leases or embedded operating leases, the lease income from the operating lease is recognised in revenue over the lease term to reflect the pattern of use benefit derived from the leased asset. The respective leased assets are included in the Balance Sheet based on their nature and depreciated over its economic life. The accounting policies applicable to the Company as a lessor in the comparative period were not different from	

			Ind AS 116.	
11	**Note III(24.0)**	**NIL**	**Business combinations** Business combinations are accounted for using the acquisition accounting method as at the date of the acquisition, which is the date at which control is transferred to the Company. The consideration transferred in the acquisition and the identifiable assets acquired and liabilities assumed are recognized at fair values on their acquisition date. Goodwill is initially measured at cost, being the excess of the consideration transferred over the net identifiable assets acquired and liabilities assumed. Where the fair value of net identifiable assets acquired and liabilities assumed exceed the consideration transferred, after reassessing the fair values of the net assets and contingent liabilities, the excess is recognized as capital reserve. Acquisition related costs are expensed as incurred.	Added due to acquisition of LTHPL during FY 2019-20.

2020-21

Sl. No.	Policy No.	Earlier Policy	Revised Policy	Reasons for change
1	**Note (III) Significant Accounting Policies**	Summary of the significant accounting policies for the preparation of financial statements as given below have been applied	Summary of the significant accounting policies for the preparation of financial statements as given below	Underline words added for more clarity.

		consistently to all periods presented in the financial statements. These accounting policies are formulated in a manner that results in financial statements containing relevant and reliable information about the transactions, other events and conditions to which they apply. These policies need not be applied when the effect of applying them is immaterial. Up to March 31, 2015, Property, Plant and Equipment, Capital Work in Progress, Intangible Assets and Investment Property were carried in the Balance Sheet in accordance with Indian GAAP. The Company had elected to avail the exemption granted by IND AS 101, "First time adoption of IND AS" to regard those amounts as the deemed cost at the date of transition to IND AS (i.e. as on April 1, 2015).	have been applied consistently to all periods presented in the financial statements. These accounting policies are formulated in a manner that results in financial statements containing relevant and reliable information about the transactions, other events and conditions to which they apply. These policies need not be applied when the effect of applying them is immaterial. Up to March 31, 2015, Property, Plant and Equipment, Capital Work in Progress, Intangible Assets and Investment Property were carried in the Balance Sheet in accordance with Indian GAAP. The Company had elected to avail the exemption granted by IND AS 101, "First time adoption of IND AS" to regard those amounts as the deemed cost at the date of transition to IND AS (i.e. as on April 1, 2015). **Therefore, the carrying amount of property, plant and equipment, Capital Work in Progress, intangible assets and Investment Property as per the previous GAAP as at April 1, 2015, were maintained on transition to Ind AS.**	

2	**III(9.0)(a)**	**a) Classification** The Company classifies its financial assets in the following categories: • At amortised cost, • At fair value through other comprehensive income (FVTOCI), and	**a) Classification** The Company classifies its financial assets in the following categories: • At amortised cost, • At fair value through other comprehensive income (FVTOCI), and **• <u>At fair value through profit and loss</u>**	Underline words added for more clarity.
3	**III (20) (a)**	**a) Current tax** iii) Additional income taxes that arise from the distribution of dividends are recognised at the same time that the liability to pay the related dividend is recognised.	**a) Current tax** NIL	Policy No. a)(ii) has been deleted due to change in the Income Tax Law on taxation of Dividend.
4	**III(23.0) Leases**	Effective 1 April 2019, the Company has applied Ind AS 116 using the modified retrospective approach and therefore the comparative information has not been restated and continues to be reported under Ind AS 17. The details of accounting policies under Ind AS 17 are disclosed separately if they are different from those under Ind AS 116 and the impact of changes is disclosed in Note 34. For contracts entered into, or changed, on or after 1 April 2019, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in	**24.0 Leases** The Company assesses whether a contract is or contains a lease at the inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: -the contract involves the use of an identified asset –	Policy wording modified for more clarity. Further reference of Ind AS 17, which was applicable up to 31.03.2019 has been removed because Ind AS 116 is applicable from 01.04.2019.

		exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: - the contract involves the use of an identified asset – this may be specified explicitly or implicitly and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified; - the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and - the Company has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either: ▪ the Company has the right to operate the asset; or ▪ the Company designed the asset in a way that predetermines how and for what purpose it will be used. At inception or on reassessment of a contract that contains a lease component, the Company allocates the consideration in the contract to	this may be specified explicitly or implicitly and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified; -the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and -the Company has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either: ▪ the Company has the right to operate the asset; or ▪ the Company designed the asset in a way that predetermines how and for what purpose it will be used. At inception or on reassessment of a contract that contains a lease	

		each lease component on the basis of their relative stand-alone prices. However, for the leases of land and buildings in which it is a lessee, the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component. For contracts entered into before 1 April 2019, the Company determined whether the arrangement was or contained a lease based on the assessment of whether: - fulfilment of the arrangement was dependent on the use of a specific asset or assets; and - the arrangement had conveyed a right to use the asset. Further, an arrangement conveyed a right to use the asset if facts and circumstances indicated that it was remote that one or more parties other than the purchaser will take more than an insignificant amount of the output or other utility that will be produced or generated by the asset during the term of the arrangement, and the price that the purchaser will pay for the output is neither contractually fixed per unit of output nor equal to the current market price per unit of output as of the time of delivery of the output. **i. Company as a lessee** The Company recognises a right-of-use asset and a lease liability at the	component, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices. However, for the leases of land and buildings in which it is a lessee, the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component. **i. Company as a lessee** The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. Land taken for use from State Government (without transfer of title) and expenses on relief and rehabilitation as also on creation of alternate facilities for land	

		lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. Land taken for use from State Government (without transfer of title) and expenses on relief and rehabilitation as also on creation of alternate facilities for land evacuees or in lieu of existing facilities coming under submergence and where construction of such alternate facilities is a specific pre-condition for the acquisition of the land for the purpose of the project, are accounted for as Right of Use Assets. The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability. The lease liability is initially	evacuees or in lieu of existing facilities coming under submergence and where construction of such alternate facilities is a specific pre-condition for the acquisition of the land for the purpose of the project, are accounted for as Right of Use Assets. The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability. Assessment of impairment is done using the principles of Ind AS 36- Impairment of Assets as given in Significant Accounting Policy No. 19.0 above. The lease liability is initially measured at the present value of the lease payments that are	

		measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate. Lease payments included in the measurement of the lease liability comprise the following: - fixed payments, including in-substance fixed payments; - variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date; - amounts expected to be payable under a residual value guarantee; and - the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early. The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company	not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate. Lease payments included in the measurement of the lease liability comprise the following: fixed payments, including in-substance fixed payments; variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date; amounts expected to be payable under a residual value guarantee; and the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to	

		changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in statement of profit and loss if the carrying amount of the right-of-use asset has been reduced to zero. The Company presents right-of-use assets that do not meet the definition of investment property as a separate line item on the face of the balance sheet. The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term. **Under Ind AS 17** In the comparative period, leases of property, plant and equipment, where the Company, as lessee, had substantially all the risks and rewards of ownership were classified as finance lease. Such finance leases were generally capitalised at the lease's inception at the fair value of the leased property which was equal the transaction price i.e. lump sum upfront payments. Leases in which a significant portion of the risks and rewards of ownership were not transferred to	terminate early. The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option or when a lease contract is modified, and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in statement of profit and loss if the carrying amount of the right-of-use asset has been reduced to zero. The Company presents right-of-use assets that do	

		the Company as lessee were classified as operating leases. Payments made under operating leases were charged to Statement of Profit and Loss over the period of lease. **ii. Company as a lessor** When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset. For embedded leases in the nature of a Finance Lease, the investment in the plant is recognised as a Lease Receivable. The minimum lease payments are identified by segregating the embedded lease payments from the rest of the contract amounts (including Advance Against Depreciation (AAD) recognised in accordance with CERC Tariff regulations 2004-09 up to 31st March 2009 and considered as deferred income). Each lease receipt is allocated between the receivable and finance lease income (forming part of revenue from operations) so as to achieve a constant rate of return on the Lease Receivable outstanding. If an arrangement contains lease and non-lease components, the Company applies Ind AS 115 to allocate the consideration in the contract.	not meet the definition of investment property as a separate line item on the face of the balance sheet. The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term. **ii. Company as a lessor** When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset. For embedded leases in the nature of a Finance Lease, the investment in the power station is recognised as a Lease Receivable. The minimum lease receipts are identified by segregating the embedded lease	

		In the case of Operating Leases or embedded operating leases, the lease income from the operating lease is recognised in revenue over the lease term to reflect the pattern of use benefit derived from the leased asset. The respective leased assets are included in the Balance Sheet based on their nature and depreciated over its economic life. The accounting policies applicable to the Company as a lessor in the comparative period were not different from Ind AS 116.	receipts from the contract amounts (including Advance Against Depreciation (AAD) recognised in accordance with CERC Tariff regulations 2004-09 up to 31st March 2009 and considered as deferred income). Each lease receipt is allocated between the receivable and finance lease income (forming part of revenue from operations) so as to achieve a constant rate of return on the Lease Receivable outstanding. Subsequent to initial recognition, the Company regularly reviews the estimated unguaranteed residual value and applies the impairment requirements of Ind AS 109- Financial Instruments, recognising an allowance for expected credit losses on the lease receivables. Finance lease income is calculated with reference to the gross carrying amount of the lease receivables, except for credit-impaired financial assets for which interest income is calculated with reference to their amortised cost (i.e. after a deduction of the loss allowance). If an arrangement contains lease and non-	

			lease components, the Company applies Ind AS 115- *Revenue from Contracts with Customers* to allocate the consideration in the contract. In the case of Operating Leases or embedded operating leases, the lease income from the operating lease is recognised in revenue over the lease term to reflect the pattern of use benefit derived from the leased asset. The respective leased assets are included in the Balance Sheet based on their nature and depreciated over its economic life.	

Accounting Policy for 2021-22

NOTE NO. 1: COMPANY INFORMATION AND SIGNIFICANT ACCOUNTING POLICIES

(I) Reporting entity

NHPC Limited (the "Company") is a Company domiciled in India and limited by shares (CIN: L40101HR1975GOI032564). The shares of the Company are listed and traded on the National Stock Exchange of India Limited (NSE) and Bombay Stock Exchange India Limited (BSE) in India. The address of the Company's registered office is NHPC Limited, NHPC Office Complex, Sector-33, Faridabad, Haryana- 121003. The Company is primarily involved in the generation and sale of bulk power to various Power Utilities. Other business in which the Company is involved includes providing project management / construction contracts/ consultancy assignment services and trading of power.

(II) Basis of preparation

A. Statement of Compliance

These standalone financial statements are prepared on going concern basis following accrual system of accounting and comply with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and subsequent amendments thereto, the Companies Act, 2013 (to the extent notified and applicable), applicable provisions of the Companies Act, 1956, and the provisions of the Electricity Act, 2003 to the extent applicable.

These financial statements were authorised for issue by the Board of Directors on 25.05.2022.

B. Basis of Measurement

The financial statements have been prepared on historical cost basis, except for:

• Certain financial assets and liabilities measured at fair value.

• Plan assets of defined employee benefit plans measured at fair value.

The methods used to measure fair values are discussed in Note 33.

Historical cost is the amount of cash or cash equivalents paid or the fair value of the consideration given to acquire assets at the time of their acquisition or the amount of proceeds received in exchange for the obligation, or at the amounts of cash or cash equivalents expected to be paid to satisfy the liability in the normal course of business. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

C. Application of new and revised standards

During the year, the Ministry of Corporate Affairs has notified the Companies (Indian Accounting Standards) Amendment Rules, 2021 which has brought about certain amendments in the existing Indian Accounting Standards. Impact of these amendments are disclosed hereunder:

(i) **Interest rate benchmark reform – Phase 2: Amendments to Ind AS 109, Ind AS 107 and Ind AS 116:** The Companies (Indian Accounting Standards) Amendment Rules, 2021 has added certain provisions regarding interest rate benchmark reforms under Ind AS 109" Financial Instruments". Consequential amendments have also been made in Ind AS 107- Financial Instruments-Disclosures and Ind AS 116- Leases. There is, however, no material impact on the financial statements of the Company.

(ii) **Ind AS 116: COVID-19 related rent concession**

MCA issued an amendment to Ind AS 116 Covid-19-Related Rent Concessions beyond 30 June 2021 to update the condition for lessees to apply the relief to a reduction in lease payments originally due on or before 30 June 2022 from 30 June 2021. The amendment applies to annual reporting periods beginning on or after 1 April 2021. In case a lessee has not yet approved the financial statements for issue before the issuance of this amendment, then the same may be applied for annual reporting periods beginning on or after 1 April 2020.
These amendments had no material impact on the financial statements of the Company.

(iii) **Amendment to Ind AS 105, Ind AS 16 and Ind AS 28**

The definition of "Recoverable amount" is amended such that the words "the higher of an asset's fair value less costs to sell and its value in use" are replaced with "higher of an asset's fair value less costs of disposal and its value in use". Consequential amendments have been made in Ind AS 105, Ind AS 16 and Ind AS 28.

These amendments had no material impact on the financial statements of the Company.

(iv) Amendments/ revision in other standards are either not applicable or do not have any material impact on the financial statements.

D. Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is the Company's functional currency. All financial information presented in INR has been rounded off to the nearest crore (upto two decimals) except where indicated otherwise.

(E) Use of estimates and management judgments

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that may impact the application of accounting policies and the reported value of assets, liabilities, income, expenses and related disclosures including contingent assets and contingent liabilities at the Balance Sheet date. The estimates and management's judgments are based on previous experience and other factors considered reasonable and prudent in the circumstances. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

In order to enhance understanding of the financial statements, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that may have the most significant effect on the amounts recognised in the financial statements are included in the following notes:

Critical judgments and estimates

a) Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116- Leases. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Identification of a lease requires significant judgment.

To assess whether a contract conveys the right to control the use of an identified asset for a period of time, an entity shall assess whether, throughout the period of use, the customer has both of the following:

a. the right to obtain substantially all of the economic benefits from use of the identified asset; and

b. the right to direct the use of the identified asset.

To control the use of an identified asset, a customer is required to have the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use. A customer has the right to direct the use of an identified asset throughout the period of use if the customer has the right to direct how and for what purpose the asset is used throughout the period of use.

The Company also uses significant judgment in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

The discount rate is the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

The Company enters into power purchase agreements with beneficiaries. Power Purchase Agreements (PPA) in the nature of embedded lease with a single beneficiary where the minimum lease term is for the major part of the plant's economic life and the minimum lease payments amount to substantially all the fair value of the plant are considered as a Finance Lease. Other embedded leases are considered as Operating Lease. For embedded leases in the nature of a Finance Lease, the investment in the power station is recognised as a Lease Receivable. The minimum lease payments are identified by segregating the embedded lease payments from the rest of the contract amounts. Each lease receipt is allocated between the receivable and finance lease income so as to achieve a constant rate of return on the Lease Receivable outstanding.

In the case of operating leases or embedded operating leases, the lease income from the operating lease is recognised in revenue on a straight-line basis over the lease term. The respective leased assets are included in the Balance Sheet based on their nature.

b) Useful life of Property, Plant and Equipment and Intangible Assets

The estimated useful life of property, plant and equipment and intangible assets are based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

Useful life of the assets used for generation of electricity is determined by the Central Electricity Regulatory Commission (CERC) Tariff Regulations as mentioned in part B of Schedule II of the Companies Act, 2013 except for construction plant and machinery and computers and peripherals which are in accordance with useful life as prescribed in Schedule II of the Companies Act, 2013 and mobile phones which are as per management assessment.

c) Recoverable amount of Property, Plant and Equipment, Capital Work in Progress and Intangible Assets

The recoverable amount of property, plant and equipment, capital work in progress and intangible assets are based on estimates and assumptions, in particular the expected market outlook and future cash flows associated with the power plants. Any changes in these assumptions may have a material impact on the measurement of the recoverable amount resulting in impairment.

d) Post-retirement benefit plans

Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, the rate of salary increase, the inflation rate and expected rate of return on plan assets. The Company considers that the assumptions used to measure its obligations are appropriate and documented. However, any changes in these assumptions may have an impact on the resulting calculations.

e) Revenue

The Company records revenue from sale of power based on Tariff approved by the CERC, as per the principles of Ind AS 115- *Revenue from Contracts with Customers*. However, in cases where tariff rates are yet to be approved, provisional rates are adopted considering the applicable CERC Tariff Regulations. Further, where tariff is pending revision due to revision in cost estimates, tariffs are computed based on the parameters and methods prescribed under the CERC Tariff Regulations and an estimated amount of revenue is recognised when an application is made to the CERC after obtaining necessary approvals to the extent it is highly probable that there will be no downward adjustment to the revenue recognised.

f) Provisions and contingencies

The assessments undertaken in recognising provisions and contingencies have been made in accordance with Ind AS 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events has been made on the basis of best judgment by management regarding probable outflow of economic resources. Such estimation can change due to unforeseeable developments.

g) Recoverable Amount of Rate Regulated Assets

The operating activities of the Company are subject to cost-of-service regulations whereby tariff charged for electricity generated is based on allowable costs like interest costs, depreciation, operation and maintenance including a stipulated return. Guidance Note on Rate Regulated Activities issued by the ICAI (previous GAAP) and Ind AS 114- 'Regulatory Deferral Accounts' permits an entity to include in the rate base, as part of the cost of self-constructed (tangible) PPE or internally generated intangible assets, amounts that would otherwise be recognised as an expense in the Statement of Profit and Loss in accordance with Ind AS. The Company estimates that items of regulatory deferral accounts recognised in the financial statements are recoverable as per the current CERC

Tariff Regulations 2019-24. However, changes in CERC tariff regulations beyond the current tariff period may affect the recoverability of such balances.

h) Impairment of Trade Receivables

Considering the historical credit loss experience for trade receivables, the Company does not envisage either impairment in the value of receivables from beneficiaries or loss due to time value of money owing to delay in realization of trade receivables, except to the extent already provided for.

i) Investment in Subsidiaries and Joint Ventures

Investment has been carried at cost and as per assessment by the Company, there is no indication of impairment on such investments. Any changes in assumption may have a material impact on the measurement of the recoverable amount.

j) Insurance Claim Recoverable

The recoverable amount of insurance claims in respect of damages to Property, Plant and Equipment, Capital Work in Progress is based on estimates and assumptions as per terms and conditions of insurance policies.

(III) SIGNIFICANT ACCOUNTING POLICIES:

Summary of the significant accounting policies for the preparation of financial statements as given below have been applied consistently to all periods presented in the financial statements. These accounting policies are formulated in a manner that results in financial statements containing relevant and reliable information about the transactions, other events and conditions to which they apply. These policies need not be applied when the effect of applying them is immaterial.

Up to March 31, 2015, Property, Plant and Equipment, Capital Work in Progress, Intangible Assets and Investment Property were carried in the Balance Sheet in accordance with Indian GAAP. The Company had elected to avail the exemption granted by IND AS 101, "First time adoption of IND AS" to regard those amounts as the deemed cost at the date of transition to IND AS (i.e., as on April 1, 2015). Therefore, the carrying amount of property, plant and equipment, Capital Work in Progress, intangible assets and Investment Property as per the previous GAAP as at April 1, 2015, were maintained on transition to Ind AS.

1.0 Property, Plant and Equipment (PPE)

a) An item of PPE is recognized as an asset if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

b) PPE are initially measured at cost of acquisition/construction including decommissioning or restoration cost wherever required. The cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. In cases where final settlement of bills with contractors is pending, but the asset is complete and available for operating in the manner intended by the management, capitalisation is done on estimated basis subject to necessary adjustments, including those arising out of settlement of arbitration/court cases.

c) Expenditure incurred on renovation and modernization of power station on completion of the originally estimated useful life of the power station is added to the cost of the related asset when it meets the recognition criteria. PPE acquired as replacement of the existing assets are capitalized and its corresponding replaced assets removed/ retired from active use are derecognized.

d) After initial recognition, Property, Plant and Equipment is carried at cost less accumulated depreciation/amortisation and accumulated impairment losses, if any.

e) Deposits, payments made/ liabilities created provisionally towards compensation (including interest on enhanced compensation till the date of award by the Court), rehabilitation & resettlement and other expenses including expenditure on environment management plans relatable to land in possession are treated as cost of land.

f) Assets over which the Company has control, though created on land not belonging to the Company, are included under Property, Plant and Equipment.

g) Standby equipment and servicing equipment which meet the recognition criteria of Property, Plant and Equipment are capitalized.

h) Spares parts (procured along with the Plant and Machinery or subsequently) which meet the recognition criteria are capitalized. The carrying amount of those spare parts that are replaced is derecognized when no future economic benefits are expected from their use or upon disposal. Other spare parts are treated as "stores and spares" forming part of inventory.

i) If the cost of the replaced part or earlier inspection is not available, the estimated cost of similar new parts/inspection is used as an indication of what the cost of the existing part/ inspection component was when the item was acquired or inspection carried out.

j) An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognised.

2.0 Capital work in Progress (CWIP)

a) Expenditure incurred on assets under construction (including a project) is carried at cost under CWIP. Such costs comprise purchase price of assets including import duties and non-refundable taxes (after deducting trade discounts and rebates), expenditure in relation to survey and investigation activities of projects, cost of site preparation, initial delivery and handling charges, installation and assembly costs, etc.

b) Costs including employee benefits, professional fees, expenditure on maintenance and up-gradation of common public facilities, depreciation on assets used in construction of project, interest during construction and other costs that are directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management are accumulated under "Expenditure Attributable to Construction (EAC)" and subsequently allocated on systematic basis over major immovable assets, other than land and infrastructure facilities on commissioning of projects. Net pre-commissioning income/ expenditure is adjusted directly in the cost of related assets.

c) Capital Expenditure incurred for creation of facilities, over which the Company does not have control but the creation of which is essential principally for construction of the project is accumulated under "Expenditure Attributable to Construction" and carried under "Capital Work in Progress" and subsequently allocated on a systematic basis over major immovable assets, other than land and infrastructure facilities on commissioning of projects, keeping in view the "attributability" and the "Unit of Measure" concepts in Ind AS 16- "Property, Plant and Equipment". Expenditure of such nature incurred after completion of the project, is charged to the Statement of Profit and Loss.

3.0 Investment Property

Investment properties are initially measured at cost, including transaction costs. Subsequent to initial recognition, investment properties are carried at cost less accumulated depreciation and accumulated impairment loss, if any.

Investment properties are derecognised either when they have been disposed off or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the Statement of Profit and Loss in the period of derecognition.

Transfers to or from investment property is made when and only when there is a change in use supported by evidence.

4.0 Intangible Assets and Intangible Assets under Development

a) Expenditure on research is charged to expenditure as and when incurred. Expenditure on development is capitalized only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the Company intends to & has sufficient resources to complete development and to use or sell the asset.

b) Intangible assets that are acquired by the Company and which have finite useful lives, are measured on initial recognition at cost. Cost includes any directly attributable expenses necessary to make the assets ready for its intended use. After initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

c) Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the Company and the cost of the item can be measured reliably.

d) An item of Intangible asset is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

5.0 Foreign Currency Transactions

a) Transactions in foreign currency are initially recorded at the functional currency spot rate at the date the transaction first qualifies for recognition. At each reporting date, monetary items denominated in foreign currency are translated at the functional currency exchange rates prevailing on that date.

b) Exchange differences relating to PPE/capital work-in-progress arising out of transaction entered into prior to April 1, 2004 are adjusted to the carrying cost of respective PPE/capital work-in-progress.

c) Exchange differences arising from translation of foreign currency borrowings entered into prior to March 31, 2016 recoverable from or payable to beneficiaries in subsequent periods as per CERC Tariff regulations are recognised as "Deferred Foreign Currency Fluctuation Recoverable/ Payable Account" and adjusted from the year in which the same is recovered/ paid.

d) Exchange differences arising from settlement/ translation of monetary items denominated in foreign currency entered into on or after April 1, 2016 to the extent recoverable from or payable to the beneficiaries in subsequent periods as per CERC Tariff Regulations are recognized as 'Regulatory Deferral Account Balances' during construction period and adjusted from the year in which the same become recoverable from or payable to the beneficiaries.

e) Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Where the Company has paid or received advance consideration in a foreign currency, the date of transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income (or part of it), is the date when the Company initially recognizes the non-monetary asset or non-monetary liability arising from the payment or receipt of advance consideration.

6.0 Regulatory Deferral Accounts

a) Where an item of expenditure incurred during the period of construction of a project is recognised as expense in the Statement of Profit and Loss i.e., not allowed to be capitalized as part of cost of relevant PPE in accordance with Ind AS, but is nevertheless permitted by CERC to be recovered from the beneficiaries in future through tariff, the right to recover the same is recognized as "Regulatory Deferral Account balances."

b) Expense/ income recognised in the Statement of Profit and Loss to the extent recoverable from or payable to the beneficiaries in subsequent periods as per CERC Tariff Regulations are recognised as "Regulatory Deferral Account balances."

c) These Regulatory Deferral Account balances are adjusted from the year in which the same become recoverable from or payable to the beneficiaries.

d) Regulatory Deferral Account balances are evaluated at each Balance Sheet date to ensure that the underlying activities meet the recognition criteria and it is probable that future economic benefits associated with such balances will flow to the entity. If these criteria are not met, the Regulatory Deferral Account balances are derecognised.

e) Regulatory Deferral Account balances are tested for impairment at each Balance Sheet date.

7.0 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Normally at initial recognition, the transaction price is the best evidence of fair value.

However, when the Company determines that transaction price does not represent the fair value, it uses inter-alia valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All financial assets and financial liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy. This categorisation is based on the lowest level input that is significant to the fair value measurement as a whole:

• Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

• Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

• Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For financial assets and financial liabilities that are recognised at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation at the end of each reporting period.

8.0 Investments in subsidiaries and joint ventures

Investments in equity shares of subsidiaries and joint ventures are carried at cost less impairment, if any.

9.0 Financial assets other than investment in subsidiaries and joint ventures

A financial asset includes inter-alia any asset that is cash, equity instrument of another entity or contractual right to receive cash or another financial asset or to exchange financial asset or financial liability under conditions that are potentially favourable to the Company. A financial asset is recognized when and only when the Company becomes party to the contractual provisions of the instrument.

Financial assets of the Company comprise Cash and Cash Equivalents, Bank Balances, Investments in equity shares of companies other than in subsidiaries and joint ventures, Trade Receivables, Loan to employees, security deposit, claims recoverable etc.

b) Classification

The Company classifies its financial assets in the following categories:

- At amortised cost,
- At fair value through other comprehensive income (FVTOCI), and

- At fair value through profit and loss

The classification depends on the following:

(a) The entity's business model for managing the financial assets and

(b) The contractual cash flow characteristics of the financial asset.

For assets measured at fair value, gains and losses are either recorded in the Statement of Profit and Loss or under Other Comprehensive Income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through Other Comprehensive Income.

c) Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or Loss, transaction costs that are attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in the Statement of Profit and Loss.

The Company measures the trade receivables at their transaction price, if the trade receivables do not contain a significant financing component.

d) Subsequent measurement

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

i) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

ii) Contractual terms of the asset give rise on specified dates to cash flows that are Solely Payments of Principal and Interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in interest income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss.

Debt instrument at Fair Value through Other Comprehensive Income (FVTOCI)

A 'debt instrument' is classified as at FVTOCI if both the following criteria are met:

i) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

ii) The asset's contractual cash flows represent Solely Payments of Principal and Interest (SPPI).

Debt instruments at fair value through Other Comprehensive Income are measured at each reporting date at fair value. Fair value movements are recognized in Other Comprehensive

Income (OCI). However, the Company recognizes interest income, impairment losses, reversals and foreign exchange gain or loss in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to profit and loss. Interest income from these financial assets is included in other income using the EIR method.

Equity investments:

All equity investments in entities other than subsidiaries and joint ventures are measured at fair value. Equity instruments which are held for trading, if any, are classified at Fair Value through Profit or Loss (FVTPL). The Company classifies all other equity instruments at FVTOCI. The Company makes such election on an instrument by- instrument basis. The classification is made on initial recognition and is irrevocable.

All fair value changes of an equity instrument classified at FVTOCI, are recognized in OCI. There is no subsequent reclassification of fair value gains and losses to the Statement of Profit and Loss. However, the Company may transfer the cumulative gain or loss within equity. Dividends from such investments are recognised in the Statement of Profit and Loss as "other income" when the company's right to receive payments is established.

Equity instruments included within the FVTPL category, if any, are measured at fair value with all changes recognized in the Statement of Profit and Loss.

Trade Receivables:

Trade receivables containing a significant financing component are subsequently measured at amortised cost using the effective interest method.

e) Derecognition

A financial asset is derecognised only when:

i) The Company has transferred the rights to receive cash flows from the financial asset, or

ii) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the Company has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

On derecognition, the difference between the carrying amount and the amount of consideration received / receivable is recognized in the Statement of Profit and Loss.

f) Impairment of financial assets

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets:

i) Financial assets that are debt instruments, and are measured at amortised cost.

ii) Financial assets that are debt instruments and are measured as at FVTOCI

iii) Contract Assets and Trade Receivables under Ind AS 115- *Revenue from Contracts with Customers*

iv) Lease Receivables under Ind AS 116- *Leases*.

The Company follows the 'simplified approach' permitted under Ind AS 109, "Financial Instruments" for recognition of impairment loss allowance based on life time expected credit loss from initial recognition on contract assets, lease receivables and trade receivables resulting from transactions within the scope of Ind AS 116 and Ind AS 115.

For recognition of impairment loss on other financial assets, the Company assesses whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. For assessing increase in credit risk and impairment loss, the Company assesses the credit risk characteristics on instrument-by-instrument basis. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognize impairment loss allowance based on 12-month ECL. The amount of expected credit loss/ reversal for the period is recognized as expense/ income in the Statement of Profit and Loss.

10.0 Inventories

Inventories mainly comprise stores and spare parts to be used for maintenance of Property, Plant and Equipment and are valued at cost or net realizable value (NRV) whichever is lower. The cost is determined using weighted average cost formula and NRV is the estimated selling price in the ordinary course of business, less the estimated costs necessary to make the sale.

Scrap is valued at net realisable value.

The amount of any write-down of inventories to net realisable value and all losses of inventories is recognized as an expense in the period in which write-down or loss occurs.

11.0 Dividends

Final dividends and interim dividends payable to the Company's shareholders are recognised as change in equity in the period in which they are approved by the Company's shareholders and the Board of Directors respectively.

12.0 Financial liabilities

Financial liabilities of the Company are contractual obligations to deliver cash or another financial asset to another entity or to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavourable to the Company.

The Company's financial liabilities include loans and borrowings, trade and other payables.

a) Classification, initial recognition and measurement

Financial liabilities are recognised initially at fair value less transaction costs that are directly attributable and subsequently measured at amortised cost. Financial liabilities are classified as subsequently measured at amortized cost. Any difference between the proceeds (net of transaction costs) and the fair value at initial recognition is recognised in the Statement of Profit and Loss or in the carrying amount of an asset if another standard permits such inclusion, over the period of the borrowings using the effective rate of interest.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

b) Subsequent measurement

After initial recognition, financial liabilities are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the Statement of Profit and Loss or in the carrying amount of an asset if another standard permits such inclusion, when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance cost in the Statement of Profit and Loss.

c) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

d) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

e) Derivative financial instruments

Derivative financial instruments that are held by the Company to hedge the foreign currency and interest rate risk exposures and are not designated as hedges are accounted for at fair value through profit or loss. Changes in fair value are recognised in the Statement of Profit and Loss.

13.0 Government Grants

a) The benefits of a government loan at a below market rate of interest is treated as Government Grant. The loan is initially recognised and measured at fair value and the government grant is measured as the difference between the initially recognized amount of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities and government grant is recognized initially as deferred income and subsequently in the Statement of Profit and Loss on a systematic basis over the useful life of the asset.

b) Monetary grants from the government for creation of assets are initially recognised as deferred income when there is reasonable assurance that the grant will be received and the company will comply with the conditions associated with the grant. The deferred income so recognised is subsequently amortised in the Statement of Profit and Loss over the useful life of the related assets.

c) Government grant related to income is recognised in the Statement of Profit and Loss on a systematic basis over the periods in which the entity recognises as expenses the related costs for which the grants are intended to compensate.

14.0 Provisions, Contingent Liabilities and Contingent Assets

a) Provisions are recognised when the Company has a present legal or constructive obligation as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Such provisions are determined based on management estimate of the amount required to settle the obligation at the Balance Sheet date. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably. The expense relating to a provision net of any reimbursement is presented in the Statement of Profit and Loss or in the carrying amount of an asset if another standard permits such inclusion.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows using a current pre-tax rate that reflects the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

b) Contingent liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events not wholly within the control of the Company. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Contingent liabilities are disclosed on the basis of judgment of management/independent experts. These are reviewed at each Balance Sheet date and are adjusted to reflect the current management estimate.

c) Contingent assets are possible assets that arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent assets are disclosed in the financial statements when inflow of economic benefits is probable on the basis of judgment of management. These are assessed continually to ensure that developments are appropriately reflected in the financial statements.

15.0 Revenue Recognition and Other Income

Company's revenues arise from sale and trading of energy, project management / construction contracts/ consultancy assignment services and other income. Revenue from other income comprises interest from banks, employees, contractors etc., dividend from investments in joint ventures and subsidiary companies, dividend from investments in equity in other bodies corporate, interest from investment in bonds, surcharge received from beneficiaries for delayed payments, sale of scrap, other miscellaneous income, etc.

a) Revenue from sale of power

i) Revenue is measured based on the consideration that is specified in a contract with a customer or is expected to be received in exchange for the products or services and excludes amounts collected on behalf of third parties. The Company recognises revenue when it transfers control over the products or services to a customer.

ii) Revenue from sale of power (except minimum lease receipts in respect of power stations considered as Finance Lease/Operating Lease) is accounted for as per tariff notified by the Central Electricity Regulatory Commission (CERC) under the CERC (Terms & Conditions of Tariff) Regulations, 2019 as modified by the orders of Appellate Tribunal for Electricity to the extent applicable. In the case of Power Stations where provisional/ final tariff is yet to be notified or where incentives/disincentives are chargeable/ payable as per CERC (Terms & Conditions of Tariff) Regulations, revenue is recognised to the extent it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. Rebates given to beneficiaries as early payments incentives are deducted from the amount of revenue.

iii) Customers are billed on a periodic and regular basis. As at each reporting date, revenue from sale of power includes an accrual for sales delivered to customers but not yet billed (unbilled revenue).

iv) Recovery/ refund towards foreign currency variation in respect of foreign currency loans and recovery towards Income Tax are recognised on year to year basis based on regulatory norms. Recovery towards deferred tax items recognized till March 31, 2009 are accounted for when the same materialises.

v) Adjustments arising out of finalisation of Regional Energy Account (REA), though not material, are effected in the year of respective finalisation.

vi) Advance Against Depreciation (AAD) considered as deferred income up to 31st March 2009 is included in sales on straight line basis over the balance useful life after a period of 12 years from the date of commercial operation of the Power Station.

b) Revenue from Project Management / Construction Contracts/ Consultancy assignments

i) Revenue from Project Management / Construction Contracts/ Consultancy assignments is measured based on the consideration that is specified in a contract with a customer or is expected to be received in exchange for the services and excludes amounts collected on behalf of third parties. The Company recognises revenue on the basis of input method. Input method recognises revenue on the basis of the costs incurred towards the satisfaction of a performance obligation relative to the total expected costs to the satisfaction of that performance obligation.

ii) Contract modifications, if any, are accounted for when there is a change in the scope or price (or both) of a contract that is approved by the parties to the contract and when the parties to a contract approve a modification that either creates new or changes existing enforceable rights and obligations of the parties to the contract. Accounting for modifications of contracts involves assessing whether the services added to an existing contract are distinct and whether the pricing is at the standalone selling price. Contract modifications are recorded on standalone basis when the scope of the contract increases because of the addition of promised goods or services or the price of the contract increases by an amount of consideration that reflects the Company's standalone selling prices of the additional promised goods or services and any appropriate adjustments to that price to reflect the circumstances of the particular contract. Services added that are not distinct are accounted for on a cumulative catch-up basis, while those that are distinct are accounted for prospectively, either as a separate contract, if the additional services are priced at the standalone selling price, or as a termination of the existing contract and creation of a new contract if not priced at the standalone selling price.

c) Revenue from trading of power

i) Accounting for revenue from trading of power involves assessment of the contract conditions to determine whether the Company is required to act in the capacity of a principal or as an agent. The Company acts in the nature of a principal in case it obtains control of the electricity before transferring it to the customer. Indicators of control includes assessment of whether the company is primarily responsible for fulfilling the promise to provide the electricity, it has the discretion to establish the price or whether it bears the inventory risk. Where the Company does not obtain control of the electricity before transferring it to the customer and its performance obligation is to arrange for the supply of electricity by another party, it acts in the nature of an agent.

ii) Where the Company acts as a principal in a contract for trading of power, the amount of the transaction price allocated to the performance obligation that is satisfied is recognised as revenue.

iii) Where the Company acts as an agent in a contract for trading of power, the net consideration retained after paying the supplier for the electricity provided to the customer is recognised as revenue from operations. Financial assets and liabilities arising out of these transactions are not set off.

d) Other income

i) Dividend income is recognized when the right to receive the same is established.

ii) For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial asset to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

iii) Interest/Surcharge recoverable from customers including those arising out of contracts for trading of power and liquidated damages /interest on advances to contractors is recognised when it is highly probable that a significant reversal in the amount of revenue recognised will not occur in the future.

16.0 Employee Benefits

i) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed or included in the carrying amount of an asset if another standard permits such inclusion as the related service is provided.

A liability is recognised for the amount expected to be paid under short-term performance related cash bonus if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

ii) Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into separate trusts and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in the Statement of Profit and Loss or included in the carrying amount of an asset if another standard permits such inclusion in the periods during which services are rendered by employees. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction from future payments is available. Contributions to a defined contribution plan that is due more than 12 months after the end of the period in which the employees render the service are discounted to their present value.

Employees Defined Contribution Superannuation Scheme (EDCSS) for providing pension benefits and Social Security Scheme administered through separate trusts are accounted for as defined contribution plans.

iii) Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's Gratuity Scheme, Retired Employees Health Scheme (REHS), Provident Fund Scheme, Allowance on Retirement/Death, Memento on Superannuation to employees and Employees Family Economic Rehabilitation Scheme are in the nature of defined benefit plans. All these plans, other than Allowance on Retirement/Death ,Memento on Superannuation to employees and Employees Family Economic Rehabilitation Scheme are administered through separate trusts.

The liability or asset recognised in the Balance Sheet in respect of Gratuity and Retired Employees Health Scheme is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets.

In respect of Provident Fund Scheme, a liability is recognised in the Balance Sheet where the present value of the defined benefit obligation at the end of the reporting period is higher than the fair value of plan assets. Any surplus of fair value of plan assets over the present value of the defined benefit obligation at the end of the reporting period is not recognised as an asset since the Company does not have any right to the benefits either in the form of refunds from the Plan or by way of lower contribution to the Plan.

The defined benefit obligation is calculated annually by the actuary using the Projected Unit Credit Method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss or included in the carrying amount of an asset if another standard permits such inclusion.

Remeasurement gains (except in the case of Provident Fund Scheme) and losses arising from experience adjustments and changes in actuarial assumptions are recognised directly in Other Comprehensive Income in the period in which they occur and are included in retained earnings in the Statement of Changes in Equity.

iv) Other long-term employee benefits

Benefits under the Company's leave encashment scheme constitute other long term employee benefits.

The Company's net obligation in respect of long-term employee benefits is the amount of future benefits that employees have earned in return for their service in the current and prior periods. The benefit is discounted to determine its present value, and the fair value of any related assets is deducted. The discount rate is based on the prevailing market yields of Indian government securities as at the reporting date that have maturity dates approximating the terms of the Company's obligations. The calculation is performed using the Projected Unit Credit Method. Contributions to the scheme and actuarial gains or losses are recognised in the Statement of Profit and Loss or included in the carrying amount of an asset if another standard permits such inclusion in the period in which they arise.

v) Termination benefits

The expenses incurred on terminal benefits in the form of ex-gratia payments and notice pay on voluntary retirement schemes are charged to the Statement of Profit and Loss in the year of incurrence of such expenses.

17.0 Borrowing costs

Borrowing costs consist of (a) interest expense calculated using the effective interest method as described in Ind AS 109 – 'Financial Instruments' (b) finance charges in respect of finance leases recognized in accordance with Ind AS 116– 'Leases' and(c) exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

Borrowing costs that are directly attributable to the acquisition, construction or production of qualifying assets are capitalised as part of the cost of such asset until such time the assets are substantially ready for their intended use. Qualifying assets are assets which necessarily take substantial period of time to get ready for their intended use or sale. All other borrowing costs are expensed in the period in which they occur.

When the Company borrows funds specifically for the purpose of obtaining a qualifying asset, the borrowing costs incurred are capitalised. When the Company borrows funds generally and uses them for the purpose of obtaining a qualifying asset, the capitalisation of the borrowing costs is computed based on the weighted average cost of all borrowings that are outstanding during the period and used for the acquisition, construction/exploration or erection of the qualifying asset. However, borrowing costs applicable to borrowings made specifically for the purpose of obtaining a qualifying asset are excluded from this calculation, until substantially all the activities necessary to prepare that asset for its intended use or sale are complete.

Income earned on temporary investment of the borrowings pending their expenditure on the qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Capitalisation of borrowing cost ceases when substantially all the activities necessary to prepare the qualifying assets for their intended use are complete.

Other borrowing costs are recognized as an expense in the year in which they are incurred.

18.0 Depreciation and amortization

a) Depreciation on additions to /deductions from Property, Plant & Equipment (PPE) during the year is charged on pro-rata basis from / up to the date on which the asset is available for use / disposal.

b) (i) Depreciation on Property, Plant and Equipment of Operating Units of the Company capitalized till five years before the end of the useful life of the Power Station is charged to the Statement of Profit & Loss on straight-line method following the rates and methodology notified by CERC for the fixation of tariff except for assets specified in Policy No. 18.0(d).

(ii) Depreciation on Property, Plant and Equipment capitalized during the last five years of the useful life of a Power Station is charged on straight-line method for the period of extended life as per CERC Tariff Regulations/Orders, from the date on which such asset becomes available for use.

(iii) Where the life and / or efficiency of a Power Station is increased due to renovation and modernization, the expenditure thereon along with its unamortized depreciable amount is charged prospectively on straight-line method over the revised / remaining useful life.

c) i) Depreciation on Property, Plant and Equipment (except old and used) of other than Operating Units of the Company is charged to the extent of 90% of the cost of the asset following the rates notified by CERC for the fixation of tariff except for assets specified in Policy No. 18.0(d).

ii) Depreciation on old and used items of PPE of other than Operating Units is charged on straight-line method to the extent of 90% of the cost of the asset over estimated useful life determined on the basis of technical assessment.

d) i) Depreciation in respect of following items of PPE is provided on straight line method based on the useful life and residual value (5%) given in the Schedule II of the Companies Act, 2013:

- Construction Plant and Machinery
- Computer and Peripherals

ii) Based on management assessment, depreciation on Mobile Phones is provided on straight line basis over a period of three years with residual value of Re 1.

iii) Based on management assessment, depreciation on Roof Top Solar Power System / Equipment is provided on straight line basis over a period of twenty five years with residual value of 10%.

e) Temporary erections are depreciated fully (100%) in the year of acquisition /capitalization by retaining Re. 1/- as WDV.

f) Assets valuing Rs. 5000/- or less but more than Rs. 750/- are fully depreciated during the year in which the asset becomes available for use with Re. 1/- as WDV.

g) Low value items, which are in the nature of assets (excluding immovable assets) and valuing up to Rs. 750/- are not capitalized and charged off to expenditure in the year of use.

h) Leasehold Land of operating units, is amortized over the period of lease or 40 years whichever is lower, following the rates and methodology notified vide CERC tariff regulations.

i) Leasehold Land and buildings, of units other than operating units, is amortized over the period of lease or 40 years, whichever is lower.

j) PPE created on leasehold land are depreciated to the extent of 90% of original cost over the balance available lease period of respective land from the date such asset is available for use or at the applicable depreciation rates & methodology notified by CERC tariff regulations for such assets, whichever is higher.

k) Right to use in respect of land is amortized over a period of 30 years from the date of commercial operation of the project in line with CERC tariff regulations notified for tariff fixation.

l) Cost of software recognized as 'Intangible Assets' is amortized on straight line method over a period of legal right to use or three financial years, whichever is earlier, starting from the year in which it is acquired.

m) Where the cost of depreciable assets has undergone a change during the year due to increase/decrease in long term liabilities on account of exchange fluctuation, price adjustment, settlement of arbitration/court cases, change in duties or similar factors, the unamortized balance of such assets is depreciated prospectively over the residual life of such assets at the rate of depreciation and methodology notified by CERC tariff regulations.

n) Spare parts procured along with the Plant and Machinery or subsequently which are capitalized and added in the carrying amount of such item are depreciated over the residual useful life of the related plant and machinery at the rates and methodology notified by CERC.

o) Useful life, method of depreciation and residual value of assets where depreciation is charged as per management assessment are reviewed at the end of each financial year and adjusted prospectively over the balance useful life of the asset, wherever required.

19.0 Impairment of non-financial assets other than inventories

a) The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets of the Company. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. The resulting impairment loss is recognised in the Statement of Profit and Loss.

b) In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

c) In case of expenditure on survey & investigation of projects, if it is decided to abandon such a project, expenditure incurred thereon is charged to the Statement of Profit and Loss in the year in which such decision is taken.

d) In case a project under survey and Investigation remains in abeyance by the order of appropriate authority/ by injunction of court order, any expenditure incurred on such projects from the date of order/ injunction of court is provided in the books from the date of such order till the period project is kept in abeyance by such order/ injunction. Provision so made is however reversed on the revocation of aforesaid order/ injunction.

e) Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

20.0 Income Taxes

Income tax expense comprises current and deferred tax. Tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case the tax is also recognised directly in equity or in other comprehensive income.

b) Current tax

Current tax is the expected tax payable on the taxable income for the year on the basis of the tax laws applicable at the reporting date and any adjustments to tax payable in previous years. Taxable profit differs from profit as reported in the Statement of Profit and Loss because it excludes items of income or expense that are taxable or deductible in other years (temporary differences) and it further excludes items that are never taxable or deductible (permanent differences).

c) Deferred tax

i) Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Company's financial statements and the corresponding tax bases used in the computation of taxable profit and are accounted for using the Balance Sheet method. Deferred tax liabilities are generally recognised for all taxable temporary differences, and deferred tax assets are generally recognised for all deductible temporary differences, unused tax losses and unused tax credits to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, unused tax losses and unused tax credits can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of an asset or liability in a transaction that at the time of the transaction affects neither the taxable profit or loss nor the accounting profit or loss.

ii) The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available against which the temporary differences can be utilised.

iii) Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the Balance Sheet date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would flow in the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

iv) Deferred tax is recognised in the Statement of Profit and Loss except to the extent that it relates to items recognised directly in other comprehensive income or equity, in which case it is recognised in Other Comprehensive Income or Equity.

v) Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities, and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

vi) Deferred tax recovery adjustment account is credited/ debited to the extent the deferred tax for the current period forms part of current tax in the subsequent periods and affects the computation of return on equity (ROE), a component of tariff.

vii) When there is uncertainty regarding income tax treatments, the Company assesses whether a tax authority is likely to accept an uncertain tax treatment. If it concludes that the tax authority is unlikely to accept an uncertain tax treatment, the effect of the uncertainty on taxable income, tax bases and unused tax losses and unused tax credits is recognised. The effect of the uncertainty is recognised using the method that, in each case, best reflects the outcome of the uncertainty: the most likely outcome or the expected value. For each case, the Company evaluates whether to consider each uncertain tax treatment separately, or in conjunction with another or several other uncertain tax treatments, based on the approach that best prefixes the resolution of uncertainty.

21.0 Compensation from third parties

Impairments or losses of items, related claims for payments of compensation from third parties including insurance companies and any subsequent purchase or construction of assets/inventory are separate economic events and are accounted for separately.

Compensation from third parties including from insurance companies for items of property, plant and equipment or for other items that were impaired, lost or given up is included in the Statement of Profit and Loss when the compensation becomes receivable. Insurance claims for loss of profit are accounted for based on certainty of realisation.

22.0 Segment Reporting

a) In accordance with Ind AS 108 – Operating Segment, the operating segments used to present segment information are identified on the basis of internal reports used by the Company’s Management to allocate resources to the segments and assess their performance. The Board of Directors is collectively the Company’s “Chief Operating Decision Maker” or “CODM” within the meaning of Ind AS 108.

b) Electricity generation is the principal business activity of the Company. Other operations viz., Contracts, Project Management, Consultancy works and Trading of Power do not form a reportable segment as per the Ind AS -108.

c) The Company has a single geographical segment as all its Power Stations are located within the Country.

25.0 Leases

The Company assesses whether a contract is or contains a lease at the inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- the contract involves the use of an identified asset – this may be specified explicitly or implicitly and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Company has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either:
  - the Company has the right to operate the asset; or
  - the Company designed the asset in a way that predetermines how and for what purpose it will be used.

At inception or on reassessment of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices. However, for the leases of land and buildings in which it is a lessee, the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

i. Company as a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

Land taken for use from State Government (without transfer of title) and expenses on relief and rehabilitation as also on creation of alternate facilities for land evacuees or in lieu of existing facilities coming under submergence and where construction of such alternate facilities is a specific pre-condition for the acquisition of the land for the purpose of the project, are accounted for as Right of Use Assets.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability. Assessment of impairment is done using the principles of Ind AS 36- Impairment of Assets as given in Significant Accounting Policy No. 19.0 above.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option or when a lease contract is modified, and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in statement of profit and loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company presents right-of-use assets that do not meet the definition of investment property as a separate line item on the face of the balance sheet.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

ii. Company as a lessor

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset.

For embedded leases in the nature of a Finance Lease, the investment in the power station is recognised as a Lease Receivable. The minimum lease receipts are identified by segregating the embedded lease receipts from the contract amounts (including Advance Against Depreciation (AAD) recognised in accordance with CERC Tariff regulations 2004-09 up to 31st March 2009 and considered as deferred income). Each lease receipt is allocated between the receivable and finance lease income (forming part of revenue from operations) so as to achieve a constant rate of return on the Lease Receivable outstanding.

Subsequent to initial recognition, the Company regularly reviews the estimated unguaranteed residual value and applies the impairment requirements of Ind AS 109- Financial Instruments, recognising an allowance for expected credit losses on the lease receivables.

Finance lease income is calculated with reference to the gross carrying amount of the lease receivables, except for credit-impaired financial assets for which interest income is calculated with reference to their amortised cost (i.e. after a deduction of the loss allowance).

If an arrangement contains lease and non-lease components, the Company applies Ind AS 115- *Revenue from Contracts with Customers* to allocate the consideration in the contract.

In the case of Operating Leases or embedded operating leases, the lease income from the operating lease is recognised in revenue over the lease term to reflect the pattern of use benefit derived from the leased asset. The respective leased assets are included in the Balance Sheet based on their nature and depreciated over its economic life.

24.0 Business combinations

Business combinations are accounted for using the acquisition accounting method as at the date of the acquisition, which is the date at which control is transferred to the Company. The consideration transferred in the acquisition and the identifiable assets acquired and liabilities assumed are recognized at fair values on their acquisition date. Goodwill is initially measured at cost, being the excess of the consideration transferred over the net identifiable assets acquired and liabilities assumed. Where the fair value of net identifiable assets acquired and liabilities assumed exceed the consideration transferred, after reassessing the fair values of the net assets and contingent liabilities, the excess is recognized as capital reserve. Acquisition related costs are expensed as incurred.

25.0 Material prior period errors

Material prior period errors are corrected retrospectively by restating the comparative amounts for the prior periods presented in which the error occurred. If the error occurred before the earliest period presented, the opening balances of assets, liabilities and equity for the earliest period presented, are restated unless it is impracticable, in which case, the comparative information is adjusted to apply the new accounting policy prospectively from the earliest date practicable.

26.0 Earnings per share

a) Basic earnings per equity share is computed by dividing the net profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the financial year.

b) Diluted earnings per equity share is computed by dividing the net profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

c) Basic and diluted earnings per equity share are also presented using the earnings amounts excluding the movements in regulatory deferral account balances.

27.0 Statement of Cash Flows

a) **Cash and Cash Equivalents:**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. However, for Balance Sheet presentation, Bank overdrafts are shown within "Borrowings" under Current Liabilities.

b) Statement of cash flows is prepared in accordance with the indirect method prescribed in Ind AS 7- 'Statement of Cash Flows'.

28.0 Current versus non-current classification

The Company presents assets and liabilities in the Balance Sheet based on current/non-current classification.

a) An asset is current when it is:

• Expected to be realised or intended to be sold or consumed in the normal operating cycle
• Held primarily for the purpose of trading
• Expected to be realised within twelve months after the reporting period, or
• Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

b) A liability is current when:

• It is expected to be settled in the normal operating cycle
• It is held primarily for the purpose of trading
• It is due to be settled within twelve months after the reporting period, or
• There is no unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

c) Deferred tax assets /liabilities are classified as non-current assets / liabilities.

29.0 Miscellaneous

a) Each material class of similar items is presented separately in the financial statements. Items of a dissimilar nature or function are presented separately unless they are immaterial.

b) Liabilities for Goods in transit/Capital works executed but not certified are not provided for, pending transfer of ownership, inspection and acceptance by the Company.

(IV) Recent accounting pronouncements: Standards issued but not yet effective

The Ministry of Corporate Affairs has vide notification dated March 23, 2022 notified Companies (Indian Accounting Standards) Amendment Rules, 2022 which amends certain Indian Accounting Standards, and are effective April 1, 2022. The summary of the major amendments and its impact on the Company are given hereunder:

(i) Ind AS 16 – Proceeds before intended use

The amendment prohibits an entity recognising the excess of net sale proceeds of items produced over the cost of testing, in the Statement of Profit and Loss. Instead, the same shall be deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment.

The Company does not expect the amendment to have any impact in the financial statements.

(ii) Ind AS 37 – Onerous Contract – Cost of fulfilling a Contract

The amendments specify that the “Cost of fulfilling” a contract comprises the “cost that relate directly to the Contract”. Cost that relate directly to the Contract are both the incremental costs of fulfilling the contract (example: direct labour, material) and allocation of other costs that relate directly to fulfilling the contract.

This amendment is essentially in the nature of a clarification and the Company does not expect the amendment to have any material impact in the financial statements.

(iii) **Ind AS 103: Business Combination**

The amendment states that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities as provided in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India. Therefore, the acquirer does not recognise those costs as part of applying the acquisition method. Instead, the acquirer recognises those costs in its post-combination financial statements in accordance with other Ind AS.
These amendments have no material impact on the financial statements of the Company.

(iv) Ind AS 109 – Annual improvement to Ind AS (2021)

The amendment clarifies which fees an entity includes when it applies the "ten percent" test of Ind AS 109 in assessing whether to derecognise a financial liability.

The Company does not expect the amendment to have any impact in the financial statements.

Investors can also visit the following link on our website for detailed information on financials/Accounting Policies : http://www.nhpcindia.com/Default.aspx?id=321&lg=eng&

2 (iii) (a) Key Operational and Financial Parameters on standalone Basis:

(Rs. in Crore)

Key Parameters	**H1 2022-23**	**2021-22**	**2020-21**	**2019-20**
Balance Sheet				
Net fixed assets	42,505.81	41389.11	38679.02	39393.17
Current assets	7,316.32	7,264.21	7,216.77	7,586.32
Non-current assets (excluding net fixed assets)	15337	14,698.19	13,342.93	10797.81
Regulatory deferral account (RDA) debit balances	7008.89	6,948.11	7,063.31	6,836.22
Total assets	**72,168.02**	**70,299.62**	**66,302.03**	**64,613.52**
Non-current liabilities				
Financial liabilities	24974.79	25,267.53	23,295.56	22,948.97
Provisions	49.71	48.05	28.38	27.66
Deferred tax liabilities (net)	2036.83	2,100.74	3,589.36	3,641.19
Other non-current liabilities	1983.06	2,026.16	2,034.60	2,082.65
Total Non Current liabilities	**29,044.39**	**29,442.48**	**28,947.90**	**28,700.47**
Current liabilities				
Financial liabilities	4435.51	4,411.32	3,852.99	3,898.27
Provisions	947.13	1,135.75	1,252.98	1,228.16
Current tax liabilities (net)	222.5	-	35.00	-
Other current liabilities	862.27	510.7	565.85	802.81
Total Current liabilities	**6,467.41**	**6,057.77**	**5,706.82**	**5,929.24**
Deferral Accounts Credit balance	1186.12	1,313.27	-	-
Equity (equity and other equity)	35470.1	33,486.10	31,647.31	29,983.81

Total equity & liabilities	**72,168.02**	**70,299.62**	**66,302.03**	**64,613.52**
Profit and loss				
Revenue from operations	5482.00	8,353.80	8,506.58	8,735.41
Other Income	331.71	1,026.18	1,150.81	1,036.18
Total Income	**5,813.71**	**9,379.98**	**9,657.39**	**9,771.59**
Total Expenses/others	3063.41	5,333.12	5,785.98	6507.03
Profit before tax	**2,750.30**	**4,046.86**	**3,871.41**	**3,264.56**
Exceptional Items	-	-	185.00	-
Tax expense	455.57	(761.27)	680.13	601.00
Net movement in RDA balances (net of tax)	187.93	(1,270.42)	227.09	343.61
Profit for the year	**2,482.66**	**3,537.71**	**3,233.37**	**3,007.17**
Other comprehensive income	3.59	12.76	7.2	(0.62)
Total comprehensive income	2,486.25	3,550.47	3,240.57	3,006.55
Earnings per equity share (Basic & Diluted)	2.47	3.52	3.22	2.99
Cash Flow				
Opening cash & cash equivalents	937.78	145.57	8.87	12.04
Net cash from/(used in) operating activities	2,316.79	6,140.79	4,509.80	2,473.45
Net cash from/(used in) investing activities	(1,510.21)	(4,872.34)	(1,507.34)	(3,156.32)
Net cash from/(used in) financing activities	(1,518.50)	(476.24)	(2,865.76)	679.70
Closing cash & cash equivalents	225.86	937.78	145.57	8.87
Additional information				
Net worth	35,470.10	33,486.10	31,647.31	29,983.81
Cash & bank balances	756.11	1,160.71	913.96	389.12
Net Sales	5482.00	8,353.80	8,506.58	8,735.40
EBITDA	3,563.92	5,704.66	5,591.69	5,648.36
EBIT	3,091.00	4,776.79	4,554.17	4302.23
Dividend amounts	502.25	1,667.48	1,577.07	1,938.69
PAT	2,482.66	3,537.71	3,233.37	3,007.17
Long term debt towards WC	10.56	9.78	8.49	7.48
Current ratio	1.13	1.2	1.26	1.28
Current liability ratio	0.18	0.16	0.16	0.17
Total debts to total assets	0.38	0.4	0.38	0.39
Debt service coverage	5.91	3.62	3.15	3.01

ratio				
Interest service coverage ratio	9.82	7.18	6.85	6.47
Gross debt / equity ratio	0.78	0.84	0.80	0.84

Key Operational and Financial Parameters on Consolidated Basis:

(Rs. in Crore)

Key parameters	**H1 2022-23**	**2021-22**	**2020-21**	**2019-20**
Balance Sheet				
Net fixed assets	45,929.02	44,347.51	41,050.34	41,582.26
Current assets	9,566.25	8,846.15	9,369.71	9,572.44
Non-current assets (excluding net fixed assets)	7,061.04	16,842.11	15,373.07	12,977.20
Regulatory deferral account (RDA) debit balances	7,309.52	7,248.73	7,363.93	7,213.06
Total assets	**79,865.83**	**77,284.50**	**73,157.05**	**71,344.96**
Non-current liabilities				
Financial liabilities	25,322.63	25,343.04	23,298.52	22,952.09
Provisions	58.19	54.29	29.69	55.56
Deferred tax liabilities (net)	2,541.46	2,442.44	3,852.00	4,229.12
Other non-current liabilities	2,963.50	3,037.85	3,097.28	3,199.47
Total Current liabilities	30,885.78	30,877.62	30,277.49	30,436.24
Current liabilities				
Financial liabilities	4,696.94	4,643.11	3,912.88	3,954.05
Provisions	1,202.49	1,340.74	1,573.61	1,442.94
Current tax liabilities (net)	251.46	14.56	35.02	-
Other current liabilities	964.24	607.90	681.70	902.82
Total Current liabilities	**7,115.13**	**6,606.31**	**6,203.21**	**6,299.81**
Deferral Accounts Credit balance	1,811.75	2,016.72	757.66	474.42
Equity (equity and other equity)	40,053.17	37,783.85	35,918.69	34,134.49
Total equity & liabilities	**79,865.83**	**77,284.50**	**73,157.05**	**71,344.96**
Profit and loss				
Revenue from operations	6,151.16	9,188.78	9,647.89	10,008.07
Other Income	369.01	964.06	1,057.15	768.57
Total Income	**6,520.17**	**10,152.84**	**10,705.04**	**10,776.64**
Total Expenses/others	3,334.97	5,724.01	6,248.79	6,923.96
Share of Net Pofit of Joint Venture accounted for using the equity methord	2.77	(1.39)	(5.49)	3.04
Exceptional Items	-	-	185.00	-
Profit before tax	**3,187.97**	**4,427.44**	**4,265.76**	**3,855.72**

Tax expense	714.16	(556.98)	900.98	290.50
Net movement in RDA balances (net of tax)	265.76	(1,210.09)	217.35	(240.50)
Profit for the year	**2,739.57**	**3,774.33**	**3,582.13**	**3,324.72**
Other comprehensive income	2.65	10.86	7.53	(2.51)
Total comprehensive income	2,742.22	3,785.19	3,589.66	3,322.21
Earnings per equity share (Basic & Diluted)	2.56	3.51	3.24	2.86
Cash Flow				
Opening cash & cash equivalents	1,314.67	447.27	42.17	25.04
Net cash from/(used in) operating activities	2,465.14	6,471.79	5,072.80	3,251.87
Net cash from/(used in) investing activities	(2,089.20)	(4,966.03)	(1,530.16)	(3,246.40)
Net cash from/(used in) financing activities	(1,245.35)	(638.36)	(3,137.54)	11.66
Closing cash & cash equivalents	445.26	1,314.67	447.27	42.17
Additional information				
Net worth	36,996.84	34,920.98	33,090.29	31,370.61
Cash & bank balances	1,959.48	1,958.35	2,256.82	,693.27
Net Sales	6151.16	9,188.78	9,647.89	10,008.07
EBITDA	4033.44	6,151.24	6,406.20	6,262.69
Dividend amounts	555.98	1,947.84	1,848.80	2,897.44
PAT	2,739.57	3,774.33	3,582.13	3,324.72
Current ratio	1.34	1.34	1.51	1.52
Current liability ratio	0.17	0.16	0.17	0.17
Total debts to total assets	0.35	0.36	0.77	0.35
Debt service coverage ratio	6.44	3.84	3.41	3.23
Interest service coverage ratio	10.72	7.61	7.41	6.95

(3) PARTICULARS OF THE OFFER

Issue Size

Private Placement by NHPC Limited of Unsecured, non-cumulative, non-convertible, redeemable, taxable bonds with face value of Rs. 12.00 Lakh each, in the nature of debentures (Bonds) for an amount of **Rs. 996 Crore including green shoe option of Rs. 696 Crore** (“Issue Size”).

Registration, Government Approvals and Resolutions

The present issue is being made pursuant to the following:

(i) Resolution of the Board of Directors of the Company passed in its 457th meeting held on 25.05.2022.

(ii) Shareholders' approval u/s 180 (1) (c) of the Companies Act 2013 authorizing Board of Directors for borrowings from time to time not exceeding in aggregate at any time of Rs. 40000 crore obtained through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) held on 29th September 2021.

Objects of the Issue

100% of the amount raised through the private placement shall be used to meet out the Capital Expenditure and partly recoupment of expenditure already incurred on under construction projects.

Minimum Subscription:

In terms of the SEBI Debt Regulations, the Issuer may decide the amount of minimum subscription which it seeks to raise by issue of Bonds and disclose the same in the offer document. The Issuer has decided not to stipulate any minimum subscription for the present Issue and therefore the Issuer shall not be liable to refund the issue subscription(s)/ proceed(s) in the event of the total issue collection falling short of issue size or certain percentage of issue size.

Underwriting:

The present Issue of Bonds is on private placement basis and is not underwritten.

Nature of Bonds:

The Bonds are to be issued in the form of Unsecured, Non-Cumulative, Non-Convertible, Redeemable, Taxable Bonds in the nature of Debentures. The Bonds shall be issued under the Bond Trust Deed which will be executed in favor of the Debenture Trustee .

Process of Due Diligence to be carried out by the debenture trustee shall be governed as per the provisions laid down in Debenture Trustee Agreement.

Face Value, Issue Price, Effective Yield for Investor

Each Bond has a face value of Rs. 12 Lacs each and is issued at par .Since there is no premium or discount on either issue price or on redemption value of the Bonds, the effective yield for the investors shall be the same as the coupon rate on the respective bond series. Each bond will have 12 Separately Transferable Redeemable Principal Parts (STRPPs) **having face value of Rs. 1.00 lakh each.**

Terms and Mode of Payment

The full face value of the Bonds applied for is to be paid through RTGS/other permitted electronic banking channels. Investor(s) need to send in the application form and the RTGS details to the Company as contained in Private Placement Offer.

Deemed Date of Allotment

Interest on Bonds shall accrue to the Bondholder(s) from and including Deemed Date of

Allotment. All benefits relating to the Bonds will be available to the investor(s) from the Deemed Date of Allotment. The actual allotment of Bonds may take place on a date other than the Deemed Date of Allotment. In case if the issue closing date is changed (pre-poned / postponed), the Deemed Date of Allotment may also be changed (pre-poned/ postponed) by the Company at its sole and absolute discretion.

Issue of Letter of Allotment(s)/Bond(s)

The beneficiary account of the investor(s) with National Securities Depository Ltd. (NSDL)/ Central Depository Services (India) Ltd. (CDSL)/ Depository Participant will be given credit on the Deemed Date of Allotment.

The Bonds since issued in electronic (dematerialized) form, will be governed as per the provisions of The Depository Act, 1996, Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996, rules notified by NSDL/ CDSL/ Depository Participant from time to time and other applicable laws and rules notified in respect thereof.

Registrar & Transfer Agent & Depository Arrangements

The Company has appointed M/s RCMC Share Registry PVT LTD, B-25/1, First Floor, Okhla Industrial Area, Phase-II, New Delhi-110020.Email:rakesh@rcmcdelhi.com Phone: 011-26387320, 26387321, 26387323 as Registrars & Transfer Agent for the present bond issue. The Company has made necessary depository arrangements with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) for issue and holding of Bonds in dematerialized form. In this context, the Company has signed two tripartite agreements as under:

(i) Tripartite Agreement dated 24.12.2001 between NHPC Limited, M/s RCMC Share Registry PVT LTD and National Securities Depository Ltd. (NSDL) for offering depository option to the investors.

(ii) Tripartite Agreement dated 01.01.2002 between NHPC Limited, M/s RCMC Share Registry PVT LTD and Central Depository Services (I) Ltd. (CDSL) for offering depository option to the investors.

Investors can hold the bonds only in dematerialized form and deal with the same as per the provisions of Depositories Act, 1996 as amended from time to time.

Market Lot

The market lot will be one bond ("Market Lot"). Since the bonds are being issued only in dematerialized form, the odd lots will not arise either at the time of issuance or at the time of transfer of Bonds.

Trading of Bonds

The marketable lot for the purpose of trading shall be one bond i.e. in denomination of Rs 12 lakh. Trading of bonds would be permitted in demat mode only and such trades shall be cleared and settled in recognized stock exchange(s) subject to conditions specified by SEBI. In case of trading in Bonds which has been made over the counter, the trades shall be executed and reported on a recognized stock exchange having a nationwide trading terminal or such other platform as may be specified by SEBI.

Mode of Transfer of Bonds

Bonds shall be transferred subject to and in accordance with the rules/ procedures as prescribed by the NSDL/ CDSL/ Depository Participant of the transferor/ transferee and any other applicable laws and rules notified in respect thereof. The normal procedure followed for transfer of securities held in dematerialized form shall be followed for transfer of these Bonds held in electronic form. The seller should give delivery instructions containing details of the buyer's DP account to his depository participant. The provisions of The Depositories Act,1996 read with the Companies Act shall apply for transfer and transmission of Bonds.

The transferee(s) should ensure that the transfer formalities are completed prior to the Record Date. In the absence of the same, interest will be paid/ redemption will be made to the person, whose name appears in the records of the Depository. In such cases, claims, if any, by the transferee(s) would need to be settled with the transferor(s) and not with the Issuer.
Transfer of Bonds to and from NRIs/ OCBs, in case they seek to hold the Bonds and are eligible to do so, will be governed by the then prevailing guidelines of RBI.

Determination of Coupon: The Coupon is decided based on bids received on Electronic Bidding Platform (EBP).

Basis of Allocation / Allotment: As approved by Competent Authority of the Company in line with EBP operating guidelines.

Interest on Application Money

Interest at the respective Coupon Rates (subject to deduction of income tax under the provisions of the Income Tax Act, 1961, or any other statutory modification or re-enactment thereof, as applicable) will be paid to the investor(s) **on face value of Bonds** for the period starting from and including the date of realization of application money in Issuer's Bank Account up to one day prior to the Deemed Date of Allotment. Such interest would be paid on all the valid allotted applications. To clarify, in case the deemed date of allotment and date of receipt of application money is same no interest on application money will be payable.

The interest cheque(s)/ demand draft(s) for interest on application money (along with Refund Orders, in case of refund of application money, if any) shall be dispatched by the

NHPC within 7 days from the Deemed Date of Allotment, as the case may be, will be dispatched by registered post/courier/speed post to the sole/ first applicant, at the sole risk of the applicant. Alternatively, the payment towards interest on application money/refund of application money ,if any, will be credited to the applicant's account within 7 days from the deemed date of allotment. The investor is requested to furnish complete details of their Bank Account including IFSC code if they desire to have payment through RTGS/EFT/NECS.

Interest on the Bonds

The Bonds shall carry interest at the Coupon Rate from, and including, the Deemed Date of Allotment up to, but excluding the Redemption Date. Interest shall be payable on the "Coupon Payment Dates", excluding such coupon payment date, to the holders of Bonds as on the relevant Record Date. Interest on Bonds will cease from the Redemption Date in all events. For Coupon Payment Dates refer the Term Sheet.

In case of a leap year, if February 29 falls during the tenor of a security, then the number of days shall be reckoned as 366 days (Actual/Actual day count convention) for a whole one year period.

Computation of Interest: Day Count Convention

The interest shall be computed on the basis of Actual/Actual day convention as per term sheet.

Effect of Holidays

If the interest payment does not fall on a business day, the payment may be made on the following business day however the dates of the future coupon payments would be as per the schedule originally stipulated at the time of issuing the security. In other words, the subsequent coupon schedule would not be disturbed merely because the payment date in respect of one particular coupon payment has been postponed earlier because of it having fallen on a day which is not a business day.

If the Redemption Date (also being the last Coupon Payment Date) of the Bonds falls on a day that is not a business Day, the redemption proceeds (including coupon payment) shall be paid on the immediately preceding business Day along with interest accrued on the Bonds until but excluding the date of such payment. The interest/redemption payments shall be made only on the days when the commercial banks are open for business in the city of Delhi. For the purpose of interest and redemption payment refer working day definition in term sheet. An illustration for guidance in this regard is as per table below:

The following table is indicative and only for illustration does **not reflect actual amount and dates. The face value of security is of Rs. 12 lakh each. Also, only second and fourth Saturdays and all Sundays have been considered as holidays, the actual holidays may differ from year to year.**

ILLUSTRATION

FACE VALUE	1200000				
COUPON RATE	7.59%	Per Annum			
DATE OF ALLOTMENT	20.02.2023				
REDEMPTION	Bonds are redeemable at par in 15 years (STRPP wise redemption) starting at the end of 4th year from the deemed date of allotment.				
CALCULATION OF INTEREST FOR 1 BOND OF AD SERIES					
					AMOUNT (IN RS.)
Year	Pay Out Date	Day	No of Days in Coupon Period	Interest	Redemption
1st Year	20-02-2024	Tuesday	365	91080	
2nd Year	20-02-2025	Thursday	366	91080	
3rd Year	20-02-2026	Friday	365	91080	
4th Year	20-02-2027	Saturday	365	91080	100000
5th Year	19-02-2028	Saturday	365	7590	100000
5th Year	21-02-2028	Monday	365	75900	
6th Year	20-02-2029	Tuesday	366	75900	100000
7th Year	20-02-2030	Wednesday	365	68310	100000
8th Year	20-02-2031	Thursday	365	60720	100000
9th Year	20-02-2032	Friday	365	53130	100000
10thYear	19-02-2033	Saturday	366	7590	100000
10thYear	21-02-2033	Monday	366	37950	
11th Year	20-02-2034	Monday	365	37950	100000
12th Year	20-02-2035	Tuesday	365	30360	100000
13th Year	20-02-2036	Wednesday	365	22770	100000
14th Year	20-02-2037	Friday	366	15180	100000
15th Year	20-02-2038	Saturday	365	7590	100000

Record Date

Date falling 15 days prior to the relevant Coupon Payment Date or the Redemption Date on which interest amount or the Maturity Amount respectively, is due and payable.
In the event that the Record Date does not fall on a Working Day, the succeeding Working Day or a date notified by the Company to the stock exchanges shall be considered as the Record Date.

Working Day:

Working Days shall be all days on which commercial banks are open for business in the city of Delhi.

Tax Benefits:

The holder(s) of the Bonds are advised to consider in their own case, the tax implications in respect of subscription to the Bonds after consulting their own tax advisor/ counsel.

Deduction of Tax at Source:

Tax as applicable under the Income Tax Act, 1961, or any other statutory modification or re-enactment thereof will be deducted at source from Interest on Application Money and/or Interest on Bonds, as applicable. For seeking TDS exemption/ lower rate of TDS, relevant tax exemption certificate/ declaration of non-deduction of tax at source on interest on application money, should be submitted along with the application form. Where any deduction of Income Tax is made at source, the Company shall send to the Bondholder(s) a Certificate of Tax Deduction at Source.

Regarding deduction of tax at source and the requisite declaration forms to be submitted, prospective investors are advised to consult their own tax consultant(s).

Redemption:

Bonds will carry ten STRPPs to be redeemed at par from the 4th year from the deemed date of allotment. The Bond will not carry any obligation, for interest or otherwise, after the date of redemption. The Bonds shall be taken as discharged on payment of the redemption amount by the Company on maturity to the registered Bondholders whose name appear in the Register of Bondholders on the record date. Such payment will be a legal discharge of the liability of the Company towards the Bondholders.

Settlement/ Payment on Redemption:

Payment on redemption will be made by way of cheque(s)/ redemption warrants(s)/ demand draft(s)/ credit through RTGS system/ECS in the name of the Bondholders whose name appear on the List of Beneficial Owners given by Depository to the Company as on the Record Date/ Book Closure Date.

The Bonds shall be taken as discharged on payment of the redemption amount by the Company on maturity to the list of Beneficial Owners as provided by NSDL/ CDSL/ Depository Participant. Such payment will be a legal discharge of the liability of the Company towards the Bondholders. On such payment being made, the Company shall inform NSDL/ CDSL/ Depository Participant and accordingly the account of the Bondholders with NSDL/ CDSL/ Depository Participant shall be adjusted (debited).

The Company's liability to the Bondholders towards all their rights including for payment or otherwise shall cease and stand extinguished from the due date of redemption in all events. Further the Company will not be liable to pay any interest or compensation after the date of redemption. On the Company dispatching/ crediting the amount to the Beneficiary (ies) as specified above in respect of the Bonds, the liability of the Company shall stand extinguished.

List of Beneficial Owners /Register of Beneficial Owners:

The Company shall request the Depository to provide a list of Beneficial Owners as at the end of the Record Date. This shall be the list, which shall be considered for payment of interest or repayment of principal amount, as the case may be. The depositories shall maintain a register and an index of Beneficial Owners in the manner provided in relevant provisions of the Companies Act, 2013.

Succession:

In the event of the demise of the sole/first holder of the Bond(s) or the last survivor, in case of joint holders for the time being, the Issuer shall recognize the executor or administrator of the deceased Bondholder, or the holder of succession certificate or other legal representative as having title to the Bond(s).The Issuer shall not be bound to recognize such executor or administrator, unless such executor or administrator obtains probate, wherever it is necessary, or letter of administration or such holder is the holder of succession certificate or other legal representation, as the case may be, from a Court in India having jurisdiction over the matter. The Issuer may, in its absolute discretion, where it thinks fit, dispense with production of probate or letter of administration or succession certificate or other legal representation, in order to recognize such holder as being entitled to the Bond(s) standing in the name of the deceased Bondholder on production of sufficient documentary proof or indemnity.

Who Can Apply :

The following categories are eligible to apply for this private placement of Bonds:

All QIBs, and any non-QIB Investors specifically mapped by the Issuer on the EBP Platform, are eligible to bid / invest / apply for this Issue.

All participants are required to comply with the relevant regulations/ guidelines applicable to them for investing in this Issue. Applicants are advised to ensure that Applications made by them do not exceed the investment limits that they are subject to under applicable statutory and/or regulatory provisions. Applicants are advised to ensure that they have obtained the necessary statutory and/or regulatory permissions/consents/approvals in connection with applying for or subscribing to the Bonds pursuant to the Issue.

However, out of the aforesaid class of investors eligible to invest, this Private Placement Offer cum Application Letter is intended solely for the use of the person to whom it has been sent by the Company for the purpose of evaluating a possible investment opportunity by the recipient(s) in respect of the securities offered herein, and it is not to be reproduced or distributed to any other persons (other than professional advisors of the prospective investor receiving this Private Placement Offer cum Application Letter from the Company).

Documents to be provided by applicant:

Investors need to submit duly certified true copies of the following documents, as may be applicable to them, along with the Application Form: -

(i) Memorandum and Articles of Association/ Constitution/ Bye-laws/ Trust Deed;

(ii) Board Resolution authorizing the investment and containing operating instructions;

(iii) Power of Attorney/ relevant resolution/ authority to make application;

(iv) Specimen signatures of the authorized signatories (ink signed), duly certified by an appropriate authority;

(v) Copy of Permanent Account Number Card ("PAN Card") issued by the Income Tax Department;

(vi) Copy of a cancelled cheque for ECS payments;

(vii) Necessary forms for claiming exemption from deduction of tax at source on interest on application money, wherever applicable.

In addition to above, the investors may also attach such other documents as may be considered necessary by them. For investments made under Power of Attorney, certified true copy of notarized/registered Power of Attorney or other authority may also be submitted.

Application under Power of Attorney

In case of application made under a Power of Attorney, the relevant Power of Attorney or the relevant resolution or authority to make the application, as the case may be, together with the certified true copy thereof along with the certified copy of the Memorandum and Articles of Association and/or Bye-Laws , as the case may be and the tax exemption certificate must be attached to the Application Form or lodged for scrutiny separately with the photocopy of the application form, quoting the serial number of the application form and the Bank's branch where the application has been submitted, at the office of the Registrars to the Issue after submission of the application form to the Banker to the issue or directly to Company as mentioned in the general instructions annexed to the Application Form, failing which the application is liable to be rejected. Further modifications/ additions in the power of attorney or authority should be notified to the Company or to its Registrars or to such other person(s) at such other address(es) as may be specified by the Company from time to time through a suitable communication.

Mode of Subscription/ How to Apply:

This being a private placement offer, who has been addressed through this communication directly, only are eligible to apply. Copies of Private Placement offer Letter and Application form may be obtained from the Registered Office of NHPC Ltd.

Payment Mechanism:

Successful bidders should do the funds pay-in to the bank account of the NSE Clearing Corporation Ltd. from their registered bank account only before the cut off time as prescribed by the exchange. The account number of the clearing corporation will be displayed at the time of bidding at the EBP.

Private Placement Offer cum Application Letter:

Application complete in all respects (along with all necessary documents as detailed in this Private Placement Offer Letter) must be submitted on /before the last date indicated in the issue time table or such extended time as decided by the Issuer, accompanied by details/proof of remittance of the application money.

Application for the Bonds must be in the prescribed format in Part-B of this offer and completed in BLOCK LETTERS in English. The name of the applicant's bank, type of account and account number must be filled in the Application Form. This is required for the applicant's own safety and these details will be printed on the refund orders and interest/ redemption warrants.

The applicant should mention their Permanent Account Number (PAN) allotted under the Income-Tax Act, 1961 or where the same has not been allotted, the GIR No. and the Income tax Circle/Ward/District. As per the provision of Section 139A (5A) of the Income Tax Act, PAN/GIR No. needs to be mentioned on the TDS certificates. Hence, the investor should mention his PAN/GIR No. if the investor does not submit Form 15AA/other evidence, as the case may be for non-deduction of tax at source. In case neither the PAN nor the GIR Number has been allotted, the applicant shall mention "Applied for" and in case the applicant is not assessed to income tax, the applicant shall mention 'Not Applicable' (stating reasons for non-applicability) in the appropriate box provided for the purpose. Application Form without this information will be considered incomplete and are liable to be rejected.

Applicants are requested to tick the relevant column "Category of Investor" in the Application Format at Part-B of this offer cum application.

Force Majeure:

The Company reserves the right to withdraw the issue prior to the closing date in the event of any unforeseen development adversely affecting the economic and regulatory environment. The Company reserves the right to change the Issue Schedule.

Right to Accept or Reject Applications:

The Company reserves it's full, unqualified and absolute right to accept or reject the application, in part or in full, without assigning any reason thereof. The rejected applicant will be intimated along with the refund warrant, if applicable. No interest on application money will be paid on rejected applications. The application form that is not complete in all respects is liable to be rejected and would not be paid any interest on the application money. Application would be liable to be rejected on one or more technical grounds, including but not restricted to:

a. Number of bonds applied for is less/ more than the number of bonds allocated to the investor;

b. Application exceeding the issue size;

c. Bank account details not given;

d. Details for issue of bonds in electronic/ dematerialized form not given; PAN/GIR and IT Circle/Ward/District not given;

e. In case of applications under Power of Attorney by limited companies, corporate bodies, trusts, etc. relevant documents not submitted;

f. In case of failure of any successful bidders to complete the subscription amount payments by the Pay-in Time.

g. Successful bidders should ensure to make payment of the subscription amount for the Debentures from their same bank account which is updated by them in the NSE - EBP Platform while placing the bids. In case of mismatch in the bank account details between NSE - EBP Platform and the bank account from which payment is done by the successful bidder, the payment would be returned

In the event, if any Bond(s) applied for is/ are not allotted in full, the excess application monies of such Bonds will be refunded, as may be permitted.

Signatures:

Signatures should be made in English or in any of the Indian Languages. Thumb impressions must be attested by an authorized official of a Bank or by a Magistrate/ Notary Public under his/her official seal.

Nomination Facility:

Nomination facility is available as per provisions under Companies Act 2013.

Bondholder not a Shareholder:

The bondholders will not be entitled to any of the rights and privileges available to the shareholders. If, however, any resolution affecting the rights attached to the Bonds is placed before the members of the Company, such resolution will first be placed before the bondholders for their consideration.

Modification of Rights:

The rights, privileges, terms and conditions attached to the Bonds may be varied, modified or abrogated with the consent, in writing, of those holders of the Bonds who hold at least three fourth of the outstanding amount of the Bonds or with the sanction accorded pursuant to a resolution passed at a meeting of the Bondholders, provided that nothing in such consent or resolution shall be operative against the Company where such consent or resolution modifies or varies the terms and conditions of the Bonds, if the same are not acceptable to the Company.

Future Borrowings:

The Company will be entitled to borrow/raise loans or avail of Financial Assistance in whatever form and to issue Debentures/Bonds/Notes/other Securities in any manner with ranking as pari-passu basis or otherwise and to change its capital structure, including issue of shares of any class or redemption or reduction of any class of paid up capital on such terms and conditions as the Company may think appropriate without any consent of Bondholders under any series.

Bond/ Debenture Redemption Reserve (DRR):

Transfer to Bonds/Debenture Redemption Reserved shall be in accordance to the applicable provisions of the SEBI Debt Regulations and the Companies (Share Capital and Debentures) Rules, 2014 as amended. Accordingly, pursuant to the latest amendments as on 16.08.2019 in the said rule, we are not required to create DRR from our profits every year, however a sum which shall not be less than fifteen percent of the amount of its debentures maturing during the year, ending on the 31st day of March of the next year shall be invested/deposited in any one or more methods of investments or deposits as provided in sub clause (vi) of the rule.
The Company shall create a Bond/Debenture Redemption Reserve in accordance with any further applicable provisions.

Disputes & Governing laws and jurisdiction:

The Bonds shall be construed to be governed in accordance with Indian laws and rules framed there under. The Courts in New Delhi alone shall have exclusive jurisdiction in connection with any dispute/difference between the Company and the Beneficial Owners of Bonds under these presents.

Notices:

The notices to the Beneficial Owners of Bonds required to be given by the Company shall be deemed to have been given if sent by Registered Post/ Speed Post/ Courier/Ordinary Post to the Registered Beneficial Owner of Bonds and /or if an advertisement is given in one All India English daily newspaper and one regional language newspaper and/ or if communication in this regard has been effected to the depositories.

All notices to be given by the Beneficial Owners of Bonds shall be sent by Registered Post or by Hand Delivery to the Company or such persons, at such address, as may be notified by the Company from time to time.

Contribution being made by the Promotors or Directors either as part of the offer or separately in furtherance of such object: Nil

The details of significant and material orders passed by the Regulators, Courts and Tribunals impacting the going concern: - Nil

(4) SUMMARY TERM SHEET:

Security Name	**7.59% NHPC Unsecured AD Series-2038**
Issuer	NHPC Limited
Type of Instrument	Unsecured, Redeemable, Non Convertible, Non Cumulative, Taxable Bonds (AD Series) in the nature of Debentures
Nature of Instrument	Unsecured
Seniority	Unsecured, Senior and Un-subordinated
Listing (name of stock exchange (s) where it will be listed and timeline for listing	The Bonds will be listed on the NSE and BSE on or before 3 (three) trading days from the Issue Closing Date
Rating of the Instrument	1. AAA/ Stable by India Ratings and Research Private Limited 2. AAA; Stable by CARE Ratings Limited
Issue Size (Base amount)	Rs. 300 crore with Green shoe option of Rs. 696 Crore aggregating to Rs. 996 Crore
Minimum subscription	1 Bond of Rs 12.00 lakh
Option to retain oversubscription (Amount)- Green shoe option	Rs. 696 Crore
Objects of the Issue	100% of the amount raised through this private placement shall be used to meet out the CAPEX requirement of the company including partly recoupment of CAPEX already incurred.
Details of the utilization of the Proceeds	Utilisation Certificate will be submitted to the Trustee.
Coupon Rate	7.59% p.a.
Step Up/Step Down Coupon Rate	Not Applicable
Coupon Payment Frequency	Annually and along with maturity
Coupon payment dates	Each Anniversary date of the allotment (subject to effect of holidays).
Coupon Type	Fixed
Coupon Reset Process	Not Applicable
Day Count Basis	Actual/ Actual A uniform methodology shall be followed for calculation of interest payments in the case of leap year. If a leap year (i.e. February 29) falls during the tenor of a security, then the number of days shall be reckoned as 366 days (Actual/ Actual day count convention) for the entire year, irrespective of whether the interest is payable annually, half yearly, quarterly or monthly.

Interest on Application Money	Not Applicable
Default Interest Rate	As per SEBI Circular No. SEBI/HO/DDHS/P/CIR/2021/613 dtd 10.08.2021 as amended from time to time.
Tenor	15 years from deemed date of allotment including moratorium period of 3 years.
Redemption Date	Each Bond shall comprise 12 Separately Transferable Redeemable Principal Parts (STRPPs). Each STRPP is redeemable at par separately from the end of 4th year of the deemed date of allotment till the end of 15th year.
Redemption Amount	At par Rs 12.00 lakh per bond comprising 12 STRPPs of Rs. 1.00 lakh each. Each STRPP shall be redeemed annually at the end of 4th year, 5th year, 6th year, 7th year, 8th year, 9th year, 10th year, 11th year, 12th year, 13th year, 14th year, and 15th year respectively.
Redemption Premium/Discount	Nil
Issue Price	At Par at Rs. 12.00 lakh per bond.
Discount at which security is issued and the effective yield as a result of such discount.	Nil
Put Option Date	Not Applicable
Put Option Price	Not Applicable
Call Option Date	Not Applicable
Call Option Price	Not Applicable
Put Notification Time	Not Applicable
Call Notification Time	Not Applicable
Face Value	Rs. 12 Lakh Each per bond. 12 Separately Transferable Redeemable Principal Parts (STRPPs) having face value of Rs. 1.00 lakh each, redeemable annually from the end of 4th year from the deemed date of allotment till maturity.
Minimum Application and in multiple of thereafter	1 Bond of Rs. 12.00 lakh. Thereafter in multiples of 1 Bond of Rs. 12.00 lakh each
Issue Timing	11.30 AM to 12.30 PM
Issue opening date	16th Feb, 2023
Issue closing date	16th Feb, 2023
Date of earliest closing of the issue, if any	NIL
Pay-in Date	20th Feb, 2023
Deemed date of allotment	20th Feb, 2023
Settlement mode of the Instrument	Payment of interest and Redemption Amount will be made by way of RTGS/NEFT/ any other electronic mode/ any other mode of payment
Depository	National Securities Depository Limited (NSDL) and

	Central Depository Services (India) Limited (CDSL)
Disclosure of Interest/redemption dates	Ref. Offer Documents/IM of the issue.
Record Date	Date falling 15 days prior to the relevant Coupon Payment Date or the Redemption Date on which interest amount or the Maturity Amount respectively, is due and payable. In the event that the Record Date does not fall on a Working Day, the succeeding Working Day or a date notified by the Company to the stock exchanges shall be considered as the Record Date.
All covenants of the issue (including side letters, accelerated payment clause etc.)	All covenants to the issue shall be mentioned in the Debenture Trust Deed which will be executed within time frame prescribed under SEBI (Debenture Trustee) Regulations and Companies Act.
Description regarding Security (where applicable) (Including description, type of security, type of charge, likely date of creation of security, minimum security cover, revaluation, replacement of security).	Not Applicable
Transaction Documents	The Company has executed/ shall execute the documents including but not limited to the following in connection with the Issue: 1. Debenture Trustee Agreement; 2. Debenture Trust Deed; 3. Tripartite Agreement between the Issuer; Registrar and NSDL for issue of Bonds/Debentures in dematerialized form; 4. Tripartite Agreement between the Issuer, Registrar and CDSL for issue of Bonds/Debentures in dematerialized form; 5. Application to stock exchange for seeking in-principle approval for listing of Debentures; 6. Consents from Registrar and Trustee to the Issue.
Conditions Precedent to Disbursement	The subscription from investors shall be accepted for allocation and allotment by the Issuer subject to the following: i. Rating letter(s) from the rating agency(ies) not being more than one year old from the issue opening date; ii. Letter from the Debenture Trustees conveying their consent to act as Trustees for the

	Bondholder(s); iii. Letter from NSE and BSE conveying its in-principle approval for listing of Bonds. iv. Due Diligence Certificate in annexure A form Debenture Trustee as per SEBI Circualr HO/MIRSD/CRADT/CIR/P/2020/218 dated 03.11.20.
Conditions Subsequent to Disbursement	The Company shall ensure that the following documents are executed/ activities are completed as per permissible time frame: 1. Credit of DEMAT account(s) of the allottee (s) by number of Debentures allotted on the Deemed Date of Allotment; 2. Making listing application to stock exchange(s) within 3 trading days from the Closure of Issue of Debentures and seeking listing permission in 3 trading days from the Closure of Issue of Debentures in pursuance of SEBI NCS Regulations/Circulars; 3. Execution of Debenture Trust Deed within time frame prescribed in the relevant regulations/ act/ rules etc. and submitting the same with stock exchange(s) within stipulated time frame for uploading on its website in pursuance of SEBI NCS Regulations. 4. The Company shall, till the redemption of Debentures, submit its latest audited/limited review half yearly consolidated (wherever available) and standalone financial information and auditor qualifications, if any, to the Trustees within the timelines as specified in SEBI (LODR). Besides, the Issuer shall within 180 days from the end of the financial year, submit a copy of the latest annual report to the Trustees and the Trustees shall be obliged to share the details so submitted with all 'Qualified Institutional Buyers' (QIBs) and other existing Bond/Debenture holder(s) within two working days of their specific request.
Events of Default (including manner of voting/conditions of joining Inter Creditor Agreement)	If the Issuer commits a default in making payment of any installment of interest or repayment of principal amount of the Bonds on the respective due date(s), the same shall constitute an "Event of Default" by the Issuer, excluding in case of technical errors due to reasons beyond the control of the Company. Manner of voting/conditions of joining Inter Creditor Agreement shall be mentioned in the Debenture Trust

	Deed which will be executed within time frame prescribed under the Companies Act.
Creation of Recovery Expense Fund	Created vide BG No. AMSIFBG210320001 dt 01.02.2021 amounting to Rs. 25 lakh issued by AU SMALL FINANCE BANK LIMITED in favour of NSE
Conditions for breach of covenants (as specified in DTD)	Shall be mentioned in the Debenture Trust Deed which will be executed within the time frame prescribed under the Companies Act.
Provisions related to Cross Default Clause	Not Applicable.
Role and Responsibilities of Debenture Trustee	The trustee shall protect the interest of the Bondholders in the event of default by the Company about timely payment of interest and repayment of principal and shall take necessary action at the cost of the Company. No Bondholder shall be entitled to proceed directly against the Company unless the Trustees, having become so bound to proceed, fail to do so. The trustee shall carry out its duties and perform its functions as required to discharge its obligations under the terms of SEBI Debt Regulations, The Securities and Exchange Board of India (Debenture Trustee) Regulation,1993, The Bond Trusteeship Agreement, The Bond Trust Deed, Disclosure Documents and all other related transactions documents, with due care, diligence and loyalty. The trustee shall ensure disclosure of all material events on an ongoing basis.
Risk factors pertaining to the issue	Risk factors pertaining to the issue have been described in the Offer Document of AD Series Bonds.
Governing Law and Jurisdiction	The Bonds are governed by and shall be construed in accordance with the existing applicable laws of India. Any dispute arising thereof shall be subject to the jurisdiction of district courts of Delhi.
Eligible Investors/Participants	All Qualified Institutional Buyers (QIBs) and any non-QIB investors specifically mapped on the NSE- EBP Platform, are eligible to bid/invest/apply for this issue. All participants are required to comply with the relevant regulations/guidelines applicable to them for investing in this issue.
Designated Stock Exchange	NSE
Base Issue Size	Rs. 300 crore
Issue Subscribed	Rs. 996 Crore

Date of Passing Board resolution	25th May, 2022
Date of resolution passed by the Shareholders through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), authorizing the overall borrowing limit under clause (c) of sub section (1) of section 180.	29th September, 2021
Issuance mode of the instrument	In Demat mode only
Trading mode of the instrument	In Demat mode only
Payment of Interest and Redemption	Payment of interest and repayment of principal shall be made by way of cheque (s)/interest warrant(s) / redemption warrant(s)/ demand draft(s)/ credit through direct Credit / NECS/ RTGS/ NEFT mechanism and any other electronic payment mode to bank account of Investor (s).
Mode of Issue	Private Placement under electronic book mechanism of NSE under SEBI Circular No. SEBI/HO/DDHS/P/CIR/2021/613 dated 10th August, 2021 as amended from time to time, read with "Operation Guidelines for issuance of Securities on Private Placement basis through Electronic Book Mechanism" issued by NSE.
Mode of Subscription	SEBI Circular No. SEBI/HO/DDHS/P/CIR/2021/613 dated 10th August, 2021 as amended from time to time, provision under Companies Act, 2013 and operational guidelines of NSE. Applicants shall make remittance of application money only through electronic transfer of funds through RTGS or other permitted electronic banking mechanism as per extant EBP guidelines.
Bidding	Through electronic bidding platform of NSE
Mode of Bidding	Closed bidding
Manner of Allotment	Uniform Yield.
Manner of settlement	Through clearing corporation of EBP "National Securities Clearing Corporation Limited" (NSCCL)
Settlement Cycle/Pay in date	T+2
Price at which the security is being offered including the premium	
Trustee	SBICAP Trustee Company Limited
Registrar	M/s RCMC Share Registry Pvt. Ltd.
Security	The Debentures are Unsecured

Business Day Convention	Working Days shall be all days on which commercial banks are open for business in the city of Delhi. Further, second and fourth Saturdays of a month and Sundays have also been considered as non-Business Days. We have not considered the effect of public holidays as it is difficult to ascertain for future dates.
Effect of Holiday	In line with SEBI Circular No. SEBI/HO/DDHS/P/CIR/2021/613 dated 10th August, 2021 as amended from time to time, if the coupon payment date of the non- convertible securities falls on a Sunday or a holiday, the coupon payment shall be made on the next working day. However, the dates of the future payments would continue to be as per the schedule originally stipulated in the offer document. If the maturity date of the debt securities, falls on a Sunday or a holiday, the redemption proceeds shall be paid on the previous working day.
Additional Covenants	**Default in Payment:** In the event of delay in the payment of interest amount and/or principal amount on the due date(s), the Company shall pay additional interest of 2.00% per annum in addition to the respective Coupon Rate payable on the Debentures, on such amounts due, for the defaulting period i.e., the period commencing from and including the date on which such amount becomes due and up to but excluding the date on which such amount is actually paid. **Delay in Listing**: In case of delay in listing of the debt securities beyond the timeline specified in circular no. SEBI/HO/DDHS/DDHS_Div1/P/CIR/2022/167 dated November 30, 2022, the Company shall pay penal interest of at least 1% p.a. over the coupon rate for the period of delay to the investor (i.e. from the date of allotment to the date of listing). **Delay in execution of Debenture Trust Deed:** The Company undertakes that it shall execute the Debenture Trust Deed, within time frame prescribed in the relevant regulations/ act/ rules etc. and submit with stock exchange(s) within stipulated time frame for uploading on its website. In case of delay in execution of Debenture Trust Deed, the Company will refund the subscription with agreed respective Coupon Rate or pay penal interest at the rate of 2.00% p.a. over the respective Coupon Rate till these conditions are

	complied with at the option of the investor. The interest rate mentioned in above three cases are the minimum interest rates payable by the Company and are independent of each other.
Validity of the offer letter	Till the date of closure of the issue.

(5) FINANCIAL INDEBTEDENESS - DETAILS OF OTHER BORROWINGS (DETAILS OF SECURED & UNSECURED LOAN FACILITIES, NON CONVERTIBLE DEBENTURES (NCSs), CPs, PARTICULARS OF DEBT SECURITIES ISSUED FOR CONSIDERATION OTHER THAN CASH OR AT A PREMIUM OR DISCOUNT OR IN PURSUANCE OF AN OPTION, TOP TEN DEBENTURE HOLDERS, DETAILS OF CORPORATE GUARANTEES, DEFAULTS etc.)

Summary of Long Term Borrowings as on 31.12.2022:

Sl. No.	Category of Borrowings	Outstanding Amount (Rs. In Crore)
1.	Secured Bonds	15165.58
2.	Secured Term Loan from Banks/F.I	4115.39
3.	Unsecured Domestic Loans	4760.29
4.	Unsecured Foreign Currency Loan	1420.06
	Total	**25461.32**

Details of Outstanding Secured Non-convertible securities:

(Rs. in Crore)

Series of NCS	Tenor / Period of Maturity	Coupon	Amount Outstanding as on 31.12.2022	Date of Allotment	Redemption Date / Schedule	Credit Ratings	Secured/unsecured	Security
P-Series	15 Years with 5 years moratorium	9.00% (Fixed)	600.00	01.02.10	10% every year commencing from 01.02.16 to 01.02.25	AAA STABLE (IND)	Secured	Assets of Parbati-III , Dhauliganga & Chamera-III Power Stations of NHPC(Pari-pasu charge)
Q-Series	15 Years with 3 years moratorium	9.25% (Fixed)	527.50	12.03.12	12 equal instalment commencing from 12.03.16 to 12.03.27	AAA STABLE (IND) AAA(CARE) AAA (ICRA)	Secured	Assets of Teesta-V & TLDP-III Power Stations of NHPC (Pari-pasu charge)
R1 SERIES BONDS	13 Years with 1 years moratorium	8.70%(Fixed)	27.40	11.02.13	12 equal instalment commencing from 11.02.15 to 11.02.26	AAA STABLE (IND) AAA (ICRA)	Secured	Assets of Parbati-II Project of NHPC (Pari-pasu charge)
R2 SERIES	14 Years with 2	8.85%	159.20	11.02.13	12 equal	AAA	Secured	Assets of

BONDS	years moratorium	(Fixed)			instalment commencing from 11.02.16 to 11.02.27	STABLE (IND) AAA (ICRA)		Parbati-II Project of NHPC (Pari-pasu charge)
R3 SERIES BONDS	15 Years with 5 years moratorium	8.78% (Fixed)	535.20	11.02.13	10 equal instalment commencing from 11.02.19 to 11.02.28	AAA STABLE (IND) AAA (ICRA)	Secured	Assets of Parbati-II Project of NHPC (Pari-pasu charge)
TAX FREE BOND 1A SERIES	10years with 9 years moratorium	8.18%	50.81	02.11.13	On maturity i.e. 2.11.2023	AAA STABLE (IND) AAA (CARE) AAA (ICRA)	Secured	Assets of Parbati-II & Chamera-III Project of NHPC (Pari-pasu charge)
TAX FREE BOND 1B SERIES	10years with 9 years moratorium	8.43%	60.77	02.11.13	On maturity i.e. 2.11.2023	AAA STABLE (IND) AAA (CARE) AAA (ICRA)	Secured	Assets of Parbati-II & Chamera-III Project of NHPC (Pari-pasu charge)
TAX FREE BOND 2A SERIES	15years with 14 years moratorium	8.54%	213.12	02.11.13	On Maturity i.e. 2.11.2028	AAA STABLE (IND) AAA (CARE) AAA (ICRA)	Secured	Assets of Parbati-II & Chamera-III Project of NHPC (Pari-pasu charge)
TAX FREE BOND 2B SERIES	15years with 14 years moratorium	8.79%	85.61	02.11.13	On Maturity i.e. 2.11.2028	AAA STABLE (IND) AAA (CARE) AAA (ICRA)	Secured	Assets of Parbati-II & Chamera-III Project of NHPC (Pari-pasu charge)
TAX FREE BOND 3A SERIES	20years with 19 years moratorium	8.67%	336.07	02.11.13	On maturity i.e. 2.11.2033	AAA STABLE (IND) AAA (CARE) AAA (ICRA)	Secured	Assets of Parbati-II & Chamera-III Project of NHPC (Pari-pasu charge)
TAX FREE BOND 3B SERIES	20years with 19 years moratorium	8.92%	253.62	02.11.13	On maturity i.e. 2.11.2033	AAA STABLE (IND) AAA (CARE) AAA (ICRA)	Secured	Assets of Parbati-II & Chamera-III Project of NHPC (Pari-pasu charge)
S1 Series	10 yrs	8.49%	73.00	26.11.14	In 10 equal installment from 26.11.15 to 26.11.24.	AAA STABLE (IND) AAA (CARE)	Secured	Assets of Parbati-III Power Station of NHPC (Pari-pasu charge)
S2 Series	15 yrs with 3yrs moratorium	8.54%	385.00	26.11.14	In 12 equal installment from 26.11.18 to 26.11.29.	AAA STABLE (IND) AAA (CARE)	Secured	Assets of Parbati-III Power Station of NHPC (Pari-pasu charge)
T Series	15 yrs with 3 yrs moratorium	8.50%	983.28	14-Jul-15	In 12 equal instalment from 14.07.19	AAA STABLE (IND) AAA	Secured	Assets of Uri-I & Parbati-III Power

					to 14.07.30	(CARE)		Station of NHPC (Pari-pasu charge)
U Series	15 yrs (Bullet Redemption)	8.24%	540.00	27-Jun-2016	27-Jun-2031	AAA STABLE (IND) AAA (CARE)	Secured	Assets of Uri-I & Parbati-III Power Station of NHPC (Pari-pasu charge)
U 1 Series	14 years 355 Days (Bullet Redemption)	8.17%	360.00	07-Jul-2016	27-Jun-2031	AAA STABLE (IND) AAA (CARE)	Secured	Assets of Uri-I & Parbati-III Power Station of NHPC (Pari-pasu charge)
V2 SERIES BONDS	10 Years	7.52%	1475.00	06-Jun-17	5 equal annual installments w.e.f.06.06.2023 to 06.06.2027 ((STRPP Ato E)	AAA STABLE (IND) AAA (CARE)	Secured	Assets of Parbati-II Project of NHPC (Pari-pasu charge)
W2 SERIES BONDS	10 Years	7.35%	750.00	15-Sep-17	5 equal annual installments w.e.f.15.09.2023 to 15.09.2027 ((STRPP Ato E)	AAA (CARE) AAA (ICRA)	Secured	Assets of Parbati-II Project & Movable Aseets of Dulhasti P.S of NHPC (Pari-pasu charge)
X SERIES BONDS	10 Years	8.65%	1500.00	08-Feb-19	7 Equal instalment w.e.f. 08.02.2023 to 08.02.2029	AAA STABLE (IND) AAA STABLE (CARE)	Secured	Assets of Parbati-II Project of NHPC (Pari-pasu charge)
Y SERIES BONDS	10 Years	7.50%	1500.00	08-Oct-19	5 equal installments w.e.f. 07.10.2025 to 06.10.2029	AAA STABLE (IND) AAA STABLE (ICRA)	Secured	Assets of Parbati-II Project & Movable Aseets of Kiashangang a P.S of NHPC (Pari-pasu charge)
Y1 SERIES BONDS	10 Years	7.38%	500.00	03-01-2020	5 equal installments w.e.f. 03.01.2026 to 03.01.2030	AAA STABLE (IND) AAA STABLE (ICRA)	Secured	Assets of Parbati-II Project & Movable Aseets of Kiashangang a P.S of NHPC (Pari-pasu charge)
AA Series Bonds	10 Years	7.13%	1500.00	11-02-2020	5 equal installments w.e.f. 11.02.2026 to 11.02.2030	AAA STABLE (IND) AAA STABLE (CARE)	Secured	Assets of Parbati-II Prj, Parbati-III, Chamera-II & Dhauliganga P.S of NHPC (Pari-pasu charge)

AA-1 Series Bonds	10 Years	6.89%	500.00	11-03-2020	5 equal installments w.e.f. 11.03.2026 to 11.03.2030	AAA STABLE (IND) AAA STABLE (CARE)	Secured	Assets of Parbati-II Prj, Parbati-III, Chamera-II & Dhauliganga P.S of NHPC (Pari-pasu charge)
AB Series Bonds	10 Years	6.80%	750.00	24.04.2020	5 equal installments w.e.f. 24.04.2026 to 24.04.2030	AAA STABLE (IND) AAA STABLE (CARE)	Secured	Assets of Chamera-II P.S. of NHPC
AC Series Bonds	15 Years	6.86%	1500.00	12.02.2021	10 equal installments w.e.f. 12.02.2027 to 12.02.2036	AAA STABLE (IND) AAA STABLE (CARE)	Secured	Movable Assets of Subansiri Lower Project (Pari-pasu charge)

Details of outstanding Secured Loan facilities

(Rs. in Crore)

Lender's Name	Type of Facility	Amt Sanctioned	Amount Outstanding as on 31-12-2022	Repayment Date / Schedule	Security
Life Insurance Corp of India	Line of Credit	1896.00	158.00	02 equal half yearly installments of Rs. 79 crores each up to 30.10.2023	Assets of Teesta-V & TLDP-III Power Stations of NHPC (Pari-pasu charge)
HDFC Bank Ltd	Line of Credit	2000.00	2000.00	After completion of two year moratorium period, the loan shall be repaid in 92 equal monthly installments w.e.f. 01.03.2024 to 01.10.2031	Movable Assets of TLDP-IV P.S, URI-II P.S. & Subansiri Lower Project of NHPC (Pari-pasu charge)
Central Bank of India	Line of Credit	1000.00	1000.00	After completion of two year moratorium period, the loan shall be repaid in 92 equal monthly installments w.e.f. 01.05.2024 to 01.12.2031.	Movable Assets of TLDP-III P.S & Parbati-II Project of NHPC (Pari-pasu charge)

Details of outstanding Unsecured Loan facilities:

(Rs. in Crore)

Lender's Name	Type of Facility	Amount Sanctioned	Principal Amount Outstanding as on 31.12.2022	Repayment Date / Schedule
Government of India	Subordinate Debt for Nimoo Bazgo HE Project	523.71	523.71	18 equal annual installments from 12th year after commissioning of the project.
Government of India	Subordinate Debt for Chutak HE Project	554.75	462.29	24 equal annual installments from 6th year after commissioning of the project.
Government of India	Subordinate Debt for Kishanganga HE Project	3774.29	3774.29	10 equal annual installments from 11th year after commissioning of the project.
HDFC Bank Ltd	Securitization of RoE-Chamera-I Power Station	1016.39	957.39	120 Monthly installment of Rs. 10.90 crore each upto 28.02.2032.

Details of Outstanding Secured Foreign Currency Loan:

(Rs. in Crore)

Lender's Name	Type of Facility	Amount Sanctioned	Principal Amount Outstanding as 31.12.2022	Repayment Date / Schedule	Credit Rating	Secured/ unsecured	Security
Japan Bank of International Cooperation	Term Loan Tranche-I	JPY 566.50	53.59	Half yearly equal installments upto 20.01.2026	N.A.	Secured	Sovereign Guarantee of GOI
Japan Bank of International Cooperation	Term Loan Tranche-II	JPY 1631.60	251.09	Half yearly equal installments upto 20.12.2027	N.A.	Secured	Sovereign Guarantee of GOI
Japan Bank of International Cooperation	Term Loan Tranche-III	JPY 1389.00	426.63	Half yearly equal installments upto 20.03.2034	N.A.	Secured	Sovereign Guarantee of GOI

Details of Unsecured Foreign Currency Loan:

(Rs. in Crore)

Lender's Name	Type of Facility	Amount Sanctioned	Principal Amount Outstanding as 31.12.2022	Repayment Date / Schedule	Credit Rating	Secured/ unsecured	Security
MUFG BANK HONGKONG	Term Loan	JPY 1079.55	688.75	Bullet payment on 25.07.2024.	N.A.	Unsecured	N.A.

List of Top 10 Holders of non-convertible securities in terms of value as on 27.01.2023:

Name of Holders of Non-Convertible Securities	Amount (Rs. In Crore)	% of total NCS Outstanding
NPS TRUST	4539.50	39.19
CBT-EPF	2464.85	21.28
EMPLOYEES' STATE INSURANCE CORPORATION	1325.0	11.44
PUNJAB NATIONAL BANK	685.00	5.91
EDELWEISS TRUSTEESHIP CO LTD-MF	614.09	5.30
LIFE INSURANCE CORPORATION OF INDIA	600.00	5.18
STATE BANK OF INDIA	550.00	4.75
ICICI LOMBARD GENERAL INSURANCE COMPANY LTD	275.00	2.37

Amount of corporate guarantees issued by the issuer in favor of various counter parties including its subsidiaries, joint venture entities, group companies etc.

Sr. No.	In favour of	Purpose	Date of issue	Amount of Corporate Guarantee (Rs. in crore)
1	HDFC Bank	For term loan facility by HDFC Bank to BSUL	24-03-2022	213.25
2	J&K Bank	For term loan facility by J&K Bank to LTHPL	27-09-2022	200.00
3	J&K Bank	For term loan facility by J&K Bank to JPCL	06-10-2022	313.00

Details of outstanding Commercial Paper Issued by the Issuer: NIL

Other borrowings (standalone) (including hybrid debt like foreign currency convertible bonds ("FCCBs"), optionally convertible bonds/ debentures/ preference shares): NIL

Details of default and non-payment of statutory dues: NIL

Details of defaults and delays in payment of interest and principal of any kind of term loans, debt securities and other financial indebtness including corporate guarantee issued by the company, in the past three years including the current financial year: NIL

Particulars of debt securities issued (i) for consideration other than cash, whether in whole or part, (ii) at a premium or discount, or (iii) in pursuance of an option: NIL

Any material event/ development or change having implications on the financials/credit quality (e.g., any material regulatory proceedings against the Issuer/promoters, litigations resulting in material liabilities, corporate restructuring event etc.) at the time of issue which may affect the issue or the investor's decision to invest / continue to invest in the non-convertible securities: NIL

(6) DISCLOSURE WITH REGARD TO INTEREST OF DIRECTORS, LITIGATION, ETC.

i. Details of inquiry, inspections or investigations etc. against the company and subsidiaries

Sl. No.	Particulars	2021-22	2020-21	2019-20
1	Details of any inquiry, inspections or investigations initiated or conducted under the Companies Act or any previous company law in case of company and all of its subsidiaries.	Nil	Nil	Nil
2	Any prosecutions filed (whether pending or not) fines imposed, compounding of offences in case of the company and all of its subsidiaries	Note 1	Note 1	Note 1

Note 1 :- In case of Subsidiaries of NHPC :- NIL

In case of NHPC:- During the preceding three FYs, your Company had received communications from Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited imposing fines for different quarters for noncompliance in respect of appointment of requisite number of Independent Directors, appointment of Woman Independent Director upto 29.11.2021, composition and constitution of Board Level Committees upto 06.12.2021, etc. under Regulation 17, 17(2A), 18, 19, 20 and 21 of SEBI LODR. Company has requested the Stock Exchanges to waive-off the aforesaid fines in view of the justifications submitted by the Company. As on 31.12.2022, BSE Limited has already waived-off the fines imposed upto quarter ended on December 31, 2020 (except the fine imposed for non-compliance of Regulation 21 of SEBI LODR) and NSE has waived-off the fines imposed upto quarter ended December 2021 (except fine imposed for non-compliance of Regulation 17(1) of SEBI LODR). Response regarding waiver of fine is awaited from NSE / BSE for remaining period.

Sl. No.	Particulars	2021-22	2020-21	2019-20
1	Details of acts of material frauds committed against the company	Nil	Nil	Nil

ii. **Financial or other material interest of the directors, promoters or key managerial personnel in the offer and the effect of such interest in so far as it is different from the interests of other persons. – NIL**

iii. **Details of litigation or legal action pending or taken by any Ministry or Department of the Govt. or statutory authority against any promoter of the offeree company during the last three years immediately preceding the year of the circulation of the offer letter and any direction issued by such Ministry or Department or statutory authority upon conclusion of such litigation or legal action.**

Since the Government of India is the promoter of the company, it is not possible to give details of litigations, legal actions or directions pending or taken by any Ministry or Department of the Government or a statutory authority against the promoter of the company during the last three years.

iv. **Details of payments made as remuneration payable to Functional Directors including Chairman & Managing Director**

The remuneration payable to Functional Directors including Chairman & Managing Director is decided by the Government of India.

FY 2021-22

Name	Designation	Salary	Benefits*	Performance Related Pay (PRP)	Total
Shri. A.K.Singh,	CMD	4624801.00	2999534.00	1723775.00	9348110.00
Sh. Nikhil Kumar Jain	Director (Personnel) (Ceased to be Director on 02.12.2021)	2824190.00	3565045.00	1821318.00	8210553.00
Sh. Yamuna Kumar Chaubey	Director (Technical)	5699531.00	1321997.00	1698543.00	8720071.00
Sh. Rajendra Prasad Goyal	Director (Finance)	4894518.00	2984504.00	1382916.00	9261938.00
Sh. Biswajit Basu	Director (Projects)	4414038.00	11569233.00	1424394.00	17407665
Grand Total		**22457078.00**	**22440313.00**	**8050946.00**	**52948337.00**

*Benefits include perquisites, medical reimbursement, EPF, Social Security Scheme & Pension Fund (Matching Contribution), leave encashment, Gratuity etc. which were not included in the salary.

FY 2020-21

Name	Designation	Salary	Benefits*	Performance Related Pay (PRP)	Total
Shri. A.K.Singh,	CMD	4058520.00	1670108.00	2128274.00	7856902.00
Sh. Nikhil Kumar Jain	Director (Personnel)	4055247	1618104.00	2506962.00	8180313.00
Shri Yamuna Kumar Chaubey	Director (Technical) (Appointed as Director w.e.f. 01.04.2020)	4822926.00	699229.00	2081748.00	7603903.00
Shri Rajendra Prasad Goyal	Director (Finance) (Appointed as Director w.e.f. 01.10.2020)	2207886.00	351573.00	0.00	2559459.00
Shri Biswajit Basu	Director (Projects)(Appointed as Director w.e.f. 01.01.2021)	1958705.00	2227592.00	0.00	4186297.00
Sh.Ratish Kumar	Ex-Director (Project) (Ceased to be Director on 31.12.2020)	3282930.00	7327468.00	1396785.00	12007183.00
Shri Mahesh Kumar Mittal	Ex-Director (Finance) (Ceased to be Director on 30.09.2020)	2572922.00	5673305.00	1448043.00	9694270.00
Sh. Janardan Choudhary	Ex-Director (Technical) (Ceased to be Director on 31.03.2020)	136163.00	3381820.00	702850.00	4220833.00
Grand Total		23095299.00	22949199.00	10264662.00	56309160.00

*Benefits include perquisites, medical reimbursement, EPF, Social Security Scheme & Pension Fund (Matching Contribution), leave encashment, Gratuity etc. which were not included in the salary.

FY 2019-20

Name	Designation	Salary$	Benefits*	Performance Related Pay (PRP)	Total
Shri. A.K.Singh,	CMD (became CMD on 24.02.2020)	775398.00	131718.00		907116.00
Sh.Balraj Joshi	EX-CMD (Ceased to be CMD on 31.12.19)	3931331.00	7271216.00	1935652.00	13138199.00
Sh. Mahesh Kumar Mittal	Director (Finance)	4918024.00	994438.00	2134550.00	8047012.00
Sh. Nikhil Kumar Jain	Director (Personnel)	3812622.00	2458355.00	1922022.00	8192999.00
Sh.Ratish Kumar	Director (Project)	5819462.00	1158736.00	2839722.00	9817920.00
Sh. Janardan Choudhary	Director (Technical) (Ceased to be Director on 31.03.2020)	4793377.00	2375110.00	1487310.00	8655797.00
Grand Total		**24050214.00**	**14389573.00**	**10319256.00**	**48759043.00**

$ Salary include arrears paid as per respective position held by the Directors during that period

* Benefits include gratuity, leave encashment, lease rent, new year gift, medical reimbursement, EPF, Social Security Scheme & Pension Fund (Matching Contribution) etc. which were not included in salary

Note: (1) During the year, amount of Rs. 19,42,253 and Rs. 1,48,430 was paid to Shri K. M. Singh, Ex-CMD and Shri D. P. Bhargava, Ex-Director (Technical) respectively for their dues related to earlier year(s).

Details of payments made as sitting fees to Independent Directors

The Ministry of Power, Government of India has authorized the Board of Director of the Company to determine the sitting fees payable to Independent directors under the prescribed ceiling prescribed under Companies Act, 1956. Accordingly as per the decision of the Board of Directors Sitting Fees of Rs. 30,000/- for each meeting of the Board or the Committees of the board is being paid to independent Directors.

FY 2021-22

Name of Independent Director	Sitting Fees (in Rs.)*		Total (in Rs.)
	Board Meetings/ Committee Meetings	Commissions and Others	
Dr. Uday Sakharam Nirgudkar	400000.00	0.00	400000.00
Dr. Rashmi Sharma Rawal	340000.00	0.00	340000.00
Dr. Amit Kansal	340000.00	0.00	340000.00
Sh. Jiji Joseph	370000.00	0.00	370000.00

FY 2020-21

Name of Independent Director	Sitting Fees (in Rs.)*		Total (in Rs.)
	Board Meetings/ Committee Meetings	Commissions and Others	
Shri Jugal Kishore Mohapatra	100000.00	120000.00	220000.00
Shri Bhagwat Prasad	100000.00	160000.00	260000.00

FY 2019-20

Name of Independent Director	Sitting Fees (in Rs)*		Total (in Rs.)
	Board/committee Meeting	Commissions and Others	
Sh. Satya Prakash Mangal (ceased to be director on 17.11.2019)	280000.00	0.00	280000.00
Prof Arun Kumar (ceased to be director on 17.11.2019)	380000.00	0.00	380000.00
Prof Kanika T.Bhal (ceased to be director on 17.11.2019)	260000.00	0.00	260000.00
Shri Jugal Kishore Mohapatra	300000.00	0.00	300000.00
Shri Bhagwat Prasad	460000.00	0.00	460000.00

***In addition to sitting fee, Independent directors are also reimbursed boarding/lodging/conveyance expenses incurred for attending meetings of the Board/Committee.**

v. NHPC: RELATED PARTY TRANSACTIONS:

During the financial year 2019-20, 2020-21 & 2021-22, all contracts/ arrangements/ transactions entered in by the Company with related parties were in the ordinary course of its business and on arm's length basis. There were no materially significant related party transactions, which have potential conflict with the interest of the Company at large. The policy on related party transactions as approved by the Board can be accessed on the Company's website at the link: http://www.nhpcindia.com/writereaddata/Images/pdf/Policy-Related-Party-Transaction.pdf.

vi. Disclosure Summary of reservations or qualifications or adverse remarks of auditors during last five financial years: There was no qualification/reservation/adverse remarks of the Statutory Auditors during last five financial years.

vii. Details of any inquiry, inspections or investigations initiated or conducted under Companies Act 2013 :

Sl. No.	Particulars	2021-22	2020-21	2019-20
1	Details of any inquiry, inspections or investigations initiated or conducted under the Companies Act or any previous company law in case of company and all of its subsidiaries.	Nil	Nil	Nil
2	Any prosecutions filed (whether pending or not) fines imposed, compounding of offences in case of the company and all of its subsidiaries	Nil	Nil	Nil

viii. Details of acts of material frauds committed against the company

Sl. No.	Particulars	2021-22	2020-21	2019-20
	Details of acts of material frauds committed against the company	Nil	Nil	Nil

(7) BRIEF HISTORY OF NHPC SINCE ITS INCORPORATION:-

(i) Details of Share Capital as on 31.12.2022 **(Rs. In Crores)**

Particulars	Amount
Share Capital	
Authorised Share Capital :15000000000 Equity Shares of Rs 10/- each	15000.00
Issued, Subscribed and Paid up Share Capital: Equity Shares of Rs 10 each fully paid up	10045.03

(ii) Changes in its capital structure as on last quarter end, for the last five years:

Date of Change	Particulars	Amount of Change in Rs.	Particulars
14.11.2018	*Date of Board Meeting in which buyback of shares was approved by the Board of Directors and corporate action for the shares was executed on 24.01.19.*	2,14,28,57,140	Buy Back of Shares

(iii) <u>Equity Share Capital History of the Company:</u>

All allotments of Equity Shares are to the President of India acting through MoP, against funds released by the GoI. The following is the history of the Equity Share capital of our Company:

Date of Issue/ Allotment	No. of Equity Shares	Face Value (₹)	Issue price (₹)	Consideration in Cash/ other than cash	Cumulative No. of Equity Shares	Cumulative Equity Share Capital (₹ in Crore)
August 13, 1976	3,283	1,000	1,000	Cash	3,283	0.33
December 29, 1976	1,950	1,000	1,000	Cash	5,233	0.52
April 28, 1977	2	1,000	1,000	Cash	5, 235	0.52
September 3,1977	40,000	1,000	1,000	Cash	45,235	4.52
February 28,1978	6,29,529	1,000	1,000	Other than cash	6,74,764	67.48
February 28,1978	60,700	1,000	1,000	Cash	7,35,464	73.55
September 18, 1978	73,298	1,000	1,000	Cash	8,08,762	80.88
February 2, 1979	25,000	1,000	1,000	Cash	8,33,762	83.38
August 6, 1980	1	1,000	1,000	Cash (Rs. 400) Other than cash (Rs. 600)	8,33,763	83.38
March 31,1981	1,46,150	1,000	1,000	Cash	9,79,913	97.99
December 21,1981	15,000	1,000	1,000	Cash	9,94,913	99.49
March 27,1982	33,300	1,000	1,000	Cash	10,28,213	102.82
June 14, 1982	35,000	1,000	1,000	Cash	10,63,213	106.32

Date of Issue/ Allotment	No. of Equity Shares	Face Value (₹)	Issue price (₹)	Consideration in Cash/ other than cash	Cumulative No. of Equity Shares	Cumulative Equity Share Capital (₹ in Crore)
September 02, 1982	36,000	1,000	1,000	Cash	10,99,213	109.92
December 14, 1982	1,24,000	1,000	1,000	Cash	12,23,213	122.32
February 23, 1983	15,000	1,000	1,000	Cash	12,38,213	123.82
March 26, 1983	60,000	1,000	1,000	Cash	12,98,213	129.82
June 6,1983	32,900	1,000	1,000	Cash	13,31,113	133.11
September 5, 1983	61,859	1,000	1,000	Cash	13,92,972	139.30
December 16, 1983	48,550	1,000	1,000	Cash	14,41,522	144.15
March 5,1984	2,14,541	1,000	1,000	Cash	16,56,063	165.61
May 14, 1984	1,39,579	1,000	1,000	Cash	17,95,642	179.56
January 8,1985	4,27,459	1,000	1,000	Cash	22,23,101	222.31
June 21,1985	11,75,665	1,000	1,000	Cash	33,98,766	339.88
November 18,1985	4,72,500	1,000	1,000	Cash	38,71,266	387.12
February 24,1986	4,20,000	1,000	1,000	Cash	42,91,266	429.13
June 6,1986	8,03,546	1,000	1,000	Cash	50,94,812	509.48
December 26,1986	3,05,000	1,000	1,000	Cash	53,99,812	539.98
March 31, 1987	10,000	1,000	1,000	Cash	54,09,812	540.98
April 29, 1987	3,31,200	1,000	1,000	Cash	57,41,012	574.10
November 25, 1987	11,26,681	1,000	1,000	Cash	68,67,693	686.77
March 9, 1988	1,57,700	1,000	1,000	Cash	70,25,393	702.54
May 4, 1988	1,62,258	1,000	1,000	Cash	71,87,651	718.77
August17, 1988	4,75,000	1,000	1,000	Cash	76,62,651	766.27
December 28, 1988	2,49,500	1,000	1,000	Cash	79,12,151	791.22
March 27, 1989	65,789	1,000	1,000	Cash	79,77,940	797.80
December 28, 1989	5,09,700	1,000	1,000	Cash	84,87,640	848.76
April 2, 1990	1,04,800	1,000	1,000	Cash	85,92,440	859.24
July 16, 1990	41,50,400	1,000	1,000	Cash	1,27,42,840	1,274.28
August 30, 1990	2,50,000	1,000	1,000	Cash	1,29,92,840	1,299.28
October 29,	8,20,000	1,000	1,000	Cash	1,38,12,840	1,381.28

Date of Issue/ Allotment	No. of Equity Shares	Face Value (₹)	Issue price (₹)	Consideration in Cash/ other than cash	Cumulative No. of Equity Shares	Cumulative Equity Share Capital (₹ in Crore)
1990 and November 5, 1990						
January 24, 1991	19,45,000	1,000	1,000	Cash	1,57,57,840	1,575.78
February 26, 1991	4,35,200	1,000	1,000	Cash	1,61,93,040	1,619.30
May 13, 1991	9,26,300	1,000	1,000	Cash	1,71,19,340	1,711.93
July 17, 1991	6,40,000	1,000	1,000	Cash	1,77,59,340	1,775.93
August 9, 1991	2,15,000	1,000	1,000	Cash	1,79,74,340	1,797.43
November 27, 1991	7,11,800	1,000	1,000	Cash	1,86,86,140	1,868.61
December 24, 1991	5,38,000	1,000	1,000	Cash	1,92,24,140	1,922.41
June 19, 1992	11,87,200	1,000	1,000	Cash	2,04,11,340	2,041.13
August 5, 1992	3,90,000	1,000	1,000	Cash	2,08,01,340	2,080.13
October 9, 1992	6,05,000	1,000	1,000	Cash	2,14,06,340	2,140.63
November 27,1992	3,70,000	1,000	1,000	Cash	2,17,76,340	2,177.63
January 27,1993	7,76,000	1,000	1,000	Cash	2,25,52,340	2,255.23
July 2,1993	9,58,500	1,000	1,000	Cash	2,35,10,840	2,351.08
September 2,1993	5,60,000	1,000	1,000	Cash	2,40,70,840	2,407.08
November 25,1993	9,20,000	1,000	1,000	Cash	2,49,90,840	2,499.08
June 15,1996	(20,56,461)*	1,000	1,000	-	2,29,34,379	2,293.44
June 15,1996	20,58,600	1,000	1,000	Cash	2,49,92,979	2,499.30
July 25,1997	(2,38,832)*	1,000	1,000	-	2,47,54,147	2,475.41
July 25,1997	13,91,800	1,000	1,000	Cash	2,61,45,947	2,614.59
September 23,1997	5,11,000	1,000	1,000	Cash	2,66,56,947	2,665.69
November 1,1997	15,70,000	1,000	1,000	Cash	2,82,26,947	2,822.69
December 5,1997	5,00,000	1,000	1,000	Cash	2,87,26,947	2,872.69
February 21,1998	9,60,000	1,000	1,000	Cash	2,96,86,947	2,968.69
July 22,1998	10,65,000	1,000	1,000	Cash	3,07,51,947	3,075.19
September 18,1998	6,40,000	1,000	1,000	Cash	3,13,91,947	3,139.19
October	3,30,000	1,000	1,000	Cash	3,17,21,947	3,172.19

Date of Issue/ Allotment	No. of Equity Shares	Face Value (₹)	Issue price (₹)	Consideration in Cash/ other than cash	Cumulative No. of Equity Shares	Cumulative Equity Share Capital (₹ in Crore)
17,1998						
November 13/19, 1998	50,000	1,000	1,000	Cash	3,17,71,947	3,177.19
January 4, 1999	5,44,200	1,000	1,000	Cash	3,23,16,147	3,231.61
January 29, 1999	50,000	1,000	1,000	Cash	3,23,66,147	3,236.61
March 19, 1999	10,09,800	1,000	1,000	Cash	3,33,75,947	3,337.59
April 28, 1999	6,06,400	1,000	1,000	Cash	3,39,82,347	3,398.23
July 31, 1999	8,42,600	1,000	1,000	Cash	3,48,24,947	3,482.49
July 31, 1999	6,30,000	1,000	1,000	Cash	3,54,54,947	3,545.49
August 27, 1999	13,14,600	1,000	1,000	Cash	3,67,69,547	3,676.95
September 24, 1999	60,000	1,000	1,000	Cash	3,68,29,547	3,682.95
October 25, 1999	20,000	1,000	1,000	Cash	3,68,49,547	3,684.95
November 30, 1999	5,20,000	1,000	1,000	Cash	3,73,69,547	3,736.95
January 18, 2000	4,70,000	1,000	1,000	Cash	3,78,39,547	3,783.95
February 3, 2000	9,22,100	1,000	1,000	Cash	3,87,61,647	3,876.16
March 10, 2000	8,90,000	1,000	1,000	Cash	3,96,51,647	3,965.16
March 30, 2000	3,20,800	1,000	1,000	Cash	3,99,72,447	3,997.24
April 26, 2000	2,32,500	1,000	1,000	Cash	4,02,04,947	4,020.49
July 20, 2000	11,78,300	1,000	1,000	Cash	4,13,83,247	4,138.32
August 25, 2000	14,00,000	1,000	1,000	Cash	4,27,83,247	4,278.32
September 27, 2000	6,91,800	1,000	1,000	Cash	4,34,75,047	4,347.50
October 24, 2000	12,39,100	1,000	1,000	Cash	4,47,14,147	4,471.41
March 8, 2001	14,30,800	1,000	1,000	Cash	4,61,44,947	4,614.49
April 30, 2001	14,80,000	1,000	1,000	Cash	4,76,24,947	4,762.49
June 20, 2001	29,11,500	1,000	1,000	Cash	5,05,36,447	5,053.64
September 7, 2001	9,46,400	1,000	1,000	Cash	5,14,82,847	5,148.28
November 26, 2001	14,47,700	1,000	1,000	Cash	5,29,30,547	5,293.05
April 30, 2002	62,67,700	1,000	1,000	Cash	5,91,98,247	5,919.82
July 24, 2002	6,35,100	1,000	1,000	Cash	5,98,33,347	5,983.33

Date of Issue/ Allotment	No. of Equity Shares	Face Value (₹)	Issue price (₹)	Consideration in Cash/ other than cash	Cumulative No. of Equity Shares	Cumulative Equity Share Capital (₹ in Crore)
August 22, 2002	10,18,400	1,000	1,000	Cash	6,08,51,747	6,085.17
October 21, 2002	18,57,500	1,000	1,000	Cash	6,27,09,247	6,270.92
December 23, 2002	21,69,300	1,000	1,000	Cash	6,48,78,547	6,487.85
February 26, 2003	20,55,350	1,000	1,000	Cash	6,69,33,897	6,693.39
April 28, 2003	12,13,700	1,000	1,000	Cash	6,81,47,597	6,814.76
June 11, 2003	10,66,200	1,000	1,000	Cash	6,92,13,797	6,921.38
July 28, 2003	14,40,000	1,000	1,000	Cash	7,06,53,797	7,065.38
September 30, 2003	21,22,100	1,000	1,000	Cash	7,27,75,897	7,277.59
December 18, 2003	22,38,500	1,000	1,000	Cash	7,50,14,397	7,501.44
January 27, 2004	27,41,900	1,000	1,000	Cash	7,77,56,297	7,775.63
April 28, 2004	42,75,500	1,000	1,000	Cash	8,20,31,797	8,203.18
July 30, 2004	23,69,400	1,000	1,000	Cash	8,44,01,197	8,440.12
September 15, 2004	30,58,700	1,000	1,000	Cash	8,74,59,897	8,745.99
October 30, 2004	23,54,200	1,000	1,000	Cash	8,98,14,097	8,981.41
December 30, 2004	18,71,200	1,000	1,000	Cash	9,16,85,297	9,168.53
March 24, 2005	25,70,900	1,000	1,000	Cash	9,42,56,197	9,425.62
April 21, 2005	15,88,900	1,000	1,000	Cash	9,58,45,097	9,584.51
July 22, 2005	9,94,300	1,000	1,000	Cash	9,68,39,397	9,683.94
September 30, 2005	18,59,300	1,000	1,000	Cash	9,86,98,697	9,869.87
September 30, 2005	83,323	1,000	1,000	Cash	9,87,82,020	9,878.20
November 23, 2005	10,46,900	1,000	1,000	Cash	9,98,28,920	9,982.89
December 29, 2005	17,57,100	1,000	1,000	Cash	10,15,86,020	10,158.60
March 24, 2006	5,66,800	1,000	1,000	Cash	10,21,52,820	10,215.28
April 20, 2006	2,03,800	1,000	1,000	Cash	10,23,56,620	10,235.67
July 21, 2006	11,36,800	1,000	1,000	Cash	10,34,93,420	10,349.34
September 6, 2006	15,11,200	1,000	1,000	Cash	10,50,04,620	10,500.46
February 7, 2007	24,56,200	1,000	1,000	Cash	10,74,60,820	10,746.08

Date of Issue/ Allotment	No. of Equity Shares	Face Value (₹)	Issue price (₹)	Consideration in Cash/ other than cash	Cumulative No. of Equity Shares	Cumulative Equity Share Capital (₹ in Crore)
March 13, 2007	13,54,600	1,000	1,000	Cash	10,88,15,420	10,881.54
March 13, 2007[1]	The equity shares of ₹ 1000 each were split into equity shares of face value of ₹ 10 each					
March 26, 2007	31,66,70,500	10	10	Cash	11,19,82,12,500	11,198.21
May 26, 2007	(2,45,50,000)^	10	10	-	11,17,36,62,500	11,173.66
March 13, 2008	88,30,930	10	10	Cash	11,18,24,93,430	11,182.49
August 26, 2009	1,11,82,49,343	10	36	Cash	12,30,07,42,773	12,300.74
December 19, 2013[2]	(1,23,00,74,277)	10	19.25	Cash	11,07,06,68,496	11,070.66
March 27, 2017[3]	(81,13,47,977)	10	32.25	Cash	10,25,93,20,519	10,259.32
Jan 25,2019[4]	(214285714)	10	28.00	Cash	10,04,50,34,805	10,045.03

** Reduction of share capital on account of transfer of transmission assets to Power Grid Corporation of India Limited*

^ Reduction of share capital on account of closure of Koel Karo hydroelectric project in the state of Jharkhand.

Notes:

1. Pursuant to the spilt of face value of equity shares of the Company from ₹ 1000 to ₹ 10 each on March 13, 2007, the shareholding of the Promoter was changed from 10,88,15,420 shares of ₹ 1,000 each to 1088,15,42,000 shares of ₹ 10 each.
2. On December 19, 2013, 123,00,74,277 Equity Shares of the Company were bought back at a price of ₹ 19.25 per share through the tender offer process.
3. On March 27, 2017, 81,13,47,977 Equity Shares of the Company were bought back at a price of ₹ 32.25 per share through the tender offer process.
4. Buy back of shares at a price of Rs. 28.00 per share through the tender offer process.

(iv) Details of any Acquisition of or Amalgamation with any entity in the last 1 year: NIL

(v) Details of any Reorganization or Reconstruction in the last 1 year.

Type of Event	Date of Announcement	Date of Completion	Details
---NIL--			

(vi) Shareholding Pattern of the Company as on 31.12.2022

Category	Category of Shareholder	No of Share-holders	Total No. of Shares Held	Shareholding as a % of total no. of shares	Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
					No.	As a % of total Shares held	
(A)	Promoter & Promoter Group	1	712,67,72,676	70.95	0	0.00	712,67,72,676
(B)	Public	8,34,759	291,82,62,129	29.05	NA	NA	291,82,06,541
(C)	Non-Promoter -Non-Public						
(C1)	Shares underlying DRs	0	0	NA	NA	NA	0
(C2)	Shares held by Employees Trusts	0	0	0.00	NA	NA	0
	Total:	**8,34,760**	**1004,50,34,805**	**100.00**			**1004,49,79,217**

(vii) List of top 10 holders of equity shares of the Company as on 31.12.2022

S.No.	Name of the shareholders	Total no of Equity Shares	No. of shares in demat form	Total shareholding as % of total no of equity shares
1.	PRESIDENT OF INDIA	7,12,67,72,676	7,12,67,72,676	70.94821
2.	LIC OF INDIA	423461129	423461129	4.2156
3.	SBI FOCUSED EQUITY FUND	213529481	213529481	2.1257
4.	CPSE EXCHANGE TRADED SCHEME (CPSE ETF)	192783678	192783678	1.9192
5.	POWER FINANCE CORPORATION LTD	157679192	157679192	1.5697
6.	HDFC TRUSTEE COMPANY LTD. A/C HDFC BALANCED ADVANTAGE FUND	81944835	81944835	0.8158
7.	SBI BALANCED ADVANTAGE FUND	80536791	80536791	0.8018

8.	FRANKLIN TEMPLETON INVESTMENT FUNDS - TEMPLETON GLOBAL CLIMATE CHANGE FUND	67886031	67886031	0.6758
9.	ISHARES II PUBLIC LIMITED COMPANY - ISHARES GLOBAL CLEAN ENERGY UCITS ETF	38102070	38102070	0.3793
10.	ADITYA BIRLA SUN LIFE INSURANCE COMPANY LIMITED	34714858	34714858	0.3456

(8) STOCK EXCHANGE(s) WHERE SECURITIES ARE PROPOSED TO BE LISTED

Debentures are proposed to be listed on NSE & BSE.

In connection with listing with stock exchange(s), the Company hereby undertakes that:

(a) It shall comply with conditions of listing as may be specified in the Listing Agreement with Stock Exchange(s).

(b) Credit Ratings obtained by the Company shall be periodically reviewed by the credit rating agencies and any revision in the rating shall be promptly disclosed by the Company to Stock Exchange(s).

(c) Any change in rating shall be promptly disseminated to the holder(s) in such manner as Stock Exchange(s) may determine from time to time.

(d) The Company, the Trustees and Stock Exchange(s) shall disseminate all information and reports including compliance reports filed by the Company and the Trustees regarding the Debentures to the holder(s) and the general public by placing them on their websites.

(e) Trustees shall disclose the information to the holder(s) and the general public by issuing a press release in any of the following events:

i. default by the Company to pay interest or redemption amount;

ii. revision of rating assigned;

(f) The information referred to in para (e) above shall also be placed on the websites of the Trustees, Company and Stock Exchange(s).

(g) Issuer would, till the redemption of the debt securities, submit the Latest Audited / Limited Review Half Yearly Consolidated (wherever available) and Standalone Financial Information and auditor qualifications, if any to the Trustee within the timelines as provided in SEBI(LODR) for furnishing / publishing its half yearly/ annual result. Further, the Issuer shall within 180 days from the end of the financial year, submit a copy of the latest annual report to the Trustee and the Trustee shall be obliged to share the details submitted under this clause with all 'Qualified Institutional Buyers' (QIBs) and other existing debenture-holders within two working days of their specific request.

(9) SERVICING BEHAVIOR ON EXISTING DEBT SECURITIES AND OTHER BORROWINGS

The Company hereby confirms that:

a) The main constituents of the Company's borrowings have been in the form of borrowings from Banks and Financial Institutions, External Commercial Borrowings & Bonds/Debentures.

b) The Company has been servicing all its principal and interest liabilities on time and there has been no instance of delay or default.

c) The Company has neither defaulted in repayment/ redemption of any of its borrowings nor affected any kind of roll over against any of its borrowings in the past.

(10) UNDERTAKING REGARDING COMMON FORM OF TRANSFER

The Debentures shall be transferred subject to and in accordance with the rules/ procedures as prescribed by the NSDL/ CDSL/ Depository Participant of the transferor/ transferee and any other applicable laws and rules notified in respect thereof. The normal procedure followed for transfer of securities held in dematerialized form shall be followed for transfer of these Debentures held in electronic form. The seller should give delivery instructions containing details of the buyer's DP account to his depository participant.

The transferee(s) should ensure that the transfer formalities are completed prior to the Record Date. In the absence of the same, interest will be paid/ redemption will be made to the person, whose name appears in the records of the Depository. In such cases, claims, if any, by the transferee(s) would need to be settled with the transferor(s) and not with the Company.

The Company undertakes that it shall use a common form/ procedure for transfer of Debentures issued under terms of this Offer Letter.

*****

PART - B (To be filed by the Applicant)

a. Name :

b. Father's name (if applicable) :

c. Complete Address including Flat/House Number, street, Locality, pin Code :

d. Phone number:

e. Email ID:

f. PAN Number :

g. Bank Account Details :

h. No. of debentures applied for :

i. Amount Remitted (in Rs. Lakhs) :

j. Category of Investor (QIB/Non-QIB) :

Signature

Initial of the Officer of the company designated to keep records

DECLARATION

The Board of Directors of the Company vide Board Resolution dated 25-05-2022 have authorized Director (Finance) and an officer of the Company not below the rank of General Manager to sign the declarations on behalf of the Board of Directors of the Company as required under SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and SEBI Operational Circular for Issue and Listing of Non-Convertible Securities and any amendments thereto, which shall form part & parcel of the offer letter / private placement memorandum, and to execute, sign and seal, all letters / documents as are necessary for raising of funds through issuance of debentures on Private Placement basis under SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and to do all such acts or deeds in relation thereto. Undersigned have been authorized vide Board Resolution dated 29 July 2022.

Accordingly, the undersigned attests on behalf of Board of Directors of the Company that:

a) the Company is in compliance with the provisions of Securities Contracts (Regulation) Act, 1956 and the Securities and Exchange Board of India Act, 1992, Companies Act and the rules and regulations made thereunder.
b) the compliance with the Act and the rules does not imply that payment of interest or repayment of debentures, is guaranteed by the Central Government.
c) the monies received under the offer shall be used only for the purposes and objects indicated in the private placement offer letter.
d) whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association.
e) this Private Placement Offer cum Application Letter contains full disclosures in conformity with Form PAS-4 prescribed under section 42 of the Companies Act, 2013 read with Companies (Prospectus and Allotment of Securities) Rules, 2014, SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 issued vide Notification No. SEBI/LAD-NRO/GN/2021/39 dated 9 August 2021, as amended from time to time and such other circulars applicable for issue of Non-Convertible Securities issued by SEBI from time to time.
f) all the requirements of Companies Act, 2013 and the rules made there under in respect of the subject matter of this form and matters incidental thereto have been complied with.
g) the Company accepts no responsibility for the statement made otherwise than in the Private Placement Offer cum Application Letter or in any other material issued by or at the instance of the Company and that anyone placing reliance on any other source of information would be doing so at his own risk.

Investment in non-convertible securities involve a degree of risk and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their examination of the issue including the risks involved in it. Specific attention of investors is invited to statement of risk factors contained under Section "Management perception of Risk Factors" of this placement memorandum. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor's decision to purchase such securities.

Kapoor

(Anuj Kapoor)
Group General Manager (Finance)

K G SOMANI & CO LLP	CHATURVEDI & CO.	P C BINDAL & CO.
Chartered Accountants 3/15, Asaf Ali Road,4th Floor Near Delite Cinema, New Delhi-110002	Chartered Accountants, 2nd Floor, Park Centre, 24, Park Street, Kolkata- 700 016	Chartered Accountants Krishen Niwas, House No.153 Rajbagh, Srinagar-190001

Independent Auditors' Review Report on Standalone Unaudited Financial Results for the Quarter and Half Year ended September 30, 2022 of NHPC Limited Pursuant to Regulations 33 & 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To,
The Board of Directors
NHPC Limited
NHPC Office Complex
Sector-33, Faridabad- 121003

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results together with the Notes thereon of **NHPC Limited ("the Company") for the Quarter and Half Year ended September 30, 2022** (the 'Statement'). The Statement has been prepared by the Company pursuant to the requirement of Regulations 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the 'Listing Regulations'), which has been initialed by us for identification purpose.

2. This Statement which is the responsibility of the Company's Management and has been approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" (Ind AS 34), prescribed under section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express our conclusion on the Statement based on our review.

3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

K G Somani & Co LLP New Delhi Chartered Accountants | Chaturvedi & Co. 24 Park Street Kolkata-700016 Chartered Accountants | P. C. Bindal & Co. FRN 03824N Chartered Accountants

4. Based on our review conducted as above, we report that nothing has come to our attention that causes us to believe that the accompanying Statement of Standalone Unaudited Financial Results read with notes thereon, prepared in accordance with aforesaid Indian Accounting Standards and other recognized accounting practices and policies generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulations 33 & 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For K G Somani & Co LLP Chartered Accountants FRN: 006591N/N500377 (Bhuvnesh Maheshwari) Partner M.No.088155 UDIN: 22088155BCSHK05181	**For Chaturvedi & Co.** Chartered Accountants FRN:302137E (S.C. Chaturvedi) Partner M.No. 012705 UDIN:22012705BCSHHB4329	**For P C Bindal & Co.** Chartered Accountants FRN:003824N (Manushree Bindal) Partner M.No. 517316 UDIN: 22517316BCSCNL1885

Place: Faridabad
Date: November 10, 2022

NHPC LIMITED
(A Government of India Enterprise)
CIN: L40101HR1975GOI032564
SECTOR-33, FARIDABAD, HARYANA - 121 003

STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30TH SEPTEMBER 2022

(Rs. in crore)

S.No	PARTICULARS	Quarter Ended			Half Year Ended		Year Ended
		30.09.2022	30.06.2022	30.09.2021	30.09.2022	30.09.2021	31.3.2022
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	**Income**						
	(a) Revenue from Operations	2,887.64	2,594.36	2,745.44	5,482.00	4,915.65	8,353.80
	(b) Other Income	115.26	216.45	171.23	331.71	374.28	1,026.18
	Total Income (a+b)	**3,002.90**	**2,810.81**	**2,916.67**	**5,813.71**	**5,289.93**	**9,379.98**
2	**Expenses**						
	(a) Purchase of Power - Trading	51.43	103.86	44.58	155.29	44.58	44.58
	(b) Generation Expenses	366.98	270.10	315.76	637.08	578.22	841.24
	(c)Employee Benefits Expense	291.17	306.57	306.35	597.74	623.09	1,440.78
	(d) Finance Costs	107.06	136.66	134.06	243.72	268.20	531.75
	(e)Depreciation and Amortization Expense	283.80	287.35	280.31	571.15	559.46	1,126.22
	(f) Other Expenses **(Refer Note 6 and 7)**	351.51	506.92	282.79	858.43	594.52	1,348.55
	Total Expenses (a+b+c+d+e+f)	**1,451.95**	**1,611.46**	**1,363.85**	**3,063.41**	**2,668.07**	**5,333.12**
3	**Profit before Exceptional items, Movements in Regulatory Deferral Account Balances and Tax (1-2)**	**1,550.95**	**1,199.35**	**1,552.82**	**2,750.30**	**2,621.86**	**4,046.86**
4	Exceptional items	-	-	-	-	-	-
5	**Profit before tax and Movements in Regulatory Deferral Account Balances (3-4)**	**1,550.95**	**1,199.35**	**1,552.82**	**2,750.30**	**2,621.86**	**4,046.86**
6	**Tax Expenses (Refer Note 8)**						
	a) Current Tax	278.37	235.62	280.05	513.99	474.90	726.23
	b) Deferred Tax	(0.43)	(57.99)	4.43	(58.42)	12.39	(1,487.50)
	Total Tax Expense (a+b)	**277.94**	**177.63**	**284.48**	**455.57**	**487.29**	**(761.27)**
7	**Profit for the period before movements in Regulatory Deferral Account Balances (5-6)**	**1,273.01**	**1,021.72**	**1,268.34**	**2,294.73**	**2,134.57**	**4,808.13**
8	Movement in Regulatory Deferral Account Balances (Net of Tax)	160.07	27.86	36.46	187.93	82.49	(1,270.42)
9	**Profit for the period (7+8)**	**1,433.08**	**1,049.58**	**1,304.80**	**2,482.66**	**2,217.06**	**3,537.71**
10	Other Comprehensive Income						
	(i) Items that will not be reclassified to profit or loss (Net of Tax)						
	(a) Remeasurement of post employment defined benefit obligations	6.54	5.43	5.18	11.97	2.97	9.51
	Less:- Movement in Regulatory Deferral Account Balances in respect of tax on defined benefit obligations	(6.40)	(2.34)	(4.18)	(8.74)	(4.13)	(3.73)
	Add:-Movement in Regulatory Deferral Account Balances-Remeasurement of post employment defined benefit obligations	-	-	-	-	-	2.33
	Sub total (a)	**12.94**	**7.77**	**9.36**	**20.71**	**7.10**	**15.57**
	(b) Investment in Equity Instruments	0.96	(7.56)	14.94	(6.60)	45.72	5.40
	Sub total (b)	**0.96**	**(7.56)**	**14.94**	**(6.60)**	**45.72**	**5.40**
	Total (i)=(a)+(b)	**13.90**	**0.21**	**24.30**	**14.11**	**52.82**	**20.97**
	(ii) Items that will be reclassified to profit or loss (Net of Tax)						
	- Investment in Debt Instruments	0.46	(10.98)	0.50	(10.52)	(0.58)	(8.21)
	Total (ii)	**0.46**	**(10.98)**	**0.50**	**(10.52)**	**(0.58)**	**(8.21)**
	Other Comprehensive Income (i+ii)	**14.36**	**(10.77)**	**24.80**	**3.59**	**52.24**	**12.76**
11	**Total Comprehensive Income for the period (9+10)**	**1,447.44**	**1,038.81**	**1,329.60**	**2,486.25**	**2,269.30**	**3,550.47**
12	Paid-up equity share capital (of Face Value ₹ 10/- per share)	10,045.03	10,045.03	10,045.03	10,045.03	10,045.03	10,045.03
13	Reserves excluding Revaluation Reserves	25,425.07	24,479.88	23,520.00	25,425.07	23,520.00	23,441.07
14	Net worth	35,470.10	34,524.91	33,565.03	35,470.10	33,565.03	33,486.10
15	Paid-up debt capital (Comprises Long term debts and Lease Liabilities including current maturities thereof, Short term Borrowings and Payable towards Bonds fully serviced by Government of India.)	27,651.73	28,207.69	24,864.13	27,651.73	24,864.13	28,047.72
16	Capital redemption reserve	2,255.71	2,255.71	2,255.71	2,255.71	2,255.71	2,255.71
17	Debenture (Bond) redemption reserve	1,366.25	1,366.25	1,641.95	1,366.25	1,641.95	1,366.25
18	**Earning per share (Basic and Diluted) (Equity shares, face value of ₹ 10/- each)**						
	- Before movements in Regulatory Deferral Account Balances (in ₹) - (not annualised)	1.27	1.02	1.26	2.28	2.13	4.79
	- After movements in Regulatory Deferral Account Balances (in ₹) - (not annualised)	1.43	1.04	1.30	2.47	2.21	3.52
19	Debt equity ratio (Paid-up debt capital / Shareholder's Equity)	0.78	0.82	0.74	0.78	0.74	0.84
20	Debt service coverage ratio (DSCR) [Profit after tax but before Interest and Depreciation]/[Principal repayment, excluding payment under put option+Interest] *	6.53	5.28	5.06	5.91	5.07	3.62
21	Interest service coverage ratio (ISCR) [Profit after tax but before Interest and Depreciation]/ Interest. *	11.96	8.03	9.53	9.82	8.41	7.18
22	Current Ratio (Current Assets / Current liabilities)	1.13	1.17	1.22	1.13	1.22	1.20
23	Long Term Debt to Working Capital ratio (Long term borrowings including current maturity of long term borrowing / {working capital excluding current maturities of long term borrowings})	10.56	9.32	8.40	10.56	8.40	9.78

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24	Bad Debts to Account Receivable Ratio (Bad debts / Average Trade receivables)	0.01	0.01	0.01	0.01	0.01	0.01
25	Current Liability Ratio (Current liabilities / Total liabilities)	0.18	0.17	0.19	0.18	0.19	0.16
26	Total Debts to Total Assets (Paid up debt capital / Total assets)	0.38	0.39	0.36	0.38	0.36	0.40
27	Debtors Turnover (Revenue from operations / Average trade receivables) - Annualised	2.27	2.15	2.03	2.22	2.02	1.81
28	Inventory Turnover ratio (Revenue from operations / Average inventory) - Annualised	80.35	76.01	80.75	77.62	72.17	62.59
29	Operating Margin (%) (Operating profit / Revenue from operations)	55.13	45.05	56.99	50.36	53.17	43.50
30	Net Profit Margin (%) (Profit for the period / Revenue from operations)	49.63	40.46	47.53	45.29	45.10	42.35

* For the calculation of ISCR and DSCR, amount of interest and Principal repayments against the borrowings of the operational projects have been considered.

Statement of Standalone Assets and Liabilities and Statement of Standalone Cash Flows are attached as Annexure-I and Annexure-II respectively.

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FRN. 03824N
Chartered Accountants

Annexure-I

STATEMENT OF STANDALONE ASSETS AND LIABILITIES

(Rs. in crore)

PARTICULARS	As at 30th Sep, 2022 (Unaudited)	As at 31st March, 2022 (Audited)
ASSETS		
(1) NON-CURRENT ASSETS		
a) Property, Plant and Equipment	18,510.35	19,024.55
b) Capital Work In Progress	22,217.09	20,573.84
c) Right Of Use Assets	1,770.05	1,783.12
d) Investment Property	4.49	4.49
e) Intangible Assets	3.83	3.11
f) **Financial Assets**		
i) Investments	5,703.24	5,414.34
ii) Trade Receivables	683.61	-
iii) Loans	1,064.91	1,017.59
iv) Others	4,275.26	4,502.78
g) Non Current Tax Assets (Net)	23.41	9.52
h) Other Non Current Assets	3,586.57	3,753.96
TOTAL NON CURRENT ASSETS	**57,842.81**	**56,087.30**
(2) CURRENT ASSETS		
a) Inventories	144.91	130.30
b) **Financial Assets**		
i) Trade Receivables	5,170.67	4,621.48
ii) Cash and Cash Equivalents	225.86	937.78
iii) Bank balances other than Cash and Cash Equivalents	530.25	222.93
iv) Loans	57.67	55.68
v) Others	734.90	731.73
c) Current Tax Assets (Net)	123.28	123.17
d) Other Current Assets	328.78	441.14
TOTAL CURRENT ASSETS	**7,316.32**	**7,264.21**
(3) Regulatory Deferral Account Debit Balances	7,008.89	6,948.11
TOTAL ASSETS	**72,168.02**	**70,299.62**

PARTICULARS	As at 30th Sep, 2022 (Unaudited)	As at 31st March, 2022 (Audited)
EQUITY AND LIABILITIES		
(1) EQUITY		
a) Equity Share Capital	10,045.03	10,045.03
b) Other Equity	25,425.07	23,441.07
TOTAL EQUITY	**35,470.10**	**33,486.10**
(2) LIABILITIES		
NON-CURRENT LIABILITIES		
a) **Financial Liabilities**		
i) Borrowings	22,845.06	23,166.61
ia) Lease Liabilities	11.52	12.88
ii) Other financial liabilities	2,118.21	2,088.04
b) Provisions	49.71	48.05
c) Deferred Tax Liabilities (Net)	2,036.83	2,100.74
d) Other non-current Liabilities	1,983.06	2,026.16
TOTAL NON CURRENT LIABILITIES	**29,044.39**	**29,442.48**
(3) CURRENT LIABILITIES		
a) **Financial Liabilities**		
i) Borrowings	2,776.23	2,848.76
ia) Lease Liabilities	1.72	2.27
ii) Trade Payables		
Total outstanding dues of micro enterprises and small enterprises	32.56	23.12
Total outstanding dues of Creditors other than micro enterprises and small enterprises	171.18	166.45
iii) Other financial liabilities	1,453.82	1,370.72
b) Other Current Liabilities	862.27	510.70
c) Provisions	947.13	1,135.75
d) Current Tax Liabilities (Net)	222.50	-
TOTAL CURRENT LIABILITIES	**6,467.41**	**6,057.77**
(4) Regulatory Deferral Account Credit Balances	1,186.12	1,313.27
TOTAL EQUITY AND LIABILITIES	**72,168.02**	**70,299.62**

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ANNEXURE-II

एनएचपीसी NHPC

NHPC LIMITED

(A Government of India Enterprise)

CIN: L40101HR1975GOI032564

STATEMENT OF STANDALONE CASH FLOW FOR THE HALF YEAR ENDED 30TH SEPTEMBER, 2022

(₹ in crore)

	For the Half Year ended 30th September, 2022 Un-audited		For the Half Year ended 30th September, 2021 Un-audited	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Profit before tax for the year including movements in Regulatory Deferral Account Balance		2938.23		2704.35
Less: Movement in Regulatory Deferral Account Balances		187.93		82.49
Profit before Tax		**2750.30**		**2621.86**
ADD :				
Depreciation and Amortization	571.15		559.46	
Finance Cost (Net of EAC)	243.72		268.20	
Provision for Diminution in value of investment	106.58		-	
Provisions Others (Net of EAC)	1.72		14.61	
Exchange rate variation (Loss)	-		0.07	
Sales adjustment on account of Exchange Rate Variation	14.59		22.50	
Loss/(Profit) on sale of assets/Claims written off	(4.28)		2.21	
		933.48		867.05
		3683.78		**3488.91**
LESS :				
Advance against Depreciation written back	25.21		24.13	
Provisions (Net gain)	8.67		2.72	
Adjustment against Consultancy Charges from Subsidiary Companies	-		1.42	
Dividend Income	57.14		82.20	
Interest Income & Guarantee Fees (including Late Payment Surcharge)	143.19		234.58	
Exchange rate variation (Gain)	63.24		-	
Fair value Audjustments	(0.78)		0.36	
Amortisation of Government Grants	16.64		16.64	
		313.31		362.05
Cash flow from Operating Activities before Operating Assets and Liabilities adjustments and Taxes		**3370.47**		**3126.86**
Changes in Operating Assets and Liabilities:				
Inventories	(14.67)		(6.65)	
Trade Receivables	(1232.80)		(585.86)	
Other Financial Assets, Loans and Advances	408.16		71.54	
Other Financial Liabilities and Provisions	218.27		868.94	
Regulatory Deferral Account Credit Balances	(127.15)		-	
		(748.19)		347.97
Cash flow from operating activities before taxes		**2622.28**		**3474.83**
Less : Taxes Paid		305.49		230.92
NET CASH FLOW FROM OPERATING ACTIVITIES (A)		**2316.79**		**3243.91**
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Property, Plant and Equipment, Investment Property, Other Intangible Assets & Expenditure on construction projects (including expenditure attributable to construction forming part of Capital Work in Progress for the year)- Net of Grant		(862.92)		(988.97)
Investment in Joint Venture (including Share Application Money pending allotment)		(107.94)		(310.28)
Investment in Subsidiaries (including Share Application Money pending allotment)		(303.91)		(179.35)
Net Investment in Term Deposits		(396.19)		500.57
Dividend Income		57.14		82.20
Interest Income & Guarantee Fees (including Late Payment Surcharge)		103.61		197.86
NET CASH FLOW FROM/USED IN INVESTING ACTIVITIES (B)		**(1510.21)**		**(697.97)**
C. CASH FLOW FROM FINANCING ACTIVITIES				
Dividend Paid		(502.25)		(351.58)
Proceeds from Long Term Borrowings		500.00		-
Proceeds from Short Term Borrowings		-		10.98
Repayment of Borrowings		(791.20)		(556.35)
Interest & Finance Charges		(723.48)		(658.69)
Principal Repayment of Lease Liability		(1.06)		(0.89)
Interest paid on Lease Liability		(0.51)		(0.52)
NET CASH FLOW FROM/USED IN FINANCING ACTIVITIES (C)		**(1518.50)**		**(1557.05)**
D. NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)		**(711.92)**		**988.89**
Cash & Cash Equivalents (Opening Balance)		937.78		145.57
Cash & Cash Equivalents (Closing Balance)		225.86		1,134.46

The above Statement of Cash Flows is prepared in accordance with the Indirect method prescribed in Ind AS 7 - "Statement of Cash Flows".

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Notes:

1 The above standalone financial results including statement of standalone assets and liabilities and statement of standalone cash flows as given in Annexure I and II respectively have been reviewed by the Audit Committee and approved by the Board of Directors of the Company in their respective meetings held on November 10, 2022. The same have been reviewed by the Joint Statutory Auditors of the Company as required under Regulation 33 and 52 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

2 In view of the seasonal nature of business, the financial results of the Company vary from quarter to quarter.

3 Electricity generation is the principal business activity of the Company. Other operations viz., Power Trading, Contracts, Project Management and Consultancy works do not form a reportable segment as per Ind AS 108 - 'Operating Segments'. The Company has a single geographical segment as all its power stations are located within the country.

4 The Board of Directors of the Company in its meeting held on December 7, 2021 had approved the merger/amalgamation of Lanco Teesta Hydro Power Limited (a wholly owned subsidiary of NHPC Limited) with NHPC Limited under Section 230-232 of the Companies Act, 2013 and other statutory provisions as per the terms and conditions mentioned in the Scheme of Amalgamation (Scheme). Approval of the Ministry of Power had been received on May 20, 2022. Application for approval of the "Scheme of Merger/Amalgamation of Lanco Teesta Hydro Power Limited (LTHPL) with NHPC Limited" has been filed before the Ministry of Corporate Affairs (MCA) on August 10, 2022.

5 The Board of Directors of the Company in its meeting held on September 24, 2021 had approved the proposal to initiate the process of merger of Jalpower Corporation Limited (a wholly owned subsidiary of NHPC Limited) with NHPC Limited as per applicable provisions of the Companies Act, 2013 subject to approval of the Government of India.

6 Considering the delay in investment sanction (PIB & CCEA) and high projected tariff, impairment provision of Rs. Nil and Rs. 105.56 crore against investment made in Loktak Downstream Hydroelectric Corporation Limited (a Subsidiary Company) has been recognized in the books of the Company during the quarter and half year ended September 30, 2022 respectively (Corresponding previous quarter and half year Rs Nil).

7 As per the Electricity (Late Payment Surcharge and Related Matters) Rules, 2022 notified by the Government of India on June 3, 2022, a beneficiary may liquidate the total outstanding dues as on the date of notification, in equated monthly instalments. Since no Late Payment Surcharge is receivable by the Company during the period over which the dues as on the date of notification shall be liquidated, fair value loss of Rs. 123.75 crore (including Rs. 37.75 crore for the quarter ended September 30, 2022) on Trade receivables due to modification in cash flow as per Ind AS 109 has been recognized in the books of the Company during the half year ended September 30, 2022 considering the Payment Adjustment Plan of two of the beneficiaires.

8 The Company has utilized MAT credit of Rs. 153.08 crore and Rs. 264.63 crore during the quarter and half year ended September 30, 2022 respectively (Corresponding previous quarter and half year Rs Nil).

9 All Non-Convertible Debt Securities of the Company are secured by way of pari-passu charge over certain immovable and movable assets of the Company. The available asset coverage complies with the requirement of terms of various issues/ offer documents and/or Debenture Trust Deeds and is sufficient to discharge the principal and interest for the said debt securities.

10 The shareholders of the Company had approved final dividend of Rs. 0.50 per share (Face value of Rs. 10/- each) for the Financial Year 2021-22 in the Annual General Meeting held on August 25, 2022, which has since been paid.

11 Figures for the previous periods have been re-grouped/re-arranged/re-classified wherever necessary.

K G SOMANI & CO LLP	CHATURVEDI & CO.	P C BINDAL & CO.
Chartered Accountants 3/15, Asaf Ali Road,4th Floor Near Delite Cinema, New Delhi-110002	Chartered Accountants, 2nd Floor, Park Centre, 24, Park Street, Kolkata- 700 016	Chartered Accountants Krishen Niwas, House No.153 Rajbagh, Srinagar-190001

Independent Auditors' Review Report on Consolidated Unaudited Financial Results for the Quarter and Half Year ended September 30, 2022 of NHPC Limited Pursuant to Regulations 33 & 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To,
The Board of Directors
NHPC Limited
NHPC Office Complex
Sector-33, Faridabad- 121003

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results together with Notes thereon of **NHPC Limited** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), and its share of the net profit/(loss) after tax and total comprehensive income/(loss) of its joint ventures for the quarter and half year ended September 30, 2022 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulations 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") which has been initialed by us for identification purpose.

2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express our conclusion on the Statement based on our review.

3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India and also considering the requirement of Standard on Auditing (SA 600) on "Using the work of Another Auditor of the Entity" including materiality. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

   We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities:

Subsidiaries	
1.	NHDC Limited
2.	Loktak Downstream Hydroelectric Corporation Limited
3.	Bundelkhand Saur Urja Limited
4.	Lanco Teesta Hydro Power Limited
5.	Jal Power Corporation Limited
6.	Ratle Hydroelectric Power Corporation Limited
7.	NHPC Renewable Energy Limited
Joint Ventures	
1.	Chenab Valley Power Projects Private Limited
2.	National High Power Test Laboratory Private Limited

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review report(s) of the other auditor(s) referred to in paragraph 6 below, we report that nothing has come to our attention that causes us to believe that the accompanying Statement read with notes thereon and paragraph 7 below, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulations 33 & 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. We did not review the financial results of one subsidiary included in the consolidated unaudited financial results, whose financial results reflect total assets of Rs. 7964.33 Crore as at September 30, 2022, total revenues of Rs. 529.86 Crore & Rs. 772.26 Crore, total net profit after tax of Rs.304.89 Crore & Rs. 416.44 Crore and total comprehensive income of Rs. 304.41 Crore & Rs. 415.49 Crore for the quarter ended September 30, 2022 and for the period from April 1, 2022 to September 30, 2022, respectively, and the net cash inflows/(outflows) of Rs. (104.32) Crore for the period from April 1, 2022 to September 30, 2022 as considered in the consolidated unaudited financial results. These financial results have been reviewed by other auditor whose report has been furnished to us by the Parent's Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of the subsidiary, is based solely on the report of the other auditor and the procedures performed by us as stated in paragraph 3 above.

   Our conclusion is not modified in respect of this matter.

7. The consolidated unaudited financial results include the financial results of six subsidiaries which have not been reviewed by their auditors, whose financial results reflect total assets of Rs. 3068.64 Crore as at September 30, 2022, total revenues of Rs. 4.04 Crore & Rs. 6.08 Crore, total net profit/ (loss) after tax of Rs. 0.51 Crore & Rs. (161.30) Crore and total comprehensive income of Rs. 0.51 Crore & Rs. (161.30) Crore for the quarter ended September 30, 2022 and for the period from April 1, 2022 to September 30, 2022, respectively, and the net cash inflows/(outflows) of Rs. (53.18) Crore for the period from April 1, 2022 to September 30, 2022 as considered in the consolidated unaudited financial results. The consolidated unaudited financial results also include the Group's share of net profit/ (loss) after tax of Rs. 1.87 Crore & Rs. 2.77 Crore and total comprehensive income of Rs. 1.87 crore & Rs. 2.77 Crore for the quarter ended September 30, 2022 and for the period from April 1, 2022 to September 30, 2022, respectively as considered in

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Chaturvedi & Co. 74 Park Street Kolkata 700016 Chartered Accountants

P. C. Bindal & Co. FRN 003824N Chartered Accountants the consolidated unaudited financial results, in respect of two joint ventures, based on their financial results which have not been reviewed by their auditors. According to the information and explanations given to us by the Parent's Management, these financial results are not material to the Group.

Our conclusion is not modified in respect of this matter.

For K G Somani & Co LLP Chartered Accountants FRN: 006591N/N500377 (Bhuvnesh Maheshwari) Partner M.No.088155 UDIN: 22088155BCSHYH8275	**For Chaturvedi & Co.** Chartered Accountants FRN:302137E (S.C. Chaturvedi) Partner M.No. 012705 UDIN:22012705BCSIG02675	**For P C Bindal & Co.** Chartered Accountants FRN:003824N (Manushree Bindal) Partner M.No. 517316 UDIN:22517316BCSCUJ3035

Place: Faridabad
Date: November 10, 2022

NHPC LIMITED
(A Government of India Enterprise)
CIN: L40101HR1975GOI032564
SECTOR-33, FARIDABAD, HARYANA - 121 003

STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30TH SEPTEMBER 2022

(Rs. in crore)

S.No	PARTICULARS	Quarter Ended			Half Year Ended		Year Ended
		30.09.2022	30.06.2022	30.09.2021	30.09.2022	30.09.2021	31.3.2022
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	**Income**						
	(a) Revenue from Operations	3,366.02	2,785.14	2,940.63	6,151.16	5,357.75	9,188.78
	(b) Other Income	163.29	205.72	224.96	369.01	394.75	964.06
	Total Income (a+b)	**3,529.31**	**2,990.86**	**3,165.59**	**6,520.17**	**5,752.50**	**10,152.84**
2	**Expenses**						
	(a) Purchase of Power - Trading	51.43	103.86	44.58	155.29	44.58	44.58
	(b) Generation Expenses	367.74	271.08	316.34	638.82	579.40	844.12
	(c)Employee Benefits Expense	325.27	339.21	337.62	664.48	689.49	1,554.76
	(d) Finance Costs	106.83	136.68	134.10	243.51	268.30	532.28
	(e)Depreciation and Amortization Expense	301.30	303.43	296.31	604.73	591.45	1,190.30
	(f) Other Expenses **(Refer Note 8 and 9)**	433.93	594.21	354.23	1,028.14	707.55	1,557.97
	Total Expenses (a+b+c+d+e+f)	**1,586.50**	**1,748.47**	**1,483.18**	**3,334.97**	**2,880.77**	**5,724.01**
3	**Profit before Exceptional Items, Regulatory Deferral Account Balances, Tax and Share of profit of Joint Ventures accounted for using the Equity Method (1-2)**	**1,942.81**	**1,242.39**	**1,682.41**	**3,185.20**	**2,871.73**	**4,428.83**
4	**Share of net profit from joint ventures accounted for using equity method**	1.87	0.90	(1.32)	2.77	(3.02)	**(1.39)**
5	**Profit before Exceptional items, Regulatory Deferral Account Balances and Tax (3+4)**	**1,944.68**	**1,243.29**	**1,681.09**	**3,187.97**	**2,868.71**	**4,427.44**
6	Exceptional items	-	-				
7	**Profit before Tax and Regulatory Deferral Account Balances (5-6)**	**1,944.68**	**1,243.29**	**1,681.09**	**3,187.97**	**2,868.71**	**4,427.44**
8	**Tax Expenses (Refer Note 10)**						
	a) Current Tax	424.34	284.42	311.04	708.76	553.84	915.69
	b) Deferred Tax	52.27	(46.87)	23.16	5.40	35.67	(1,472.67)
	Total Tax Expense (a+b)	**476.61**	**237.55**	**334.20**	**714.16**	**589.51**	**(556.98)**
9	**Profit for the period before movement in Regulatory Deferral Account Balances (7-8)**	**1,468.07**	**1,005.74**	**1,346.89**	**2,473.81**	**2,279.20**	**4,984.42**
10	Movement in Regulatory Deferral Account Balances (Net of Tax)	217.74	48.02	39.92	265.76	90.47	(1,210.09)
11	**Profit for the period (9+10)**	**1,685.81**	**1,053.76**	**1,386.81**	**2,739.57**	**2,369.67**	**3,774.33**
12	Other Comprehensive Income						
	(i) Items that will not be reclassified to profit or loss (Net of Tax)						
	(a) Remeasurement of the post employment defined benefit obligations	6.24	5.12	5.23	11.36	3.07	8.28
	Less:- Movement in Regulatory Deferral Account Balances in respect of tax on defined benefit obligations	(6.23)	(2.18)	(4.21)	(8.41)	(4.19)	(3.07)
	Add:-Movement in Regulatory Deferral Account Balances-Remeasurement of post employment defined benefit obligations	-	-	-	-	-	2.33
	Sub total (a)	**12.47**	**7.30**	**9.44**	**19.77**	**7.26**	**13.68**
	(b) Investment in Equity Instruments	0.96	(7.56)	14.94	(6.60)	45.72	5.40
	Sub total (b)	**0.96**	**(7.56)**	**14.94**	**(6.60)**	**45.72**	**5.40**
	Total (i)=(a)+(b)	**13.43**	**(0.26)**	**24.38**	**13.17**	**52.98**	**19.08**
	(ii) Items that will be reclassified to profit or loss (Net of Tax)						
	- Investment in Debt Instruments	0.47	(10.99)	0.49	(10.52)	(0.58)	(8.22)
	Total (ii)	**0.47**	**(10.99)**	**0.49**	**(10.52)**	**(0.58)**	**(8.22)**
	Other Comprehensive Income (i+ii)	13.90	(11.25)	24.87	2.65	52.40	10.86
13	**Total Comprehensive Income for the period (11+12)**	**1,699.71**	**1,042.51**	**1,411.68**	**2,742.22**	**2,422.07**	**3,785.19**
14	**Net Profit attributable to**						
	a) Owners of the Parent company	1,535.60	1,039.31	1,335.44	2,574.91	2,243.21	3,523.57
	b) Non-controlling interest	150.21	14.45	51.37	164.66	126.46	250.76
15	**Other comprehensive income attributable to**						
	a) Owners of the Parent company	14.13	(11.02)	24.83	3.11	52.32	11.79
	b) Non-controlling interest	(0.23)	(0.23)	0.04	(0.46)	0.08	(0.93)
16	**Total comprehensive income attributable to**						
	a) Owners of the Parent company	1,549.73	1,028.29	1,360.27	2,578.02	2,295.53	3,535.36
	b) Non-controlling interest	149.98	14.22	51.41	164.20	126.54	249.83
17	Paid-up equity share capital (of Face Value ₹ 10/- per share)	10,045.03	10,045.03	10,045.03	10,045.03	10,045.03	10,045.03
18	Reserves excluding Revaluation Reserves	26,951.81	25,904.24	24,988.90	26,951.81	24,988.90	24,875.95
19	Net worth attributable to owners of the Company	36,996.84	35,949.27	35,033.93	36,996.84	35,033.93	34,920.98
20	Paid-up debt capital (Comprises Long term debts and Lease Liabilities including current maturities thereof, Short term Borrowings and Payable towards Bonds fully serviced by Government of India.)	27,971.88	28,340.31	24,867.38	27,971.88	24,867.38	28,113.15
21	Capital redemption reserve	2,255.71	2,255.71	2,255.71	2,255.71	2,255.71	2,255.71
22	Debenture (Bond) redemption reserve	1,366.25	1,366.25	1,641.95	1,366.25	1,641.95	1,366.25
23	**Earning per share (Basic and Diluted) (Equity shares, face value of ₹ 10/- each)**						
	- Before movements in Regulatory Deferral Account Balances (in ₹) - (not annualised)	1.31	0.99	1.29	2.30	2.14	4.71
	- After movements in Regulatory Deferral Account Balances (in ₹) - (not annualised)	1.53	1.03	1.33	2.56	2.23	3.51

24	Debt equity ratio	0.76	0.79	0.71	0.76	0.71	0.81
25	Debt service coverage ratio (DSCR) [Profit after tax but before Interest and Depreciation]/[Principal repayment, excluding payment under put option+Interest] *	7.52	5.35	5.35	6.44	5.38	3.84
26	Interest service coverage ratio (ISCR) [Profit after tax but before Interest and Depreciation]/ Interest. *	13.81	8.14	10.08	10.72	8.94	7.61
27	Current Ratio (Current Assets / Current liabilities)	1.34	1.31	1.40	1.34	1.40	1.34
28	Long Term Debt to working Capital ratio (Long term borrowings including current maturity of long term borrowing / {working capital excluding current maturities of long term borrowings})	6.52	6.73	5.51	6.52	5.51	7.11
29	Bad Debts to Account Receivable Ratio (Bad debts / Average Trade receivables)	0.01	0.01	0.01	0.01	0.01	0.01
30	Current Liability Ratio (Current liabilities / Total liabilities)	0.17	0.16	0.18	0.17	0.18	0.16
31	Total Debts to Total Assets (Paid up debt capital / Total assets)	0.35	0.36	0.33	0.35	0.33	0.36
32	Debtors Turnover (Revenue from operations / Average trade receivables) - Annualised	2.32	2.06	1.89	2.20	1.91	1.77
33	Inventory Turnover ratio (Revenue from operations / Average inventory) - Annualised	87.56	75.98	80.81	81.21	73.50	64.10
34	Operating Margin (%) (Operating profit / Revenue from operations)	57.50	43.89	55.79	51.34	53.07	44.39
35	Net Profit Margin (%) (Profit for the period / Revenue from operations)	50.08	37.84	47.16	44.54	44.23	41.08

* For the calculation of ISCR and DSCR, amount of interest and Principal repayments against the borrowings of the operational projects have been considered.
Statement of Consolidated Assets and Liabilities and Statement of Consolidated Cash Flows are attached as Annexure-I and Annexure-II respectively.

K G Somani & Co LLP
New Delhi
Chartered Accountants

CHATURVEDI & CO.
24 PARK STREET
KOLKATA-700016
CHARTERED ACCOUNTANTS

P. C. Bindal & Co.
CA
FRN 003824N
Chartered Accountants

Annexure-I

STATEMENT OF CONSOLIDATED ASSETS AND LIABILITIES

(Rs. in crore)

PARTICULARS	As at 30th September, 2022 (Unaudited)	As at 31st March, 2022 (Audited)
ASSETS		
(1) NON-CURRENT ASSETS		
a) Property, Plant and Equipment	18,805.47	19,191.08
b) Capital Work In Progress	24,516.40	22,521.90
c) Right Of Use Assets	2,594.62	2,626.25
d) Investment Property	4.49	4.49
e) Intangible Assets	4.01	3.28
f) Intangible Assets under development	4.03	0.51
g) Investments accounted for using the equity method	1,986.37	1,876.16
h) **Financial Assets**		
i) Investments	490.19	510.34
ii) Trade Receivables	778.65	-
iii) Loans	1,091.62	1,044.10
iv) Others	8,798.81	9,389.28
i) Non Current Tax Assets (Net)	35.36	20.39
j) Other Non Current Assets	3,880.04	4,001.84
TOTAL NON CURRENT ASSETS	**62,990.06**	**61,189.62**
(2) CURRENT ASSETS		
a) Inventories	154.88	140.44
b) **Financial Assets**		
i) Trade Receivables	5,957.80	5,175.84
ii) Cash and Cash Equivalents	445.26	1,314.67
iii) Bank balances other than Cash and Cash Equivalents	1,514.22	643.68
iv) Loans	62.61	61.04
v) Others	927.22	901.66
c) Current Tax Assets (Net)	145.89	145.79
d) Other Current Assets	358.37	463.03
TOTAL CURRENT ASSETS	**9,566.25**	**8,846.15**
(3) Regulatory Deferral Account Debit Balances	7,309.52	7,248.73
TOTAL ASSETS	**79,865.83**	**77,284.50**

PARTICULARS	As at 30th September, 2022 (Unaudited)	As at 31st March, 2022 (Audited)
EQUITY AND LIABILITIES		
(1) EQUITY		
a) Equity Share Capital	10,045.03	10,045.03
b) Other Equity	26,951.81	24,875.95
Total Equity attributable to owners of the Company	**36,996.84**	**34,920.98**
(c) Non-controlling interests	3,056.33	2,862.87
Total Equity	**40,053.17**	**37,783.85**
TOTAL EQUITY		
(2) LIABILITIES		
NON-CURRENT LIABILITIES		
a) Financial Liabilities		
i) Borrowings	23,153.06	23,226.61
ia) Lease Liabilities	22.40	17.46
ii) Other financial liabilities	2,147.17	2,098.97
b) Provisions	58.19	54.29
c) Deferred Tax Liabilities (Net)	2,541.46	2,442.44
d) Other non-current Liabilities	2,963.50	3,037.85
TOTAL NON CURRENT LIABILITIES	**30,885.78**	**30,877.62**
(3) CURRENT LIABILITIES		
a) Financial Liabilities		
i) Borrowings	2,776.23	2,848.76
ia) Lease Liabilities	2.99	3.12
ii) Trade Payables		
Total outstanding dues of micro enterprises and small enterprises	39.67	30.37
Total outstanding dues of Creditors other than micro enterprises and small enterprises	184.47	183.74
iii) Other financial liabilities	1,693.58	1,577.12
b) Other Current Liabilities	964.24	607.90
c) Provisions	1,202.49	1,340.74
d) Current Tax Liabilities (Net)	251.46	14.56
TOTAL CURRENT LIABILITIES	**7,115.13**	**6,606.31**
(4) Regulatory Deferral Account Credit Balances	1,811.75	2,016.72
TOTAL EQUITY AND LIABILITIES	**79,865.83**	**77,284.50**

CHATURVEDI & CO. 24 PARK STREET KOLKATA 700016 CHARTERED ACCOUNTANTS

K G Somani & Co LLP New Delhi Chartered Accountants

P. C. Bindal & Co. FRN. 003824N Chartered Accountants

ANNEXURE-II

NHPC LIMITED

(A Government of India Enterprise)

CIN L40101HR1975GOI032564

STATEMENT OF CONSOLIDATED CASH FLOWS FOR THE HALF YEAR ENDED 30TH SEPTEMBER, 2022

(₹ in crore)

	For the Half Year ended 30th September, 2022 Un-audited		For the Half Year ended 30th September, 2021 Un-audited	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Profit before tax for the year including movements in Regulatory Deferral Account Balance		3,453.73		2,959.18
Less: Movement in Regulatory Deferral Account Balances		265.76		90.47
Profit before Tax		3,187.97		2,868.71
ADD :				
Depreciation and Ammortisation	604.73		591.46	
Finance Costs (Net of EAC)	243.51		268.31	
Provisions Others (Net of EAC)	166.74		15.01	
Exchange rate variation (Loss)	-		0.07	
Tariff Adjustment (loss)	38.60		30.57	
Sales adjustment of account of Exchange Rate Variation	14.59		22.50	
Loss (Profit) on sale of assets/Claims written off	(4.16)		2.22	
		1,064.01		930.14
		4,251.98		3,798.85
LESS :				
Advance against Depreciation written back	27.38		26.30	
Provisions (Net gain)	8.71		2.72	
Profit on Sale/Disposal of Assets	0.01		0.02	
Interest Income & Guarantee Fees (including Late Payment Surcharge)	202.29		303.18	
Exchange rate variation (Gain)	63.24		-	
Other Adjustments	(0.51)		(0.54)	
Fair Value Adjustments	(12.22)		0.31	
Amortisation of Government Grants	48.80		48.63	
Share of Net Profit /(Loss) of Joint Ventures (accounted for using the equity method)	2.77		(3.02)	
		340.47		377.60
Cash flow from Operating Activities before Operating Assets and Liabilities adjustments		3,911.51		3,421.25
Changes in Operating Assets and Liabilities:				
Inventories	(15.16)		(6.91)	
Trade Receivables	(1,559.93)		(869.46)	
Other Financial Assets, Loans and Advances	363.16		25.91	
Other Financial Liabilities and Provisions	280.53		919.65	
Regulatory Deferral Account Credit Balances	(127.15)		-	
		(1,058.55)		69.19
Cash flow from operating activities before taxes		2,852.96		3,490.44
Less : Taxes Paid		387.82		281.08
NET CASH FROM OPERATING ACTIVITIES (A)		2,465.14		3,209.36
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purcase of Property, Plant and Equipment, Other Intangible Assets & Expenditure on construction projects (including expenditure attributable to construction forming part of Capital Work in Progress for the year) - Net of Grant		(1,454.34)		(1,083.49)
Investment in Joint Venture (Including Share Application Money Pending)		(107.94)		(310.28)
Investment in Subsidiaries (Including Share Application Money Pending)		(105.56)		-
Net Investment in Term Deposits		(570.47)		308.88
Interest Income & Guarantee Fees (including Late Payment Surcharge)		149.11		284.51
NET CASH FLOW FROM/USED IN INVESTING ACTIVITIES (B)		(2,089.20)		(800.38)
C. CASH FLOW FROM FINANCING ACTIVITIES				
Equity proceeds from Non-Controlling Interest		84.08		1.65
Dividend Paid (including Non-Controlling Interests)		(556.98)		(430.31)
Proceeds from Long Term Borrowings		748.00		10.98
Repayment of Borrowings		(791.20)		(556.35)
Interest and Finance Charges		(726.42)		(658.71)
Principal Repayment of Lease Liability		(1.83)		(1.43)
Interest paid on Lease Liability		(1.00)		-
NET CASH FLOW FROM/USED IN FINANCING ACTIVITIES (C)		(1,245.35)		(1,634.17)
D. NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)		(869.41)		774.81
Cash and Cash Equivalents (Opening balance)		1,314.67		447.27
Cash and Cash Equivalents (Closing balance)		445.26		1,222.08

The above Statement of Cash Flows is prepared in accordance with the Indirect method prescribed in Ind AS 7 - "Statement of Cash Flows".

K G Somani & Co LLP Chartered Accountants New Delhi

Chaturvedi & Co. Chartered Accountants 24 Park Street Kolkata 700016

P. C. Bindal & Co. Chartered Accountants FRN. 03824N

Notes:

1 The above consolidated financial results including statement of consolidated assets and liabilities and statement of consolidated cash flows as given in Annexure I and II respectively have been reviewed by the Audit Committee and approved by the Board of Directors of the Company in their respective meetings held on November 10, 2022. The same have been reviewed by the Joint Statutory Auditors of the Company as required under Regulation 33 and 52 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

2 Subsidiary and Joint Venture Companies considered in the Consolidated Financial Results are as follows:-

a) Subsidiary Companies: NHDC Limited, Loktak Downstream Hydroelectric Corporation Limited, Bundelkhand Saur Urja Limited, Lanco Teesta Hydro Power Limited, Jalpower Corporation Limited, Ratle Hydroelectric Power Corporation Limited and NHPC Renewable Energy Limited.

b) Joint Venture Companies: Chenab Valley Power Projects Private Limited and National High Power Test Laboratory Private Limited.

3 In view of the seasonal nature of business, the financial results of the Group vary from quarter to quarter.

4 Electricity generation is the principal business activity of the Group. Other operations viz., Power Trading, Contracts, Project Management and Consultancy works do not form a reportable segment as per Ind AS 108 - 'Operating Segments'. The Group has a single geographical segment as all its power stations are located within the country.

5 The Board of Directors of the Parent Company in its meeting held on December 7, 2021 had approved the merger/amalgamation of Lanco Teesta Hydro Power Limited (a wholly owned subsidiary of NHPC Limited) with NHPC Limited under Section 230-232 of the Companies Act, 2013 and other statutory provisions as per the terms and conditions mentioned in the Scheme of Amalgamation (Scheme). Approval of the Ministry of Power had been received on May 20, 2022. Application for approval of the "Scheme of Merger/Amalgamation of Lanco Teesta Hydro Power Limited (LTHPL) with NHPC Limited" has been filed before the Ministry of Corporate Affairs (MCA) on August 10, 2022.

6 The Board of Directors of the Parent Company in its meeting held on September 24, 2021 had approved the proposal to initiate the process of merger of Jalpower Corporation Limited (a wholly owned subsidiary of NHPC Limited) with NHPC Limited as per applicable provisions of the Companies Act, 2013 subject to approval of the Government of India.

7 The Parent Company's shareholding in Chenab Valley Power Projects Private Limited (CVPPPL) is 53.44% as on September 30, 2022. However, pending modifications in the Promoter's Agreement and completion of other requisite formalities, CVPPPL has been accounted for as a Joint Venture owing to control being exercised jointly with the other joint venturer pursuant to the Joint Venture agreement currently in force.

8 Considering the delay in Investment sanction (PIB & CCEA) and high projected tariff, expenditure incurred on Loktak Downstream Hydroelectric Corporation Limited (a Subsidiary Company) amounting to Rs 0.24 crore and Rs 160.94 crore has been provided for during the quarter and half year ended September 30, 2022 respectively (Corresponding previous quarter and half year Rs Nil).

9 As per the Electricity (Late Payment Surcharge and Related Matters) Rules, 2022 notified by the Government of India on June 3, 2022, a beneficiary may liquidate the total outstanding dues as on the date of notification, in equated monthly instalments. Since no Late Payment Surcharge is receivable by the Group during the period over which the dues as on the date of notification shall be liquidated, fair value loss of Rs. 137.62 crore (including Rs. 51.62 crore for the quarter ended September 30, 2022) on Trade receivables due to modification in cash flow as per Ind AS 109 has been recognized in the books of the Group during the half year ended September 30, 2022 considering the Payment Adjustment Plan of the beneficiaires.

10 The Group has utilized MAT credit of Rs. 210.75 crore and Rs. 342.45 crore during the quarter and half year ended September 30, 2022 respectively (Corresponding previous quarter Rs. 3.45 crore and half year Rs 7.97 crore).

11 All Non-Convertible Debt Securities of the Parent Company are secured by way of pari-passu charge over certain immovable and movable assets of the Company. The available asset coverage complies with the requirement of terms of various issues/ offer documents and/or Debenture Trust Deeds and is sufficient to discharge the principal and interest for the said debt securities.

12 During the quarter and half year ended September 30, 2022, Bundelkhand Saur Urja Limited (a Subsidiary Company) has commissioned 26MW out of 65MW Kalpi Solar PV Power Generation Project, Uttar Pradesh.

13 The shareholders of the Parent Company had approved final dividend of Rs. 0.50 per share (Face value of Rs. 10/- each) for the Financial Year 2021-22 in the Annual General Meeting held on August 25, 2022, which has since been paid.

14 Figures for the previous periods have been re-grouped/re-arranged/re-classified wherever necessary.

For and on behalf of the Board of Directors of NHPC Ltd.

Place : Faridabad
Date : 10.11.2022

(RAJENDRA PRASAD GOYAL)
DIRECTOR (FINANCE)
DIN - 08645380

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CHATURVEDI & CO.
Chartered Accountants
Address: -24, Park Street, 2nd Floor, Park Centre, Kolkata-700016
E mail:-chaturvedikol@hotmail.com

Independent Statutory Auditor's Certificate for asset cover in respect listed debt securities of NHPC Limited

1) We understand that NHPC Limited ("the Company") having its registered office at NHPC Office Complex, Sector-33, Faridabad, Haryana-121003, India is required to obtain a certificate with respect to book values of the assets provided as security in respect listed debt securities of NHPC Limited as on 30th September 2022 and compliance with respect to financial covenants of the listed debt securities for quarter ending 30th September 2022 . in terms of Requirement of Regulation 54 read with regulation 56(1)(d) of SEBI (LODR) Regulations,2015 as amended ("LODR Regulations") and SEBI (Debenture Trustees) Regulations,1993 as amended ("DT Regulations").

Management's Responsibility

2) The Company's Management is responsible for ensuring that the Company complies with the LODR Regulations and DT Regulations. Further, the Company is also responsible to comply with the requirements of Bond Trust Deed executed with respective Bond trustee.

Auditor's Responsibility

3) Our responsibility is to certify the book values of the assets provided as security in respect of listed debt securities of the Company as on 30th September 2022 based on the financial statements and compliance with respect to financial covenants of the listed debt securities for the quarter ending 30th September 2022 as specified in SEBI Circular No. SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 Dated 19th May 2022.

4) We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

5) We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC), Quality controls for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Service Engagements.

Opinion

6) Based on examination of books of accounts and other relevant records/documents as provided to us by the Company's management for the purpose of issuing this Certificate, we hereby certify that:

a) **Book values of the assets provided as security in respect of listed debt securities of the Company as on 30th September 2022 is as under:**

(Rs. in Crore)

Particulars of Assets provided as Security	Total Book Value (Property Plant & Equipment and Capital Work-in-Progress)(PPE+CWIP)
Chamera-II Power Station	851.00
Chamera-III Power Station	1003.70
Parbati-II HE Project	9757.93
Parbati-III Power Station	1530.38
Dhauliganga Power Station	467.90
Teesta Low Dam Power Station-III	1016.45
Teesta-V Power Station	1075.70
Uri-I Power Station	1308.98
Dulhasti Power Station (Movable)	911.09
Kishanganga Power Station (Movable)	964.44
Teesta Low Dam Power Station-IV (Movable)	586.92
Uri-II Power Station (Movable)	536.82
Subansiri Lower HE Project(Movable)	2542.76
Total Book Value	**22,554.08**

CHATURVEDI & CO. 24 PARK STREET KOLKATA-700016 CHARTERED ACCOUNTANTS

b) **Compliance of financial covenants of the listed debt securities**

We have examined the compliances made by the NHPC Limited in respect of financial covenants of the listed debt securities (NCD's) and certify that such covenants/terms of the issue have been complied by the NHPC Limited for the quarter ending 30th September 2022.

The above certificate has been given on the basis of information provided by the management and the records produced before us for verification

Restriction on Use

This certificate has been issued to the management of NHPC Limited to comply with requirements of LODR Regulations. Our certificate should not be used for any other purpose or by any person other than the Company. Accordingly, we do not accept or assume any liability or duty of care to any other person to whom this certificate is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

For Chaturvedi & Co.
Chartered Accountants
Firm Registration No.-302137E

CA S C Chaturvedi
Partner
Membership No.012705

CHATURVEDI & CO. 24 PARK STREET KOLKATA-700016 CHARTERED ACCOUNTANTS

UDIN:- 22012705BCPIJM3788
Place:- Faridabad
Dated:- 09/11/2022

To,
IDBI Trusteeship Company Limited
Please find below Security Cover Certificate as on 30th Sept 2022 as per format specified vide SEBI Circular SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 dated 19th May 2022

Annexure I- Format of Security Cover

(Rs. in Cr.)

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O
Particulars	Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Pari-Passu Charge	Pari-Passu Charge	Pari-Passu Charge	Assets not offered as Security	Elimination (amount in negative)	(Total C to H)	Related to only those items covered by this certificate				
		Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge)	Other assets on which there is pari-Passu charge (excluding items covered in column F)		debt amount considered more than once (due to exclusive plus pari passu charge)		Market Value for Assets charged on Exclusive basis	Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Pari passu charge Assets	Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Total Value (=K+L+M+N)
										Relating to Column F				
		Book Value	Book Value	Yes/ No	Book Value	Book Value								
ASSETS														
Property,Plant and Equipment	PPE and CWIP of Uri-I Power Station, Chamera-II Power Station,Teesta-V Power Station, TLDP-III Power Station,Parbati-II HE Project,Dhualiganga Power Station,Chamera-III Power Station,Dulhasti Power Station, Parbati-III Power Station and Kishanganga Power Station				9334.14	1141.37	8034.84		18510.35				9334.14	9334.14
Capital Work-in-Progress					9553.44	2525.12	10138.53		22217.09				9553.44	9553.44
Right of Use Assets							1770.05		1770.05					
Goodwill							0.00		0.00					
Intangible Assets							3.83		3.83					
Intangible Assets under Development							0.00		0.00					
Investments							5707.73		5707.73					
Loans							1122.58		1122.58					
Inventories							144.91		144.91					
Trade Receivables							5854.28		5854.28					
Cash and Cash Equivalents							225.86		225.86					
Bank Balances other than Cash and Cash Equivalents							530.25		530.25					
Others							16081.09		16081.09					
Total					18887.58	3666.49	49613.95		72168.02				18887.58	18887.58
LIABILITIES														
Debt securities to which this certificate pertains					12135.28				12135.28				12135.28	12135.28
Other debt sharing pari-passu charge with above debt					2858.80	3500.00			6358.80				2858.80	2858.80
Other Debt									0.00					
Subordinated debt							3739.32		3739.32					
Borrowings							3387.89		3387.89					
Bank									0.00					
Debt Securities									0.00					
Others									0.00					
Trade payables							203.74		203.74					
Lease Liabilities							13.24		13.24					
Provisions							996.84		996.84					
Others							9862.81		9862.81					
Total					14994.08	3500	18203.84		36697.92				14994.08	14994.08
Cover on Book Value(i)					1.26								1.26	1.26
Cover on Market Value														
				Pari-Passu Security Cover Ratio	1.25									

i) Cover on book value is calculated based on outstanding value of corresponding debts while Security cover ratio is calculated based on outstanding value of corresponding debts plus interest accrued but not due on the same.

RSaxena
(Rajeev Saxena)
Manager(F)-DFS

(U.K.Rai)
SM(F)-DFS

NHPC LIMITED
FARIDABAD

Annexure I- Format of Security Cover

To,
SBICAP Trustee Company Limited
Please find below Security Cover Certificate as on 30th Sept 2022 as per format specified vide SEBI Circular SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 dated 19th May 2022

(Rs. in Cr.)

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O
Particulars	Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Pari-Passu Charge	Pari-Passu Charge	Pari-Passu Charge	Assets not offered as Security	Elimination (amount in negative)	(Total C to H)	Related to only those items covered by this certificate				
		Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge)	Other assets on which there is pari-Passu charge (excluding items covered in column F)		debt amount considered more than once (due to exclusive plus pari passu charge)		Market Value for Assets charged on Exclusive basis	Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Pari passu charge Assets	Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Total Value (=K+L+M+N)
												Relating to Column F		
		Book Value	Book Value	Yes/ No	Book Value	Book Value								
ASSETS														
Property,Plant and Equipment	PPE and CWIP of Uri-I Power Station, Parbati-II HE Project, Parbati-III Power Station and Subansiri Lower HE Project				3069.27	7406.24	8034.84		18510.35				3069.27	3069.27
Capital Work-in-Progress					12070.79	7.77	10138.53		22217.09				12070.79	12070.79
Right of Use Assets							1770.05		1770.05					
Goodwill							0.00		0.00					
Intangible Assets							3.83		3.83					
Intangible Assets under Development							0.00		0.00					
Investments							5707.73		5707.73					
Loans							1122.58		1122.58					
Inventories							144.91		144.91					
Trade Receivables							5854.28		5854.28					
Cash and Cash Equivalents							225.86		225.86					
Bank Balances other than Cash and Cash Equivalents							530.25		530.25					
Others							16081.09		16081.09					
Total					15140.06	7414.01	49613.95		72168.02				15140.06	15140.06
LIABILITIES														
Debt securities to which this certificate pertains					3121.80				3121.80				3121.8	3121.8
Other debt sharing pari-passu charge with above debt					10184.78	5187.50			15372.28				10184.78	10184.78
Other Debt									0.00					
Subordinated debt							3739.32		3739.32					
Borrowings							3387.89		3387.89					
Bank									0.00					
Debt Securities									0.00					
Others									0.00					
Trade payables							203.74		203.74					
Lease Liabilities							13.24		13.24					
Provisions							996.84		996.84					
Others							9862.81		9862.81					
Total					13306.58	5187.5	18203.84		36697.92				13306.58	13306.58
Cover on Book Value (i)					1.14								1.14	1.14
Cover on Market Value														
				Pari-Passu Security Cover Ratio	1.53									

i) Cover on book value is calculated based on outstanding value of corresponding debts while Security cover ratio is calculated based on outstanding value of corresponding debts plus interest accrued but not due on the same.

(Rajeev Saxena)
Manager(F)-DFS

(U.K.Rai)
SM(F)-DFS

NHPC LIMITED
FARIDABAD

K G SOMANI & CO LLP Chartered Accountants 3/15, Asaf Ali Road, 4th Floor Near Delite Cinema, New Delhi – 110002	**CHATURVEDI & CO.** Chartered Accountants 2nd Floor, Park Centre, 24, Park Street, Kolkata-700 016	**P C BINDAL & CO.** Chartered Accountants Krishen Niwas, House No. 153 Rajbagh, Srinagar -190001

INDEPENDENT AUDITORS' REPORT

The Board of Directors of
NHPC Limited

Report on the Audit of the Standalone Financial Results

Opinion

We have audited the accompanying standalone financial results of NHPC Limited ('the Company') for the quarter and year ended March 31, 2022 and the notes thereon (hereinafter referred to as the "Financial Results") attached herewith, being compiled by the Company pursuant to the requirement of Regulation 33 & Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"). The financial results have been initialed by us for the purpose of identification.

In our opinion and to the best of our information and according to the explanations given to us these standalone financial results:

i. are presented in accordance with the requirements of Regulation 33 & Regulation 52 of the Listing Regulations in this regard; and
ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards and other accounting principles generally accepted in India of the net profit for the quarter and year ended March 31, 2022 and other comprehensive income and other financial information for the quarter and year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditors' Responsibilities for the Audit of the Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial results.

Management's Responsibilities for the Standalone Financial Results

These financial results have been prepared on the basis of the standalone financial statements. The Company's Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the net profit for the quarter and year ended March 31, 2022 and other comprehensive income and other financial information of the Company in accordance with the recognition and measurement principles laid down in Indian Accounting Standard prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 & Regulation 52 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process. .

Auditors' Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

K G Somani & Co LLP Chartered Accountants New Delhi

Chaturvedi & Co. Chartered Accountants 24 Park Street Kolkata-700016

P. C. Bindal & Co. Chartered Accountants FRN. 03824N

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing an opinion whether the Company has adequate internal financial controls with respect to financial statements in place and the operating effectiveness of such controls but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.

- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial results.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

K G Somani & Co LLP * New Delhi * Chartered Accountants

Chaturvedi & Co. * 24 Park Street Kolkata-700016 * Chartered Accountants

P. C. Bindal & Co. * FRN: 003824N * Chartered Accountants

Other Matters

1. These financial results include the results for the quarter ended March 31, being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures up to December 31 of the relevant financial year. These figures were subject to limited review by us as required under the Listing Regulations. The figures for the year ended 31st March 2021 as stated in Note 6 of the financial results have however been reclassified/restated and therefore the results for the quarter ended 31st March 2021 have been derived with respect to the figures reclassified/restated as above.

2. The statement includes comparative figures for the corresponding quarter and year ended March 31, 2021 which were audited by the then Joint Statutory Auditors of the Company respectively, two of them were predecessor auditors and had expressed an unmodified opinion vide their report dated June 10, 2021. Reliance has been placed on the figures and other information incorporated for the purpose of these financial results.

Our opinion is not modified in respect of the matters stated in para 1 and 2 above.

For K G Somani & Co LLP Chartered Accountants FRN : 006591N/N500377 (Bhuvnesh Maheshwari) Partner M. No.088155 UDIN:22088155AJOSMH4102	**For Chaturvedi & Co.** Chartered Accountants FRN: 302137E (R. K. Nanda) Partner M. No. 510574 UDIN:22510574AJNYED4675	**For P C Bindal and Co.** Chartered Accountants FRN : 003824N (Manushree Bindal) Partner M. No. 517316 UDIN:22517316AJOSMV8481

Place: Faridabad
Date: May 25, 2022

Place: Faridabad
Date: May 25, 2022

Place: Faridabad
Date: May 25, 2022

NHPC LIMITED
(A Government of India Enterprise)
CIN: L40101HR1975GOI032564
SECTOR-33, FARIDABAD, HARYANA - 121 003

STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2022

(Rs. in crore)

S.No	PARTICULARS	Quarter Ended			Year Ended	
		31.03.2022	31.12.2021	31.03.2021	31.03.2022	31.03.2021
		Audited (Refer Note 15)	Unaudited	Audited (Refer Note 15)	Audited	Audited
1	**Income**					
	(a) Revenue from Operations	1,505.76	1,932.39	1,341.48	8,353.80	8,506.58
	(b) Other Income	501.72	150.18	441.62	1,026.18	1,155.98
	Total Income (a+b)	2,007.48	2,082.57	1,783.10	9,379.98	9,662.56
2	**Expenses**					
	(a) Purchase of Power - Trading	-	-	-	44.58	212.37
	(b) Generation Expenses	134.10	128.92	131.18	841.24	854.37
	(c)Employee Benefits Expense	498.35	319.34	345.16	1,440.78	1,393.91
	(d) Finance Costs	133.14	130.41	136.88	531.75	571.49
	(e)Depreciation and Amortization Expense	280.26	286.50	230.27	1,126.22	1,228.65
	(f) Other Expenses	449.66	304.37	410.24	1,348.55	1,419.61
	Total Expenses (a+b+c+d+e+f)	1,495.51	1,169.54	1,253.73	5,333.12	5,680.40
3	**Profit before Exceptional items, Movements in Regulatory Deferral Account Balances and Tax (1-2)**	**511.97**	**913.03**	**529.37**	**4,046.86**	**3,982.16**
4	Exceptional items **(Refer Note 4)**	-	-	-	-	185.00
5	**Profit before tax and Movements in Regulatory Deferral Account Balances (3-4)**	**511.97**	**913.03**	**529.37**	**4,046.86**	**3,797.16**
6	**Tax Expenses**					
	a) Current Tax	68.94	182.39	131.34	726.23	714.17
	b) Deferred Tax **(Refer Note 5)**	(42.68)	(1,457.21)	(2.81)	(1,487.50)	(34.04)
	Total Tax Expense (a+b)	**26.26**	**(1,274.82)**	**128.53**	**(761.27)**	**680.13**
7	**Profit for the period before movements in Regulatory Deferral Account Balances (5-6)**	**485.71**	**2,187.85**	**400.84**	**4,808.13**	**3,117.03**
8	Movement in Regulatory Deferral Account Balances (Net of Tax) **(Refer Note 5)**	74.38	(1,427.29)	15.06	(1,270.42)	128.03
9	**Profit for the period (7+8)**	**560.09**	**760.56**	**415.90**	**3,537.71**	**3,245.06**
10	Other Comprehensive Income					
	(i) Items that will not be reclassified to profit or loss (Net of Tax)					
	(a) Remeasurement of post employment defined benefit obligations	5.06	1.48	65.00	9.51	(40.29)
	Less:- Movement in Regulatory Deferral Account Balances in respect of tax on defined benefit obligations	2.47	(2.07)	(5.71)	(3.73)	2.87
	-Movement in Regulatory Deferral Account Balances-Remeasurement of post employment defined benefit obligations	-	2.33	-	2.33	-
	Sub total (a)	**2.59**	**5.88**	**70.71**	**15.57**	**(43.16)**
	(b) Investment in Equity Instruments	(32.04)	(8.28)	22.86	5.40	47.13
	Sub total (b)	**(32.04)**	**(8.28)**	**22.86**	**5.40**	**47.13**
	Total (i)=(a)+(b)	**(29.45)**	**(2.40)**	**93.57**	**20.97**	**3.97**
	(ii) Items that will be reclassified to profit or loss (Net of Tax)					
	- Investment in Debt Instruments	(3.97)	(3.66)	(7.60)	(8.21)	3.23
	Total (ii)	**(3.97)**	**(3.66)**	**(7.60)**	**(8.21)**	**3.23**
	Other Comprehensive Income (i+ii)	**(33.42)**	**(6.06)**	**85.97**	**12.76**	**7.20**
11	**Total Comprehensive Income for the period (9+10)**	**526.67**	**754.50**	**501.87**	**3,550.47**	**3,252.26**
12	Paid-up equity share capital (of Face Value ₹ 10/- per share)	10,045.03	10,045.03	10,045.03	10,045.03	10,045.03
13	Reserves excluding Revaluation Reserves	23,441.07	24,274.50	21,558.08	23,441.07	21,558.08
14	Net worth	33,486.10	34,319.53	31,603.11	33,486.10	31,603.11
15	Paid-up debt capital (Comprises Long term debts and Lease Liabilities including current maturities thereof, Short term Borrowings and Payable towards Bonds fully serviced by Government of India.)	28,047.72	25,548.64	25,379.98	28,047.72	25,379.98
16	Capital redemption reserve	2,255.71	2,255.71	2,255.71	2,255.71	2,255.71
17	Debenture (Bond) redemption reserve	1,366.25	1,641.95	1,641.95	1,366.25	1,641.95
18	**Earning per share (Basic and Diluted) (Equity shares, face value of ₹ 10/- each)**					
	- Before movements in Regulatory Deferral Account Balances (in ₹) - (not annualised)	0.48	2.18	0.40	4.79	3.10
	- After movements in Regulatory Deferral Account Balances (in ₹) - (not annualised)	0.56	0.76	0.41	3.52	3.23
19	Debt equity ratio (Paid-up debt capital / Shareholder's Equity)	0.84	0.74	0.80	0.84	0.80
20	Debt service coverage ratio (DSCR) [Profit after tax but before Interest and Depreciation]/[Principal repayment, excluding payment under put option+Interest] *	1.88	3.67	1.48	3.62	3.03
21	Interest service coverage ratio (ISCR) [Profit after tax but before Interest and Depreciation]/ Interest. *	5.31	6.58	4.14	7.18	6.60
22	Current Ratio (Current Assets / Current liabilities)	1.20	1.02	1.27	1.20	1.27

K G Somani & Co LLP New Delhi Chartered Accountants

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P. C. Bindal & Co. FRN. 03824N Chartered Accountants

23	Long Term Debt to working Capital ratio (Long term borrowings including current maturity of long term borrowing / {working capital excluding current maturities of long term borrowings})	9.78	15.78	8.46	9.78	8.46
24	Bad Debts to Account Receivable Ratio (Bad debts / Average Trade receivables)	0.01	0.01	0.01	0.01	0.01
25	Current Liability Ratio (Current liabilities / Total liabilities)	0.16	0.21	0.16	0.16	0.16
26	Total Debts to Total Assets (Paid up debt capital / Total assets)	0.40	0.37	0.38	0.40	0.38
27	Debtors Turnover (Revenue from operations / Average trade receivables) - Annualised	1.25	1.52	1.00	1.81	1.65
28	Inventory Turnover ratio (Revenue from operations / Average inventory) - Annualised	43.17	54.32	39.90	62.59	65.71
29	Operating Margin (%) (Operating profit / Revenue from operations)	12.95	42.73	20.40	43.50	42.24
30	Net Profit Margin (%) (Profit for the period / Revenue from operations)	37.20	39.36	31.00	42.35	38.15

* For the calculation of ISCR and DSCR, amount of interest and Principal repayments against the borrowings of the operational projects have been considered.

Statement of Standalone Assets and Liabilities and Statement of Standalone Cash Flows are attached as Annexure-I and Annexure-II respectively.

K G Somani & Co LLP * Chartered Accountants * New Delhi

Chaturvedi & Co. * Chartered Accountants * 14 Park Street Kolkata-700016

P. C. Bindal & Co. * Chartered Accountants * FRN. 03824N

Annexure-I

STATEMENT OF STANDALONE ASSETS AND LIABILITIES

(Rs. in crore)

PARTICULARS	As at 31st March, 2022 (Audited)	As at 31st March, 2021 (Audited)	As at 1st April, 2020 (Audited)
ASSETS			
(1) NON-CURRENT ASSETS			
a) Property, Plant and Equipment	19,024.55	19,174.60	21,468.76
b) Capital Work In Progress	20,573.84	17,852.56	16,097.65
c) Right Of Use Assets	1,783.12	1,752.92	1,826.98
d) Investment Property	4.49	4.49	4.49
e) Intangible Assets	3.11	3.52	0.72
f) **Financial Assets**			
i) Investments	5,414.34	3,921.68	3,400.74
ii) Loans	1,017.59	920.27	776.20
iii) Others	4,502.78	4,940.27	3,458.36
g) Non Current Tax Assets (Net)	9.52	-	138.90
h) Other Non Current Assets	3,753.96	3,560.71	3,035.41
TOTAL NON CURRENT ASSETS	**56,087.30**	**52,131.02**	**50,208.21**
(2) CURRENT ASSETS			
a) Inventories	130.30	124.42	118.24
b) **Financial Assets**			
i) Trade Receivables	4,621.48	4,532.49	5,731.95
ii) Cash and Cash Equivalents	937.78	145.57	8.87
iii) Bank balances other than Cash and Cash Equivalents	222.93	768.39	380.25
iv) Loans	55.68	48.08	45.55
v) Others	731.73	1,067.12	786.61
c) Current Tax Assets (Net)	123.17	165.73	127.14
d) Other Current Assets	441.14	372.08	375.91
TOTAL CURRENT ASSETS	**7,264.21**	**7,223.88**	**7,574.52**
(3) Regulatory Deferral Account Debit Balances	6,948.11	6,902.93	6,774.90
TOTAL ASSETS	**70,299.62**	**66,257.83**	**64,557.63**

PARTICULARS	As at 31st March, 2022 (Audited)	As at 31st March, 2021 (Audited)	As at 1st April, 2020 (Audited)
EQUITY AND LIABILITIES			
(1) EQUITY			
a) Equity Share Capital	10,045.03	10,045.03	10,045.03
b) Other Equity	23,441.07	21,558.08	19,882.89
TOTAL EQUITY	**33,486.10**	**31,603.11**	**29,927.92**
(2) LIABILITIES			
NON-CURRENT LIABILITIES			
a) **Financial Liabilities**			
i) Borrowings	23,166.61	21,230.99	20,878.66
ia) Lease Liabilities	12.88	10.23	11.08
ii) Other financial liabilities	2,088.04	2,054.34	2,059.23
b) Provisions	48.05	28.38	27.66
c) Deferred Tax Liabilities (Net) **(Refer Note 5)**	2,100.74	3,589.36	3,641.19
d) Other non-current Liabilities	2,026.16	2,034.79	2,082.65
TOTAL NON CURRENT LIABILITIES	**29,442.48**	**28,948.09**	**28,700.47**
(3) CURRENT LIABILITIES			
a) **Financial Liabilities**			
i) Borrowings	2,848.76	2,119.14	2,331.26
ia) Lease Liabilities	2.27	2.42	2.83
ii) Trade Payables			
Total outstanding dues of micro enterprises and small enterprises	23.12	30.79	18.85
Total outstanding dues of Creditors other than micro enterprises and small enterprises	166.45	167.48	281.55
iii) Other financial liabilities	1,370.72	1,532.97	1,264.15
b) Other Current Liabilities	510.70	565.85	802.44
c) Provisions	1,135.75	1,252.98	1,228.16
d) Current Tax Liabilities (Net)	-	35.00	-
TOTAL CURRENT LIABILITIES	**6,057.77**	**5,706.63**	**5,929.24**
(4) Regulatory Deferral Account Credit Balances **(Refer Note 5)**	1,313.27	-	-
TOTAL EQUITY AND LIABILITIES	**70,299.62**	**66,257.83**	**64,557.63**

K G Somani & Co LLP New Delhi Chartered Accountants

P. C. Bindal & Co. FRN. 03824N Chartered Accountants

Chaturvedi & Co. 24 Park Street Kolkata-700016 Chartered Accountants

3

NHPC LIMITED
(A Government of India Enterprise)
CIN: L40101HR1975GOI032564

ANNEXURE -II

STATEMENT OF STANDALONE CASH FLOWS FOR THE YEAR ENDED 31st MARCH, 2022

(₹ in crore)

	For the Year ended 31st March, 2022		For the Year ended 31st March, 2021	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Profit before tax for the year including movements in Regulatory Deferral Account Balance		2776.44		3925.19
Less: Movement in Regulatory Deferral Account Balances		(1270.42)		128.03
Profit before Tax		**4046.86**		**3797.16**
ADD :				
Depreciation and Amortization	1126.22		1228.65	
Finance Cost (Net of EAC)	531.75		571.49	
Provisions (Net Loss)	42.54		220.40	
Tariff Adjustment (loss)	34.70		-	
Sales adjustment on account of Exchange Rate Variation	44.02		50.03	
Loss/(Profit) on sale of assets/Claims written off	12.55		8.69	
		1791.78		2079.26
		5838.64		**5876.42**
LESS :				
Advance against Depreciation written back	48.25		48.38	
Provisions (Net gain)	28.13		21.82	
Adjustment against Consultancy Charges from Subsidiary Companies	2.04		2.63	
Dividend Income	301.71		292.68	
Interest Income including Late Payment Surcharge	384.34		680.14	
Exchange rate variation (Gain)	49.28		34.21	
Fair value Audjustments	0.40		(0.78)	
Amortisation of Government Grants	33.20		32.26	
		847.35		1111.34
Cash flow from Operating Activities before Operating Assets and Liabilities adjustments and Taxes		**4991.29**		**4765.08**
Changes in Operating Assets and Liabilities:				
Inventories	(5.93)		(6.26)	
Trade Receivables	(88.99)		1987.52	
Other Financial Assets, Loans and Advances	933.45		(1537.22)	
Other Financial Liabilities and Provisions	(271.61)		(100.79)	
Regulatory Deferral Account Credit Balances	1313.27		-	
		1880.19		343.25
Cash flow from operating activities before taxes		**6871.48**		**5108.33**
Less : Taxes Paid		730.69		581.42
NET CASH FLOW FROM OPERATING ACTIVITIES (A)		**6140.79**		**4526.91**
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Property, Plant and Equipment, Investment Property, Other Intangible Assets & Expenditure on construction projects (including expenditure attributable to construction forming part of Capital Work in Progress for the year)- Net of Grant		(4311.03)		(1861.69)
Sale of Assets		2.78		0.25
Investment in Joint Venture (including Share Application Money pending allotment)		(451.56)		(500.00)
Investment in Subsidiaries (including Share Application Money pending allotment)		(744.18)		(280.41)
Proceeds from Sale of Investment		-		0.40
Dividend Income		301.71		292.68
Interest Income including Late Payment Surcharge		329.94		743.63
NET CASH FLOW FROM/USED IN INVESTING ACTIVITIES (B)		**(4872.34)**		**(1605.14)**
C. CASH FLOW FROM FINANCING ACTIVITIES				
Dividend Paid		(1667.48)		(1577.07)
Proceeds from Long Term Borrowings		3516.39		2315.31
Proceeds from Short Term Borrowings		597.87		11.72
Repayment of Borrowings		(1398.18)		(2116.14)
Interest & Finance Charges		(1521.05)		(1413.93)
Principal Repayment of Lease Liability		(2.69)		(3.86)
Interest paid on Lease Liability		(1.11)		(1.10)
NET CASH FLOW FROM/USED IN FINANCING ACTIVITIES (C)		**(476.24)**		**(2785.07)**
D. NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)		**792.21**		**136.70**
Cash and Cash Equivalents at the beginning of the year		145.57		8.87
Cash and Cash Equivalents at the close of the year		937.78		145.57

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Chaturvedi & Co. 2A Park Street Kolkata 700016 Chartered Accountants

P.C. Bindal & Co. FRN. 03824N Chartered Accountants

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EXPLANATORY NOTES TO STATEMENT OF STANDALONE CASH FLOWS

1 Cash and Cash equivalents consists of Cash in hand, cheques/drafts in hands and Bank Balances including Short Term Deposits with original maturity of less than three months. The details of Cash and Cash equivalents is as under:

(₹ in crore)

	As at 31st March, 2022	As at 31st March, 2021
Balances with Banks		
With scheduled Banks:		
- In Current Account	937.78	145.56
- In Deposits Account	-	-
(Deposits with original maturity of less than three months)		
Cash on Hand	0.00	0.01
Cash and Cash equivalents	**937.78**	**145.57**

2 Interest and finance charges in Cash Flow from Financing Activities includes borrowing cost of ₹ 993.62 Crore (Previous year ₹ 840.53 Crore) capitalised during the period on account of Expenditure attributable to construction (EAC).

3 Amount of undrawn loan as on 31.03.2022 : ₹ 1425.00 Crore (Previous Year ₹ 475.00 Crore).

4 Company has incurred ₹ 94.96 Crore in cash on account of Corporate Social Responsibility (CSR) expenditure during the year ended 31.03.2022 (Previous Year ₹ 76.66 Crore).

5 Net Debt Reconciliation :

(₹ in crore)

	31-03-2022	31-03-2021
Borrowings (Current & Non-Current)	26651.47	24010.85
Lease Liability	15.14	12.65
Total	26666.61	24023.50

Particulars	For the year ended 31st March,2022			For the year ended 31st March,2021		
	Borrowings (Current & Non-Current)	Lease Liability	Total	Borrowings (Current & Non-Current)	Lease Liability	Total
Opening Net Debt as on 1st April	**24010.85**	**12.65**	**24,023.50**	**23,853.01**	**13.91**	**23866.92**
Proceeds from Borrowings	4114.26	-	4,114.26	2,327.03	0.00	2327.03
Repayment of Borrowings/Lease Liability	(1398.18)	(2.69)	(1400.87)	(2116.14)	(3.86)	(2120.00)
Interest paid	(1521.05)	(1.11)	(1522.16)	(1413.93)	(1.10)	(1415.03)
Other Non-Cash Movements :						
-Increase in Lease Liability	-	5.18	5.18	-	2.60	2.60
-Foreign exchange adjustments	(58.77)	-	(58.77)	(49.71)	-	(49.71)
-Interest and Finance Charges	1497.62	1.11	1,498.73	1,432.68	1.10	1433.78
-Fair value adjustments	6.74	-	6.74	(22.09)	0.00	(22.09)
Closing Net Debt as on 31st March	**26,651.47**	**15.14**	**26,666.61**	**24,010.85**	**12.65**	**24,023.50**

6 The above Statement of Cash Flows is prepared in accordance with the Indirect method prescribed in Ind AS 7 - "Statement of Cash Flows".

7 Figures for the previous periods have been regrouped/restated wherever necessary.

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New Delhi
Chartered Accountants

Chaturvedi & Co.
24 Park Street
Kolkata 700016
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Chartered Accountants

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Notes:

1 The above results including statement of assets and liabilities and statement of cash flows as given in Annexure I and II respectively have been reviewed by the Audit Committee and approved by the Board of Directors of the Company in the respective meetings held on 25th May, 2022 and are based on the Financial Statements audited by Joint Statutory Auditors of the Company.

2 In view of the seasonal nature of business, the financial results of the Company vary from quarter to quarter.

3 Electricity generation is the principal business activity of the Company. Other operations viz., Power Trading, Contracts, Project Management and Consultancy works do not form a reportable segment as per Ind AS 108 - 'Operating Segments'. The company has a single geographical segment as all its power stations are located within the country.

4 In line with the directions of the Ministry of Power dated May 15 & 16, 2020, the company had given a one-time rebate of Rs 185 crore to DISCOMs and Power Departments of States/ Union territories for passing on to ultimate consumers on account of COVID-19 pandemic in Quarter 1 of FY 2020-21 and disclosed the same as an "Exceptional item" in the Statement of Financial Results.

5 Based on review of future projections including future capital expenditure for capacity enhancement during the year ended 31st March, 2022, the Company has recognised Minimum Alternate Tax (MAT) credit available in future amounting to Rs. 1478.62 crore (corresponding previous year: Nil) as the same is likely to provide economic benefits by way of set-off against future income tax liability. Out of the above, an amount of Rs. 1313.27 crore (corresponding previous year : Nil) is to be passed on to the beneficiaries and the same has accordingly been recognised as 'Movement in Regulatory Deferral Account Balances'.

6 During the year ended on 31.03.2022, retrospective reclassifications/restatements have been carried out in respect of certain items in the financial statements of previous periods. Accordingly, to comply with the requirements of the applicable Indian Accounting Standards, the company has presented a 3rd Balance Sheet as at the begnining of the preceding period. i.e. as on 01.04.2020. Major restatements/reclassifications are explained as under:-

(i) In FY 2020-21, Borrowing and other costs incurred for construction projects during the 1st COVID lockdown period was presented as Regulatory Deferral Account (Debit) balances. Keeping in view an opinion obtained during financial year 2021-22 from the Expert Advisory Committee of the Institute of Chartered Accountants of India, the abovesaid costs amounting to Rs. 99.06 Crore as on 31.03.2021 have been reclassified as Capital Work in progress.

(ii) Management has reassessed the recoverability and derecognized part of the Regulatory Deferral Account (Debit) balance in respect of additional expenditure on 3rd Pay Revision of Central Public Sector Enterprises amounting to Rs. 61.32 crore based on Management assessment in the Books of Accounts w.e.f. 01.04.2020.

(iii) Certain Presentation changes have been carried out in previous year figures consequent upon the amendments in Schedule-III of the Companies Act, 2013 notified by the Ministry of Corporate Affairs, vide notification dated 24th March, 2021. These adjustments do not have any impact on the Statement of Profit and Loss.

7 During the quarter and year ended 31st March 2022, the Company has recognised 'Other Income' on account of Business Interruption loss from Insurance Company amounting to Rs. 161.86 Crore (Previous quarter and year ended Rs. NIL) in respect of one of the power stations.

8 The Board of Directors of the Company in its meeting held on December 7, 2021 has approved the merger/amalgamation of Lanco Teesta Hydro Power Limited (a wholly owned subsidiary of NHPC Limited) with NHPC Limited under Section 230-232 of the Companies Act, 2013 and other statutory provisions as per the terms and conditions mentioned in the Scheme of Amalgamation (Scheme). The Scheme will be filed with the relevant regulatory authorities including Ministry of Corporate Affairs or any other appropriate authority for their approval/ sanction.

9 The Board of Directors of the Company in its meeting held on September 24, 2021 has approved the proposal to initiate the process of merger of Jalpower Corporation Limited (a wholly owned subsidiary of NHPC Limited) with NHPC Limited as per applicable provisions of the Companies Act, 2013 subject to approval of Government of India.

10 During the year, the Company has acquired the equity of PTC India Limited (one of the promoters) in Chenab Valley Power Projects Private Limited (CVPPPL) for an amount of Rs 4.19 crore. The company's shareholding in CVPPPL due to acquisition of shares and additional equity infusion is 55.13% as on 31st March, 2022. However, pending modifications in the Promoter's Agreement and completion of other requisite formalities, CVPPPL has been accounted for as a Joint Venture owing to control being exercised jointly with the other joint venturers pursuant to the Joint Venture agreement currently in force.

11 All Non-Convertible Debt Securities of the Company are secured by way of pari-passu charge over certain immovable and movable assets of the Company. The available asset coverage complies the requirement of terms of various issues/ offer documents and/or Debenture Trust Deed and is sufficient to discharge the principal and interest for the said debt securities.

12 During the quarter, the company has paid an interim dividend @13.10% of the face value of Rs. 10 per share (Rs. 1.31 per equity share) for the financial year 2021-22. The Board of Directors has recommended final dividend @ 5.00% of the face value of Rs. 10 per share (Rs. 0.50 per equity share) for the financial year 2021-22. Total dividend (including interim dividend) is @ 18.10% of the face value of Rs. 10/- per share i.e. Rs. 1.81 per equity share for the year.

13 The total incremental borrowings by the Company in the financial year 2021-22 was Rs. 2500 crore. In terms of SEBI circular No. SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018, the Company was required to borrow at least Rs. 625 crore through issue of debt securities, whereas it has borrowed Rs. Nil through this mode. The disclosures (enclosed as Appendix A) in compliance with above circular as required in this respect from large Corporate borrower have already been filed to Stock Exchanges where Company's shares are listed.

14 The audited accounts for the year ended 31st March, 2022 are subject to review by the Comptroller and Auditor General of India under section 143 (6) of the Companies Act, 2013.

15 Figures for the quarter ended 31st March, 2022 and 31st March, 2021 are the balancing figures between the audited figures in respect of full financial year and the published year-to-date figures upto the 3rd quarter of the relevant Financial Year, post restatements/reclassifications as detailed at sl. no. 6 above.

16 Figures for the previous periods have been regrouped/restated wherever necessary.

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Chaturvedi & Co. Park Street Kolkata-700016 Chartered Accountants

P.C. Bindal & Co. FRN 003824N Chartered Accountants

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Appendix-A

एन एच पी सी
NHPC

आज़ादी का
अमृत महोत्सव

एन एच पी सी लिमिटेड
(भारत सरकार का उद्यम)

NHPC Limited
(A Govt. of India Enterprise)

फोन/Phone: 0129-2278018

संदर्भ सं./Ref. No. **NH/CS/199** दिनांक/Date: **28.04.2022**

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**	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**

ISIN No. INE848E01016

Sub : Disclosure under clause 4.1 of SEBI circular dated 26.11.2018 as a Large Corporate Borrower

विषय: सेबी के दिनांक 26.11.2018 के परिपत्र के खंड 4.1 के तहत एक बड़े कॉर्पोरेट उधारकर्ता के रूप में प्रकटीकरण।

Sirs/महोदय,

In compliance to clause 4.1 of SEBI Circular no. SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018, please find attached herewith Initial Disclosure of NHPC Limited as a Large Corporate Borrower for FY 2022-23 and Annual Disclosure of NHPC Limited as a Large Corporate Borrower for FY 2021-22. The disclosures are in the format provided at Annexure A and Annexure B2 of the above-mentioned SEBI circular.

This is for your information and record.

सेबी परिपत्र संख्या SEBI/HO/DDHS/CIR/P/2018/144 दिनांक 26 नवम्बर, 2018 के खंड 4.1 के अनुपालन में कृपया वित्त वर्ष 2022-23 के लिए एक बड़े कॉर्पोरेट उधारकर्ता के रूप में एनएचपीसी लिमिटेड का प्रारंभिक प्रकटीकरण और वित्त वर्ष 2021-22 के लिए एक बड़े कॉर्पोरेट उधारकर्ता के रूप में एनएचपीसी लिमिटेड के वार्षिक प्रकटीकरण संलग्न प्राप्त करें। प्रकटीकरण उपर्युक्त सेबी परिपत्र के अनुलग्नक ए और अनुलग्नक बी2 में दिए गए प्रारूप में हैं।

यह आपकी जानकारी और रिकॉर्ड के लिए है।

धन्यवाद,

भवदीय

(रूपा देब)
कंपनी सचिव

संलग्न: उपरोकतानुसार

एनएचपीसी लिमिटेड
NHPC Limited
(A Govt. of India Enterprise)
(Formerly National Hydroelectric Power Corporation Ltd.)
ISO-9001 & 14001 Certified Company
Phone No 0129-2270603/Fax no 0129-2270902
Email: nhpcbondsection@gmail.com
CIN No. – L40101HR1975GOI032564

Annexure A

Format of the Initial Disclosure to be made by an entity identified as a Large Corporate

(To be submitted to the Stock Exchange(s) within 30 days from the beginning of FY 23)

Sl.No.	Particulars	Details
	Name of the company	NHPC Limited
	CIN	L40101HR1975GOI032564
	Outstanding borrowing of company as on 31st March 2022 (in Rs cr)	24266.31
	Highest Credit Rating During the previous FY along with name of the Credit Rating Agency	AAA by India Rating, CARE, and ICRA.
	Name of Stock Exchange# in which the fine shall be paid, in case of shortfall in the required borrowing under the framework.	NSE Ltd.

We confirm that we are a Large Corporate as per the applicability criteria given under the SEBI circular SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018.

Rupa Deb	27/04/2022 **R. P. Goyal**
(Company Secretary)	(Director-Finance)
Tel: +91129 2278018	Tel: +91129 2278021
E-mail: companysecretary@nhpc.nic.in,	dir-fin@nhpc.nic.in

- In terms para of 3.2(ii) of the circular, beginning F.Y 2022, in the event of shortfall in the mandatory borrowing through debt securities, a fine of 0.2% of the shortfall shall be levied by Stock Exchanges at the end of the two-year block period. Therefore, an entity identified as LC shall provide, in its initial disclosure for a financial year, the name of Stock Exchange to which it would pay the fine in case of shortfall in the mandatory borrowing through debt markets.

Registered Office: **NHPC Office Complex, Sector -33, Faridabad -121003 (Haryana)**

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CIN No. – L40101HR1975GOI032564

Annexure B2

Format of the Annual Disclosure to be made by an entity identified as a LC$

(To be submitted to the Stock Exchange(s) within 45 days of the end of the FY 22)
(Applicable from FY 2022)

1. Name of the Company : **NHPC Limited**
2. CIN : L40101HR1975GOI032564
3. Report filed for FY : **2022**
4. Details of the borrowings (all figures in Rs crore):

Sl.No	Particulars	Detail
(i)	**2-year block period (Specify financial years)**	**T:2021-22, T+1:2022-23**
(ii)	Incremental borrowing done in FY (T) **(a)**	2500.00
(iii)	Mandatory borrowing to be done through issuance of debt securities in FY(T) **(b) = (25% of a)**	625.00
(iv)	Actual borrowings done through debt securities in FY (T) **(c)**	0.00
(v)	Shortfall in the mandatory borrowing through debt securities, if any, for FY (T-1) carried forward to FY (T). **(d)**	0.00
(vi)	Quantum of (d), which has been met from (c) **(e)**	0.00
(vii)	Short fall, if any, in mandatory borrowings through debt securities for FY (T) {after adjusting for any shortfall in borrowing for FY(T-1) which was carried forward to FY (T)} **(f)=(b)-[(c)-(e)]#** **{If the calculated value is Zero or negative, write "nil"}**	625.00

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5. Details of penalty to be paid, if any, in respect to previous block (all figures in Rs. Crore):

S. No.	Particulars	Details
i	2-years Block period (specify financial years)	T-1:2020-21,T:2021-22
ii	Amount of fine to be paid for the block, if applicable Fine=0.2% of {(d)-(e)}#	0.00

Rupa Deb
(Company Secretary)
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E-mail: companysecretary@nhpc.nic.in,

27/04/2022
R. P. Goyal
(Director-Finance)
Tel: +91129 2278021
dir-fin@nhpc.nic.in

Date- 27-04-2022

$- In cases, where an entity is not categorised as LC for FY (T), however was LC for FY (T-1), and there was a shortfall in the mandatory bond borrowing for FY (T-I), which was carried forward to FY (T), the disclosures as prescribed in this annexure shall be made by the entity for FY (T).

(d) and (e) are same as mentioned at 4(v) and 4(vi) of this annexure.

K G SOMANI & CO LLP Chartered Accountants 3/15, Asaf Ali Road, 4th Floor Near Delite Cinema, New Delhi – 110002	CHATURVEDI & CO. Chartered Accountants 2nd Floor, Park Centre, 24, Park Street, Kolkata-700 016	P C BINDAL & CO. Chartered Accountants Krishen Niwas, House No. 153 Rajbagh, Srinagar -190001

INDEPENDENT AUDITORS' REPORT

The Board of Directors of
NHPC Limited

Report on the Audit of the Consolidated Financial Results

Opinion

We have audited the accompanying Consolidated Financial Results of NHPC Limited (hereinafter referred to as "the Parent") and its Subsidiaries (the Parent and its Subsidiaries together referred to as "the Group") and its Joint Ventures for the quarter and year ended March 31, 2022 and the notes thereon (hereinafter referred to as the "Consolidated Financial Results") attached herewith, being submitted by the Parent pursuant to the requirement of Regulation 33 & Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"). The Consolidated Financial Results have been initialed by us for the purpose of identification.

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate audited financial statements of the Subsidiaries and Joint Ventures, the aforesaid Consolidated Financial Results:

i. Include the annual financial results of the following entities

Name of the Subsidiaries
NHDC Limited
Loktak Downstream Hydroelectric Corporation Limited
Bundelkhand Saur Urja Limited
Lanco Teesta Hydro Power Limited
Jal Power Corporation Limited
Ratle Hydroelectric Power Corporation Limited
Name of the Joint Ventures
Chenab Valley Power Projects Private Limited
National High Power Test Laboratory Private Limited

ii. are presented in accordance with the requirements of Regulation 33 & Regulation 52 of the Listing Regulations in this regard; and

iii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards and other accounting principles

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Chaturvedi & Co. 24 Park Street Kolkata-700016 Chartered Accountants

P.C. Bindal & Co. FRN: 03824N Chartered Accountants generally accepted in India of the consolidated net profit for the quarter and year ended March 31, 2022 and other comprehensive income and other financial information of the Group and its Joint Ventures for the quarter and year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Consolidated Financial Results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Consolidated Financial Results.

Management's Responsibilities for the Consolidated Financial Results

These Consolidated Financial Results have been prepared on the basis of the Consolidated Financial Statements. The Parent's Board of Directors is responsible for the preparation of these Consolidated Financial Results that give a true and fair view of the consolidated net profit for the quarter and year ended March 31, 2022 and other comprehensive income and other financial information of the Group and its Joint Ventures in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 & Regulation 52 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Results by the Directors of the Parent , as aforesaid.

In preparing the Consolidated Financial Results, the respective Board of Directors are responsible for assessing the Group and its Joint Ventures' ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group and its Joint Ventures or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors are also responsible for overseeing the financial reporting process of the Group and its Joint Ventures.

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P. C. Bindal & Co. FRN. 003824N Chartered Accountants

Auditors' Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated Financial Results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion whether the Group and Joint Ventures has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls but not for the purpose of expressing an opinion on the effectiveness of the Group and Joint Ventures' internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.

- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group and its Joint Ventures ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Consolidated Financial Results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group and its Joint Ventures to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Consolidated Financial Results, including the disclosures, and whether the Consolidated Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial results / financial information of the entities within the Group and its Joint Ventures to express an opinion on Consolidated Financial Results. We are responsible for the direction, supervision and

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Chaturvedi & Co. 24 Park Street Kolkata-700016 Chartered Accountants

P. C. Bindal & Co. FRN. 03824N Chartered Accountants

performance of the audit of the financial information of such entities included in the Consolidated Financial Results of which we are the independent auditors. For the other entities included in the Consolidated Financial Results which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Consolidated Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Financial Results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated Financial Results.

We communicate with those charged with governance of the Group regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. We also performed procedures in accordance with the circular issued by SEBI under Regulation 33(8) of the Listing Regulations to the extent applicable.

Other Matters

a) We did not audit the financial statements/ financial information of six subsidiaries included in the Consolidated Financial Statements for the year ended 31st March 2022 whose financial statements reflect total assets of Rs. 10232.35 Crores and total net assets of Rs. 7871.30 Crores as at 31st March, 2022, total revenues of Rs. 1089.04 Crores and net cash inflow/(outflow) of Rs. 75.19 Crores for the year ended on that date as considered in the Consolidated Financial Results. The Consolidated Financial Results also include the Group's share of total comprehensive income of Rs. 2.58 crore for the year ended 31st March 2022 in respect of one Joint Venture whose financial statement/financial information have not been audited by us. These Consolidated Financial Results and other financial information have been audited by other auditors whose report have been furnished to us by the management, and our opinion is based solely on the report of the other auditors.

b) The Consolidated Financial Results also include the Group's share of total comprehensive income of Rs. (3.97) Crores for the year ended 31st March 2022 in respect of one Joint Venture whose financial statements/financial information have not been audited by us. The aforesaid Financial Statements are unaudited and have been furnished to us by the management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of this Joint Venture is based solely on the unaudited financial statements. Further, during the year, the parent has made impairment provision amounting to Rs. 14.07 crores against the investment of Rs. 30.40 crores made in National High Power Test Laboratory Private Limited (Joint Venture) due to continuing cash losses since incorporation.

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c) The Consolidated Financial Results include the results for the quarter ended March 31, being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to December 31, of the relevant financial year. These figures were subject to limited review by us as required under the Listing Regulations. The figures for the year ended 31st March 2021 as stated in Note 7 of the Consolidated Financial Results have however been reclassified/restated and therefore the results for the quarter ended 31st March 2021 have been derived with respect to the figures reclassified/restated as above.

d) The statement includes comparative figures for the corresponding quarter and year ended March 31, 2021 which were audited by the then Joint Statutory Auditors of the Parent respectively, two of them were predecessor auditors and had expressed an unmodified opinion vide their report dated June 10, 2021. Reliance has been placed on the figures and other information incorporated for the purpose of these Consolidated Financial Results.

Our opinion on Consolidated Financial Statements in respect of our reliance on work performed and reports submitted by independent auditors on the financial statements of Subsidiaries and a Joint Venture and other matters as stated in para (a) to (d) above is not modified.

For K G Somani & Co LLP	**For Chaturvedi & Co.**	**For P C Bindal and Co.**
Chartered Accountants	Chartered Accountants	Chartered Accountants
FRN : 006591N/N500377	FRN: 302137E	FRN : 003824N
(Bhuvnesh Maheshwari)	(R. K. Nanda)	(Manushree Bindal)
Partner	Partner	Partner
M. No.088155	M. No. 510574	M. No. 517316
UDIN:22088155AJOSVQ4017	UDIN:22510574AJNYFQ4637	UDIN: 22517316AJOTBQ7676

Place: Faridabad	**Place: Faridabad**	**Place: Faridabad**
Date: May 25, 2022	**Date: May 25, 2022**	**Date: May 25, 2022**

NHPC LIMITED
(A Government of India Enterprise)
CIN: L40101HR1975GOI032564
SECTOR-33, FARIDABAD, HARYANA - 121 003

STATEMENT OF CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2022

(Rs. in crore)

S.No	PARTICULARS	Quarter Ended			Year Ended	
		31.03.2022	31.12.2021	31.03.2021	31.03.2022	31.03.2021
		Audited (Refer Note 15)	Unaudited	Audited (Refer Note 15)	Audited	Audited
1	Income					
	(a) Revenue from Operations	1,674.31	2,156.72	1,609.17	9,188.78	9,647.89
	(b) Other Income	352.31	217.00	490.95	964.06	1,062.97
	Total Income (a+b)	**2,026.62**	**2,373.72**	**2,100.12**	**10,152.84**	**10,710.86**
2	**Expenses**					
	(a) Purchase of Power - Trading	-	-	-	44.58	212.37
	(b) Generation Expenses	135.05	129.67	132.24	844.12	857.55
	(c)Employee Benefits Expense	511.51	353.76	362.20	1,554.76	1,520.28
	(d) Finance Costs	133.53	130.45	137.23	532.28	572.00
	(e)Depreciation and Amortization Expense	296.31	302.54	244.63	1,190.30	1,292.46
	(f) Other Expenses	507.56	342.86	539.43	1,557.97	1,683.14
	Total Expenses (a+b+c+d+e+f)	**1,583.96**	**1,259.28**	**1,415.73**	**5,724.01**	**6,137.80**
3	**Profit before Exceptional Items, Regulatory Deferral Account Balances, Tax and Share of profit of Joint Ventures accounted for using the Equity Method (1-2)**	**442.66**	**1,114.44**	**684.39**	**4,428.83**	**4,573.06**
4	**Share of net profit from joint ventures accounted for using equity method**	0.26	**1.37**	(7.29)	**(1.39)**	**(5.49)**
5	**Profit before Exceptional items, Regulatory Deferral Account Balances and Tax (3+4)**	**442.92**	**1,115.81**	**677.10**	**4,427.44**	**4,567.57**
6	Exceptional items **(Refer Note 5)**	-	-			185.00
7	**Profit before Tax and Regulatory Deferral Account Balances (5-6)**	**442.92**	**1,115.81**	**677.10**	**4,427.44**	**4,382.57**
8	**Tax Expenses**					
	a) Current Tax	124.56	237.29	159.26	915.69	919.75
	b) Deferred Tax **(Refer Note 6)**	(87.76)	(1,420.58)	394.25	(1,472.67)	(24.89)
	Total Tax Expense (a+b)	**36.80**	**(1,183.29)**	**553.51**	**(556.98)**	**894.86**
9	**Profit for the period before movement in Regulatory Deferral Account Balances (7-8)**	**406.12**	**2,299.10**	**123.59**	**4,984.42**	**3,487.71**
10	Movement in Regulatory Deferral Account Balances (Net of Tax) **(Refer Note 6)**	109.78	(1,410.34)	358.76	(1,210.09)	112.17
11	**Profit for the period (9+10)**	**515.90**	**888.76**	**482.35**	**3,774.33**	**3,599.88**
12	Other Comprehensive Income					
	(i) Items that will not be reclassified to profit or loss (Net of Tax)					
	(a) Remeasurement of the post employment defined benefit obligations	3.67	1.54	66.13	8.28	(40.08)
	Less:- Movement in Regulatory Deferral Account Balances in respect of tax on defined benefit obligations	3.22	(2.10)	(6.32)	(3.07)	2.75
	-Movement in Regulatory Deferral Account Balances-Remeasurement of post employment defined benefit obligations	-	2.33	-	2.33	-
	Sub total (a)	**0.45**	**5.97**	**72.45**	**13.68**	**(42.83)**
	(b) Investment in Equity Instruments	(32.04)	(8.28)	22.86	5.40	47.13
	Sub total (b)	**(32.04)**	**(8.28)**	**22.86**	**5.40**	**47.13**
	Total (i)=(a)+(b)	**(31.59)**	**(2.31)**	**95.31**	**19.08**	**4.30**
	(ii) Items that will be reclassified to profit or loss (Net of Tax)					
	- Investment in Debt Instruments	(3.98)	(3.66)	(7.60)	(8.22)	3.23
	Total (ii)	**(3.98)**	**(3.66)**	**(7.60)**	**(8.22)**	**3.23**
	Other Comprehensive Income (i+ii)	(35.57)	(5.97)	87.71	10.86	7.53
13	**Total Comprehensive Income for the period (10+11)**	**480.33**	**882.79**	**570.06**	**3,785.19**	**3,607.41**
14	**Net Profit attributable to**					
	a) Owners of the Parent company	467.15	813.21	442.33	3,523.57	3,271.78
	b) Non-controlling interest	48.75	75.55	40.02	250.76	328.10
15	**Other comprehensive income attributable to**					
	a) Owners of the Parent company	(34.52)	(6.01)	86.86	11.79	7.37
	b) Non-controlling interest	(1.05)	0.04	0.85	(0.93)	0.16
16	**Total comprehensive income attributable to**					
	a) Owners of the Parent company	432.63	807.20	529.19	3,535.36	3,279.15
	b) Non-controlling interest	47.70	75.59	40.87	249.83	328.26
17	Paid-up equity share capital (of Face Value ₹ 10/- per share)	10,045.03	10,045.03	10,045.03	10,045.03	10,045.03
18	Reserves excluding Revaluation Reserves	24,875.95	25,845.26	23,008.27	24,875.95	23,008.27
19	Net worth	34,920.98	35,890.29	33,053.30	34,920.98	33,053.30
20	Paid-up debt capital (Comprises Long term debts and Lease Liabilities including current maturities thereof, Short term Borrowings and Payable towards Bonds fully serviced by Government of India.)	28,113.15	25,552.05	25,382.44	28,113.15	25,382.44
21	Capital redemption reserve	2,255.71	2,255.71	2,255.71	2,255.71	2,255.71
22	Debenture (Bond) redemption reserve	1,366.25	1,641.95	1,641.95	1,366.25	1,641.95
23	**Earning per share (Basic and Diluted) (Equity Shares, face value of ₹ 10/- each)**					

	- Before movements in Regulatory Deferral Account Balances (in ₹) - (not annualised)	0.36	2.21	0.08	4.71	3.15
	- After movements in Regulatory Deferral Account Balances (in ₹) - (not annualised)	0.47	0.81	0.44	3.51	3.26
24	Debt equity ratio	0.81	0.71	0.77	0.81	0.77
25	Debt service coverage ratio (DSCR) [Profit after tax but before Interest and Depreciation]/[Principal repayment, excluding payment under put option+Interest] *	1.82	4.13	1.64	3.84	3.29
26	Interest service coverage ratio (ISCR) [Profit after tax but before Interest and Depreciation]/ Interest. *	5.14	7.42	4.59	7.61	7.16
27	Current Ratio (Current Assets / Current liabilities)	1.34	1.24	1.51	1.34	1.51
28	Long Term Debt to working Capital ratio (Long term borrowings including current maturity of long term borrowing / {working capital excluding current maturities of long term borrowings})	7.11	7.33	5.38	7.11	5.38
29	Bad Debts to Account Receivable Ratio (Bad debts / Average Trade receivables)	0.01	0.01	0.01	0.01	0.01
30	Current Liability Ratio (Current liabilities / Total liabilities)	0.16	0.19	0.15	0.16	0.15
31	Total Debts to Total Assets (Paid up debt capital / Total assets)	0.36	0.33	0.35	0.36	0.35
32	Debtors Turnover (Revenue from operations / Average trade receivables) - Annualised	1.22	1.46	1.07	1.77	1.70
33	Inventory Turnover ratio (Revenue from operations / Average inventory) - Annualised	44.80	56.78	44.72	64.10	69.69
34	Operating Margin (%) (Operating profit / Revenue from operations)	16.45	44.53	23.59	44.39	44.34
35	Net Profit Margin (%) (Profit for the period / Revenue from operations)	30.81	41.21	29.98	41.08	37.31

* For the calculation of ISCR and DSCR, amount of interest and Principal repayments against the borrowings of the operational projects have been considered.
Statement of Consolidated Assets and Liabilities and Statement of Consolidated Cash Flows are attached as Annexure-I and Annexure-II respectively.

K G Somani & Co LLP New Delhi Chartered Accountants

Chaturvedi & Co. 24 Park Street Kolkata-700016 Chartered Accountants

P. C. Bindal & Co. FRN. 03824N Chartered Accountants

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Annexure-I

STATEMENT OF CONSOLIDATED ASSETS AND LIABILITIES

(Rs. in crore)

PARTICULARS	As at 31st March, 2022 (Audited)	As at 31st March, 2021 (Audited)	As at 1st April, 2020 (Audited)
ASSETS			
(1) NON-CURRENT ASSETS			
a) Property, Plant and Equipment	19,191.08	19,338.23	21,635.76
b) Capital Work In Progress	22,521.90	19,166.79	17,180.41
c) Right Of Use Assets	2,626.25	2,647.01	2,766.31
d) Investment Property	4.49	4.49	4.49
e) Intangible Assets	3.28	3.52	0.72
f) Intangible Assets under development	0.51	0.17	-
g) Investments accounted for using the equity method	1,876.16	1,326.89	933.53
h) **Financial Assets**			
i) Investments	510.34	515.35	464.13
ii) Loans	1,044.10	944.16	796.26
iii) Others	9,389.28	8,983.32	7,598.72
i) Non Current Tax Assets (Net)	20.39	9.92	153.29
j) Other Non Current Assets	4,001.84	3,593.70	3,049.20
TOTAL NON CURRENT ASSETS	**61,189.62**	**56,533.55**	**54,582.82**
(2) CURRENT ASSETS			
a) Inventories	140.44	133.69	126.62
b) **Financial Assets**			
i) Trade Receivables	5,175.84	5,133.42	6,172.63
ii) Cash and Cash Equivalents	1,314.67	447.27	42.17
iii) Bank balances other than Cash and Cash Equivalents	643.68	1,809.55	1,651.10
iv) Loans	61.04	52.51	51.01
v) Others	901.66	1,238.37	946.93
c) Current Tax Assets (Net)	145.79	188.32	175.11
d) Other Current Assets	463.03	386.76	397.01
TOTAL CURRENT ASSETS	**8,846.15**	**9,389.89**	**9,562.58**
(3) Regulatory Deferral Account Debit Balances	7,248.73	7,203.55	7,075.53
TOTAL ASSETS	**77,284.50**	**73,126.99**	**71,220.93**

PARTICULARS	As at 31st March, 2022 (Audited)	As at 31st March, 2021 (Audited)	As at 1st April, 2020 (Audited)
EQUITY AND LIABILITIES			
(1) EQUITY			
a) Equity Share Capital	10,045.03	10,045.03	10,045.03
b) Other Equity	24,875.95	23,008.27	21,284.12
Total Equity attributable to owners of the Company	**34,920.98**	**33,053.30**	**31,329.15**
(c) Non-controlling interests	2,862.87	2,835.32	2,777.71
Total Equity	**37,783.85**	**35,888.62**	**34,106.86**
TOTAL EQUITY			
(2) LIABILITIES			
NON-CURRENT LIABILITIES			
a) Financial Liabilities			
i) Borrowings	23,226.61	21,230.99	20,878.66
ia) Lease Liabilities	17.46	12.28	13.14
ii) Other financial liabilities	2,098.97	2,055.25	2,060.29
b) Provisions	54.29	29.69	55.56
c) Deferred Tax Liabilities (Net) **(Refer Note 6)**	2,442.44	3,845.88	3,859.22
d) Other non-current Liabilities	3,037.85	3,097.47	3,199.47
TOTAL NON CURRENT LIABILITIES	**30,877.62**	**30,271.56**	**30,066.34**
(3) CURRENT LIABILITIES			
a) Financial Liabilities			
i) Borrowings	2,848.76	2,119.14	2,331.26
ia) Lease Liabilities	3.12	2.83	3.34
ii) Trade Payables			
Total outstanding dues of micro enterprises and small enterprises	30.37	36.04	19.10
Total outstanding dues of Creditors other than micro enterprises and small enterprises	183.74	173.82	297.56
iii) Other financial liabilities	1,577.12	1,580.87	1,303.17
b) Other Current Liabilities	607.90	681.70	902.44
c) Provisions	1,340.74	1,573.61	1,442.94
d) Current Tax Liabilities (Net)	14.56	35.02	-
TOTAL CURRENT LIABILITIES	**6,606.31**	**6,203.03**	**6,299.81**
(4) Regulatory Deferral Account Credit Balances **(Refer Note 6)**	2,016.72	763.78	747.92
TOTAL EQUITY AND LIABILITIES	**77,284.50**	**73,126.99**	**71,220.93**

K G Somani & Co LLP Chartered Accountants New Delhi

CHATURVEDI & CO. CHARTERED ACCOUNTANTS 24 PARK STREET KOLKATA-700016

P. C. Bindal & Co. Chartered Accountants FRN. 03824N

ANNEXURE -II

NHPC LIMITED

(A Government of India Enterprise)

CIN: L40101HR1975GOI032564

STATEMENT OF CONSOLIDATED CASH FLOWS FOR THE YEAR ENDED 31st MARCH, 2022

(₹ in crore)

	For the Year ended 31st March, 2022		For the Year ended 31st March, 2021	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Profit before tax for the year including movements in Regulatory Deferral Account Balance		3,217.35		4,494.75
Less: Movement in Regulatory Deferral Account Balances		(1,210.09)		112.17
Profit before Tax		**4,427.44**		**4,382.58**
ADD :				
Depreciation and Ammortisation	1,190.30		1,292.45	
Finance Costs (Net of EAC)	532.33		571.99	
Provisions (Net)	42.58		285.22	
Tariff Adjustment (loss)	94.37		58.37	
Sales adjustment of account of Exchange Rate Variation	44.02		50.03	
Loss (Profit) on sale of assets/Claims written off	13.88		9.06	
		1,917.48		2,267.12
		6,344.92		**6,649.70**
LESS :				
Advance against Depreciation written back	52.60		52.73	
Provisions (Net gain)	45.57		21.82	
Dividend Income	9.00		9.00	
Interest Income including Late Payment Surcharge	528.82		804.28	
Exchange rate variation (Gain)	49.28		34.21	
Other Adjustments	13.03		(1.00)	
Fair Value Adjustments	1.34		(0.40)	
Amortisation of Government Grants	97.26		96.04	
Share of Net Profit /(Loss) of Joint Ventures (accounted for using the equity method)	(1.39)		(5.49)	
		795.51		1,011.19
Cash flow from Operating Activities before Operating Assets and Liabilities adjustments		**5,549.41**		**5,638.51**
Changes in Operating Assets and Liabilities:				
Inventories	(6.88)		(7.16)	
Trade Receivables	(42.41)		1,812.71	
Other Financial Assets, Loans and Advances	908.15		(1,533.05)	
Other Financial Liabilities and Provisions	(413.10)		(113.11)	
Regulatory Deferral Account Credit Balances	1,313.27		-	
		1,759.03		159.39
Cash flow from operating activities before taxes		**7,308.44**		**5,797.90**
Less : Taxes Paid		836.65		728.11
NET CASH FROM OPERATING ACTIVITIES (A)		6,471.79		5,069.79
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purcase of Property, Plant and Equipment, Other Intangible Assets & Expenditure on construction projects (including expenditure attributable to construction forming part of Capital Work in Progress for the year) - Net of Grant		(5,014.48)		(2,058.26)
Sale of Assets		2.78		0.25
Realization/ (Payments) for Investments / Bonds / Bank Deposits		17.91		80.19
Investment in Joint Venture (Including Share Application Money Pending Allotment)		(451.56)		(500.00)
Proceeds from Sale of Investments		-		(0.28)
Dividend Income		9.00		9.00
Interest Income including Late Payment Surcharge		470.32		861.96
NET CASH FLOW FROM/USED IN INVESTING ACTIVITIES (B)		(4,966.03)		(1,607.14)
C. CASH FLOW FROM FINANCING ACTIVITIES				
Equity proceeds from Non-Controlling Interest		59.38		-
Dividend Paid (including Non-Controlling Interests)		(1,947.84)		(1,848.80)
Proceeds from Long Term Borrowings		3,576.39		2,315.31
Proceeds from Short Term Borrowings		597.87		11.72
Repayment of Borrowings		(1,398.18)		(2,116.14)
Interest and Finance Charges		(1,521.02)		(1,413.92)
Principal Repayment of Lease Liability		(3.48)		(4.37)
Interest paid on Lease Liability		(1.46)		(1.35)
NET CASH FLOW FROM/USED IN FINANCING ACTIVITIES (C)		(638.36)		(3,057.55)
D. NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)		**867.40**		**405.10**
Cash and Cash Equivalents (Opening balance)		447.27		42.17
Cash and Cash Equivalents (Closing balance)		1,314.67		447.27

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EXPLANATORY NOTES TO STATEMENT OF CONSOLIDATED CASH FLOWS

1 Cash and Cash equivalents consists of Cash in hand, cheques/drafts in hands and Bank Balances including Short Term Deposits with original maturity of less than three months. The details of Cash and Cash equivalents is as under:

(₹ in crore)

	As at 31st March, 2022	As at 31st March,2021
With scheduled Banks:		
- In Current Account	1009.82	231.31
- In Deposits Account	304.85	215.95
(Deposits with original maturity of less than three months)		
Cash on Hand	0.00	0.01
Cash and Cash equivalents	**1314.67**	**447.27**

2 Interest and finance charges in Cash Flow from Financing Activities includes borrowing cost of ₹ 993.62 Crore (Previous year ₹ 840.53 Crore) capitalised during the period on account of Expenditure attributable to construction (EAC).

3 Amount of undrawn loan as on 31.03.2022 : ₹ 1578.25 Crore (Previous Year ₹ 475.00 Crore).

4 Company has incurred ₹ 111.17 Crore in cash on account of Corporate Social Responsibility (CSR) expenditure during the year ended 31.03.2022 (Previous Year ₹ 95.99 Crore).

5 **Net Debt Reconciliation :**

(₹ in crore)

	31-03-2022	31-03-2021
Borrowings (Current & Non-Current)	26711.66	24010.85
Lease Liability	20.59	15.10
Total	**26732.25**	**24025.95**

Particulars	For the year ended 31st March,2022			For the year ended 31st March,2021		
	Borrowings (Current & Non-Current)	Lease Liability	Total	Borrowings (Current & Non-Current)	Lease Liability	Total
Opening Net Debt as on 1st April	**24010.85**	**15.10**	**24,025.95**	**23,853.01**	**16.35**	**23869.36**
Proceeds from Borrowings	4174.26	-	**4,174.26**	2,327.03	-	**2327.03**
Repayment of Borrowings/Lease Liability	(1,398.18)	(3.48)	**(1,401.66)**	(2,116.14)	(4.36)	**(2,120.50)**
Interest paid	(1,521.02)	(1.46)	**(1,522.48)**	(1,413.92)	(1.35)	**(1,415.27)**
Other Non-Cash Movements :						
-Increase in Lease Liability	-	8.97	**8.97**	-	3.11	**3.11**
-Foreign exchange adjustments	(58.77)	-	**(58.77)**	(49.71)	-	**(49.71)**
-Interest and Finance Charges	1497.78	1.46	**1,499.24**	1,432.67	1.35	**1,434.02**
-Fair value adjustments	6.74	-	**6.74**	(22.09)	-	**(22.09)**
Closing Net Debt as on 31st March	**26711.66**	**20.59**	**26,732.25**	**24,010.85**	**15.10**	**24,025.95**

6 The above Statement of Cash Flows is prepared in accordance with the indirect method prescribed in Ind AS 7 - "Statement of Cash Flows".

7 Figures for the previous periods have been regrouped/restated wherever necessary.

K G Somani & Co LLP New Delhi Chartered Accountants

Chaturvedi & Co. 24 Park Street Kolkata-700016 Chartered Accountants

P. C. Bindal & Co. FRN 003824N Chartered Accountants

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Notes:

1 The above consolidated results including statement of assets and liabilities and statement of cash flows as given in Annexure I and II respectively have been reviewed by the Audit Committee and approved by the Board of Directors of the Company in the respective meetings held on 25th May, 2022 and are based on the Financial Statements audited by Joint Statutory Auditors of the Company.

2 Subsidiary and Joint Venture Companies considered in the Consolidated Financial Results are as follows:-

a) Subsidiary Companies: NHDC Limited, Loktak Downstream Hydroelectric Corporation Limited, Bundelkhand Saur Urja Limited, Lanco Teesta Hydro Power Limited, Jal Power Corporation Limited and Ratle Hydroelectric Power Corporation Limited.

b) Joint Venture Companies: Chenab Valley Power Projects Private Limited and National High Power Test Laboratory Private Limited.

3 In view of the seasonal nature of business, the financial results of the Group vary from quarter to quarter.

4 Electricity generation is the principal business activity of the Group. Other operations viz., Power Trading, Contracts, Project Management and Consultancy works do not form a reportable segment as per Ind AS 108 - 'Operating Segments'. The Group has a single geographical segment as all its power stations are located within the country.

5 In line with the directions of the Ministry of Power dated May 15 & 16, 2020, the Parent Company had given a one-time rebate of Rs 185 crore to DISCOMs and Power Departments of States/ Union territories for passing on to ultimate consumers on account of COVID-19 pandemic in Quarter 1 of FY 2020-21 and disclosed the same as an "Exceptional item" in the Statement of Financial Results.

6 Based on review of future projections including future capital expenditure for capacity enhancement during the year ended 31st March, 2022, the Parent Company has recognised Minimum Alternate Tax (MAT) credit available in future amounting to Rs. 1478.62 crore (corresponding previous year : Nil) as the same is likely to provide economic benefits by way of set-off against future income tax liability. Out of the above, an amount of Rs. 1313.27 crore (corresponding previous year : Nil) is to be passed on to the beneficiaries and the same has accordingly been recognised as 'Movement in Regulatory Deferral Account Balances'.

7 During the year ended on 31.03.2022, retrospective reclassifications/restatements have been carried out in respect of certain items in the financial statements of previous periods. Accordingly, to comply with the requirements of the applicable Indian Accounting Standards, the Group has presented a 3rd Balance Sheet as at the begnining of the preceding period. i.e. as on 01.04.2020. Major restatements/reclassifications are explained as under:-

(i) In FY 2020-21, Borrowing and other costs incurred for construction projects during the 1st COVID lockdown period was presented as Regulatory Deferral Account (Debit) balances. Keeping in view an opinion obtained during financial year 2021-22 from the Expert Advisory Committee of the Institute of Chartered Accountants of India, the abovesaid costs amounting to Rs. 99.06 Crore as on 31.03.2021 have been reclassified as Capital Work in progress.

(ii) Management has reassessed the recoverability and derecognized part of the Regulatory Deferral Account (Debit) balance in respect of additional expenditure on 3rd Pay Revision of Central Public Sector Enterprises amounting to Rs. 61.32 crore based on Management assessment in the Books of Accounts w.e.f. 01.04.2020.

(iii) Certain Presentation changes have been carried out in previous year figures consequent upon the amendments in Schedule-III of the Companies Act, 2013 notified by the Ministry of Corporate Affairs, vide notification dated 24th March, 2021. These adjustments do not have any impact on the Statement of Profit and Loss.

8 During the quarter and year ended 31st March 2022, the Company has recognised 'Other Income' on account of Business Interruption loss from Insurance Company amounting to Rs. 161.86 Crore (Previous quarter and year ended Rs. NIL) in respect of one of the power stations.

9 The Board of Directors of the Parent Company in its meeting held on December 7, 2021 has approved the merger/amalgamation of Lanco Teesta Hydro Power Limited (a wholly owned subsidiary of NHPC Limited) with NHPC Limited under Section 230-232 of the Companies Act, 2013 and other statutory provisions as per the terms and conditions mentioned in the Scheme of Amalgamation (Scheme). The Scheme will be filed with the relevant regulatory authorities including Ministry of Corporate Affairs or any other appropriate authority for their approval/sanction.

10 The Board of Directors of the Parent Company in its meeting held on September 24, 2021 has approved the proposal to initiate the process of merger of Jalpower Corporation Limited (a wholly owned subsidiary of NHPC Limited) with NHPC Limited as per applicable provisions of the Companies Act, 2013 subject to approval of Government of India.

11 During the year, the Parent Company has acquired the equity of PTC India Limited (one of the promoters) in Chenab Valley Power Projects Private Limited (CVPPPL) for an amount of Rs 4.19 crore. The Parent Company's shareholding in CVPPPL due to acquisition of shares and additional equity infusion is 55.13% as on 31st March, 2022. However, pending modifications in the Promoter's Agreement and completion of other requisite formalities, CVPPPL has been accounted for as a Joint Venture owing to control being exercised jointly with the other joint venturers, pursuant to the Joint Venture agreement currently in force.

12 All Non-Convertible Debt Securities of the Parent Company are secured by way of pari-passu charge over certain immovable and movable assets of the Company. The available asset coverage complies the requirement of terms of various issues/offer documents and/or Debenture Trust Deed and is sufficient to discharge the principal and interest for the said debt securities.

13 During the quarter, the Parent Company has paid an interim dividend @13.10% of the face value of Rs. 10 per share (Rs. 1.31 per equity share) for the financial year 2021-22. The Board of Directors has recommended final dividend @ 5.00% of the face value of Rs. 10 per share (Rs. 0.50 per equity share) for the financial year 2021-22. Total dividend (including interim dividend) is @ 18.10% of the face value of Rs. 10/- per share i.e. Rs. 1.81 per equity share for the year.

14 The audited accounts for the year ended 31st March, 2022 are subject to review by the Comptroller and Auditor General of India under section 143 (6) of the Companies Act, 2013.

15 Figures for the quarter ended 31st March, 2022 and 31st March, 2021 are the balancing figures between the audited figures in respect of full financial year and the published year-to-date figures upto the 3rd quarter of the relevant Financial Year, post restatements/reclassifications as detailed at sl. no. 7 above.

16 Figures for the previous periods have been regrouped/restated wherever necessary.

For and on behalf of the Board of Directors of NHPC Ltd.

Place : Faridabad
Date : 25.05.2022

K G Somani & Co LLP New Delhi Chartered Accountants

Chaturvedi & Co. 24 Park Street Kolkata-700016 Chartered Accountants

P. C. Bindal & Co. FRN. 03824N Chartered Accountants

(RAJENDRA PRASAD GOYAL)
DIRECTOR (FINANCE)
DIN - 08645380

CHATURVEDI & CO.
Chartered Accountants
Address: -24, Park Street, 2nd Floor, Park Centre, Kolkata-700016
E mail:-chaturvedikol@hotmail.com

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

Independent Statutory Auditor's Certificate for asset cover in respect listed debt securities of NHPC Limited

1) We understand that NHPC Limited ("the Company") having its registered office at NHPC Office Complex, Sector-33, Faridabad, Haryana-121003, India is required to obtain a certificate for asset cover in respect listed debt securities of NHPC Limited as on 31st March 2022 in terms of Requirement of Regulation 54 read with regulation 56(1)(d) of SEBI (LODR) Regulations,2015 as amended ("LODR Regulations") and SEBI (Debenture Trustees) Regulations,1993 as amended ("DT Regulations").

Management's Responsibility

2) The Company's Management is responsible for ensuring that the Company complies with the LODR Regulations and DT Regulations. Further, the Company is also responsible to comply with the requirements of Bond Trust Deed executed with respective Bond trustee.

Auditor's Responsibility

3) Our responsibility is to certify the asset cover in respect of listed debt securities of the Company as on 31st March 2022 which is computed based on the audited financial statements as on 31st March 2022 and as per the format specified in SEBI Circular No. SEBI/HO/MIRSD/CRADT/CIR/P/2020/230 Circular dated 12th November 2020.

4) We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Noted requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

5) We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC), Quality controls for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Service Engagements.

Opinion

6) Based on our examination of books of accounts and other relevant records/documents as provided to us by the Company's management for the purpose of issuing this Certificate, we hereby certify that:

   a) The assets of the Company provide a coverage of 137.71% of the interest and principal amount, which as per the Company's management is in accordance with the terms of issue/ debenture trust deed. Calculation of Asset Cover Ratio for the secured debt securities is as given below in table:

Table – I: **(Rs. in Cr)**

S No.	Particulars		Amount
i.	**Total assets available for secured Debt Securities' – (secured by either pari passu or exclusive charge on assets) (mention the share of Debt Securities' charge holders)**	**A**	**22533.35**
	Property Plant & Equipment (Fixed assets) - movable/immovable property etc. including Capital work in progress and Financial Assets ***(Statement as in Annexure-I)***		22533.35
	Loans /advances given (net of provisions, NPAs and sell down portfolio), Debt Securities, other credit extended etc		-

CHATURVEDI & CO. 24 PARK STREET KOLKATA-700016 CHARTERED ACCOUNTANTS

	Receivables including interest accrued on Term loan/ Debt		-
	Investment(s)		-
	Cash and cash equivalents and other current/ Non-current assets		-
ii.	**Total borrowing through issue of secured Debt Securities (secured by either pari passu or exclusive charge on assets)**	**B**	**16363.35**
	Debt Securities (Provide details as per table below)		15829.99
	IND - AS adjustment for effective Interest rate on secured Debt		-
	Interest accrued/payable on secured Debt Securities		533.36
iii.	Asset Coverage Ratio **(100% or higher as per the terms of offer document/information memorandum/ debenture trust deed)**	A/B	137.71%

ISIN wise details**(Rs. in Cr.)**

Sl.No.	**ISIN**	**Facility**	**Type of charge**	**Sanctioned Amount**	**Outstanding Amount As on 31.03.2022**	**Cover Required**	**Assets Required**
As per Annexure-II							

b) The financial information as set out in the Table in Paragraph (a) above has been extracted from the audited books of accounts for the year ended 31st March 2022 and other relevant records of the Company;

c) Compliance of all the covenants/terms of the issue in respect of listed debt securities of the listed entity

We have examined the compliances made by the NHPC Limited in respect of the covenants/terms of the issue of the listed debt securities (NCD's) and certify that the covenants/terms of the issue have been complied by the NHPC Limited.

The above certificate has been given on the basis of information provided by the management and the records produced before us for verification

Restriction on Use

This certificate has been issued to the management of NHPC Limited to comply with requirements of LODR Regulations. Our certificate should not be used for any other purpose or by any person other than the Company. Accordingly, we do not accept or assume any liability or duty of care to any other person to whom this certificate is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

For Chaturvedi & Co.
Chartered Accountants
Firm Registration No.-302137E

R.K.Nanda
Partner
Membership No.-510574

CHATURVEDI & CO. 24 PARK STREET KOLKATA-700016 CHARTERED ACCOUNTANTS

UDIN:-22510574AJNAPD6972
Place:- Faridabad
Dated:-24th May 2022

Notes to Accounts: 31.03.2022

Annexure-I

Assets pledged as Security;

Projects/Power Stations	PPE as on 31.03.2022	CWIP as on 31.03.2022	Financial Assets-Others as on 31.03.2022	TOTAL(in Rs.) as on 31.03.2022	Total (Rs\Cr)
Chamera-II (O&M)	8,648,553,428	8,142,150		8,656,695,578	865.67
Chamera-III (O&M)	10,518,575,525	10,365,392		10,528,940,917	1052.89
Parbati-II (Const)	2,248,827,930	91,470,031,176		93,718,859,106	9371.89
Parbati-III (O&M)	15,873,112,926	12,095,831		15,885,208,757	1588.52
Dhauliganga (O&M)	5,461,008,786	-		5,461,008,786	546.10
TLDP-III (O&M)	-	-	10,651,423,151	10,651,423,151	1065.14
Teesta-V(O&M)	10,891,870,978	873,430		10,892,744,408	1089.27
URI-1(O&M)	13,313,931,378	86,530,006		13,400,461,384	1340.05
Dulhasti (Movable)	9,214,872,420	15,724,210		9,230,596,630	923.06
Kishanganga (Movable)	9,722,171,448	181,495,533		9,903,666,981	990.37
TLDP-IV(Movables)	6,099,095,521	-		6,099,095,521	609.91
URI-II(Movable)	5,604,823,294	-		5,604,823,294	560.48
Subansiri Lower(Movable)	176,155,857	25,123,837,468		25,299,993,325	2530.00
TOTAL	**97,772,999,491**	**116,909,095,196**	**10,651,423,151**	**225,333,517,838**	**22,533.35**

(Rajeev Saxena)
Manager(F)-DFS

NHPC LIMITED FARIDABAD

(U.K.Rai)
SM(F)-DFS

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NHPC Limited

Annexure-II

ISIN wise details as on 31.03.2022

Sl. No.	ISIN Number	Facility	Type of Charge	Sanctioned Amount (Rs. in Cr.)	Amount Outstanding (Rs in Cr.)	Required Cover	Assets Required (Rs. in Cr.)
1	INE848E07047	P-Series Bonds	Pari-passu	2000.00	600.00	1.25	750.00
2	INE848E07120	Q-Series Bonds	Pari-passu	105.50	105.50	1	105.50
3	INE848E07138	Q-Series Bonds	Pari-passu	105.50	105.50	1	105.50
4	INE848E07146	Q-Series Bonds	Pari-passu	105.50	105.50	1	105.50
5	INE848E07153	Q-Series Bonds	Pari-passu	105.50	105.50	1	105.50
6	INE848E07161	Q-Series Bonds	Pari-passu	105.50	105.50	1	105.50
7	INE848E07252	R1-Series Bonds	Pari-passu	6.85	6.85	1	6.85
8	INE848E07260	R1-Series Bonds	Pari-passu	6.85	6.85	1	6.85
9	INE848E07492	R1-Series Bonds	Pari-passu	6.85	6.85	1	6.85
10	INE848E07500	R1-Series Bonds	Pari-passu	6.85	6.85	1	6.85
11	INE848E07344	R2-Series Bonds	Pari-passu	31.84	31.84	1	31.84
12	INE848E07351	R2-Series Bonds	Pari-passu	31.84	31.84	1	31.84
13	INE848E07369	R2-Series Bonds	Pari-passu	31.84	31.84	1	31.84
14	INE848E07377	R2-Series Bonds	Pari-passu	31.84	31.84	1	31.84
15	INE848E07385	R2-Series Bonds	Pari-passu	31.84	31.84	1	31.84
16	INE848E07435	R3-Series Bonds	Pari-passu	89.20	89.20	1	89.20
17	INE848E07443	R3-Series Bonds	Pari-passu	89.20	89.20	1	89.20
18	INE848E07450	R3-Series Bonds	Pari-passu	89.20	89.20	1	89.20
19	INE848E07468	R3-Series Bonds	Pari-passu	89.20	89.20	1	89.20
20	INE848E07476	R3-Series Bonds	Pari-passu	89.20	89.20	1	89.20
21	INE848E07484	R3-Series Bonds	Pari-passu	89.20	89.20	1	89.20
22	INE848E07641	S1-Series Bonds	Pari-passu	36.50	36.50	1	36.50
23	INE848E07658	S1-Series Bonds	Pari-passu	36.50	36.50	1	36.50
24	INE848E07666	S1-Series Bonds	Pari-passu	36.50	36.50	1	36.50
25	INE848E07716	S2 Series Bonds	Pari-passu	55.00	55.00	1	55.00
26	INE848E07724	S2 Series Bonds	Pari-passu	55.00	55.00	1	55.00
27	INE848E07732	S2 Series Bonds	Pari-passu	55.00	55.00	1	55.00
28	INE848E07740	S2 Series Bonds	Pari-passu	55.00	55.00	1	55.00
29	INE848E07757	S2 Series Bonds	Pari-passu	55.00	55.00	1	55.00
30	INE848E07765	S2 Series Bonds	Pari-passu	55.00	55.00	1	55.00
31	INE848E07773	S2 Series Bonds	Pari-passu	55.00	55.00	1	55.00
32	INE848E07781	S2 Series Bonds	Pari-passu	55.00	55.00	1	55.00
33	INE848E07823	T Series Bonds	Pari-passu	122.91	122.91	1	122.91
34	INE848E07831	T Series Bonds	Pari-passu	122.91	122.91	1	122.91
35	INE848E07849	T Series Bonds	Pari-passu	122.91	122.91	1	122.91
36	INE848E07856	T Series Bonds	Pari-passu	122.91	122.91	1	122.91
37	INE848E07864	T Series Bonds	Pari-passu	122.91	122.91	1	122.91
38	INE848E07872	T Series Bonds	Pari-passu	122.91	122.91	1	122.91
39	INE848E07880	T Series Bonds	Pari-passu	122.91	122.91	1	122.91
40	INE848E07898	T Series Bonds	Pari-passu	122.91	122.91	1	122.91
41	INE848E07906	T Series Bonds	Pari-passu	122.91	122.91	1	122.91
42	INE848E07914	U Series Bonds	Pari-passu	540.00	540.00	1	540.00
43	INE848E07922	U1 Series Bonds	Pari-passu	360.00	360.00	1	360.00
44	INE848E07989	V2 Series Bonds	Pari-passu	295.00	295.00	1	295.00
45	INE848E07997	V2 Series Bonds	Pari-passu	295.00	295.00	1	295.00
46	INE848E07AA3	V2 Series Bonds	Pari-passu	295.00	295.00	1	295.00
47	INE848E07AB1	V2 Series Bonds	Pari-passu	295.00	295.00	1	295.00
48	INE848E07AC9	V2 Series Bonds	Pari-passu	295.00	295.00	1	295.00
49	INE848E07AH8	W1 Series Bonds	Pari-passu	300.00	300.00	1	300.00
50	INE848E07AI6	W2 Series Bonds	Pari-passu	150.00	150.00	1	150.00
51	INE848E07AJ4	W2 Series Bonds	Pari-passu	150.00	150.00	1	150.00
52	INE848E07AK2	W2 Series Bonds	Pari-passu	150.00	150.00	1	150.00
53	INE848E07AL0	W2 Series Bonds	Pari-passu	150.00	150.00	1	150.00

R Saxena
M(F)

CHATURVEDI & CO.
CHARTERED ACCOUNTANTS
24 PARK STREET KOLKATA-700016

NHPC LIMITED

SM(F)-DPS

Sl. No.	ISIN Number	Facility	Type of Charge	Sanctioned Amount (Rs. in Cr.)	Amount Outstanding (Rs in Cr.)	Required Cover	Assets Required (Rs. in Cr.)
54	INE848E07AM8	W2 Series Bonds	Pari-passu	150.00	150.00	1	150.00
55	INE848E07AN6	X Series Bonds	Pari-passu	1500.00	1500.00	1	1500.00
56	INE848E07AO4	Y Series Bonds	Pari-passu	300.00	300.00	1	300.00
57	INE848E07AP1	Y Series Bonds	Pari-passu	300.00	300.00	1	300.00
58	INE848E07AQ9	Y Series Bonds	Pari-passu	300.00	300.00	1	300.00
59	INE848E07AR7	Y Series Bonds	Pari-passu	300.00	300.00	1	300.00
60	INE848E07AS5	Y Series Bonds	Pari-passu	300.00	300.00	1	300.00
61	INE848E07AT3	Y1 Series Bonds	Pari-passu	100.00	100.00	1	100.00
62	INE848E07AU1	Y1 Series Bonds	Pari-passu	100.00	100.00	1	100.00
63	INE848E07AV9	Y1 Series Bonds	Pari-passu	100.00	100.00	1	100.00
64	INE848E07AW7	Y1 Series Bonds	Pari-passu	100.00	100.00	1	100.00
65	INE848E07AX5	Y1 Series Bonds	Pari-passu	100.00	100.00	1	100.00
66	INE848E07AY3	AA Series Bonds	Pari-passu	300.00	300.00	1	300.00
67	INE848E07AZ0	AA Series Bonds	Pari-passu	300.00	300.00	1	300.00
68	INE848E07BA1	AA Series Bonds	Pari-passu	300.00	300.00	1	300.00
69	INE848E07BB9	AA Series Bonds	Pari-passu	300.00	300.00	1	300.00
70	INE848E07BC7	AA Series Bonds	Pari-passu	300.00	300.00	1	300.00
71	INE848E07BD5	AA-1 Series Bonds	Pari-passu	100.00	100.00	1	100.00
72	INE848E07BE3	AA-1 Series Bonds	Pari-passu	100.00	100.00	1	100.00
73	INE848E07BG8	AA-1 Series Bonds	Pari-passu	100.00	100.00	1	100.00
74	INE848E07BH6	AA-1 Series Bonds	Pari-passu	100.00	100.00	1	100.00
75	INE848E07BI4	AA-1 Series Bonds	Pari-passu	100.00	100.00	1	100.00
76	INE848E07BJ2	AB Series Bonds	Pari-passu	150.00	150.00	1	150.00
77	INE848E07BK0	AB Series Bonds	Pari-passu	150.00	150.00	1	150.00
78	INE848E07BL8	AB Series Bonds	Pari-passu	150.00	150.00	1	150.00
79	INE848E07BM6	AB Series Bonds	Pari-passu	150.00	150.00	1	150.00
80	INE848E07BN4	AB Series Bonds	Pari-passu	150.00	150.00	1	150.00
81	INE848E07BO2	AC Series Bonds	Pari-passu	150.00	150.00	1	150.00
82	INE848E07BP9	AC Series Bonds	Pari-passu	150.00	150.00	1	150.00
83	INE848E07BQ7	AC Series Bonds	Pari-passu	150.00	150.00	1	150.00
84	INE848E07BR5	AC Series Bonds	Pari-passu	150.00	150.00	1	150.00
85	INE848E07BS3	AC Series Bonds	Pari-passu	150.00	150.00	1	150.00
86	INE848E07BT1	AC Series Bonds	Pari-passu	150.00	150.00	1	150.00
87	INE848E07BU9	AC Series Bonds	Pari-passu	150.00	150.00	1	150.00
88	INE848E07BV7	AC Series Bonds	Pari-passu	150.00	150.00	1	150.00
89	INE848E07BW5	AC Series Bonds	Pari-passu	150.00	150.00	1	150.00
90	INE848E07BX3	AC Series Bonds	Pari-passu	150.00	150.00	1	150.00
91	INE848E07518	TAX FREE BONDS 1A	Pari-passu	50.81	50.81	1	50.81
92	INE848E07542	TAX FREE BONDS 1B	Pari-passu	60.77	60.77	1	60.77
93	INE848E07526	TAX FREE BONDS 2A	Pari-passu	213.12	213.12	1	213.12
94	INE848E07559	TAX FREE BONDS 2B	Pari-passu	85.61	85.61	1	85.61
95	INE848E07534	TAX FREE BONDS 3A	Pari-passu	336.07	336.07	1	336.07
96	INE848E07567	TAX FREE BONDS 3B	Pari-passu	253.62	253.62	1	253.62
		Total as on 31.03.2022			**15679.99**		**15829.99**

RSaxena

(Rajeev Saxena)
Manager(F)-DFS

(U.K.Rai)
SM(F)-DFS

NHPC LIMITED FARIDABAD

CHATURVEDI & CO. 240 PARK STREET KOLKATA-700016 CHARTERED ACCOUNTANTS

Arora Vohra & Co.
Chartered Accountants
Chaitanya Complex
Prem Bhawan, Residency Road
Jammu Tawi – 180001
Jammu & Kashmir

K G Somani & Co.
Chartered Accountants
3/15, 4th Floor
Asaf Ali Road
Near Delite Cinema
New Delhi- 110002

Lodha & Co.
Chartered Accountants
14 Government Place East
Kolkata-700 069

INDEPENDENT AUDITORS' REPORT

The Board of Directors of
NHPC Limited

Report on the audit of the Standalone Financial Results

Opinion

We have audited the accompanying standalone financial results of NHPC Limited ('the Company') for the year ended March 31, 2021 and the notes thereon (hereinafter referred to as the "Financial Results") attached herewith, being compiled by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"). The financial results have been initialed by us for the purpose of identification.

In our opinion and to the best of our information and according to the explanations given to us these standalone financial results:

i. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards and other accounting principles generally accepted in India of the net profit for the year ended March 31, 2021 and other comprehensive income and other financial information for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditors' Responsibilities for the Audit of the Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial results.

Management's Responsibilities for the Standalone Financial Results

These financial results have been prepared on the basis of the standalone financial statements. The Company's Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the net profit for the year ended March 31, 2021 and other comprehensive income and other financial information of the company in accordance with the recognition and measurement principles laid down in Indian Accounting Standard prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing an opinion whether the company has adequate internal financial controls with respect to financial statements in place and the operating effectiveness of such controls but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.

- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial results.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

1. Due to the ongoing COVID-19 pandemic and recent surge in number of affected cases and the lockdown imposed by State Governments, audit processes and procedures were carried out through remote access of the books of account/records and other necessary documents/information made available to us by the management through digital medium. Accordingly relevant documents and supporting although available in E- form as such could not be verified by us in primary and original form.

2. These financial results include the results for the quarter ended March 31, being the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto December 31 of the relevant financial year. These figures were subject to limited review by us as required under the Listing Regulations. The figures for the year ended 31st March 2020 as stated in Note 7 of the financial results has however been reclassified and therefore the results for the quarter ended 31st March 2020 has been derived with respect to the figures reclassified as above.

3. The financial statements for the year ended 31st March 2020 have been audited by then Joint auditors of the Company. The Financial results for the quarter ended 31st March and quarter ended 30th June 2020 had been subjected to review by the said Joint auditors of the Company, one of them were predecessor audit firms and had expressed an unmodified opinion/conclusion on above. Reliance has been placed on the figures and other information incorporated for the purpose of these financial results.

Our opinion is not modified in respect of the matters stated in para 1 to 3 above.

For Arora Vohra & Co.	For K G Somani & Co.	For Lodha & Co.
Chartered Accountants	Chartered Accountants	Chartered Accountants
Firm's ICAI Registration No.: 009487N	Firm's ICAI Registration No.:006591N	Firm's ICAI Registration No.:301051E
NARINDER MALIK Digitally signed by NARINDER MALIK Date: 2021.06.10 19:53:07 +05'30'	BHUVNESH MAHESHWARI Digitally signed by BHUVNESH MAHESHWARI DN: c=IN, o=Personal, postalCode=110077, st=Delhi, 2.5.4.20=10d9eba927730857b1264a2c478d9261a1b84f471a8449c70371ffd136ebdb18, serialNumber=902b23f585e8c3089db607ce08f0e746efb99e7c1b3d12be6c8ddcbace79b9ef, cn=BHUVNESH MAHESHWARI Date: 2021.06.10 19:32:58 +05'30'	RAVINDRA PRATAP SINGH Digitally signed by RAVINDRA PRATAP SINGH Date: 2021.06.10 19:18:16 +05'30'
CA Narinder Malik	CA Bhuvnesh Maheshwari	CA R P Singh
Partner	Partner	Partner
M. No. 097008	M. No.088155	M. No. 052438
UDIN:21097008AAAABW5605	UDIN:21088155AAAAAT4427	UDIN:21052438AAAABV1055
Place: Ludhiana	Place: New Delhi	Place: Kolkata
Date: 10th June 2021	Date: 10th June 2021	Date: 10th June 2021

NHPC LIMITED
(A Government of India Enterprise)
CIN: L40101HR1975GOI032564
SECTOR-33, FARIDABAD, HARYANA - 121 003

STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2021

(Rs. in crore)

S.No	PARTICULARS	Quarter Ended			Year Ended	
		31.03.2021	31.12.2020	31.03.2020	31.3.2021	31.03.2020
		Audited (Refer Note 20)	Unaudited	Audited (Refer Note 20)	Audited	Audited
1	**Income**					
	(a) Revenue from Operations	1,341.48	2,092.20	1,913.43	8,506.58	8,735.15
	(b) Other Income	436.45	202.29	385.14	1,150.81	1,036.44
	Total Income (a+b)	**1,777.93**	**2,294.49**	**2,298.57**	**9,657.39**	**9,771.59**
2	**Expenses**					
	(a) Purchase of Power - Trading	-	-	151.12	212.37	234.13
	(b) Generation Expenses	131.18	118.85	166.05	854.37	901.67
	(c)Employee Benefits Expense	360.51	378.74	382.59	1,409.26	1,515.52
	(d) Finance Costs	214.98	141.74	151.18	649.59	795.42
	(e)Depreciation and Amortization Expense	236.12	334.94	385.76	1,234.50	1,545.34
	(f) Other Expenses	416.52	416.63	654.45	1,425.89	1,514.95
	Total Expenses (a+b+c+d+e+f)	**1,359.31**	**1,390.90**	**1,891.15**	**5,785.98**	**6,507.03**
3	**Profit before Exceptional items, Regulatory Deferral Account Balances and Tax (1-2)**	**418.62**	**903.59**	**407.42**	**3,871.41**	**3,264.56**
4	Exceptional items	-	-	-	185.00	-
5	**Profit before tax and Regulatory Deferral Account Balances (3-4)**	**418.62**	**903.59**	**407.42**	**3,686.41**	**3,264.56**
6	**Tax Expenses**					
	a) Current Tax	131.34	174.62	116.28	714.17	602.40
	b) Deferred Tax	(2.81)	(37.47)	(51.11)	(34.04)	(1.40)
	Total Tax Expense (a+b)	**128.53**	**137.15**	**65.17**	**680.13**	**601.00**
7	**Profit for the period before movements in Regulatory Deferral Account Balances (5-6)**	**290.09**	**766.44**	**342.25**	**3,006.28**	**2,663.56**
8	Movement in Regulatory Deferral Account Balances (Net of Tax)	114.12	41.68	40.66	227.09	343.61
9	**Profit for the period (7+8)**	**404.21**	**808.12**	**382.91**	**3,233.37**	**3,007.17**
10	Other Comprehensive Income					
	(i) Items that will not be reclassified to profit or loss (Net of Tax)					
	(a) Remeasurement of the post employment defined benefit obligations	65.00	(35.11)	74.50	(40.29)	37.51
	Less:- Movement in Regulatory Deferral Account Balances in respect of tax on defined benefit obligations	(5.71)	2.86	(5.00)	2.87	8.14
	Sub total (a)	**70.71**	**(37.97)**	**79.50**	**(43.16)**	**29.37**
	(b) Investment in Equity Instruments	22.86	13.38	(21.64)	47.13	(42.09)
	Sub total (b)	**22.86**	**13.38**	**(21.64)**	**47.13**	**(42.09)**
	Total (i)=(a)+(b)	**93.57**	**(24.59)**	**57.86**	**3.97**	**(12.72)**
	(ii) Items that will be reclassified to profit or loss (Net of Tax)					
	- Investment in Debt Instruments	(7.60)	6.53	5.60	3.23	12.10
	Total (ii)	**(7.60)**	**6.53**	**5.60**	**3.23**	**12.10**
	Other Comprehensive Income (i+ii)	**85.97**	**(18.06)**	**63.46**	**7.20**	**(0.62)**
11	**Total Comprehensive Income for the period (9+10)**	**490.18**	**790.06**	**446.37**	**3,240.57**	**3,006.55**
12	Paid-up equity share capital (of Face Value ₹ 10/- per share)	10,045.03	10,045.03	10,045.03	10,045.03	10,045.03
13	Reserves excluding Revaluation Reserves				21,602.28	19,938.78
14	Net worth				31,647.31	29,983.81
15	Paid-up debt capital *				24,653.95	24,526.72
16	Capital redemption reserve				2,255.71	2,255.71
17	Debenture (Bond) redemption reserve				1,641.95	1,948.38
18	**Earning per share (Basic and Diluted) (Equity shares, face value of ₹ 10/- each)**					
	- Before movements in Regulatory Deferral Account Balances (in ₹)	0.29	0.76	0.34	2.99	2.65
	- After movements in Regulatory Deferral Account Balances (in ₹)	0.40	0.80	0.38	3.22	2.99
19	Debt equity ratio				0.78	0.82
20	Debt service coverage ratio (DSCR)				3.62	3.41
21	Interest service coverage ratio (ISCR)				8.03	7.53

*** Comprises long term debts including current maturities thereof.**

Statement of Standalone Assets and Liabilities and Statement of Standalone Cash Flows are attached as Annexure-I and Annexure-II respectively.

LODHA & CO. ★ RPJ KOLKATA ★ Chartered Accountants

Annexure-I

STATEMENT OF STANDALONE ASSETS AND LIABILITIES

(Rs. in crore)

PARTICULARS	As at 31st March, 2021 (Audited)	As at 31st March, 2020 (Audited)	As at 1st April, 2019 (Audited)
ASSETS			
(1) NON-CURRENT ASSETS			
a) Property, Plant and Equipment	19,163.61	21,463.33	22,940.69
b) Capital Work In Progress	17,754.48	16,097.65	14,898.11
c) Right Of Use Assets	1,752.92	1,826.98	-
d) Investment Property	4.49	4.49	4.49
e) Intangible Assets	3.52	0.72	906.66
f) **Financial Assets**			
i) Investments	3,921.68	3,400.74	2,361.66
ii) Loans	943.27	798.65	746.41
iii) Others	4,917.27	3,435.91	3,528.67
g) Non Current Tax Assets (Net)	-	138.90	131.95
h) Other Non Current Assets	3,560.71	3,035.41	2,028.84
TOTAL NON CURRENT ASSETS	**52,021.95**	**50,202.78**	**47,547.48**
(2) CURRENT ASSETS			
a) Inventories	124.42	118.24	117.14
b) **Financial Assets**			
i) Trade Receivables	3,206.02	3,585.12	2,326.40
ii) Cash and Cash Equivalents	145.57	8.87	12.04
iii) Bank balances other than Cash and Cash Equivalents	768.39	380.25	378.59
iv) Loans	48.44	46.03	45.18
v) Others	2,386.12	2,932.96	2,280.95
c) Current Tax Assets (Net)	165.73	127.14	101.41
d) Other Current Assets	372.08	375.91	307.57
TOTAL CURRENT ASSETS	**7,216.77**	**7,574.52**	**5,569.28**
(3) Regulatory Deferral Account Debit Balances	7,063.31	6,836.22	6,492.61
TOTAL ASSETS AND REGULATORY DEFERRAL ACCOUNT DEBIT BALANCES	**66,302.03**	**64,613.52**	**59,609.37**

PARTICULARS	As at 31st March, 2021 (Audited)	As at 31st March, 2020 (Audited)	As at 1st April, 2019 (Audited)
EQUITY AND LIABILITIES			
(1) EQUITY			
a) Equity Share Capital	10,045.03	10,045.03	10,045.03
b) Other Equity	21,602.28	19,938.78	19,169.70
TOTAL EQUITY	**31,647.31**	**29,983.81**	**29,214.73**
(2) LIABILITIES			
NON-CURRENT LIABILITIES			
a) **Financial Liabilities**			
i) Borrowings	21,241.22	20,889.74	17,044.63
ii) Other financial liabilities	2,054.34	2,059.23	2,058.64
b) Provisions	28.38	27.66	26.82
c) Deferred Tax Liabilities (Net)	3,589.36	3,641.19	3,610.63
d) Other non-current Liabilities	2,034.60	2,082.65	1,824.98
TOTAL NON CURRENT LIABILITIES	**28,947.90**	**28,700.47**	**24,565.70**
(3) CURRENT LIABILITIES			
a) **Financial Liabilities**			
i) Borrowings	726.03	714.31	406.00
ii) Trade Payables			
Total outstanding dues of micro enterprises and small enterprises	30.94	18.85	15.74
Total outstanding dues of Creditors other than micro enterprises and small enterprises	170.40	285.41	164.44
iii) Other financial liabilities	2,925.62	2,880.07	2,847.26
b) Other Current Liabilities	565.85	802.44	1,066.13
c) Provisions	1,252.98	1,228.16	1,329.37
d) Current Tax Liabilities (Net)	35.00	-	-
TOTAL CURRENT LIABILITIES	**5,706.82**	**5,929.24**	**5,828.94**
TOTAL EQUITY AND LIABILITIES	**66,302.03**	**64,613.52**	**59,609.37**

LODHA & CO. KOLKATA Chartered Accountants RPJ

NHPC LIMITED

(A Government of India Enterprise)

ANNEXURE -II

CIN: L40101HR1975GOI032564

STATEMENT OF STANDALONE CASH FLOWS FOR THE YEAR ENDED 31st MARCH, 2021

(₹ in crore)

	For the Year ended 31st March, 2021		For the Year ended 31st March, 2020	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Profit before tax for the year including movements in Regulatory Deferral Account Balance		3913.50		3608.17
Less: Movement in Regulatory Deferral Account Balances		227.09		343.61
Profit before Tax		**3686.41**		**3264.56**
ADD :				
Depreciation and Amortisation	1234.50		1545.34	
Finance Costs	649.59		795.42	
Provisions (Net Loss)	220.40		155.17	
Tariff Adjustment (loss)	-		-	
Sales adjustment on account of Exchange Rate Variation	50.03		42.94	
Loss/(Profit) on sale of assets/Claims written off	8.69		2.51	
		2163.21		2541.38
		5849.62		**5805.94**
LESS :				
Advance against Depreciation written back	48.38		44.72	
Provisions (Net gain)	21.82		5.22	
Adjustment of Consultancy Charges in LDHCL converted to Equity	2.63			
Dividend Income	292.68		489.97	
Interest Income including Late Payment Surcharge	680.14		421.50	
Exchange rate variation	34.21		(50.15)	
Fair Value Adjustments	(0.78)		(1.42)	
Amortisation of Government Grants	32.26		29.95	
		1111.34		939.79
Cash flow from Operating Activities before Operating Assets and Liabilities adjustments and Taxes		**4738.28**		**4866.15**
Changes in Operating Assets and Liabilities:				
Inventories	(6.26)		(1.33)	
Trade Receivables	1167.27		(1842.32)	
Other Financial Assets, Loans and Advances	(709.85)		(12.44)	
Other Financial Liabilities and Provisions	(100.79)		(160.87)	
		350.37		(2016.96)
Cash flow from operating activities before taxes		**5088.65**		**2849.19**
Less : Taxes Paid		578.85		635.08
NET CASH FLOW FROM OPERATING ACTIVITIES (A)		**4509.80**		**2214.11**
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Property, Plant and Equipment, Other Intangible Assets & Expenditure on construction projects (including expenditure attributable to construction forming part of Capital Work in Progress for the year) - Net of Grant		(1763.89)		(2708.71)
Sale of Assets		0.25		0.52
Investment in Joint Venture (Including Share Application Money Pending)		(500.00)		(140.45)
Investment in Subsidiaries (Including Share Application Money Pending)		(280.41)		(924.70)
Proceeds from Sale of Investment		0.40		-
Dividend Income		292.68		489.97
Interest Income including Late Payment Surcharge		743.63		386.39
NET CASH FLOW FROM/USED IN INVESTING ACTIVITIES (B)		**(1507.34)**		**(2896.98)**
C. CASH FLOW FROM FINANCING ACTIVITIES				
Dividend and Tax on Dividend Paid		(1577.07)		(2237.47)
Proceeds from Borrowings		2327.03		5967.71
Repayment of Borrowings		(2116.14)		(1715.05)
Interest and Finance Charges		(1495.72)		(1332.22)
Repayment of Lease Liability		(3.86)		(3.27)
NET CASH FLOW FROM/USED IN FINANCING ACTIVITIES (C)		**(2865.76)**		**679.70**
D. NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)		**136.70**		**(3.17)**
Cash and Cash Equivalents at the beginning of the year		8.87		12.04
Cash and Cash Equivalents at the close of the year		145.57		8.87

*The above Statement of Cash Flows is prepared in accordance with the Indirect method prescribed in Ind AS 7 - "Statement of Cash Flows".

** The figure for the year ended 31.03.2020 as given above are restated.

LODHA & CO.
KOLKATA
Chartered Accountants

EXPLANATORY NOTES TO STATEMENT OF CASH FLOWS

1 Cash and Cash equivalents consists of Cash in hand, cheques/drafts in hands and Bank Balances including Short Term Deposits with original maturity of less than three months. The details of Cash and Cash equivalents is as under:

(₹ in crore)

	As at 31st March, 2021	As at 31st March, 2020
Balances with Banks		
With scheduled Banks:		
- In Current Account	145.56	8.86
- In Deposits Account (Deposits with original maturity of less than three months)		
Cash on Hand	0.01	0.01
Cash and Cash equivalents	145.57	8.87

2 Interest and finance charges in Cash Flow from Financing Activities includes borrowing cost of ₹ 840.53 Crore (Previous year ₹ 462.90 Crore) capitalised during the period on account of Expenditure attributable to construction (EAC).

3 Amount of undrawn loan as on 31.03.2021 : ₹ 475.00 Crore (Previous Year ₹ 925.00 Crore).

4 Company has incurred ₹ 76.66 Crore in cash on account of Corporate Social Responsibility (CSR) expenditure during the year ended 31.03.2021 (Previous Year ₹ 122.57 Crore)

5 **Net debt reconciliation:-**

(₹ in crore)

	31/03/2021	31/03/2020
Cash and Cash Equivalents	145.57	8.87
Current Borrowings	(726.03)	(714.31)
Non current Borrowings (Including Interest accrued)	(23284.82)	(23138.70)
Lease Liability	(12.65)	(13.91)
Net Debt	**(23877.94)**	**(23858.05)**

(₹ in crore)

Particulars	Other assets	Liabilities from Financing Activities			
	Cash & Cash Equivalents	Non-current borrowings (Including Interest accrued)	Lease Liability	Current borrowings	Total
Net debt as at 31st March' 2019	**12.04**	**(19234.76)**	**-**	**(406.00)**	**(19628.72)**
Lease recognised under Ind AS 116 as on 01/04/2019	-	-	(14.90)	-	(14.90)
Cash flows	(3.17)	(3944.34)	3.27	(308.31)	(4252.55)
Lease Liability	-	-	(2.28)	-	(2.28)
Foreign exchange adjustments	-	(120.23)	-	-	(120.23)
Interest expense	-	(1320.31)	(1.17)	(15.93)	(1337.41)
Interest paid	-	1262.20	1.17	15.93	1279.30
Fair value adjustments	-	218.74	-	-	218.74
Net debt as at 31st March' 2020	**8.87**	**(23138.70)**	**(13.91)**	**(714.31)**	**(23858.05)**

(₹ in crore)

Particulars	Other assets	Liabilities from Financing Activities			
	Cash & Cash Equivalents	Non-current borrowings (Including Interest accrued)	Lease Liability	Current borrowings	Total
Net debt as at 31st March' 2020	**8.87**	**(23138.70)**	**(13.91)**	**(714.31)**	**(23858.05)**
Cash flows	136.70	(199.17)	3.86	(11.72)	(70.33)
Lease Liability	-	-	(2.60)	-	(2.60)
Foreign exchange adjustments	-	49.71	-	-	49.71
Interest expense	-	(1448.92)	(1.10)	(2.13)	(1452.15)
Interest paid	-	1431.29	1.10	2.13	1434.52
Fair value adjustments	-	20.96	-	-	20.96
Net debt as at 31st March' 2021	**145.57**	**(23284.83)**	**(12.65)**	**(726.03)**	**(23877.94)**

LODHA & CO. KOLKATA Chartered Accountants

RP,

Notes:

1 The above results including statement of assets and liabilities and statement of cash flows as given in Annexure I and II respectively have been reviewed by the Audit Committee and approved by the Board of Directors of the Company in the respective meetings held on 10th June, 2021 and are based on the Financial Statements audited by Joint Statutory Auditors of the Company. The Audit Committee constituted during the quarter is however pending induction of Independent Directors as required in terms of Section 177 of the Companies Act, 2013.

2 In view of the seasonal nature of business, the financial results of the company vary from quarter to quarter.

3 Electricity generation is the principal business activity of the Company. Other operations viz., Power Trading, Contracts, Project Management and Consultancy works do not form a reportable segment as per Ind AS 108 - 'Operating Segment'. The company has a single geographical segment as all its power stations are located within the country.

4 Order for determination of tariff in respect of Teesta Low Dam Power Station, Stage-IV w.e.f. March 11, 2016 being the Commercial Operation Date of first unit has been issued by the CERC on January 24, 2021. Accordingly, Rs 1.44 crore for the quarter and Rs. 324.16 crore for the year on account of previous year sales and Rs 9.80 crore for the quarter and Rs. 152.64 crore for the year on account of interest from beneficiaries have been recognised as revenue during the current year.

5 Pursuant to the provisions of Section 115BAA of the Income Tax Act 1961 announced by Tax Laws (amended) Ordinance 2019 and promulgated as Taxation Laws (amendment) Act 2019 enacted on December 11, 2019 applicable with effect from April 1, 2019, Domestic Companies have options to pay Income Tax at the concessional rates by forgoing certain exemptions/ deductions (the new tax regime) as specified in the said section.
The Company has significant amount of accumulated minimum alternate tax (MAT) credits and is eligible for tax incentives/ deductions to be availed/ adjusted against future taxable profits. The company has decided to continue with earlier tax structure till the deductions are available and MAT Credits is substantially exhausted and thereafter to opt for new tax regime.

6 (i) The Company's primary source of revenue is from generation and sale of hydroelectricity. Consequent to the outbreak of COVID-19 and recent surge in number of cases thereof, Government of India and/or State Governments have declared lockdowns which have affected business in general. Power supply being an essential service and considering the must-run status for Run-of-the-River (ROR) projects and scheduling to the extent possible by RLDCs in case of ROR with Pondage and Storage Projects, no material impact of COVID-19 on the financial performance of the Company including interalia the carrying value of various current and non-current assets or the ability to service the debt of the company, is expected to arise.

(ii) In line with the directions of the Ministry of Power dated May 15 & 16, 2020, the company has given a one-time rebate of Rs 185 crore to DISCOMs and Power Departments of States/ Union territories for passing on to ultimate consumers on account of COVID-19 pandemic. The said rebate has been presented as an "Exceptional item" in the Statement of Financial Results.

(iii) Further impact of COVID-19, if any, is dependent upon future developments. The company will continue to monitor the impact of the pandemic and the same will be taken into consideration on crystallization.

7 During the year ended on 31.03.2021, retrospective reclassifications/restatements have been carried out in respect of certain items in the financial statements of previous periods. Accordingly, to comply with the requirements of the applicable Accounting Standards, the company has presented a 3rd Balance Sheet as at the begnining of the preceding period. i.e. as on 01.04.2019. Major restatements/reclassifications are explained as under:-

(i) Till 31.03.2020, receivable towards Late Payment Surcharge (LPS) recoverable from beneficiaries was presented by the company as "Trade Receivable". LPS being in view the nature of Interest income, Company has reclassified the receivable towards LPS (current) amounting to Rs. 296.69 Crore as on 01.04.2019 & Rs. 233.22 Crore as on 31.03.2020 as "Current Financial Assets- Others" and receivable towards LPS of Rs. 61.51 Crore as on 01.04.2019 & Rs. Nil as on 31.03.2020 earlier classified as Trade Receivable (Non-Current) has been reclassified as "Non-Current Financial Assets- Others".

(ii) Till 31.03.2020, Income Tax Refundable was presented by the company as "Other Current Assets". Being in the nature of Tax assets, Company has reclassified the Income Tax Refund amounting to Rs. 40.19 Crore as on 01.04.2019 & as on 31.03.2020 as "Current Tax Assets (Net)".

(iii) Certain other reclassifications have been made in the books of account as on 01.04.2019 & 31.03.2020 to conform to the current year classification. There is no impact of the above adjustments on the Profitability/ Other Equity of the company.

8 The Board of Directors of the Company in its meeting held on October 20, 2020 has approved the proposal to initiate the process of merger of Lanco Teesta Hydro Power Limited (a wholly owned subsidiary of NHPC Limited) with NHPC Limited under Section 232 of the Companies Act, 2013 subject to approval of Government of India.

9 The Company has obtained the approval from Ministry of Power vide its letter dated 12.05.2021 for taking over of 2% equity of PTC India Limited (PTC) in Chenab Valley Power Projects Private Limited (A Joint Venture Company between NHPC (49%), JKSPDC (49%) and PTC (2%)). The purchase consideration of Rs 4.19 crore has been released to M/s PTC on 25.05.2021.Consequent to this Chenab Valley Power Projects Private Limited shall become subsidiary company of NHPC Limited on completion of requisite formalities in this respect.

10 Vide order dated December 24, 2020 the National Company Law Tribunal (NCLT) had approved the resolution plan submitted by the Company for acquisition of Jalpower Corporation Limited (120 MW Rangit-IV Hydroelectric Project) for a consideration of Rs. 165 Crore. The purchase consideration has been paid on 31st March, 2021 and Jalpower Corporation Limited has become a wholly owned subsidiary of the Company from that date.

11 There was damage to Head Race Tunnel (HRT) on September 25, 2020 due to land slide at Sewa-II Power Station. The assets of the Power Station are covered under Mega Insurance Policy and the loss on account of damages estimated at Rs. 40 crore was included under "Other Expenses" while the expected insurance claim of Rs. 38 crore against the same was credited to "Other Income" during the Quarter ended 30.09.2020. Presently the Power Station is under complete shut down. In view of the Management, no material impact is envisaged on the financial performance of the company.

12 Due to uncertainties in implementation, expenditure incurred on Tawang-II Hydroelectric Project amounting to Rs. 2.23 crore and Rs. 136.11 crore has been provided for during the quarter and year ended March 31, 2021 resepectively.

LODHA & CO. KOLKATA Chartered Accountants

13 All Non-Convertible Debt Securities of the Company are secured by way of pari-passu charge over certain immovable and movable assets of the Company. The available asset coverage complies with the requirement of terms of various issues/ offer documents.

14 The Company has credit rating 'AAA' with Stable outlook, assigned by domestic credit rating agencies i.e. ICRA, CARE and India Rating for all listed bonds, outstanding as on March 31, 2021, issued by the company. Further, on October 22, 2020, S&P Global Ratings revised its outlook on NHPC to negative from stable and maintained 'BBB-' long term issuer credit rating of the company.

15 The company has paid Principal and Interest of Non-Convertible Debt Securities (NCDs) on due dates as per offer documents. Details of previous due dates of payment of Principal and Interest of NCDs are as below:-

Particulars of Bonds	Previous due date	
	Principal	Interest
BONDS-P Series	1-Feb-21	1-Mar-21
BONDS-Q Series	12-Mar-21	12-Mar-21
BONDS-R-1 Series	11-Feb-21	11-Feb-21
BONDS-R-2 Series	11-Feb-21	11-Feb-21
BONDS-R-3 Series	11-Feb-21	11-Feb-21
BONDS-S-1 Series	26-Nov-20	26-Nov-20
BONDS-S-2 Series	26-Nov-20	26-Nov-20
BONDS-T Series	14-Jul-20	14-Jul-20
TAX FREE BONDS-1A Series	Not yet due	2-Apr-20
TAX FREE BONDS-1B Series	Not yet due	2-Apr-20
TAX FREE BONDS-2A Series	Not yet due	2-Apr-20
TAX FREE BONDS-2B Series	Not yet due	2-Apr-20
TAX FREE BONDS-3A Series	Not yet due	2-Apr-20
TAX FREE BONDS-3B Series	Not yet due	2-Apr-20
BONDS-U Series	Not yet due	29-Jun-20
BONDS-U1 Series	Not yet due	29-Jun-20
BONDS-V1 Series	22-Jan-21	25-Jan-21
BONDS-V2 Series	Not yet due	6-Jun-20
BONDS-W1 Series	15-Sep-20	15-Sep-20
BONDS-W2 Series	Not yet due	15-Sep-20
BONDS-X Series	Not yet due	8-Feb-21
BONDS-Y Series	Not yet due	7-Oct-20
BONDS-Y1Series	Not yet due	4-Jan-21
BONDS-AA Series	Not yet due	11-Feb-21
BONDS-AA-1 Series	Not yet due	11-Mar-21
BONDS-AB Series	Not yet due	Not yet due
BONDS-AC Series	Not yet due	Not yet due

16 Formula used for computation of Ratio:
1. 'Debt Service Coverage Ratio' (DSCR) = [Profit before Interest, Depreciation and Tax]/[Principal repayment, excluding payment under put option+Interest]
2. 'Interest Service Coverage Ratio' (ISCR) = [Profit before Interest, Depreciation and Tax]/ Interest.
For the calculation of ISCR and DSCR, amount of interest and Principal repayments against the borrowings of the operational projects have been considered in above formulae.

17 During the quarter, the company has paid an interim dividend @12.50% of the face value of Rs. 10 per share (Rs. 1.25 per equity share) for the financial year 2020-21. The Board of Directors has recommended final dividend @ 3.50 % of the face value of Rs. 10 per share (Rs.0.35 per equity share) for the financial year 2020-21. Total dividend (including interim dividend) is @ 16% of the face value of Rs. 10/- per share i.e. Rs 1.60 per equity share.

18 The audited accounts for the year ended 31st March, 2021 are subject to review by the Comptroller and Auditor General of India under section 143(6) of the Companies Act, 2013.

19 The total incremental borrowings by the Company in the financial year 2020-21 was Rs. 2315.31 crore. In terms of SEBI circular dated SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018, the Company was required to make borrowing of Rs. 578.83 crore through issue of debt securities, where as it has borrowed Rs. 2250 crore through this securities and therefore, no further compliance in this respect is needed. The disclosures (enclosed as Appendix A) in compliance with above circular as required in this respect as large Corporate borrower have already been made to Stock Exchanges where Company's shares are listed.

20 Figures for the quarter ended 31st March, 2021 and 31st March, 2020 are the balancing figures between the audited figures in respect of full financial year and the published year-to-date figures upto the 3rd quarter of the relevant Financial Year, post adjustments as detailed at Note no. 7.

21 Figures for the previous periods have been reclassified/restated as given in Note no. 7.

LODHA & CO.
KOLKATA
Chartered Accountants

Appendix-A

एनएचपीसी लिमिटेड
(भारत सरकार का उद्यम)
NHPC Limited
(A Govt. of India Enterprise)

EPABX No. 0129-2588110/2588500
Email: webmaster@nhpc.nic.in
CIN No. – L40101HR1975GOI032564

NH/CS/199 **28.04.2021**

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**	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**

ISIN No. INE848E01016
Sub : Disclosure under clause 4.1 of SEBI circular dated 26.11.2018 for issuance of Debt Securities by Large Entities
विषय: बड़ी संस्थाओं द्वारा ऋण प्रतिभूति जारी करने के लिए सेबी के परिपत्र दिनांक 26.11.2018 के खंड 4.1 के तहत प्रकटीकरण के सन्दर्भ में

Sirs/महोदय,

In compliance to clause 4.1 of SEBI Circular No. SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018, please find attached herewith a disclosure in respect of Large Corporate in the prescribed format.

This is for your information and record.

सेबी परिपत्र संख्या SEBI/HO/DDHS/CIR/P/2018/144 दिनांक 26 नवम्बर, 2018 के खंड 4.1 के अनुसार, कृपया बड़े कॉरपोरेट के लिए निर्धारित प्रारूप में प्रकटीकरण का संलग्न प्राप्त करें।

यह आपकी जानकारी और रिकॉर्ड के लिए है।
धन्यवाद,

भवदीय,

SAURABH CHAKRAVORTY
Digitally signed by SAURABH CHAKRAVORTY Date: 2021.04.28 11:23:10 +05'30'

(सौरभ चक्रवर्ती)
कंपनी सचिव

संलग्न: उपरोक्त अनुसार

एन एच पी सी लिमिटेड
NHPC Limited
(Formerly National Hydroelectric Power Corporation Ltd)
ISO-9001 & 14001 Certified Company
Phone No 0129-2270603
Website www.nhpcindia.com
Email nhpcbondsection@nhpc.nic.in
CIN No. - L40101HR1975GOI032564

Annexure A

Format of the Initial Disclosure to be made by an entity identified as a Large Corporate

(To be submitted to the Stock Exchange(s) within 30 days from the beginning of FY 22)

Sl.No.	Particulars	Details
	Name of the company	NHPC Limited
	CIN	**L40101HR1975GOI032564**
	Outstanding borrowing of company as on 31st March 2021 (in Rs cr)	20934.19
	Highest Credit Rating During the previous FY along with name of the Credit Rating Agency	AAA by India Rating, CARE and ICRA.
	Name of Stock Exchange# in which the fine shall be paid, in case of shortfall in the required borrowing under the framework .	NSE Ltd.

We confirm that we are a Large Corporate as per the applicability criteria given under the SEBI circular SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018.

SAURABH CHAKRAVORTY Digitally signed by SAURABH CHAKRAVORTY Date: 2021.04.26 11:23:41 +05'30'

Saurabh Chakravorty
(Company Secretary)
Tel: +91129 2278018
E-mail: companysecretary@nhpc.nic.in.

R.P.GOYAL
(Director-Finance)
Tel. +91129 2278021
dir-fin@nhpc.nic.in

- In terms para of 3.2(ii) of the circular, beginning F.Y 2022, in the event of shortfall in the mandatory borrowing through debt securities, a fine of 0.2% of the shortfall shall be levied by Stock Exchanges at the end of the two-year block period. Therefore, an entity identified as LC shall provide, in its initial disclosure for a financial year, the name of Stock Exchange to which it would pay the fine in case of shortfall in the mandatory borrowing through debt markets.

Registered Office: **NHPC Office Complex, Sector -33, Faridabad -121003 (Haryana)**

एन एच पी सी लिमिटेड
NHPC Limited
(Formerly National Hydroelectric Power Corporation Ltd)
ISO-9001 & 14001 Certified Company
Phone No 0129 2270603
Website : www.nhpcindia.com
Email: nhpcbondsection@nhpc.nic.in
CIN No. - L40101HR1975GOI032564

Annexure B1

Format of the Annual Disclosure to be made by an entity identified as a LC

(To be submitted to the Stock Exchange(s) within 45 days of the end of the FY 21)
(Applicable for FY 2020 and 2021)

1. Name of the Company : **NHPC Limited**
2. CIN : **L40101HR1975GOI032564**
3. Report filed for FY : **2021**
4. Details of the borrowings (all figures in Rs crore):

Sl.No	Particulars	Detail
(i)	Incremental borrowing done in FY **(a)**	2315.31
(ii)	Mandatory borrowing to be done through issuance of debt securities **(b) = (25% of a)**	578.83
(iii)	Actual borrowings done through debt securities in FY **(c)**	2250.00
(iv)	Shortfall in the mandatory borrowing through debt securities, if any **(d) = (b) - (c)** **{If the calculated value is zero or negative, write "nil"}**	Nil
(v)	Reasons for short fall, if any, in mandatory borrowings through debt securities	Complied with the requirement of 25% borrowing through issuance of debt securities.

SAURABH CHAKRAVORTY Digitally signed by SAURABH CHAKRAVORTY Date: 2021.04.28 11:24:04 +05'30'

Saurabh Chakravorty
(Company Secretary)
Tel: +91129 2278018
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R.P.Goyal
(Director-Finance)
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Registered Office: **NHPC Office Complex, Sector -33, Faridabad -121003 (Haryana)**

Arora Vohra & Co.
Chartered Accountants
Chaitanya Complex
Prem Bhawan, Residency Road
Jammu Tawi – 180001
Jammu & Kashmir

K G Somani & Co.
Chartered Accountants
3/15, 4th Floor
Asaf Ali Road
Near Delite Cinema
New Delhi – 110002

Lodha & Co.
Chartered Accountants
14 Government Place East
Kolkata-700 069

INDEPENDENT AUDITORS' REPORT

The Board of Directors of
NHPC Limited

Report on the Audit of Consolidated Financial Results

Opinion

We have audited the accompanying consolidated financial results of NHPC Limited (hereinafter referred to as 'the Parent) and its Subsidiaries (the Parent and its Subsidiaries together referred to as " the Group") and its Joint Ventures for the year ended 31st March, 2021 and the notes thereon (hereinafter referred to as the "Consolidated Financial Results") attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"). The consolidated financial results have been initialed by us for the purpose of identification.

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate audited financial statements of the Subsidiaries and Joint Ventures, the aforesaid Consolidated Financial Results:

i. Include the annual financial results of the following entities

Name of the Subsidiaries
NHDC Limited
Loktak Downstream Hydroelectric Corporation Limited
Bundelkhand Saur Urja Limited
Lanco Teesta Hydro Power Limited
Jal Power Corporation Limited- effective 31st March 2021
Name of the Joint Ventures
Chenab Valley Power Projects (P) Limited
National High Power Test Laboratory Private Limited

ii. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

iii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards and other accounting principles generally accepted in India of the consolidated net profit for the year ended March 31, 2021 and other comprehensive income and other financial information of the Group and its Joint Ventures for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial results.

Management's Responsibilities for the Consolidated Financial Results

These Consolidated Financial Results have been prepared on the basis of the consolidated financial statements. The Parent's Board of Directors are responsible for the preparation of these consolidated financial results that give a true and fair view of the net profit for the year ended March 31, 2021 and other comprehensive income and other financial information of the Group and its Joint Ventures in accordance with the recognition and measurement principles laid down in Indian Accounting Standard prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Directors of the Company , as aforesaid.

In preparing the financial results, the respective Board of Directors are responsible for assessing the Company and its associates' ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company and its associates or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors are also responsible for overseeing the financial reporting process of the Group and its associates

Auditors' Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the consolidated financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.

- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group and its Joint Ventures ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company and its associates to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial results / financial information of the entities within the Company and its associates to express an opinion on consolidated financial results. We are responsible for the direction, supervision and performance of the audit of the financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated financial results which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the financial results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial results.

We communicate with those charged with governance of the Company regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. We also performed procedures in accordance with the circular issued by SEBI under Regulation 33(8) of the Listing Regulations to the extent applicable.

Other Matters

a. We did not audit the financial statements/ financial information of five subsidiaries included in the consolidated financial statements for the year ended 31st March 2021 whose financial statements reflect total assets of Rs. 9444.68 Crores and total net assets of Rs. 7117.41 Crores as at 31st March, 2021, total revenues of Rs. 1348.57 Crores and net cash inflow/(outflow) of Rs. 268.41 Crores for the year ended on that date as considered in the consolidated financial results. The consolidated financial results also include the group's share of total comprehensive income of Rs. (1.64) crore for the year ended 31st March 2021 in respect of one Joint Venture whose financial statement/financial information have not been audited by us. These financial results and other financial information have been audited by other auditors whose report have been furnished to us by the management, and our opinion is based solely on the report of the other auditors.

b. The consolidated financial results also include the group's share of total comprehensive income of Rs. (3.85) Crores for the year ended 31st March 2021 in respect of one Joint Venture whose financial statement/financial information have not been audited by us. The aforesaid financial statements are unaudited and have been furnished to us by the management and our opinion on the financial statement, in so far as it relates to the amounts and disclosures included in respect of this Joint Venture is based solely on the unaudited financial statements.

c. Due to the ongoing COVID-19 pandemic and recent surge in number of affected cases and the lockdown imposed by State Governments, audit processes and procedures were carried out through remote access of the books of account/records and other necessary documents/information made available to us by the management through digital medium. Accordingly relevant documents and supporting although available in E- form as such could not be verified by us in primary and original form.

d. The Consolidated Financial Results include the results for the quarter ended March 31, being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to December 31, of the relevant financial year The year to date figures pertaining to the period upto 31st December 2020 only were reviewed by us as required under Listing Regulations. The figures for the year ended 31st March 2020 as stated in Note 8 of the financial results has however been reclassified and therefore the results for the quarter ended 31st March 2020 has been derived with respect to the figures reclassified as above.

e. The financial statements for the year ended 31st March 2020 have been audited by then Joint auditors of the Company. The Financial results for the quarter ended 31st March and quarter ended 30th June 2020 had been subjected to review by the said Joint auditors of the Company, one of them were predecessor audit firms and had expressed an unmodified opinion/conclusion on above. Reliance has been placed on the figures and other information incorporated for the purpose of these financial results.

Our opinion on Consolidated Financial Statements in respect of our reliance on work performed and reports submitted by independent auditors on the financial statement of Subsidiaries and Joint Venture and other matters as stated in para a to e above is not modified

For Arora Vohra & Co.
Chartered Accountants
Firm's ICAI Registration No.: 009487N

NARINDER MALIK
Digitally signed by NARINDER MALIK
Date: 2021.06.10 19:55:08 +05'30'

CA Narinder Malik
Partner
M. No. 097008
UDIN: 21097008AAAABX5501
Place: Ludhiana
Date: 10th June 2021

For K G Somani & Co.
Chartered Accountants
Firm's ICAI Registration No.:006591N

BHUVNESH MAHESHWARI
Digitally signed by BHUVNESH MAHESHWARI
DN: c=IN, o=Personal, postalCode=110077, st=Delhi, 2.5.4.20=10d9eba927730857b1264a2c478d9261a1b84f471a8449c70371ffd136ebdb18, serialNumber=902b23f585e8c3089db607ce08f0e746efb99e7c1b3d12be6c8ddcbace79b9ef, cn=BHUVNESH MAHESHWARI
Date: 2021.06.10 19:34:32 +05'30'

CA Bhuvnesh Maheshwari
Partner
M. No.088155
UDIN:21088155AAAAAU2067
Place: New Delhi
Date: 10th June 2021

For Lodha & Co.
Chartered Accountants
Firm's ICAI Registration No.:301051E

RAVINDRA PRATAP SINGH
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Partner
M. No. 052438
UDIN:21052438AAAABU8973
Place: Kolkata
Date: 10th June 2021

NHPC LIMITED
(A Government of India Enterprise)
CIN: L40101HR1975GOI032564
SECTOR-33, FARIDABAD, HARYANA - 121 003

STATEMENT OF CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2021

(Rs. in crore)

S.No	PARTICULARS	Quarter Ended			Year Ended	
		31.03.2021	31.12.2020	31.03.2020	31.3.2021	31.03.2020
		Audited (Refer Note 18)	Unaudited	Audited (Refer Note 18)	Audited	Audited
1	**Income**					
	(a) Revenue from Operations	1,609.17	2,359.68	2,170.15	9,647.89	10,007.81
	(b) Other Income	485.13	251.01	212.21	1,057.15	768.83
	Total Income (a+b)	2,094.30	2,610.69	2,382.36	10,705.04	10,776.64
2	**Expenses**					
	(a) Purchase of Power - Trading	-	-	151.12	212.37	234.13
	(b) Generation Expenses	132.24	119.91	166.43	857.55	904.33
	(c)Employee Benefits Expense	382.32	416.48	424.92	1,540.40	1,676.09
	(d) Finance Costs	215.18	141.79	151.53	649.95	795.98
	(e)Depreciation and Amortization Expense	250.47	352.53	403.01	1,298.30	1,614.04
	(f) Other Expenses	546.51	459.08	716.25	1,690.22	1,699.39
	Total Expenses (a+b+c+d+e+f)	1,526.72	1,489.79	2,013.26	6,248.79	6,923.96
3	**Profit before Exceptional items, Regulatory Deferral Account Balances, Tax and Share of profit (1-2)**	567.58	1,120.90	369.10	4,456.25	3,852.68
4	**Share of net profit from joint venture accounted for using equity method**	(7.29)	0.06	0.60	(5.49)	3.04
5	**Profit before Exceptional items, Regulatory Deferral Account Balances and Tax (3+4)**	560.29	1,120.96	369.70	4,450.76	3,855.72
6	Exceptional items	-	-	-	185.00	-
7	**Profit before Regulatory Deferral Account Balances and Tax (5-6)**	560.29	1,120.96	369.70	4,265.76	3,855.72
8	**Tax Expenses**					
	a) Current Tax	165.38	228.78	165.42	925.87	897.74
	b) Deferred Tax	394.25	(386.49)	(312.11)	(24.89)	(977.14)
	Total Tax Expense (a+b)	559.63	(157.71)	(146.69)	900.98	(79.40)
9	**Profit for the period before movements in Regulatory Deferral Account Balances (7-8)**	0.66	1,278.67	516.39	3,364.78	3,935.12
10	Movement in Regulatory Deferral Account Balances (Net of Tax)	463.94	(317.03)	(257.56)	217.35	(590.21)
11	Profit for the period (9+10)	464.60	961.64	258.83	3,582.13	3,344.91
12	Other Comprehensive Income					
	(i) Items that will not be reclassified to profit or loss (Net of Tax)					
	(a) Remeasurement of the post employment defined benefit obligations	66.13	(35.42)	73.51	(40.08)	36.29
	Less:- Movement in Regulatory Deferral Account Balances in respect of tax on defined benefit obligations	(6.32)	3.03	(4.31)	2.75	8.80
	Share of Other Comprehensive income of Joint Ventures accounted for using equity method	-	-	(0.01)	-	(0.01)
	Sub total (a)	72.45	(38.45)	77.81	(42.83)	27.48
	(b) Investment in Equity Instruments	22.86	13.38	(21.64)	47.13	(42.09)
	Sub total (b)	22.86	13.38	(21.64)	47.13	(42.09)
	Total (i)=(a)+(b)	95.31	(25.07)	56.17	4.30	(14.61)
	(ii) Items that will be reclassified to profit or loss (Net of Tax)					
	- Investment in Debt Instruments	(7.60)	6.53	5.60	3.23	12.10
	Total (ii)	(7.60)	6.53	5.60	3.23	12.10
	Other Comprehensive Income (i+ii)	87.71	(18.54)	61.77	7.53	(2.51)
13	**Total Comprehensive Income for the period (11+12)**	552.31	943.10	320.60	3,589.66	3,342.40
14	**Net Profit attributable to**					
	a) Owners of the company	427.55	869.21	157.52	3,257.00	2,884.92
	b) Non-controlling interest	37.05	92.43	101.31	325.13	459.99
15	**Other comprehensive income attributable to**					
	a) Owners of the company	86.86	(18.31)	62.60	7.37	(1.59)
	b) Non-controlling interest	0.85	(0.23)	(0.83)	0.16	(0.92)
16	**Total comprehensive income attributable to**					
	a) Owners of the company	514.41	850.90	220.12	3,264.37	2,883.33
	b) Non-controlling interest	37.90	92.20	100.48	325.29	459.07
17	Paid-up equity share capital (of Face Value ₹ 10/- per share)	10,045.03	10,045.03	10,045.03	10,045.03	10,045.03
18	Reserves excluding Revaluation Reserves				23,045.26	21,335.89
19	Net worth				33,090.29	31,380.92
20	Paid-up debt capital *				24,656.41	24,529.29
21	Capital redemption reserve				2,255.71	2,255.71
22	Debenture (Bond) redemption reserve				1,641.95	1,948.38
23	**Earning per share (Basic and Diluted) (Equity shares, face value of ₹ 10/- each)**					
	- Before movements in Regulatory Deferral Account Balances (in ₹)	(0.04)	1.18	0.41	3.03	3.46
	- After movements in Regulatory Deferral Account Balances (in ₹)	0.43	0.87	0.16	3.24	2.87
24	Debt equity ratio				0.75	0.78
25	Debt service coverage ratio (DSCR)				4.02	3.25
26	Interest service coverage ratio (ISCR)				8.92	7.17

*** Comprises long term debts including current maturities thereof.**

Statement of Consolidated Assets and Liabilities and Statement of Consolidated Cash Flows are attached as Annexure-I and Annexure-II respectively.

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Annexure-I

STATEMENT OF CONSOLIDATED ASSETS AND LIABILITIES

(Rs. in crore)

PARTICULARS	As at 31st March, 2021 (Audited)	As at 31st March, 2020 (Audited)	As at 1st April, 2019 (Audited)
ASSETS			
(1) NON-CURRENT ASSETS			
a) Property, Plant and Equipment	19,327.24	21,630.33	23,116.24
b) Capital Work In Progress	19,067.91	17,180.41	15,036.80
c) Right Of Use Assets	2,647.01	2,766.31	-
d) Investment Property	4.49	4.49	4.49
e) Intangible Assets	3.52	0.72	1,855.90
f) Intangible Assets under development	0.17	-	-
g) Investments accounted for using the equity method	1,326.89	933.53	792.65
h) **Financial Assets**			
i) Investments	515.35	464.13	490.20
ii) Loans	969.30	820.81	770.08
iii) Others	8,958.18	7,567.27	7,515.05
i) Non Current Tax Assets (Net)	10.07	153.29	145.87
j) Other Non Current Assets	3,593.28	3,049.20	2,041.60
TOTAL NON CURRENT ASSETS	**56,423.41**	**54,570.49**	**51,768.88**
(2) CURRENT ASSETS			
a) Inventories	133.69	126.62	125.18
b) **Financial Assets**			
i) Trade Receivables	3,409.88	3,583.22	2,541.31
ii) Cash and Cash Equivalents	447.27	42.17	25.04
iii) Bank balances other than Cash and Cash Equivalents	1,809.55	1,651.10	2,220.21
iv) Loans	52.87	51.01	48.81
v) Others	2,940.95	3,535.17	2,539.79
c) Current Tax Assets (Net)	188.32	175.11	152.04
d) Other Current Assets	387.18	397.01	325.05
TOTAL CURRENT ASSETS	**9,369.71**	**9,561.41**	**7,977.43**
(3) Regulatory Deferral Account Debit Balances	7,363.93	7,136.85	6,979.14
TOTAL ASSETS AND REGULATORY DEFERRAL ACCOUNT DEBIT BALANCES	**73,157.05**	**71,268.75**	**66,725.45**

PARTICULARS	As at 31st March, 2021 (Audited)	As at 31st March, 2020 (Audited)	As at 1st April, 2019 (Audited)
EQUITY AND LIABILITIES			
(1) EQUITY			
a) Equity Share Capital	10,045.03	10,045.03	10,045.03
b) Other Equity	23,045.26	21,335.89	20,752.78
Total Equity attributable to owners of the Company	**33,090.29**	**31,380.92**	**30,797.81**
(c) Non-controlling interests	2,828.40	2,773.76	2,868.47
TOTAL EQUITY	**35,918.69**	**34,154.68**	**33,666.28**
(2) LIABILITIES			
NON-CURRENT LIABILITIES			
a) **Financial Liabilities**			
i) Borrowings	21,243.27	20,891.80	17,044.63
ii) Other financial liabilities	2,055.25	2,060.29	2,059.44
b) Provisions	29.69	55.56	46.94
c) Deferred Tax Liabilities (Net)	3,852.00	3,859.22	4,720.68
d) Other non-current Liabilities	3,097.28	3,199.47	2,986.06
TOTAL NON CURRENT LIABILITIES	**30,277.49**	**30,066.34**	**26,857.75**
(3) CURRENT LIABILITIES			
a) **Financial Liabilities**			
i) Borrowings	726.03	714.31	416.00
ii) Trade Payables			
Total outstanding dues of micro enterprises and small enterprises	36.19	22.96	19.38
Total outstanding dues of Creditors other than micro enterprises and small enterprises	177.19	293.70	176.89
iii) Other financial liabilities	2,973.47	2,923.46	2,897.06
b) Other Current Liabilities	681.70	902.44	1,157.70
c) Provisions	1,573.61	1,442.94	1,534.39
d) Current Tax Liabilities (Net)	35.02	-	-
TOTAL CURRENT LIABILITIES	**6,203.21**	**6,299.81**	**6,201.42**
(4) Regulatory Deferral Account Credit Balances	757.66	747.92	-
TOTAL EQUITY AND LIABILITIES	**73,157.05**	**71,268.75**	**66,725.45**

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ANNEXURE -II

NHPC LIMITED

(A Government of India Enterprise)

CIN: L40101HR1975GOI032564

STATEMENT OF CONSOLIDATED CASH FLOWS FOR THE YEAR ENDED 31st MARCH, 2021

(₹ in crore)

	For the Year ended 31st March, 2021		For the Year ended 31st March, 2020	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Profit before tax for the year including movements in Regulatory Deferral Account Balance		4,483.11		3,265.51
Less: Movement in Regulatory Deferral Account Balances		217.35		(590.21)
Profit before Tax		**4,265.76**		**3,855.72**
ADD :				
Depreciation and Ammortisation	1,298.30		1,614.04	
Finance Costs	649.95		795.98	
Provisions (Net)	285.22		156.59	
Tariff Adjustment (loss)	58.37		27.79	
Sales adjustment of account of Exchange Rate Variation	50.03		42.94	
Loss (Profit) on sale of assets/Claims written off	9.07		4.48	
		2,350.94		2,641.82
		6,616.70		**6,497.54**
LESS :				
Advance against Depreciation written back	52.73		48.38	
Provisions (Net gain)	21.82		5.22	
Dividend Income	9.00		4.80	
Interest Income including Late Payment Surcharge	804.26		566.55	
Exchange rate variation	34.21		(50.15)	
Other Adjustments	(1.00)		(2.61)	
Fair Value Adjustments	(1.05)		(2.04)	
Amortisation of Government Grants	96.04		98.46	
Share of Net Profit /(Loss) of Joint Ventures (accounted for using the equity method)	(5.49)		3.04	
		1,010.52		671.65
Cash flow from Operating Activities before Operating Assets and Liabilities adjustments		**5,606.18**		**5,825.89**
Changes in Operating Assets and Liabilities:				
Inventories	(7.16)		(1.69)	
Trade Receivables	961.50		(1,719.22)	
Other Financial Assets, Loans and Advances	(651.83)		(83.39)	
Other Financial Liabilities and Provisions	(110.58)		(184.39)	
		191.93		(1,988.69)
Cash flow from operating activities before taxes		**5,798.11**		**3,837.20**
Less : Taxes Paid		725.31		844.67
NET CASH FROM OPERATING ACTIVITIES (A)		**5,072.80**		**2,992.53**
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purcase of Property, Plant and Equipment, Other Intangible Assets & Expenditure on construction projects (including expenditure attributable to construction forming part of Capital Work in Progress for the year) - Net of Grant		(1,981.96)		(3,631.74)
Sale of Assets		0.25		0.52
Realization/ (Payments) for Investments / Bonds / Bank Deposits		80.19		253.35
Investment in Joint Venture (Including Share Application Money Pending)		(500.00)		(140.45)
Proceeds from Sale of Investments		0.40		-
Dividend Income		9.00		4.80
Interest Income including Late Payment Surcharge		861.96		526.46
NET CASH FLOW FROM/USED IN INVESTING ACTIVITIES (B)		**(1,530.16)**		**(2,987.06)**
C. CASH FLOW FROM FINANCING ACTIVITIES				
Equity proceeds from Non-Controlling Interest		-		2.50
Dividend and Tax on Dividend Paid (including Non-Controlling Interests)		(1,848.80)		(2,897.44)
Proceeds from Borrowings		2,327.03		6,015.71
Repayment of Borrowings		(2,115.98)		(1,773.05)
Interest and Finance Charges		(1,495.92)		(1,332.61)
Repayment of Lease Liability		(3.87)		(3.45)
NET CASH FLOW FROM/USED IN FINANCING ACTIVITIES (C)		**(3,137.54)**		**11.66**
D. NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)		**405.10**		**17.13**
Cash and Cash Equivalents at the beginning of the year		42.17		25.04
Cash and Cash Equivalents at the close of the year		447.27		42.17

* The above Statement of Cash Flows is prepared in accordance with the Indirect method prescribed in Ind AS 7 - "Statement of Cash Flows".

** The figure for the year ended 31.03.2020 as given above are restated.

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EXPLANATORY NOTES TO CONSOLIDATED STATEMENT OF CASH FLOWS

1 Cash and Cash equivalents consists of Cash in hand, cheques/drafts in hands and Bank Balances including Short Term Deposits with original maturity of less than three months. The details of Cash and Cash equivalents is as under:

(₹ in crore)

	As at 31st March, 2021	As at 31st March, 2020
Balances with Banks		
With scheduled Banks:		
- In Current Account	231.31	41.11
- In Deposits Account	215.95	1.05
(Deposits with original maturity of less than three months)		
Cash on Hand	0.01	0.01
Cash and Cash equivalents	447.27	42.17

2 Interest and finance charges in Cash Flow from Financing Activities includes borrowing cost of ₹ 840.53 Crore (Previous year ₹ 462.90 Crore) capitalised during the period on account of Expenditure attributable to construction (EAC).

3 Amount of undrawn loan as on 31.03.2021 : ₹ 475.00 Crore (Previous Year ₹ 925.00 Crore)

4 Company has incurred ₹ 95.99 Crore in cash on account of Corporate Social Responsibility (CSR) expenditure during the year ended 31.03.2021 (Previous Year ₹ 147.54 Crore)

5 Net debt reconciliation:

(₹ in crore)

	31/03/2021	31/03/2020
Cash and Cash Equivalents	447.27	42.17
Current Borrowings	(726.03)	(714.31)
Non current Borrowings (Including Interest accrued)	(23284.82)	(23138.70)
Lease Liability	(15.10)	(16.35)
Net Debt	(23578.68)	(23827.19)

(₹ in crore)

Particulars	Other assets	Liabilities from Financing Activities			
	Cash & Cash Equivalents	Non-current borrowings (Including Interest accrued)	Lease Liability	Current borrowings	Total
Net debt as at 31 March 2019	25.04	(19,234.76)	-	(416.01)	(19,625.73)
Lease recognised under Ind AS 116 as on 01/04/2019	-	-	(17.46)	-	(17.46)
Cash flows	17.13	(3,944.34)	3.45	(298.31)	(4,222.07)
Lease Liability	-	-	(2.42)	-	(2.42)
Foreign exchange adjustments	-	(120.23)	-	-	(120.23)
Interest expense	-	(1,320.31)	(1.31)	(15.96)	(1,337.58)
Interest paid	-	1,262.20	1.25	15.97	1,279.42
Fair value adjustments	-	218.74	0.14	-	218.88
Net debt as at 31 March 2020	42.17	(23,138.70)	(16.35)	(714.31)	(23,827.19)

(₹ in crore)

Particulars	Other assets	Liabilities from Financing Activities			
	Cash & Cash Equivalents	Non-current borrowings (Including Interest accrued)	Lease Liability	Current borrowings	Total
Net debt as at 31 March 2020	42.17	(23,138.70)	(16.35)	(714.31)	(23,827.19)
Cash flows	405.10	(199.17)	4.24	(11.72)	198.45
Lease Liability	-	-	(3.57)	-	(3.57)
Foreign exchange adjustments	-	49.71	-	-	49.71
Interest expense	-	(1,448.92)	(1.13)	(2.13)	(1,452.18)
Interest paid	-	1,431.30	1.13	2.13	1,434.56
Fair value & Other adjustments	-	20.96	0.58	-	21.54
Net debt as at 31 March 2021	447.27	(23,284.82)	(15.10)	(726.03)	(23,578.68)

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Notes:

1 The above consolidated results including statement of assets and liabilities and statement of cash flows as given in Annexure I and II respectively have been reviewed by the Audit Committee and approved by the Board of Directors of the Company in the respective meetings held on 10th June, 2021 and are based on the Financial Statements audited by Joint Statutory Auditors of the Company. The Audit Committee constituted during the quarter is however pending induction of Independent Directors as required in terms of Section 177 of the Companies Act, 2013.

2 National Company Law Tribunal (NCLT) had approved the resolution plan submitted by the Company for acquisition of Jal Power Corporation Limited (120 MW Rangit-IV Hydroelectric Project) (JPCL) for a consideration of Rs. 165 Crore, vide order dated 24th December 2020 which has been paid on 31st March, 2021. Accordingly, with effect from 31st March, 2021, JPCL has become a wholly owned subsidiary of the Company and the accounts of JPCL have therefore been consolidated from that date. The assets of JPCL have been accounted for at fair value as on date of acquisition. Surplus of assets acquired over the consideration paid amounting to Rs. 23.15 Crore has been credited to Capital Reserve under 'Other Equity'. Acquisition of JPCL does not have a material impact on the profit of the Group for the year ended 31st March 2021.

3 Subsidiary and Joint Venture Companies considered in the Consolidated Financial Results are as follows:-

a)Subsidiary Companies: NHDC Limited, Loktak Downstream Hydroelectric Corporation Limited, Bundelkhand Saur Urja Limited, Lanco Teesta Hydro Power Limited and Jal Power Corporation Limited.

b) Joint Venture Companies: Chenab Valley Power Projects Private Limited and National High Power Test Laboratory Private Limited.

4 In view of the seasonal nature of business, the financial results of the Group vary from quarter to quarter.

5 Electricity generation is the principal business activity of the Group. Other operations viz., Power Trading, Contracts, Project Management and Consultancy works do not form a reportable segment as per Ind AS 108 - 'Operating Segment'. The Group has a single geographical segment as all its power stations are located within the country.

6 Order for determination of tariff in respect of Teesta Low Dam Power Station, Stage-IV w.e.f. March 11, 2016 being the Commercial Operation Date of first unit has been issued by the CERC on January 24, 2021. Accordingly, Rs 1.44 crore for the quarter and Rs. 324.16 crore for the year on account of previous year sales and Rs 9.80 crore for the quarter and Rs. 152.64 crore for the year on account of interest from beneficiaries have been recognised as revenue during the current year.

7 (i) The Group's primary source of revenue is from generation and sale of hydroelectricity. Consequent to the outbreak of COVID-19 and recent surge in number of cases thereof, Government of India and/or State Governments have declared lockdowns which have affected business in general. Power supply being an essential service and considering the must-run status for Run-of-the-River (ROR) projects and scheduling to the extent possible by RLDCs in case of ROR with Pondage and Storage Projects, no material impact of COVID-19 on the financial performance of the Group including interalia the carrying value of various current and non-current assets or the ability to service the debt of the company, is expected to arise.

(ii) In line with the directions of the Ministry of Power dated May 15 & 16, 2020, the company has given a one-time rebate of Rs 185 crore to DISCOMs and Power Departments of States/ Union territories for passing on to ultimate consumers on account of COVID-19 pandemic. The said rebate has been presented as an "Exceptional item" in the Statement of Financial Results.

(iii) Further impact of COVID-19, if any, is dependent upon future developments. The Group will continue to monitor the impact of the pandemic and the same will be taken into consideration on crystallization.

8 During the year ended on 31.03.2021, retrospective reclassifications/restatements have been carried out in respect of certain items in the financial statements of previous periods. Accordingly, to comply with the requirements of the applicable Accounting Standards, the Group has presented a 3rd Balance Sheet as at the begining of the preceding period. i.e. as on 01.04.2019. Major restatements/reclassifications are explained as under:-

(i) Till 31.03.2020, receivable towards Late Payment Surcharge (LPS) recoverable from beneficiaries was presented by the company as "Trade Receivable". LPS being in view the nature of Interest income, Company has reclassified the receivable towards LPS (current) amounting to Rs. 296.69 Crore as on 01.04.2019 & Rs. 233.22 Crore as on 31.03.2020 as "Current Financial Assets- Others" and receivable towards LPS of Rs. 61.51 Crore as on 01.04.2019 & Rs. Nil as on 31.03.2020 earlier classified as Trade Receivable (Non-Current) has been reclassified as "Non-Current Financial Assets- Others".

(ii) Till 31.03.2020, Income Tax Refundable was presented by the company as "Other Current Assets". Being in the nature of Tax assets, Company has reclassified the Income Tax Refund amounting to Rs. 40.19 Crore as on 01.04.2019 & as on 31.03.2020 as "Current Tax Assets (Net)".

(iii) In view of the amendments in Section 115 JAA of the Income Tax Act,1961 effective from 1st April 2018 , and Income Tax Return for the Financial Year 2019-20 filed to the effect, NHDC Limited, a subsidiary company has recomputed deferred tax assets on account of MAT credit entitlements available for utilisation within 15 years succeeding the assessment year in which the credit becomes allowable instead of within 10 years as followed earlier. Consequently, deferred tax Asset has increased and deferred tax expenses have decreased by Rs. 369.90 Crore. Out of this Rs. 273.50 Crore being the amount refundable to beneficiaries has been recognised as regulatory deferral account credit balance . Further, Rs. 76.21 crore recoverable from beneficiary for tariff period up to 2009 has been reversed towards deferred tax liabilities with corresponding decrease in Regulatory deferral Debit balances and movement in regulatory deferral account balances . These rectifications have resulted in an increase in Other Equity and Non-Controlling Interest by Rs. 10.31 crore and Rs. 9.88 crore respectively during FY 2019-20 in the Consolidated Financial Statement of the Group.

(iv) Certain other reclassifications have been made in the books of account as on 01.04.2019 & 31.03.2020 to conform to the current year classification which have no impact on the Profitability/ Other Equity of the company.

9 The Board of Directors of the Parent Company in its meeting held on October 20, 2020 has approved the proposal to initiate the process of merger of Lanco Teesta Hydro Power Limited (a wholly owned subsidiary of NHPC Limited) with NHPC Limited under Section 232 of the Companies Act, 2013 subject to approval of Government of India.

10 The Parent Company has obtained the approval from Ministry of Power vide its letter dated 12.05.2021 for taking over of 2% equity of PTC India Limited (PTC) in Chenab Valley Power Projects Private Limited (A Joint Venture Company between NHPC (49%), JKSPDC (49%) and PTC (2%)). The purchase consideration of Rs 4.19 crore has been released to M/s PTC on 25.05.2021.Consequent to this Chenab Valley Power Projects Private Limited shall become subsidiary company of NHPC Limited on completion of requisite formalities in this respect.

LODHA & CO. KOLKATA Chartered Accountants RP

11 There was damage to Head Race Tunnel (HRT) on September 25, 2020 due to land slide at Sewa-II Power Station. The assets of the Power Station are covered under Mega Insurance Policy and the loss on account of damages estimated at Rs. 40 crore was included under "Other Expenses" while the expected insurance claim of Rs. 38 crore against the same was credited to "Other Income" during the Quarter ended 30.09.2020. Presently the Power Station is under complete shut down. In view of the Management, no material impact is envisaged on the financial performance of the company.

12 Due to uncertainties in implementation, expenditure incurred on Tawang-II Hydroelectric Project amounting to Rs. 2.23 crore and Rs. 136.11 crore has been provided for during the quarter and year ended March 31, 2021 resepectively.

13 All Non-Convertible Debt Securities of the Parent Company are secured by way of pari-passu charge over certain immovable and movable assets of the Company. The available asset coverage complies with the requirement of terms of various issues/ offer documents.

14 The Parent Company has credit rating 'AAA' with Stable outlook, assigned by domestic credit rating agencies i.e. ICRA, CARE and India Rating for all listed bonds, outstanding as on March 31, 2021, issued by the company. Further, on October 22, 2020, S&P Global Ratings revised its outlook on NHPC to negative from stable and maintained 'BBB-' long term issuer credit rating of the Parent Company.

15 The Parent Company has paid Principal and Interest of Non-Convertible Debt Securities (NCDs) on due dates as per offer documents. Details of previous due dates of payment of Principal and Interest of NCDs are as below:-

Particulars of Bonds	Previous due date	
	Principal	Interest
BONDS-P Series	1-Feb-21	1-Mar-21
BONDS-Q Series	12-Mar-21	12-Mar-21
BONDS-R-1 Series	11-Feb-21	11-Feb-21
BONDS-R-2 Series	11-Feb-21	11-Feb-21
BONDS-R-3 Series	11-Feb-21	11-Feb-21
BONDS-S-1 Series	26-Nov-20	26-Nov-20
BONDS-S-2 Series	26-Nov-20	26-Nov-20
BONDS-T Series	14-Jul-20	14-Jul-20
TAX FREE BONDS-1A Series	Not yet due	2-Apr-20
TAX FREE BONDS-1B Series	Not yet due	2-Apr-20
TAX FREE BONDS-2A Series	Not yet due	2-Apr-20
TAX FREE BONDS-2B Series	Not yet due	2-Apr-20
TAX FREE BONDS-3A Series	Not yet due	2-Apr-20
TAX FREE BONDS-3B Series	Not yet due	2-Apr-20
BONDS-U Series	Not yet due	29-Jun-20
BONDS-U1 Series	Not yet due	29-Jun-20
BONDS-V1 Series	22-Jan-21	25-Jan-21
BONDS-V2 Series	Not yet due	6-Jun-20
BONDS-W1 Series	15-Sep-20	15-Sep-20
BONDS-W2 Series	Not yet due	15-Sep-20
BONDS-X Series	Not yet due	8-Feb-21
BONDS-Y Series	Not yet due	7-Oct-20
BONDS-Y1Series	Not yet due	4-Jan-21
BONDS-AA Series	Not yet due	11-Feb-21
BONDS-AA-1 Series	Not yet due	11-Mar-21
BONDS-AB Series	Not yet due	Not yet due
BONDS-AC Series	Not yet due	Not yet due

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16 Formula used for computation of Ratio:
1. 'Debt Service Coverage Ratio' (DSCR) = [Profit before Interest, Depreciation and Tax]/[Principal repayment, excluding payment under put option+Interest]
2. 'Interest Service Coverage Ratio' (ISCR) = [Profit before Interest, Depreciation and Tax]/ Interest.
For the calculation of ISCR and DSCR, amount of interest and Principal repayments against the borrowings of the operational projects have been considered in above formulae.

17 The audited accounts for the year ended 31st March, 2021 are subject to review by the Comptroller and Auditor General of India under section 143 (6) of the Companies Act, 2013.

18 Figures for the quarter ended 31st March, 2021 and 31st March, 2020 are the balancing figures between the audited figures in respect of full financial year and the published year-to-date figures upto the 3rd quarter of the relevant Financial Year, post adjustments as detailed at Note no. 8.

19 Figures for the previous periods have been reclassified/restated as given in Note no. 8.

LODHA & CO. KOLKATA Chartered Accountants

RPJ

For and on behalf of the Board of Directors of NHPC Ltd.

(RAJENDRA PRASAD GOYAL)
DIRECTOR (FINANCE)
DIN - 08645380

Place : Faridabad
Date : 10.06.2021

Arora Vohra & Co.
Chartered Accountants
Chaitanya Complex
Prem Bhawan, Residency Road
Jammu Tawi – 180001
Jammu & Kashmir

DSP & Associates
Chartered Accountants
783, Desh Bandhu Gupta Road
Near Faiz Road, Karol Bagh
New Delhi – 110005

Lodha & Co.
Chartered Accountants
14 Government Place East
Kolkata-700 069

INDEPENDENT AUDITORS' REPORT

The Board of Directors of
NHPC Limited

Report on the audit of the Standalone Financial Results

Opinion

We have audited the accompanying standalone financial results of NHPC Limited ('the Company') for the year ended March 31, 2020 and the notes thereon (hereinafter referred to as the "Financial Results") attached herewith, being compiled by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"). The financial results have been initialed by us for the purpose of identification.

In our opinion and to the best of our information and according to the explanations given to us these standalone financial results:

i. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards and other accounting principles generally accepted in India of the net profit for the year ended March 31, 2020 and other comprehensive income and other financial information for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditors' Responsibilities for the Audit of the Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial results.

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Chartered Accountants

Management's Responsibilities for the Standalone Financial Results

These financial results have been prepared on the basis of the standalone financial statements. The Company's Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the net profit for the year ended March 31, 2020 and other comprehensive income and other financial information of the company in accordance with the recognition and measurement principles laid down in Indian Accounting Standard prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i)

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of the Act, we are also responsible for expressing an opinion whether the company has adequate internal financial controls with respect to financial statements in place and the operating effectiveness of such controls but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.

- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial results.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

1. The financial results of the Company for the quarter ended June 30, 2018 had been subjected to review by the then joint auditors of the Company, two of whom were predecessor audit firms and they had expressed an unmodified conclusion vide their Limited Review report dated August 10, 2018 on such financial results and reliance has been placed on the figure and other information incorporated for the purpose of preparation and presentation of the financial results.

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2. These financial results include the results for the quarter ended March 31, being the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto December 31 of the relevant financial year. These figures were subject to limited review by us as required under the Listing Regulations.

Our opinion is not modified in respect of the matters stated above.

For Arora Vohra & Co.
Chartered Accountants
Firm's ICAI Registration
No.: 009487N

Ashwani Kumar Aggarwal Digitally signed by Ashwani Kumar Aggarwal Date: 2020.06.27 16:39:59 +05'30'

A K Aggarwal
Partner
M. No. 013833
UDIN:20013833AAAABM5004

For DSP & Associates
Chartered Accountants
Firm's ICAI Registration
No.:006791N

SANJAY JAIN

Sanjay Jain
Partner
M. No. 084906
UDIN:20084906AAAAPM8762

For Lodha & Co.
Chartered Accountants
Firm's ICAI Registration
No.:301051E

R.P.Singh

R P Singh
Partner
M. No. 052438
UDIN:20052438AAAABK3576

NHPC LIMITED
(A Government of India Enterprise)
CIN: L40101HR1975GOI032564
SECTOR-33, FARIDABAD, HARYANA - 121003

STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2020

(Rs. In crore)

S.No	PARTICULARS	Quarter Ended			Year Ended	
		31.03.2020	31.12.2019	31.03.2019	31.3.2020	31.03.2019
		Audited (Refer Note 14)	Unaudited	Audited (Refer Note 14)	Audited	Audited
1	**Income**					
	(a) Revenue from Operations	1,913.62	1,795.07	1,950.34	8,735.41	8,161.18
	(b) Other Income	384.95	64.92	235.91	1,036.18	924.78
	Total Income (a+b)	**2,298.57**	**1,859.99**	**2,186.25**	**9,771.59**	**9,085.96**
2	**Expenses**					
	(a) Purchase of Power - Trading	151.12	42.69	12.68	234.13	12.68
	(b) Generation Expenses	166.05	158.11	152.58	901.67	796.85
	(c)Employee Benefits Expense	382.59	399.34	440.23	1,515.52	1,704.65
	(d) Finance Costs	151.18	155.63	222.81	795.42	894.88
	(e)Depreciation and Amortization Expense	385.76	387.32	411.45	1,545.34	1,589.99
	(f) Other Expenses	654.45	267.13	361.70	1,514.95	1,165.53
	Total expenses (a+b+c+d+e+f)	**1,891.15**	**1,410.22**	**1,601.45**	**6,507.03**	**6,164.58**
3	**Profit before Exceptional items, Rate Regulated Activities and Tax (1-2)**	**407.42**	**449.77**	**584.80**	**3,264.56**	**2,921.38**
4	Exceptional items	-	-	-	-	-
5	**Profit before tax and Rate Regulated Activities (3+4)**	**407.42**	**449.77**	**584.80**	**3,264.56**	**2,921.38**
6	**Tax expenses**					
	a) Current Tax	116.28	62.54	120.36	602.40	649.78
	b) Deferred Tax	(51.11)	(14.71)	542.20	(1.40)	464.45
	Total Tax expense (a+b)	**65.17**	**47.83**	**662.56**	**601.00**	**1,114.23**
7	**Profit for the period before movements in Regulatory Deferral Account Balances (5-6)**	**342.25**	**401.94**	**(77.76)**	**2,663.56**	**1,807.15**
8	Movement in Regulatory Deferral Account Balances (Net of Tax)	40.66	1.72	570.05	343.61	823.40
9	**Profit for the period (7+8)**	**382.91**	**403.66**	**492.29**	**3,007.17**	**2,630.55**
10	Other Comprehensive Income					
	(i) Items that will not be reclassified to profit or loss (Net of Tax)					
	(a) Remeasurement of the post employment defined benefit obligations	74.50	(12.33)	(3.59)	37.51	1.15
	Less.- Movement in Regulatory Deferral Account Balances in respect of tax on defined benefit obligations	(5.00)	4.27	1.21	8.14	(0.55)
	Sub total (a)	**79.50**	**(16.60)**	**(4.80)**	**29.37**	**1.70**
	(b) Investment in Equity Instruments	(21.64)	0.31	(23.18)	(42.09)	(16.48)
	Sub total (b)	**(21.64)**	**0.31**	**(23.18)**	**(42.09)**	**(16.48)**
	Total (i)=(a)+(b)	**57.86**	**(16.29)**	**(27.98)**	**(12.72)**	**(14.78)**
	(ii) Items that will be reclassified to profit or loss (Net of Tax)					
	- Investment in Debt Instruments	5.60	(0.88)	2.22	12.10	2.37
	Total (ii)	**5.60**	**(0.88)**	**2.22**	**12.10**	**2.37**
	Other Comprehensive Income (i+ii)	**63.46**	**(17.17)**	**(25.76)**	**(0.62)**	**(12.41)**
11	**Total Comprehensive Income for the period (9+10)**	**446.37**	**386.49**	**466.53**	**3,006.55**	**2,618.14**
12	Paid-up equity share capital (of Face Value ₹ 10/- per share)	10,045.03	10,045.03	10,045.03	10,045.03	10,045.03
13	Reserves excluding Revaluation Reserves				19,938.78	19,169.70
14	Net worth				29,983.81	29,214.73
15	Paid-up debt capital *				24,526.72	20,666.99
16	Capital redemption reserve				2,255.71	2,255.71
17	Debenture (Bond) redemption reserve				1,948.38	2,193.35
18	**Earning per share (Basic and Diluted) (Equity shares, face value of ₹ 10/- each)**					
	- Before movements in Regulatory Deferral Account Balances (in ₹)	0.34	0.40	(0.07)	2.65	1.77
	- After movements in Regulatory Deferral Account Balances (in ₹)	0.38	0.40	0.49	2.99	2.57
19	Debt equity ratio				0.82	0.71
20	Debt service coverage ratio (DSCR)				3.41	3.35
21	Interest service coverage ratio (ISCR)				7.53	7.68

*** Comprises long term debts including current maturities thereof.**

Statement of Standalone Assets and Liabilities and Statement of Standalone Cash Flows are attached as Annexure-I and Annexure-II respectively.

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Annexure-I

STATEMENT OF STANDALONE ASSETS AND LIABILITIES

(Rs. in crore)

PARTICULARS	As at 31st March, 2020 (Audited)	As at 31st March, 2019 (Audited)
ASSETS		
(1) NON-CURRENT ASSETS		
a) Property, Plant and Equipment	21,463.33	22,940.69
b) Capital Work In Progress	16,097.65	14,898.11
c) Right Of Use Assets	1,826.98	-
d) Investment Property	4.49	4.49
e) Intangible Assets	0.72	906.66
f) **Financial Assets**		
i) Investments	3,400.74	2,361.66
ii) Trade Receivables	-	61.51
iii) Loans	798.65	746.41
iv) Others	3,435.91	3,467.16
g) Non Current Tax Assets (Net)	138.90	131.95
h) Other Non Current Assets	3,023.61	2,021.35
TOTAL NON CURRENT ASSETS	**50,190.98**	**47,539.99**
(2) CURRENT ASSETS		
a) Inventories	118.24	117.14
b) **Financial Assets**		
i) Trade Receivables	3,818.34	2,623.09
ii) Cash and Cash Equivalents	8.87	12.04
iii) Bank balances other than Cash and Cash Equivalents	380.25	378.59
iv) Loans	46.03	45.18
v) Others	2,699.74	1,984.26
c) Current Tax Assets (Net)	86.95	61.22
d) Other Current Assets	427.90	355.25
TOTAL CURRENT ASSETS	**7,586.32**	**5,576.77**
(3) Regulatory Deferral Account Debit Balances	6,836.22	6,492.61
TOTAL ASSETS AND REGULATORY DEFERRAL ACCOUNT DEBIT BALANCES	**64,613.52**	**59,609.37**

PARTICULARS	As at 31st March, 2020 (Audited)	As at 31st March, 2019 (Audited)
EQUITY AND LIABILITIES		
(1) EQUITY		
a) Equity Share Capital	10,045.03	10,045.03
b) Other Equity	19,938.78	19,169.70
TOTAL EQUITY	**29,983.81**	**29,214.73**
(2) LIABILITIES		
NON-CURRENT LIABILITIES		
a) **Financial Liabilities**		
i) Borrowings	20,889.74	17,044.63
ii) Other financial liabilities	2,059.23	2,058.64
b) Provisions	27.66	26.82
c) Deferred Tax Liabilities (Net)	3,641.19	3,610.63
d) Other non-current Liabilities	2,082.65	1,824.98
TOTAL NON CURRENT LIABILITIES	**28,700.47**	**24,565.70**
(3) CURRENT LIABILITIES		
a) **Financial Liabilities**		
i) Borrowings	714.31	406.00
ii) Trade Payables		
Total outstanding dues of micro enterprises and small enterprises	18.85	15.74
Total outstanding dues of Creditors other than micro enterprises and small enterprises	285.41	164.44
iii) Other financial liabilities	2,879.70	2,846.92
b) Other Current Liabilities	802.81	1,066.47
c) Provisions	1,228.16	1,329.37
d) Current Tax Liabilities (Net)	-	-
TOTAL CURRENT LIABILITIES	**5,929.24**	**5,828.94**
TOTAL EQUITY AND LIABILITIES	**64,613.52**	**59,609.37**

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NHPC LIMITED

(A Government of India Enterprise)

ANNEXURE-II

CIN: L40101HR1975GOI032564

STATEMENT OF STANDALONE CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2020

(₹ in crore)

	For the year ended 31st March, 2020		For the year ended 31st March, 2019	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Profit before tax for the year including movements in Regulatory Deferral Account Balance		3608.17		3744.78
Less: Movement in Regulatory Deferral Account Balances		343.61		823.40
Profit before Tax		3264.56		2921.38
ADD :				
Depreciation and Amortisation	1545.34		1589.99	
Finance Costs	795.42		894.88	
Provisions (Net Loss)	155.17		107.15	
Tariff Adjustment (loss)	-		45.47	
Sales adjustment on account of Exchange Rate Variation	42.94		92.34	
Loss/(Profit) on sale of assets/Claims written off	2.51		(1.20)	
		2541.38		2728.58
		5805.94		5649.96
LESS :				
Advance against Depreciation written back	44.72		60.72	
Provisions (Net gain)	5.22		30.77	
Dividend Income	489.97		282.47	
Interest Income	162.16		165.61	
Exchange rate variation	(50.15)		3.18	
Fair Value Adjustments	(1.42)		(2.84)	
Amortisation of Government Grants	29.95		24.20	
		680.45		564.11
Cash flow from Operating Activities before Operating Assets and Liabilities adjustments and Taxes		5125.49		5085.85
Changes in Operating Assets and Liabilities:				
Inventories	(1.33)		(21.44)	
Trade Receivables	(1778.85)		(2107.81)	
Other Financial Assets, Loans and Advances	(75.91)		(876.83)	
Other Financial Liabilities and Provisions	(160.87)		2038.89	
		(2016.96)		(967.19)
Cash flow from operating activities before taxes		3108.53		4118.66
Less : Taxes Paid		635.08		678.90
NET CASH FLOW FROM OPERATING ACTIVITIES (A)		2473.45		3439.76
B. CASH FLOW FROM INVESTING ACTIVITIES				
Property, Plant and Equipment, Other Intangible Assets & Expenditure on construction projects (including expenditure attributable to construction forming part of Capital Work in Progress for the year) - **Net of Grant**		(2708.71)		(1492.48)
Sale of Assets		0.62		0.92
Investment in Joint Venture		(140.45)		(100.00)
Investment in Subsidiaries		(924.70)		-
Dividend Income		489.97		282.47
Interest Income		127.05		144.14
NET CASH USED IN INVESTING ACTIVITIES (B)		(3156.32)		(1164.95)
C. CASH FLOW FROM FINANCING ACTIVITIES				
Buyback of Equity Shares (including Premium Payment)		-		(606.20)
Dividend and Tax on Dividend Paid		(2237.47)		(1149.03)
Proceeds from Borrowings		5967.71		2578.00
Repayment of Borrowings		(1715.05)		(1877.16)
Interest and Finance Charges		(1332.22)		(1215.12)
Repayment of Lease Liability		(3.27)		-
NET CASH FROM/USED IN FINANCING ACTIVITIES (C)		679.70		(2269.51)
D. NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)		(3.17)		5.30
Cash and Cash Equivalents at the beginning of the year		12.04		6.74
Cash and Cash Equivalents at the close of the year		8.87		12.04

The above Statement of Cash Flows is prepared in accordance with the Indirect method prescribed in Ind AS 7 - "Statement of Cash Flows".

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EXPLANATORY NOTES TO STATEMENT OF CASH FLOWS

1 Cash and Cash equivalents consists of Cash in hand, cheques/drafts in hands and Bank Balances including Short Term Deposits with original maturity of less than three months The details of Cash and Cash equivalents is as under:

(₹ in crore)

	As at 31st March, 2020	As at 31st March, 2019
Cash and Cash equivalents	8.87	12.04

2 Earmarked balances with banks amounting to Rs. 18.68 Crores as on 31.03.2019 included under Cash and Cash Equivalents has been reclassified to Bank Balances other than Cash and Cash Equivalents. Accordingly the Cash and Cash Equivalents as on 31.03.2019 has been changed from Rs. 30.72 Crore to Rs. 12.04 Crore.

3 Interest and finance charges in Cash Flow from Financing Activities includes borrowing cost of ₹ 482.90 Crore (Previous year ₹ 385.28 Crore) capitalised during the period on account of Expenditure attributable to construction (EAC).

4 Amount of undrawn loan as on 31.03.2020 , ₹ 925.00 Crore (Previous Year ₹ 819.00 Crore).

5 Company has incurred ₹ 122.57 Crore in cash on account of Corporate Social Responsibility (CSR) expenditure during the year ended 31.03.2020 (Previous Year ₹ 16.72 Crore)

6 **Net debt reconciliation:-**

(₹ in crore)

	31-03-2020	31-03-2019
Cash and Cash Equivalents	8.87	12.04
Current Borrowings	(714.31)	(406.00)
Non current Borrowings	(23138.70)	(19234.76)
Lease Liability	(13.91)	-
Net Debt	**(23858.05)**	**(19628.72)**

(₹ in crore)

Particulars	Other assets	Liabilities from Financing Activities			
	Cash & Cash Equivalents	Non-current borrowings	Lease Liability	Current borrowings	Total
Net debt as at 31st March' 2018	**6.74**	**(18894.69)**	-	**(280.00)**	**(19167.86)**
Cash flows	5.30	(574.83)	-	(126.01)	(695.54)
Lease Liability	-	-	-	-	-
Foreign exchange adjustments	-	(22.69)	-	-	(22.69)
Interest expense	-	(1201.37)	-	(5.83)	(1207.20)
Interest paid	-	1188.87	-	5.84	1194.71
Fair value adjustments	-	269.85	-	-	269.85
Net debt as at 31st March' 2019	**12.04**	**(19234.76)**	-	**(406.00)**	**(19628.72)**

(₹ in crore)

Particulars	Other assets	Liabilities from Financing Activities			
	Cash & Cash Equivalents	Non-current borrowings	Lease Liability	Current borrowings	Total
Net debt as at 31st March' 2019	**12.04**	**(19234.76)**	**0.00**	**(406.00)**	**(19628.72)**
Lease recognised under Ind AS 116 as on 01/04/2019	-	-	(14.90)	-	(14.90)
Cash flows	(3.17)	(3944.34)	3.27	(308.31)	(4252.55)
Lease Liability	-	-	(2.28)	-	(2.28)
Foreign exchange adjustments	-	(120.23)	-	-	(120.23)
Interest expense	-	(1320.31)	(1.17)	(15.93)	(1337.41)
Interest paid	-	1262.20	1.17	15.93	1279.30
Fair value adjustments	-	218.74	-	-	218.74
Net debt as at 31st March' 2020	**8.87**	**(23138.70)**	**(13.91)**	**(714.31)**	**(23858.05)**

Notes:

1 The above results including statement of assets and liabilities and statement of cash flows as given in Annexure I and II have been reviewed by the Audit Committee and approved by the Board of Directors of the Company in the respective meetings held on 27th June, 2020 and are based on the Financial Statements audited by Joint Statutory Auditors of the Company.

2 In view of the seasonal nature of business, the financial results of the company vary from quarter to quarter.

3 Electricity generation is the principal business activity of the Company. Other operations viz., Power Trading, Contracts, Project Management and Consultancy works do not form a reportable segment as per Ind AS 108 - 'Operating Segment'. The company has a single geographical segment as all its power stations are located within the country.

4 (a) Consequent upon dismissal of pending cases by National Green Tribunal (NGT) and acceptance of report of Expert committee by the Ministry of Environment, Forest and Climate Changes (MoEF&CC) active construction activities at Subansiri Lower Project, which remained interrupted with effect from 16th December 2011 till 30th September 2019 have been resumed from October 2019. In view of this, borrowing costs amounting to Rs. 227.96 crore (for current quarter Rs. 144.41 crore) and administrative costs amounting to Rs. 85.47 crore (for current quarter Rs. 45.19 crore) for the period from 1st October 2019 to 31st March 2020 attributable to construction of the Project have been capitalised under Capital Work in Progress (CWIP). Accordingly, CWIP amounting to Rs. 7263.48 crore in respect of the said project have been carried forward.
(b) Borrowing and Administrative costs pertaining to above project incurred during the period of interuption till 30th September 2019 aggregating to Rs. 3460.74 crore (including Rs. 157.61 crore and Rs. 35.79 crore respectively incurred during the year for the period upto 30th September 2019) have been charged to the statement of Profit and Loss and carried forward under Regulatory Deferral Account (RDA) balance in the Financial Statements.

5 With effect from 1st April 2019, the Company has adopted Ind AS 116 'Leases' and applied the modified retrospective approach to all lease contracts existing as at 1st April 2019. Accordingly, comparatives for the year ended 31st March 2019 have not been restated. Right of use assets and lease liability have been recognised based on the remaining lease period and payments discounted using the incremental borrowing rate as on the date of initial application.
In the Statement of Profit & Loss for the current period, lease expenses earlier being presented as 'Other Expenses' and 'Employee Benefit Expenses' are being recognised as 'Depreciation and amortisation' and 'Finance Cost'. Application of this standard does not have a significant impact on profit for the quarter and year ended 31st March 2020.

6 As per CERC Tariff Regulations 2019-24 notified on 7th March 2019, the useful life of Hydropower Generating Stations has been changed from 35 years to 40 years. Consequently, depreciation expense during the current quarter and year ended 31st March 2020 has reduced by Rs. 23.51 Crore and Rs. 82.13 Crore respectively.

7 Pursuant to the provisions of Section 115BAA of the Income Tax Act 1961 announced by Tax Laws (amended) Ordinance 2019 and parmulagated as Taxation Laws (amendment) Act 2019 enacted on 11th December 2019 applicable with effect from 1st April 2019, Domestic Companies have options to pay Income Tax at the concessional rates by forgoing certain exemptions/ deductions (the new tax regime) as specified in the said section.
The Company has significant amount of accumulated minimum alternate tax (MAT) credits and is eligible for tax incentives/ deductions to be availed/ adjusted against future taxable profits. The company has decided to continue with existing tax structure till the deductions are available and MAT Credits is substantially exhausted and thereafter to opt for new tax regime.
Based on the projections prepared by the management considering its plan for future capital expenditure and possible reversal of deferred tax accruals, no material adjustments in carrying amount of deferred tax is expected to arise and therefore the same have not been given effect to in the financial results.

8 Consequent to outbreak of COVID 19 which has been declared a pandemic by World Health Organisation (WHO), Government of India and State Governments have declared lockdown which have affected business in general. The Company's primary source of revenue is from generation of hydroelectricity. Power supply being an essential service and considering the must-run status for Run-of-the-River (ROR) projects and scheduling to the extent possible by RLDCs in case of ROR with Pondage and Storage Projects, no material impact of COVID-19 on the financial performance interalia including the carrying value of various current and non current assets or on the going concern assumptions of the Company is expected to arise. The actual impact of panademic is however dependent upon future development. The company will continue to monitor the variation in situations and same will be taken into consideration on crystalisation.

9 All Non-Convertible Debt Securities of the Company are secured by way of pari-passu charge over certain immovable and movable assets of the Company. The available asset coverage complies with the requirement of terms of various issues/ offer documents.

10 The Company has credit rating 'AAA' with Stable outlook, assigned by domestic credit rating agencies for all listed bonds, outstanding as on 31st March 2020, issued by the company. S&P has maintained International Rating BBB(-) with Stable Outlook of the company, equivalent to Sovereign Rating of India.

11 The company has paid Principal and Interest of Non-Convertible Debt Securities (NCDs) on due dates as per offer documents. Details of previous due dates of payment of Principal and Interest of NCDs are as below:-

Particulars of Bonds	Previous due date	
	Principal	Interest
BONDS-P Series	1-Feb-20	28-Feb-20
BONDS-Q Series	12-Mar-20	12-Mar-20
BONDS-R-1 Series	11-Feb-20	11-Feb-20
BONDS-R-2 Series	11-Feb-20	11-Feb-20
BONDS-R-3 Series	11-Feb-20	11-Feb-20
BONDS-S-1 Series	26-Nov-19	26-Nov-19
BONDS-S-2 Series	26-Nov-19	26-Nov-19
BONDS-T Series	12-Jul-19	15-Jul-19

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TAX FREE BONDS-1A Series	Not yet due	2-Apr-19
TAX FREE BONDS-1B Series	Not yet due	2-Apr-19
TAX FREE BONDS-2A Series	Not yet due	2-Apr-19
TAX FREE BONDS-2B Series	Not yet due	2-Apr-19
TAX FREE BONDS-3A Series	Not yet due	2-Apr-19
TAX FREE BONDS-3B Series	Not yet due	2-Apr-19
BONDS-U Series	Not yet due	27-Jun-19
BONDS-U1 Series	Not yet due	27-Jun-19
BONDS-V1 Series	24-Jan-20	24-Jan-20
BONDS-V2 Series	Not yet due	6-Jun-19
BONDS-W1 Series	13-Sep-19	16-Sep-19
BONDS-W2 Series	Not yet due	16-Sep-19
BONDS-X Series	Not yet due	10-Feb-20
BONDS-Y Series	Not yet due	Not yet due
BONDS-Y1Series	Not yet due	Not yet due
BONDS-AA Series	Not yet due	Not yet due
BONDS-AA-1 Series	Not yet due	Not yet due

12 Formula used for computation of Ratio:

1. 'Debt Service Coverage Ratio' (DSCR) = [Profit before Interest, Depreciation and Tax]/[Principal repayment, excluding payment under put option+Interest]
2. 'Interest Service Coverage Ratio' (ISCR) = [Profit before Interest, Depreciation and Tax]/ Interest.

For the calculation of ISCR and DSCR, amount of Interest and Principal repayments against the borrowings of the operational projects have been considered in above formulae.

13 During the quarter, the company has paid an interim dividend @11.80% of the face value of Rs. 10 per share (Rs. 1.18 per equity share) for the financial year 2019-20. The Board of Directors has recommended final dividend @ 3.20 % of the face value of Rs. 10 per share (Rs. 0.32 per equity share) for the financial year 2019-20. Total dividend (including interim dividend) is 15% of the face value of Rs. 10/- per share i.e. Rs 1.50 per equity share.

14 Figures for the quarter ended 31st March, 2020 and 31st March, 2019 are the balancing figures between the audited figures in respect of full financial year and the published year-to-date figures upto the 3rd quarter of the relevant Financial Year.

15 The audited accounts for the year ended 31st March, 2020 are subject to review by the Comptroller and Auditor General of India under section 143 (6) of the Companies Act, 2013.

16 The total increamental borrowings by the Company in financial year was Rs. 4864.64 crore. In terms of SEBI circular dated SEBI/HO/DDHS/CIR/P/ 2018/144 dated November 26, 2018, the Company was required to make borrowing of Rs. 1216.16 crore through issue of debt securities, where as it has borrowed Rs. 4000 crore through this securities and therefore, no further compliance in this respect is needed. The disclosures (annexed as Appendix A) in compliance with above circular as required in this respect as large Corporate borrower have already been made to Stock Exchanges where Company's shares are listed.

17 Figures for the previous periods have been re-grouped/re-arranged/re-classified wherever necessary.

Ashwani Kumar Aggarwal

Digitally signed by Ashwani Kumar Aggarwal
Date: 2020.06.27 16:40:46 +05'30'

SANJAY JAIN

Digitally signed by SANJAY JAIN
DN: c=IN, st=Delhi,
postalCode=110060, street=23/41, 1ST FLOOR, OLD RAJENDER NAGAR, NEW DELHI,
o=Personal, cn=SANJAY JAIN
Date: 2020.06.27 16:34:17 +05'30'

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APPENDIX - A

एनएचपीसी लिमिटेड

NHPC Limited

NH/CS/199

16.06.2020

Manager The Listing Department **M/s BSE Limited** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001 मैनेजर, लिस्टिंग विभाग **बीएसई लिमिटेड** [illegible] मुंबई - 400 001 **Scrip Code: 533098**	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** [illegible] मुंबई - 400 051 **Scrip Code: NHPC**

ISIN No. INE848E01016

Sub: **Disclosure under clause 4.1 of SEBI circular dated 26.11.2018 for issuance of Debt Securities by Large Entities**

विषय: **बड़ी संस्थाओं द्वारा ऋण प्रतिभूति जारी करने के लिए सेबी के परिपत्र दिनांक 26.11.2018 के खंड 4.1 के तहत प्रकटीकरण के सम्बन्ध में**

Dear Sir,

In compliance to clause 4.1 of SEBI Circular no. SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018, please find attached herewith [illegible] Large Corporate in the prescribed format.

This is for your information and record.

सेबी परिपत्र संख्या SEBI/HO/DDHS/CIR/P/2018/144 दिनांक 26 नवम्बर, 2018 के खंड 4.1 के अनुसार [illegible] के लिए निर्धारित प्रारूप में प्रकटीकरण [illegible]।

यह आपकी जानकारी और रिकॉर्ड के लिए है।

धन्यवाद,

भवदीय,

संलग्न: उपरोक्त अनुसार

(विजय गुप्ता)

उप सचिव

16.06.2020

NHPC

एनएचपीसी लिमिटेड

NHPC Limited

[illegible]

ISO 9001 & 14001 Certified Company

[illegible]

Email: [illegible]

CIN No.: L40101HR1975GOI032564

Annexure B1

Format of the Annual Disclosure to be made by an entity identified as a LC

(To be submitted to the Stock Exchange(s) within 45 days of the end of the FY)
(Due date of filing the annexure for FY 20 **has** been revised as 30.06.2020 by SEBI vide Circular No. SEBI/HO/DDHS/ONP/2020/41 dated 23.03.2020.)
(Applicable for FY 2020 and 2021)

1. Name of the Company: **NHPC Limited**
2. CIN: L40101HR1975GOI032564
3. Report filed for FY: **2020**
4. Details of the borrowings (all figures in Rs crore)

Sl.No	Particulars	Detail
i	Incremental borrowing done in FY **(a)**	4954.[illegible]
ii	Mandatory borrowing to be done through issuance of debt securities **(b) = (25% of a)**	1238.[illegible]
iii	Actual borrowings done through debt securities in FY **(c)**	4300.[illegible]
iv	Shortfall in the mandatory borrowing through debt securities, if any (d) = (b) - (c) **(If the calculated value is zero or negative, write "nil")**	Nil
v	Reasons for short fall, if any, in mandatory borrowings through debt securities	Complied with the requirement of 25% borrowing through issuance of debt securities

Vijay Gupta
Company Secretary
Tel: [illegible]
Email: [illegible]

Mahesh Kumar Mittal
(Director-Finance)
Tel: [illegible]
Email: [illegible]

[illegible]
NHPC Limited
(A Govt. of India Enterprise)
ISO 9001 & 14001 Certified Company
Phone No [illegible]
Email [illegible]
CIN No. - L40101HR1975GOI032564

Annexure A

Format of the Initial Disclosure to be made by an entity identified as a Large Corporate

(To be submitted to the Stock Exchange(s) within 30 days from the beginning of FY 21)
Due date of filing the annexure for FY 20 has been revised as 30.06.2020 by SEBI vide Circular No. SEBI/HO/DDHS/ON/P/2020/41 dated 23.03.2020

Sl.No.	Particulars	Details
	Name of the company	NHPC Limited
	CIN	L40101HR1975GOI032564
	Outstanding borrowing of company as on 31st March 2020 (in Rs cr)	21727.[illegible]
	Highest Credit Rating During the previous FY along with name of the Credit Rating Agency	AAA by India Rating, CARE and ICRA
	Name of Stock Exchange# in which the fine shall be paid, in case of shortfall in the required borrowing under the framework	NSE Ltd

We confirm that we are a Large Corporate as per the applicability criteria given under the SEBI circular SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018

Vijay Gupta
Company Secretary
[illegible]
E-mail: [illegible]

Mahesh Kumar Mittal
Director (Finance)
[illegible]
[illegible]

- In terms para of 3.2(ii) of the circular, beginning F.Y 2022, in the event of shortfall in the mandatory borrowing through debt securities, a fine of 0.2% of the shortfall shall be levied by Stock Exchanges at the end of the two-year block period. Therefore, an entity identified as LC shall provide, in its initial disclosure for a financial year, the name of Stock Exchange to which it would pay the fine in case of shortfall in the mandatory borrowing through debt markets.

Arora Vohra & Co.
Chartered Accountants
Chaitanya Complex
Prem Bhawan, Residency Road
Jammu Tawi – 180001
Jammu & Kashmir

DSP & Associates
Chartered Accountants
783, Desh Bandhu Gupta Road
Near Faiz Road, Karol Bagh
New Delhi – 110005

Lodha & Co.
Chartered Accountants
14 Government Place East
Kolkata-700 069

INDEPENDENT AUDITORS' REPORT

The Board of Directors of
NHPC Limited

Report on the Audit of Consolidated Financial Results

Opinion

We have audited the accompanying consolidated financial results of NHPC Limited (hereinafter referred to as 'the Parent) and its Subsidiaries (the Parent and its Subsidiaries together referred to as " the Group") and its Joint Ventures for the year ended 31st March, 2020 and the notes thereon (hereinafter referred to as the "Consolidated Financial Results") attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"). The consolidated financial results have been initialed by us for the purpose of identification.

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate audited financial statements of the Subsidiaries and Joint Ventures, the aforesaid Consolidated Financial Results:

i. Include the annual financial results of the following entities

Name of the Subsidiaries
NHDC Limited
Loktak Downstream Hydroelectric Corporation Limited
Bundelkhand Saur Urja Limited
Lanco Teesta Hydro Power Limited
Name of the Joint Ventures
Chenab Valley Power Projects (P) Limited
National High Power Test Laboratory Private Limited

ii. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

iii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards and other accounting principles generally accepted in India of the consolidated net profit for the year ended March 31, 2020 and other comprehensive income and other financial information of the Group and its Joint Ventures for the year ended on that date.

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Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial results.

Management's Responsibilities for the Consolidated Financial Results

These Consolidated Financial Results have been prepared on the basis of the consolidated financial statements. The Parent's Board of Directors are responsible for the preparation of these consolidated financial results that give a true and fair view of the net profit for the year ended March 31, 2020 and other comprehensive income and other financial information of the Group and its Joint Ventures in accordance with the recognition and measurement principles laid down in Indian Accounting Standard prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Directors of the Company , as aforesaid.

In preparing the financial results, the respective Board of Directors are responsible for assessing the Company and its associates' ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company and its associates or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors are also responsible for overseeing the financial reporting process of the Group and its associates

Auditors' Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the consolidated financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will

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always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.

- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group and its Joint Ventures ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company and its associates to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial results / financial information of the entities within the Company and its associates to express an opinion on consolidated financial results. We are responsible for the direction, supervision and performance of the audit of the financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated financial results which have been audited by other auditors, such other auditors remain responsible for the

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direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the financial results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial results.

We communicate with those charged with governance of the Company regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. We also performed procedures in accordance with the circular issued by SEBI under Regulation 33(8) of the Listing Regulations to the extent applicable.

Other Matters

a. We did not audit the financial statements/ financial information of four subsidiaries included in the consolidated financial statements for the year ended 31st March 2020 whose financial statements reflect total assets of Rs. 8763.53 Crores and total net assets of Rs. 6676.83 Crores as at 31st March, 2020, total revenues of Rs. 1494.76 Crores and net cash inflow/(outflow) of Rs. 20.23 Crores for the year ended on that date as considered in the consolidated financial results. The consolidated financial results also include the group's share of total comprehensive income of Rs. 7.05 crore for the year ended 31st March 2020 in respect of one Joint Venture whose financial statement/financial information have not been audited by us. These financial results and other financial information have been audited by other auditors whose report have been furnished to us by the management, and our opinion is based solely on the report of the other auditors.

b. The consolidated financial results also include the group's share of total comprehensive income of Rs. (4.02) Crores for the year ended 31st March 2020 in respect of one Joint Venture whose financial statement/financial information have not been audited by us. The aforesaid financial statements are unaudited and have been furnished to us by the management and our opinion on the financial statement, in so far as it relates to the amounts and disclosures included in respect of this Joint Venture is based solely on the unaudited financial statements.

c. The Consolidated Financial Results include the results for the quarter ended March 31, being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to December 31, of the relevant financial year The year to date figures pertaining to the period upto 31st December 2019 only were reviewed by us as required under Listing Regulations.

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Our opinion on Consolidated Financial Results in respect of our reliance on work performed and reports submitted by independent auditors on the financial statement of associates 'and other matters stated in para a to b above is not modified.

For Arora Vohra & Co. Chartered Accountants Firm's ICAI Registration No.: 009487N	For DSP & Associates Chartered Accountants Firm's ICAI Registration No.:006791N	For Lodha & Co. Chartered Accountants Firm's ICAI Registration No.:301051E
Ashwani Kumar Aggarwal Digitally signed by Ashwani Kumar Aggarwal Date: 2020.06.27 16:41:18 +05'30'	SANJAY JAIN	R.P. Singh
A K Aggarwal Partner M. No. 013833 UDIN: 20013833AAAABN5383	Sanjay Jain Partner M. No. 084906 UDIN: 20084906AAAAPN9794	R P Singh Partner M. No. 052438 UDIN: 20052438AAAABL6364

KOLKATA
Chartered Accountants

NHPC LIMITED
(A Government of India Enterprise)
CIN: L40101HR1975GOI032564
SECTOR-33, FARIDABAD, HARYANA - 121 003

STATEMENT OF CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2020

(Rs. in crore)

S.No	PARTICULARS	Quarter Ended			Year Ended	
		31.03.2020	31.12.2019	31.03.2019	31.3.2020	31.03.2019
		Audited (Refer Note 15)	Unaudited	Audited (Refer Note 15)	Audited	Audited
1	**Income**					
	(a) Revenue from Operations	2,170.41	2,159.29	2,158.41	10,008.07	8,982.87
	(b) Other Income	211.95	120.16	291.67	768.57	863.94
	Total Income (a+b)	2,382.36	2,279.45	2,450.08	10,776.64	9,846.81
2	**Expenses**					
	(a) Purchase of Power - Trading	151.12	42.69	12.68	234.13	12.68
	(b) Generation Expenses	166.43	156.23	152.83	904.33	800.75
	(c) Employee Benefits Expense	424.92	442.48	458.07	1,676.09	1,849.93
	(d) Finance Costs	151.53	155.69	222.88	795.98	895.14
	(e) Depreciation and Amortization Expense	403.01	404.50	428.64	1,614.04	1,657.96
	(f) Other Expenses	716.25	309.11	416.96	1,699.39	1,319.60
	Total expenses (a+b+c+d+e+f)	2,013.26	1,510.70	1,692.06	6,923.96	6,536.06
3	**Profit before Exceptional items, Rate Regulated Activities, Tax and Share of profit (1-2)**	369.10	768.75	758.02	3,852.68	3,310.75
4	Exceptional items	-	-	-	-	-
5	**Profit before tax, Rate Regulated Activities and Share of profit (3+4)**	369.10	768.75	758.02	3,852.68	3,310.75
6	**Share of net profit from joint venture accounted for using equity method**	0.60	(0.25)	1.23	3.04	5.24
7	**Tax expenses**					
	a) Current Tax	165.42	201.39	165.88	897.74	827.41
	b) Deferred Tax	57.79	(683.34)	559.91	(607.24)	496.21
	Total Tax expense (a+b)	223.21	(481.95)	725.79	290.50	1,323.62
8	**Profit for the period before movements in Regulatory Deferral Account Balances (5+6-7)**	146.49	1,250.45	33.46	3,565.22	1,992.37
9	Movement in Regulatory Deferral Account Balances (Net of Tax)	92.15	(611.32)	569.45	(240.50)	843.42
10	**Profit for the period (8+9)**	238.64	639.13	602.91	3,324.72	2,835.79
11	Other Comprehensive Income					
	(i) Items that will not be reclassified to profit or loss (Net of Tax)					
	(a) Remeasurement of the post employment defined benefit obligations	73.50	(12.39)	(3.99)	36.29	0.99
	Less:-Movement in Regulatory Deferral Account Balances in respect of tax on defined benefit obligations	(4.31)	4.28	1.42	8.80	(0.46)
	Share of Other Comprehensive income of Joint Ventures accounted for using the equity method	-	-	-	(0.01)	(0.01)
	Sub total (a)	77.81	(16.67)	(5.41)	27.48	1.44
	(b) Investment in Equity Instruments	(21.64)	0.31	(23.18)	(42.09)	(16.48)
	Sub total (b)	(21.64)	0.31	(23.18)	(42.09)	(16.48)
	Total (i)=(a)+(b)	56.17	(16.36)	(28.59)	(14.61)	(15.04)
	(ii) Items that will be reclassified to profit or loss (Net of Tax)					
	- Investment in Debt Instruments	5.60	(0.88)	2.23	12.10	2.37
	Total (ii)	5.60	(0.88)	2.23	12.10	2.37
	Other Comprehensive Income (i+ii)	61.77	(17.24)	(26.36)	(2.51)	(12.67)
12	**Total Comprehensive Income for the period (10+11)**	300.41	621.89	576.55	3,322.21	2,823.12
13	**Net Profit attributable to**					
	a) Owners of the company	147.21	510.13	542.44	2,874.61	2,595.61
	b) Non-controlling interest	91.43	129.00	60.47	450.11	240.18
14	**Other comprehensive income attributable to**					
	a) Owners of the company	62.60	(17.21)	(26.07)	(1.59)	(12.55)
	b) Non-controlling interest	(0.83)	(0.03)	(0.29)	(0.92)	(0.12)
15	**Total comprehensive income attributable to**					
	a) Owners of the company	209.81	492.92	516.37	2,873.02	2,583.06
	b) Non-controlling interest	90.60	128.97	60.18	449.19	240.06
16	Paid-up equity share capital (of Face Value ₹ 10/- per share)	10,045.03	10,045.03	10,045.03	10,045.03	10,045.03
17	Reserves excluding Revaluation Reserves				21,325.58	20,752.78
18	Net worth				31,370.61	30,797.81
19	Paid-up debt capital *				24,529.29	20,666.99
20	Capital redemption reserve				2,255.71	2,255.71
21	Debenture (Bond) redemption reserve				1,948.38	2,193.35
22	**Earning per share (Basic and Diluted)**					
	(Equity shares, face value of ₹ 10/- each)					
	- Before movements in Regulatory Deferral Account Balances (in ₹)	0.05	1.12	(0.02)	3.10	1.71
	- After movements in Regulatory Deferral Account Balances (in ₹)	0.15	0.51	0.54	2.86	2.54
23	Debt equity ratio				0.78	0.67
24	Debt service coverage ratio (DSCR)				3.45	3.61
25	Interest service coverage ratio (ISCR)				7.63	8.28

*** Comprises long term debts including current maturities thereof.**

Statement of Consolidated Assets and Liabilities and Statement of Consolidated Cash Flows are attached as Annexure-I and Annexure-II respectively

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Annexure-I

STATEMENT OF CONSOLIDATED ASSETS AND LIABILITIES

(Rs. in crore)

PARTICULARS	As at 31st March, 2020 (Audited)	As at 31st March, 2019 (Audited)
ASSETS		
(1) NON-CURRENT ASSETS		
a) Property, Plant and Equipment	21,630.33	23,116.24
b) Capital Work In Progress	17,180.41	15,036.80
c) Right Of Use Assets	2,766.31	-
d) Investment Property	4.49	4.49
e) Intangible Assets	0.72	1,855.90
f) Investments accounted for using the equity method	933.53	792.65
g) Financial Assets		
i) Investments	464.13	490.20
ii) Trade Receivables	-	61.51
iii) Loans	820.81	770.08
iv) Others	7,567.27	7,453.54
h) Non Current Tax Assets (Net)	153.29	145.87
i) Other Non Current Assets	3,038.17	2,034.11
TOTAL NON CURRENT ASSETS	54,559.46	51,761.39
(2) CURRENT ASSETS		
a) Inventories	126.62	125.18
b) Financial Assets		
i) Trade Receivables	3,816.44	2,838.00
ii) Cash and Cash Equivalents	42.17	25.04
iii) Bank balances other than Cash and Cash Equivalents	1,651.10	2,220.21
iv) Loans	51.01	48.81
v) Others	3,301.95	2,243.10
c) Current Tax Assets (Net)	84.16	111.85
d) Other Current Assets	498.99	372.73
TOTAL CURRENT ASSETS	9,572.44	7,984.92
(3) Regulatory Deferral Account Debit Balances	7,213.06	6,979.14
TOTAL ASSETS AND REGULATORY DEFERRAL ACCOUNT DEBIT BALANCES	71,344.96	66,725.45

PARTICULARS	As at 31st March, 2020 (Audited)	As at 31st March, 2019 (Audited)
EQUITY AND LIABILITIES		
(1) EQUITY		
a) Equity Share Capital	10,045.03	10,045.03
b) Other Equity	21,325.58	20,752.78
TOTAL EQUITY	31,370.61	30,797.81
(2) NON - CONTROLLING INTEREST	2,763.88	2,868.47
(3) LIABILITIES		
NON-CURRENT LIABILITIES		
a) Financial Liabilities		
i) Borrowings	20,891.80	17,044.63
ii) Other financial liabilities	2,060.29	2,059.44
b) Provisions	55.56	46.94
c) Deferred Tax Liabilities (Net)	4,229.12	4,720.68
d) Other non-current Liabilities	3,199.47	2,986.06
TOTAL NON CURRENT LIABILITIES	30,436.24	26,857.75
(4) CURRENT LIABILITIES		
a) Financial Liabilities		
i) Borrowings	714.31	416.00
ii) Trade Payables		
Total outstanding dues of micro enterprises and small enterprises	22.96	19.38
Total outstanding dues of Creditors other than micro enterprises and small enterprises	293.70	176.89
iii) Other financial liabilities	2,923.08	2,896.72
b) Other Current Liabilities	902.82	1,158.04
c) Provisions	1,442.94	1,534.39
d) Current Tax Liabilities (Net)	-	-
TOTAL CURRENT LIABILITIES	6,299.81	6,201.42
(5) Regulatory Deferral Account Credit Balances	474.42	-
TOTAL EQUITY AND LIABILITIES	71,344.96	66,725.45

RPL KOLKATA Chartered Accountants

NHPC LIMITED

(A Government of India Enterprise)

ANNEXURE-II

CIN: L40101HR1975GOI032564

STATEMENT OF CONSOLIDATED CASH FLOWS FOR THE YEAR ENDED 31st MARCH, 2020

(₹ in crore)

	For the year ended 31st March, 2020		For the year ended 31st March, 2019	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Profit before tax for the year including movements in Regulatory Deferral Account Balance		3,615.22		4,159.41
Less: Movement in Regulatory Deferral Account Balances		(240.50)		843.42
Profit before Tax		3,855.72		3,315.99
ADD :				
Depreciation and Ammortisation	1,614.04		1,657.96	
Finance Costs	795.98		895.14	
Provisions (Net)	156.59		110.46	
Tariff Adjustment (loss)	27.79		65.37	
Sales adjustment on account of Exchange Rate Variation	42.94		82.34	
Loss (Profit) on sale of assets/Claims written off	4.48		(1.15)	
		2,641.82		2,820.12
		6,497.54		6,136.11
LESS :				
Advance against Depreciation written back	48.38		85.23	
Provisions (Net gain)	5.22		31.43	
Dividend Income	4.80		4.80	
Interest Income	307.21		329.04	
Exchange rate variation	(50.15)		3.18	
Other Adjustments	(2.61)		0.76	
Fair Value Adjustments	(2.04)		(3.59)	
Amortisation of Government Grants	98.46		92.17	
Share of Net Profit /(Loss) of Joint Ventures (accounted for using the equity method)	3.04		5.24	
		412.31		508.26
Cash flow from Operating Activities before Operating Assets and Liabilities adjustments		6,085.23		5,627.85
Changes in Operating Assets and Liabilities:				
Inventories	(1.69)		(20.63)	
Trade Receivables	(1,655.75)		(1,951.62)	
Other Financial Assets, Loans and Advances	(157.61)		(931.12)	
Other Financial Liabilities and Provisions	(184.39)		1,976.90	
		(2,039.44)		(926.47)
Cash flow from operating activities before taxes		4,045.79		4,701.38
Less: Taxes Paid		793.92		877.17
NET CASH FROM OPERATING ACTIVITIES (A)		3,251.87		3,824.21
B. CASH FLOW FROM INVESTING ACTIVITIES				
Property Plant and Equipment, Other Intangible Assets & Expenditure on construction projects (including expenditure attributable to construction forming part of Capital Work in Progress for the year) - **Net of Grant**		(3,631.74)		(1,360.20)
Sale of Assets		0.52		0.92
Realization/ (Payments) for Investments / Bonds / Bank Deposits		253.35		(35.45)
Investment in Joint Venture		(140.45)		(100.00)
Dividend Income		4.80		4.80
Interest Income		267.12		307.65
NET CASH USED IN INVESTING ACTIVITIES (B)		(3,246.40)		(1,182.28)
C. CASH FLOW FROM FINANCING ACTIVITIES				
Buyback of Equity Shares (including Premium Payment)		-		(605.20)
Equity proceeds from Non-Controlling Interest		2.50		-
Dividend and Tax on Dividend Paid (including Non-Controlling Interests)		(2,897.44)		(1,525.74)
Proceeds from Borrowings		6,015.71		2,588.00
Repayment of Borrowings		(1,773.05)		(1,877.16)
Interest and Finance Charges		(1,332.61)		(1,215.12)
Repayment of Lease Liability		(3.45)		-
NET CASH USED IN FINANCING ACTIVITIES (C)		11.86		(2,637.22)
D. NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)		17.13		4.71
Cash and Cash Equivalents at the beginning of the year		25.04		20.33
Cash and Cash Equivalents at the close of the year		42.17		25.04

The above Statement of Cash Flows is prepared in accordance with the Indirect method prescribed in Ind AS 7 - "Statement of Cash Flows"

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EXPLANATORY NOTES TO CONSOLIDATED STATEMENT OF CASH FLOWS

1 Cash and Cash equivalents consists of Cash in hand, cheques/drafts in hands and Bank Balances including Short Term Deposits with original maturity of less than three months.
The details of Cash and Cash equivalents as per Note 8 of the Balance Sheet is as under:

(₹ In crore)

	As at 31st March, 2020	As at 31st March, 2019
Cash and Cash equivalents	42.17	25.04

2 Earmarked balances with banks amounting to Rs. 18.68 Crores as on 31.03.2019 included under Cash and Cash Equivalents has been reclassified to Bank Balances other than Cash and Cash Equivalents. Accordingly the Cash and Cash Equivalents as on 31.03.2019 has been changed from Rs. 43.72 Crore to Rs. 25.04 Crore.

3 Interest and finance charges in Cash Flow from Financing Activities includes borrowing cost of ₹ 462.50 Crore (Previous year ₹ 365.28 Crore) capitalised during the period on account of Expenditure attributable to construction (EAC).

4 Amount of undrawn loan as on 31.03.2020 : ₹ 925.00 Crore (Previous Year ₹ 819.00 Crore)

5 Company has incurred ₹ 147.54 Crore in cash on account of Corporate Social Responsibility (CSR) expenditure during the year ended 31.03.2020 (Previous Year ₹ 44.60 Crore)

6 Net debt reconciliation

(₹ in crore)

	31-03-2020	31-03-2019
Cash and Cash Equivalents	42.17	25.04
Current Borrowings	(714.31)	(416.01)
Non current Borrowings	(23138.70)	(19234.76)
Lease Liability	(16.35)	0.00
Net Debt	(23827.19)	(19625.73)

(₹ in crore)

Particulars	Other assets	Liabilities from Financing Activities			
	Cash & Cash Equivalents	Non-current borrowings	Lease Liability	Current borrowings	Total
Net debt as at 31 March 2018	20.33	(18,894.59)	-	(280.00)	(19,154.26)
Cash flows	4.71	(574.83)	-	(136.01)	(706.13)
Lease Liability	-	-	-	-	-
Foreign exchange adjustments	-	(22.69)	-	-	(22.69)
Interest expense	-	(1,201.37)	-	(5.84)	(1,207.21)
Interest paid	-	1,188.87	-	5.84	1,194.71
Fair value adjustments	-	269.85	-	-	269.85
Net debt as at 31 March 2019	25.04	(19,234.76)	-	(416.01)	(19,625.73)

(₹ in crore)

Particulars	Other assets	Liabilities from Financing Activities			
	Cash & Cash Equivalents	Non-current borrowings	Lease Liability	Current borrowings	Total
Net debt as at 31 March 2019	25.04	(19,234.76)	-	(416.01)	(19,625.73)
Lease recognised under Ind AS 116 as on 01/04/2019	-	-	(17.46)	-	(17.46)
Cash flows	17.13	(3,944.34)	3.45	(298.31)	(4,222.07)
Lease Liability	-	-	(2.42)	-	(2.42)
Foreign exchange adjustments	-	(120.23)	-	-	(120.23)
Interest expense	-	(1,320.31)	(1.31)	(15.96)	(1,337.58)
Interest paid	-	1,262.20	1.25	15.97	1,279.42
Fair value & Other adjustments	-	218.74	0.14	-	218.88
Net debt as at 31 March 2020	42.17	(23,138.70)	(16.35)	(714.31)	(23,827.19)

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Notes:

1 The above consolidated results including statement of assets and liabilities and statement of cash flows as given in Annexure I and II have been reviewed by the Audit Committee and approved by the Board of Directors of the Company in the respective meetings held on 27th June, 2020 and are based on the Financial Statements audited by Joint Statutory Auditors of the Company.

2 National Company Law Tribunal (NCLT) had approved the resolution plan submitted by the Company for acquisition of Lanco Teesta Hydro Power Limited (500 MW Teesta VI HE Project) ('LTHPL') for a consideration of Rs. 897.50 Crore, vide order dated 26th July 2019 which has been paid on 9th October, 2019. Accordingly, with effect from 9th October 2019, LTHPL has become a wholly owned subsidiary of the Company and the accounts of LTHPL have therefore been consolidated from that date. The assets of LTHPL have been accounted for at fair value as on date of acquisition. Surplus of assets acquired over the consideration paid amounting to Rs. 40.93 Crore has been credited to Capital Reserve under 'Other Equity'. Acquisition of LTHPL does not have a material impact on the profit of the Group for the year ended 31st March 2020.

3 Subsidiary and Joint Venture Companies considered in the Consolidated Financial Results are as follows:-

a)**Subsidiary Companies:** NHDC Limited, Loktak Downstream Hydroelectric Corporation Limited, Bundelkhand Saur Urja Limited and Lanco Teesta Hydro Power Limited.

b) **Joint Venture Companies:** Chenab Valley Power Projects Private Limited and National High Power Test Laboratory Private Limited

4 In view of the seasonal nature of business, the financial results of the Group vary from quarter to quarter.

5 Electricity generation is the principal business activity of the Group. Other operations viz., Power Trading, Contracts, Project Management and Consultancy works do not form a reportable segment as per the Ind AS 108 - 'Operating Segment'. The Group has a single geographical segment as all its power stations are located within the country.

6 (a) Consequent upon dismissal of pending cases by National Green Tribunal (NGT) and acceptance of report of Expert committee by the Ministry of Environment, Forest and Climate Changes (MoEF&CC) active construction activities at Subhansiri Lower Project, which remained interrupted with effect from 16th December 2011 till 30th September 2019 have been resumed from October 2019. In view of this, borrowing costs amounting to Rs. 227.96 crore (for current quarter Rs. 144.41 crore) and administrative costs amounting to Rs. 85.47 crore (for current quarter Rs. 45.19 crore) for the period from 1st October 2019 to 31st March 2020 attributable to construction of the Project have been capitalised under Capital Work in Progress (CWIP). Accordingly, CWIP amounting to Rs. 7263.48 crore in respect of the said project have been carried forward.

(b) Borrowing and Administrative costs pertaining to above project incurred during the period of interuption till 30th September 2019 aggregating to Rs. 3460.74 crore (including Rs. 157.61 crore and Rs. 35.79 crore respectively incurred during the year for the period upto 30th September 2019) have been charged to the statement of Profit and Loss and carried forward under Regulatory Deferral Account (RDA) balance in the Financial Statements.

7 With effect from 1st April 2019, the Group has adopted Ind AS 116 'Leases' and applied the modified retrospective approach to all lease contracts existing as at 1st April 2019. Accordingly, comparatives for the year ended 31st March 2019 have not been restated. Right of use assets and lease liability have been recognised based on the remaining lease period and payments discounted using the incremental borrowing rate as on the date of initial application. In the Statement of Profit & Loss for the current period, lease expenses earlier being presented as 'Other Expenses' and 'Employee Benefit Expenses' are being recognised as 'Depreciation and amortisation' and 'Finance Cost'. Application of this standard does not have a significant impact on profit for the quarter and year ended 31st March 2020.

8 As per CERC Tariff Regulations 2019-24 notified on 7th March 2019, the useful life of Hydropower Generating Stations has been changed from 35 years to 40 years. Consequently, depreciation expense during the current quarter and year ended 31st March 2020 has reduced by Rs. 23.77 Crore and Rs. 83.16 Crore respectively.

9 Pursuant to the provisions of Section 115BAA of the Income Tax Act 1961 announced by Tax Laws (amended) Ordinance 2019 and parmulagated as Taxation Laws (amendment) Act 2019 enacted on 11th December 2019 applicable with effect from 1st April 2019, Domestic Companies have options to pay Income Tax at the concessional rates by forgoing certain exemptions/ deductions (the new tax regime) as specified in the said section.

The Parent Company has significant amount of accumulated minimum alternate tax (MAT) credits and is eligible for tax incentives/ deductions to be availed/ adjusted against future taxable profits. The company has decided to continue with existing tax structure till the deductions are available and MAT Credits is substantially exhausted and thereafter to opt for new tax regime. Based on the projections prepared by the management considering its plan for future capital expenditure and possible reversal of deferred tax accruals, no material adjustments in carrying amount of deferred tax is expected to arise and therefore the same have not been given effect to in the financial results.

During the year ended 31st March, 2020, NHDC Limited, a subsidiary company of the Group has recognised MAT credit available to the Company in future amounting to Rs 613.59 crore (31st March 2019: Nil) as the same is likely to provide future economic benefits in the form of availability of set-off against future income tax liability. Out of the above, an amount of Rs 474.43 crore (31 March 2019: Nil) are payable to beneficiaries and have been recognised as regulatory deferral account (credit) balances.

10 Consequent to outbreak of COVID 19 which has been declared a pandemic by World Health Organisation (WHO), Government of India and State Governments have declared lockdown which have affected business in general. The Group's primary source of revenue is from generation of hydroelectricity. Power supply being an essential service and considering the must-run status for Run-of-the-River (ROR) projects and scheduling to the extent possible by RLDCs in case of ROR with Pondage and Storage Projects, no material impact of COVID-19 on the financial performance interalia including the carrying value of various current and non current assets or on the going concern assumptions of the Company is expected to arise. The actual impact of panademic is however dependent upon future development. The Group will continue to monitor the variation in situations and same will be taken into consideration on crystallisation.

11 All Non-Convertible Debt Securities of the Company are secured by way of pari-passu charges over certain immovable and movable assets of the Company. The available asset coverage complies with the requirement of terms of various issues/ offer documents.

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12 The Company has credit rating 'AAA' with Stable outlook, assigned by domestic credit rating agencies for all listed bonds, outstanding as on 31st March 2020, issued by the company. S&P has maintained International Rating BBB(-) with Stable Outlook of the company, equivalent to Sovereign Rating of India.

13 The company has paid Principal and Interest of Non-Convertible Debt Securities (NCDs) on due dates as per offer documents. Details of previous due dates of payment of Principal and Interest of NCDs are as below:-

Particulars of Bonds	Previous due date	
	Principal	Interest
BONDS-P Series	1-Feb-20	28-Feb-20
BONDS-Q Series	12-Mar-20	12-Mar-20
BONDS-R-1 Series	11-Feb-20	11-Feb-20
BONDS-R-2 Series	11-Feb-20	11-Feb-20
BONDS-R-3 Series	11-Feb-20	11-Feb-20
BONDS-S-1 Series	26-Nov-19	26-Nov-19
BONDS-S-2 Series	26-Nov-19	26-Nov-19
BONDS-T Series	12-Jul-19	15-Jul-19
TAX FREE BONDS-1A Series	Not yet due	2-Apr-19
TAX FREE BONDS-1B Series	Not yet due	2-Apr-19
TAX FREE BONDS-2A Series	Not yet due	2-Apr-19
TAX FREE BONDS-2B Series	Not yet due	2-Apr-19
TAX FREE BONDS-3A Series	Not yet due	2-Apr-19
TAX FREE BONDS-3B Series	Not yet due	2-Apr-19
BONDS-U Series	Not yet due	27-Jun-19
BONDS-U1 Series	Not yet due	27-Jun-19
BONDS-V1 Series	24-Jan-20	24-Jan-20
BONDS-V2 Series	Not yet due	6-Jun-19
BONDS-W1 Series	13-Sep-19	16-Sep-19
BONDS-W2 Series	Not yet due	16-Sep-19
BONDS-X Series	Not yet due	10-Feb-20
BONDS-Y Series	Not yet due	Not yet due
BONDS-Y1Series	Not yet due	Not yet due
BONDS-AA Series	Not yet due	Not yet due
BONDS-AA-1 Series	Not yet due	Not yet due

14 Formula used for computation of Ratio:
1. 'Debt Service Coverage Ratio' (DSCR) = [Profit before Interest, Depreciation and Tax]/[Principal repayment, excluding payment under put option+Interest]
2. 'Interest Service Coverage Ratio' (ISCR) = [Profit before interest, Depreciation and Tax]/ Interest.
For the calculation of ISCR and DSCR, amount of interest and Principal repayments against the borrowings of the operational projects have been considered in above formulae.

15 Figures for the quarter ended 31st March, 2020 and 31st March, 2019 are the balancing figures between the audited figures in respect of full financial year and the published year-to-date figures up to the 3rd quarter of the relevant financial year.

16 The audited accounts for the year ended 31st March, 2020 are subject to review by the Comptroller and Auditor General of India under section 143 (6) of the Companies Act, 2013.

17 Figures for the previous periods have been re-grouped/re-arranged/re-classified wherever necessary.

For and on behalf of the Board of Directors of NHPC Ltd.

Place: Faridabad
Date: 27th June 2020

(MAHESH KUMAR MITTAL)
DIRECTOR (FINANCE)
DIN - 02889021

Ashwani Kumar Aggarwal — Digitally signed by Ashwani Kumar Aggarwal Date: 2020.06.27 16:41:59 +05'30'

SANJAY JAIN

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CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED BY THE BOARD OF DIRECTORS IN THEIR 457TH MEETING HELD ON 25.05.2022

ITEM NO. 457.2.2.: **BORROWING PLAN FOR THE FINANCIAL YEAR 2022-23 THROUGH SECURED/UNSECURED CORPORATE BONDS AND/OR RAISING OF TERM LOANS / EXTERNAL COMMERCIAL BORROWINGS (ECB) AMOUNTING TO RS.6800 CRORE.**

RESOLVED THAT Chairman & Managing Director and / or Director (Finance) be and are hereby authorized to raise Debt up to Rs. 6,300 Crore during the financial year 2022-23 through Secured/unsecured, Redeemable, Taxable, Non-cumulative Non-Convertible Corporate Bonds in one or more Series/Tranches on private placement basis and/or raising of Term loans/External Commercial Borrowings (ECB) in suitable Tranches.

RESOLVED FURTHER THAT Chairman & Managing Director and/or Director (Finance) be and are hereby authorized to decide all terms and conditions including coupon rate, tenor etc. for Corporate Bonds/Term loans/ External Commercial Borrowings (ECB).

RESOLVED FURTHER THAT Director (Finance) / Executive Director (Finance) /Group General Manager (Finance)/General Manager (Finance) be and are hereby severally authorized to make allotment of the Corporate Bonds to be raised and for signing of the Loan Agreement for the Term loans/ External Commercial Borrowings (ECB) to be raised during the financial year 2022-23 up to Rs. 6,300 Crore.

RESOLVED FURTHER THAT Director (Finance) / Executive Director (Finance) /Group General Manager (Finance)/ General Manager (Finance) be and are hereby severally authorized to sign Declaration under Form PAS-4 etc. required pursuant to Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 for Corporate Bonds & other statutory declarations if any, and approve offer letter in connection thereof.

RESOLVED FURTHER THAT Director (Finance) / Executive Director (Finance) be and are hereby severally authorized to appoint any intermediaries / agencies / persons as may be required for the purposes of the issue(s) of the Corporate Bonds/Term loans/ External Commercial Borrowings (ECB) including without limiting to the Arrangers, Registrar,

NHPC LIMITED Sector-33, Faridabad-121003

Credit Rating Agency(ies), Trustee, Legal Firm, Consultant for Debenture Trust Deed, Custodian for Memorandum of Entry and any other agency required and to decide, settle the remuneration for all such intermediaries / agencies / persons, including by way of payment of commission, brokerage, fee, charges, etc.

RESOLVED FURTHER THAT Director (Finance) be and is hereby authorized to appoint Banker to the issue(s) and open Bank Account and settle the terms of appointment.

RESOLVED FURTHER THAT Director (Finance) / Executive Director (Finance) /Group General Manager (Finance)/ General Manager (Finance) be and are hereby severally authorized to provide assets of the Company as security by way of hypothecation and/or mortgage on pari-passu basis, wherever required for raising of Corporate Bonds/Term loans/ External Commercial Borrowings (ECB) and do all necessary acts/deeds, sign all necessary Documents/ contracts/ agreements/ deeds incidental to effect above resolutions.

RESOLVED FURTHER THAT Executive Director (Finance) /Group General Manager (Finance) / General Manager (Finance) be and are hereby severally authorized to execute Trust Deed/agreements for issuance of Corporate Bonds/Term loans/External Commercial Borrowings (ECB) and pay stamp duty, court fee and any other related charges.

RESOLVED FURTHER THAT Company Secretary / Executive Director (Finance) /Group General Manager (Finance) / General Manager (Finance) be and are hereby severally authorized to sign the Disclosure Document and to make an application along with necessary documents required for the listing of the Corporate Bonds in one or more Stock Exchange(s) to obtain ISIN/Filing Corporate action with NSDL/ CDSL and make necessary fees to Stock Exchanges and NSDL/CDSL and all the compliances as may be required.

RESOLVED FURTHER THAT Director (Finance) and Company Secretary be and are hereby severally authorized to do all such acts and deeds as required, consequent to the foregoing, including filing with the Ministry of Corporate Affairs and any other authority all such forms / returns etc. as may be required.

NHPC LIMITED

फोन/Phone: 0129-2278018

RESOLVED FURTHER THAT the Common seal as per the rules of the Company be affixed on all such documents/deeds as are required to be executed under the Common Seal of the Company, in terms of provisions of Articles of Association of the Company.

****

रूपा देब / RUPA DEB
कम्पनी सचिव / Company Secretary
एन एच पी सी लिमिटेड / NHPC Limited
(भारत सरकार का उद्यम / A Govt. of India Enterprise)
सैक्टर–33, फरीदाबाद / Sector-33, Faridabad

(Rupa Deb)
Company Secretary
NHPC Limited
Membership No.: A13403

NHPC LIMITED * Sector-33, Faridabad-121003 * NHPC

CERTIFIED TRUE COPY OF SPECIAL RESOLUTION PASSED IN THE 45TH ANNUAL GENERAL MEETING OF NHPC LIMITED HELD THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM") ON 29TH SEPTEMBER, 2021

ITEM NO. 10: TO INCREASE BORROWING LIMIT OF THE COMPANY FROM RS.30,000 CRORE TO RS.40,000 CRORE:

"**RESOLVED THAT** in supersession of the resolution approved by shareholders through postal ballot on September 09, 2014, consent of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any Committee thereof constituted for this purpose) under Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for time being in force) and any other applicable laws, rules and regulations, guidelines etc. and provisions of the Articles of Association of the Company, to borrow money for the purposes of the business of the Company as may be required from time to time either in foreign currency and / or in Indian rupees, as may be deemed necessary, on such terms and conditions and with or without security as the Board may think fit, which together with the monies already borrowed by the Company (apart from the temporary loans obtained from the bankers of the Company in the ordinary course of business) at any time shall not exceed in the aggregate Rs.40,000 Crore (Rupees Forty Thousand Crore only) irrespective of the fact that such aggregate amount of borrowings outstanding at any one time may exceed the aggregate, for the time being, of the paid-up capital, securities premium and free reserves of the Company.

FURTHER RESOLVED THAT the Board be and is hereby authorised to do or cause to be done all such acts, matters, deeds and other things as may be required or considered necessary or incidental thereto, for giving effect to the aforesaid resolution."

****

(Rupa Deb)
Company Secretary
Membership No.: A13403
NHPC Limited
NHPC Office Complex, Sector-33,
~~Faridabad – 121003 (Haryana)~~

No. CARE/DRO/RL/2022-23/3103
Shri Anuj Kapoor
General Manager
NHPC Limited
NHPC Office Complex, Sector - 33,
Faridabad, Haryana - 121003

February 08, 2023

Confidential

Dear Sir,

Credit rating for proposed Long term bonds

Please refer to your request for rating of proposed long-term bonds issue aggregating to Rs.1000.00 crore of your Company. The proposed long-term bonds would have a tenure of 15 years from deemed date of allotment and redeemable annually for each separately transferrable redeemable principal part from the end of 4th year from deemed date of allotment till the end of 15th year.

2. The following ratings have been assigned by our Rating Committee:

Sr. No.	Instrument	Amount (Rs. crore)	Rating[1]	Rating Action
1.	Bonds	1,000.00	CARE AAA; Stable (Triple A; Outlook: Stable)	Assigned
	Total Instruments	1,000.00 (Rs. One Thousand Crore Only)		

3. Please arrange to get the rating revalidated, in case the proposed issue is not made within a period of six months from the date of our initial communication of rating to you (that is February 08, 2023).

4. In case there is any change in the size or terms of the proposed issue, please get the rating revalidated.

5. Please inform us the below-mentioned details of issue immediately, but not later than 7 days from the date of placing he instrument:

Instrument type	ISIN	Issue Size (Rs cr)	Coupon Rate	Coupon Payment Dates	Terms of Redemption	Redemption date	Name and contact details of Debenture Trustee	Details of top 10 investors

6. Kindly arrange to submit to us a copy of each of the documents pertaining to the NCD issue, including the offer document and the trust deed.

7. The rationale for the rating will be communicated to you separately. A write-up (press release) on the above rating is proposed to be issued to the press shortly, a draft of which is enclosed for your perusal as **Annexure 2**. We request you to peruse the annexed document and offer your comments if any. We are doing this as a matter of courtesy to our clients and with a view to ensure that no factual inaccuracies have inadvertently crept in. Kindly revert as early as

[1]Complete definitions of the ratings assigned are available at www.careedge.in and in other CARE Ratings Ltd.'s publications.

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possible. In any case, if we do not hear from you by February 10, 2023, we will proceed on the basis that you have no any comments to offer.

8. CARE Ratings Ltd. reserves the right to undertake a surveillance/review of the rating from time to time, based on circumstances warranting such review, subject to at least one such review/surveillance every year.

9. CARE Ratings Ltd. reserves the right to revise/reaffirm/withdraw the rating assigned as also revise the outlook, as a result of periodic review/surveillance, based on any event or information which in the opinion of CARE Ratings Ltd. warrants such an action. In the event of failure on the part of the entity to furnish such information, material or clarifications as may be required by CARE Ratings Ltd. so as to enable it to carry out continuous monitoring of the rating of the bank facilities, CARE Ratings Ltd. shall carry out the review on the basis of best available information throughout the life time of such bank facilities. In such cases the credit rating symbol shall be accompanied by "ISSUER NOT COOPERATING". CARE Ratings Ltd. shall also be entitled to publicize/disseminate all the afore-mentioned rating actions in any manner considered appropriate by it, without reference to you.

10. Our ratings do not factor in any rating related trigger clauses as per the terms of the facility/instrument, which may involve acceleration of payments in case of rating downgrades. However, if any such clauses are introduced and if triggered, the ratings may see volatility and sharp downgrades.

11. Users of this rating may kindly refer our website www.careedge.in for latest update on the outstanding rating.

12. Our ratings are **not** recommendations to buy, sell or hold any securities.

13. If you need any clarification, you are welcome to approach us in this regard. We are indeed, grateful to you for entrusting this assignment to CARE Ratings Ltd.

Thanking you,

Yours faithfully,

Vihang Sampat | Agnimitra Kar

Vihang Yogendra Sampat
Lead Analyst
vihang.sampat@careedge.in

Agnimitra Kar
Associate Director
agnimitra.kar@careedge.in

Encl.: As above

Disclaimer

The ratings issued by CARE Ratings Limited are opinions on the likelihood of timely payment of the obligations under the rated instrument and are not recommendations to sanction, renew, disburse or recall the concerned bank facilities or to buy, sell or hold any security. These ratings do not convey suitability or price for the investor. The agency does not constitute an audit on the rated entity. CARE Ratings Limited has based its ratings/outlooks based on information obtained from reliable and credible sources. CARE Ratings Limited does not, however, guarantee the accuracy, adequacy or completeness of any information and is not responsible for any errors or omissions and the results obtained from the use of such information. Most entities whose bank facilities/instruments are rated by CARE Ratings Limited have paid a credit rating fee, based on the amount and type of bank facilities/instruments. CARE Ratings Limited or its subsidiaries/associates may also be involved with other commercial transactions with the entity. In case of partnership/proprietary concerns, the rating /outlook assigned by CARE Ratings Limited is, inter-alia, based on the capital deployed by the partners/proprietor and the current financial strength of the firm. The rating/outlook may undergo a change in case of withdrawal of capital or the unsecured loans brought in by the partners/proprietor in addition to the financial performance and other relevant factors. CARE Ratings Limited is not responsible for any errors and states that it has no financial liability whatsoever to the users of CARE Ratings Limited's rating.

Our ratings do not factor in any rating related trigger clauses as per the terms of the facility /instrument, which may involve acceleration of payments in case of rating downgrades. However, if any such clauses are introduced and if triggered, the ratings may see volatility and sharp downgrades.

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NHPC Limited

February 09, 2023

Sl. No.	Instruments	Amount (₹ crore)	Rating[1]	Rating Action
1.	Bonds	1,000.00	CARE AAA; Stable	Assigned
2.	Bonds	527.50	CARE AAA; Stable	Reaffirmed
3.	Bonds	1,000.00	CARE AAA; Stable	Reaffirmed
4.	Bonds	458.00 (Reduced from 586.00)	CARE AAA; Stable	Reaffirmed
5.	Bonds	983.28 (Reduced from 1,106.19)	CARE AAA; Stable	Reaffirmed
6.	Bonds	900.00	CARE AAA; Stable	Reaffirmed
7.	Bonds	750.00 (Reduced from 900.00)	CARE AAA; Stable	Reaffirmed
8.	Bonds	1,500.00	CARE AAA; Stable	Reaffirmed
9.	Bonds	2,017.20	CARE AAA; Stable	Reaffirmed
10.	Bonds	2,000.00	CARE AAA; Stable	Reaffirmed
11.	Bonds	750.00 (Reduced from 1,000.00)	CARE AAA; Stable	Reaffirmed
12.	Bonds	1,500.00 (Reduced from 2,000.00)	CARE AAA; Stable	Reaffirmed
13.	Redeemable non-convertible unsecured taxable bonds	1,475.00	CARE AAA; Stable	Reaffirmed

Details of instruments in Annexure-1.

Rationale and key rating drivers

CARE Ratings Ltd (CARE Ratings) has assigned rating to the long-term instrument of NHPC Limited (NHPC) bearing Sl. No. 1 while reaffirming the rating for the long-term instruments bearing Sl. No 2 through 13. The rating continues to derive strength from NHPC's established position as India's largest hydropower producer with the majority ownership (70.95%) by the Government of India (GoI). The rating also factors in the geographical diversification of the company's revenues; the sustained healthy operational efficiency of its hydropower plants with an overall plant availability factor (PAF) of 87.35% during FY22 (refers to the period from April 01 to March 31) and 95.55% during 9MFY23 (refers to the period from April 01 to December 31), ensuring recovery of fixed costs. Furthermore, the rating continues to favourably factor in NHPC's comfortable financial risk profile, characterised by a low overall gearing, strong liquidity position, and earnings protection attributable to the long-term power selling arrangements with regulated return on equity on account of the cost-plus tariff mechanism applicable for its hydro-based power plants.

These rating strengths, however, remain constrained by the counterparty credit risks with NHPC being exposed to various state electricity distribution utilities and departments with relatively weak credit profiles, hydrological risks related to variability in river water flow, and regulatory risks with respect to tariff revisions. The rating takes cognisance of the execution risks, including time and cost overruns associated with the large under-implementation projects of NHPC being developed on a standalone basis and through joint ventures (JVs) and subsidiaries, which are inherent in hydropower projects. The company has seen time and cost overruns in two of its large under-construction projects – Subansiri Lower and Parbati-II; however, the residual construction risk is partially mitigated by the progress made on the respective projects and the cost-plus tariff framework governing the projects. The company is also implementing 7,539 MW of hydro and solar power projects in a standalone mode as well as in the subsidiary or JV mode.

Rating sensitivities: Factors likely to lead to rating actions

Negative factors

- Significant decrease in the GoI's shareholding, leading to reduction in financial and strategic support.
- Deterioration in debtor collection period beyond 150 days on a sustained basis.
- Substantial delay in completion of the ongoing capex plans and/or substantial cost revisions of the under-implementation projects.

[1]Complete definition of the ratings assigned are available at www.careedge.in and other CARE Ratings Ltd.'s publications

Analytical approach: Consolidated. The rating factors in NHPC's strategic importance to the Government of India (GOI) and its role as largest hydro power company in India. List of subsidiaries/JVs which have been consolidated are as under:

Sr. No.	Particulars	Shareholding
Subsidiaries		
1	NHDC Limited	51%
2	Loktak Downstream Hydroelectric Corporation Limited	74%
3	Bundelkhand Saur Urja Limited	74%
4	Lanco Teesta Hydro Power Limited	100%
5	Jal Power Corporation Limited	100%
6	Ratle Hydroelectric Power Corporation Limited	51%
7	NHPC Renewable Energy Limited	100%
Joint Ventures		
1	Chenab Valley Power Projects Private Limited	49%
2	National High Power Test Laboratory Private Limited	20%

Key strengths

Majority ownership by the GoI and its support

NHPC benefits substantially from its strong linkages with the GoI, with the Government not only holding a majority stake (70.95% as on December 31, 2022) but also providing financial and strategic support. Besides providing equity support, the GoI has provided support in the form of longer tenure subordinated debt to fund strategically important projects at concessional interest rates. The GoI is also involved in the appointment of the board and senior management as well as in setting up NHPC's business plan annually. Furthermore, the GoI's recognition of NHPC as a Mini Ratna Category-I central public sector enterprise (CPSE) provides its management with significant autonomy in taking financial decisions. NHPC benefits from supportive policy frameworks, which enables it to operate hydropower projects across India. Furthermore, the tariff determination of hydroprojects has continued to be on a cost-plus basis by the Ministry of Power (MoP), assuring a stable return.

Cost-plus tariff providing stable cash flow and assured returns

The tariff for each hydropower station of NHPC is determined by the Central Electricity Regulatory Commission (CERC). It ensures adequate recovery of cost along with stipulated return on equity on achievement of the normative availability and generation, meeting the design energy of that particular plant. NHPC has low sales risk because of the execution of long-term power purchase agreements (PPAs) for its hydro-projects. The average tariff of all the hydropower plants of NHPC was ₹2.98 per unit for FY22, with 16 plants (out of 20) having a tariff of ₹5.0 per unit or below in FY22. Furthermore, the FY22 tariff for the majority of the plants was provisional and will be finalised as per CERC 2019-24 tariff regulations.

Healthy operational performance

NHPC is the largest hydropower generating company in India, with a total power generation (consolidated) of around 26.94 BUs during FY22 (PY: 28.48 BUs) through its 24 operating power stations (including one wind power plant and one solar power plant and two hydro projects housed in its subsidiary) located across different parts of the country. Furthermore, the same stood at 26.17 BUs during 9MFY23 (9MFY22: 23.12 BUs). The company had achieved an aggregate PAF of 87.35% in FY22 (PY: 84.87%). Of the total 22 operational hydropower stations, 18 power stations had registered a higher PAF during FY22 than the normative availability prescribed by the CERC. Furthermore, NHPC continued to report incentive income driven by incentives on capacity, deviation charges and energy incentives on account of higher generation than design energy. NHPC has also diversified into solar power trading from 2,000 MW solar power projects, for which Letters of Award (LoAs) were awarded to solar power developers. The developers have achieved financial closures for the projects. The company has already signed PPAs and power sale agreements for the entire capacity on a long-term basis, with a pre-defined trading margin.

Comfortable leverage and coverage metrics

The overall financial risk profile of NHPC continued to remain comfortable characterised by low overall gearing and stable debt coverage metrics. The overall gearing moderated to 0.69x as on March 31, 2022 (PY: 0.65x), driven by incremental debt raised for ongoing capital expenditure largely related to the projects, Subansiri Lower and Parbati-II. The coverage indicators remained comfortable as reflected by interest coverage of 9.18x in FY22 (PY: 7.92x), and the same stood at 16.53x in H1FY23 (refers to period from April 01 to September 30) vis-à-vis 13.91x in H1FY22.

Key weaknesses

Execution risks pertaining to projects under implementation

The expansion plans of NHPC exposes the company to the project execution and funding-related risks, which is, however, mitigated largely through the company's favourable capital structure, consistent cash flows from operations with adequate cash and bank balance and extensive experience in implementation of various projects in the past. Currently, the company has 6,434 MW of projects under construction out of which two major hydro power projects under implementation, namely, Subansiri Lower (2,000 MW) and Parbati-II (800 MW), are in advance stages and are expected to be fully commissioned in FY25 and FY24 respectively. The execution of the said projects has been delayed on issues related to clearance from National Green Tribunal (NGT) and geological complexities in the construction of the head race tunnel. Out of the total cost estimate for Subansiri Lower and Parbati-II projects, the company has already incurred around 85% and 91% of the total cost, respectively, as on December 31, 2022. The company is also undertaking capex for the projects Teesta-VI (500 MW), Rangit IV (120 MW) Ratle (850 MW) through subsidiaries, and Pakal Dul (1000 MW), Kiru (624 MW) and Kwar (540 MW) through JV with Jammu and Kashmir State Power Development Corporation (JKSPDC). However, all these projects are in their initial stages of construction. The company is also in the process of setting up various solar assets of aggregate capacity of 5,205 MW.

Counterparty credit risk

The below-average financial health of many of the state distribution utilities, which in turn affects the timely realisation of the revenue, remains a cause of concern for power generating companies, including NHPC. During the past, there has been accumulation of debtors, especially from two of the counterparties – Jammu & Kashmir Power Corporation Limited and Uttar Pradesh Power Corporation Limited (UPPCL). Despite reduction in the receivables post the disbursement of funds under Atmanirbhar Bharat package, the consolidated debtors as on March 31, 2022, stood high at ₹5,176 crore (PY: ₹5,133 crore). The same stands at ₹5,958 crore as on September 30, 2022. Many of the discoms will be liquidating the overdues to NHPC in line with rules notified by the MoP.

NHPC's dominance in hydro power generation in India with fairly diversified off-taker base alleviates the risk to a great extent. Nonetheless, timely receipt of payment from off-takers, shall remain a key monitorable going forward.

Liquidity: Strong

NHPC's liquidity profile continued to remain strong during FY23 backed by healthy consolidated cash accruals of around ₹4,700 crore. The total debt repayment obligation of the company during FY23 stands at ₹1,525 crore. The company's cash and bank balance and liquid investments stood at around ₹843.89 crore as on January 31, 2023. The company also has sanctioned fund-based limits of ₹925 crore, which remained largely unutilised during the last 12 months ended January 2023. Furthermore, considering the comfortable capital structure, the company has sufficient headroom, to raise additional debt for its planned capex.

Applicable criteria

Policy on default recognition
Consolidation
Factoring Linkages Government Support
Factoring Linkages Parent Sub JV Group
Financial Ratios – Non-financial Sector
Liquidity Analysis of Non-financial sector entities
Rating Outlook and Credit Watch
Infrastructure Sector Ratings
Power Generation Projects

About the company

NHPC, a 'Miniratna Category-I' (since April 2008) and GoI enterprise, was incorporated in 1975 with an objective to plan, promote and organise an integrated and efficient development of hydroelectric power in the country. The company is the largest hydro power generating company in the country with an aggregate installed hydropower capacity (including subsidiaries) of 7,071 MW as on September 30, 2022, which is around 15% of installed hydro power capacity in India. NHPC is present across 11 states, and currently operates 24 hydropower stations (including two through its subsidiary) with single largest capacity of 1,000 MW in Madhya Pradesh.

Brief Financials (₹ crore)	FY21 (A)	FY22 (A)	H1FY23 (UA)
Total operating income	9,704	9,686	6,151
PBILDT	5,158	5,350	4,034
PAT	3,582	3,774	2,740
Overall gearing (times)	0.65	0.69	NM
Interest coverage (times)	7.92	9.18	16.53

A: Audited UA: Unaudited; NM: Not meaningful

Status of non-cooperation with previous CRA: N.A.

Any other information: N.A.

Rating history for the last three years: Please refer Annexure-2

Covenants of the rated instruments/facilities: Detailed explanation of covenants of the rated instruments/facilities is given in Annexure-3

Complexity level of various instruments rated for this company: Annexure-4

Lenders details: Annexure 5

Annexure-1: Details of instruments

Name of the Instrument	ISIN	Date of Issuance	Coupon Rate (%)	Maturity Date	Size of the Issue (₹ crore)	Rating Assigned along with Rating Outlook
Bonds - Q-Series	INE848E07120	12.03.2012	9.25%	12.03.2023	105.50	CARE AAA; Stable
	INE848E07138	12.03.2012	9.25%	12.03.2024	105.50	
	INE848E07146	12.03.2012	9.25%	12.03.2025	105.50	
	INE848E07153	12.03.2012	9.25%	12.03.2026	105.50	
	INE848E07161	12.03.2012	9.25%	12.03.2027	105.50	
Bonds - S1-Series	INE848E07658	26.11.2014	8.49%	26.11.2023	36.50	CARE AAA; Stable
	INE848E07666	26.11.2014	8.49%	26.11.2024	36.50	
Bonds - S2 Series	INE848E07724	26.11.2014	8.54%	26.11.2023	55.00	CARE AAA; Stable
	INE848E07732	26.11.2014	8.54%	26.11.2024	55.00	
	INE848E07740	26.11.2014	8.54%	26.11.2025	55.00	
	INE848E07757	26.11.2014	8.54%	26.11.2026	55.00	
	INE848E07765	26.11.2014	8.54%	26.11.2027	55.00	
	INE848E07773	26.11.2014	8.54%	26.11.2028	55.00	
	INE848E07781	26.11.2014	8.54%	26.11.2029	55.00	
Bonds - T Series	INE848E07831	14.07.2015	8.50%	14.07.2023	122.91	CARE AAA; Stable
	INE848E07849	14.07.2015	8.50%	14.07.2024	122.91	
	INE848E07856	14.07.2015	8.50%	14.07.2025	122.91	
	INE848E07864	14.07.2015	8.50%	14.07.2026	122.91	
	INE848E07872	14.07.2015	8.50%	14.07.2027	122.91	
	INE848E07880	14.07.2015	8.50%	14.07.2028	122.91	
	INE848E07898	14.07.2015	8.50%	14.07.2029	122.91	
	INE848E07906	14.07.2015	8.50%	14.07.2030	122.91	
Tax Free Bonds 1A	INE848E07518	02.11.2013	8.18%	02.11.2023	50.81	CARE AAA; Stable
Tax Free Bonds 1B	INE848E07542	02.11.2013	8.43%	02.11.2023	60.77	CARE AAA; Stable
Tax Free Bonds 2A	INE848E07526	02.11.2013	8.54%	02.11.2028	213.12	CARE AAA; Stable
Tax Free Bonds 2B	INE848E07559	02.11.2013	8.79%	02.11.2028	85.61	CARE AAA; Stable
Tax Free Bonds 3A	INE848E07534	02.11.2013	8.67%	02.11.2033	336.07	CARE AAA; Stable
Tax Free Bonds 3B	INE848E07567	02.11.2013	8.92%	02.11.2033	253.62	CARE AAA; Stable
Bonds - U Series	INE848E07914	27.06.2016	8.24%	27.06.2031	540.00	CARE AAA; Stable
Bonds - U1 Series	INE848E07922	07.07.2016	8.17%	27.06.2031	360.00	CARE AAA; Stable
Bonds - V2 Series	INE848E07989	06.06.2017	7.52%	06.06.2023	295.00	CARE AAA; Stable
	INE848E07997	06.06.2017	7.52%	06.06.2024	295.00	
	INE848E07AA3	06.06.2017	7.52%	06.06.2025	295.00	
	INE848E07AB1	06.06.2017	7.52%	06.06.2026	295.00	
	INE848E07AC9	06.06.2017	7.52%	06.06.2027	295.00	
Bonds - W2 Series	INE848E07AI6	15.09.2017	7.35%	15.09.2023	150.00	CARE AAA; Stable
	INE848E07AJ4	15.09.2017	7.35%	15.09.2024	150.00	
	INE848E07AK2	15.09.2017	7.35%	15.09.2025	150.00	
	INE848E07AL0	15.09.2017	7.35%	15.09.2026	150.00	
	INE848E07AM8	15.09.2017	7.35%	15.09.2027	150.00	
Bonds - X Series	INE848E07AN6	08.02.2019	8.65%	08.02.2029	1500.00	CARE AAA; Stable
Bonds - AA-1 Series	INE848E07BD5	11.03.2020	6.89%	11.03.2026	100.00	CARE AAA; Stable
	INE848E07BE3	11.03.2020	6.89%	11.03.2027	100.00	

Name of the Instrument	ISIN	Date of Issuance	Coupon Rate (%)	Maturity Date	Size of the Issue (₹ crore)	Rating Assigned along with Rating Outlook
	INE848E07BG8	11.03.2020	6.89%	10.03.2028	100.00	
	INE848E07BH6	11.03.2020	6.89%	09.03.2029	100.00	
	INE848E07BI4	11.03.2020	6.89%	11.03.2030	100.00	
Bonds - AA Series	INE848E07AY3	11.02.2020	7.13%	11.02.2026	300.00	CARE AAA; Stable
	INE848E07AZ0	11.02.2020	7.13%	11.02.2027	300.00	
	INE848E07BA1	11.02.2020	7.13%	11.02.2028	300.00	
	INE848E07BB9	11.02.2020	7.13%	09.02.2029	300.00	
	INE848E07BC7	11.02.2020	7.13%	11.02.2030	300.00	
NHPC-GOI Fully Serviced bonds Series I	INE848E08136	22.03.2019	8.12%	22.03.2029	2017.20	CARE AAA; Stable
Bonds - AB Series	INE848E07BJ2	24.04.2020	6.80%	24.04.2026	150.00	CARE AAA; Stable
	INE848E07BK0	24.04.2020	6.80%	23.04.2027	150.00	
	INE848E07BL8	24.04.2020	6.80%	24.04.2028	150.00	
	INE848E07BM6	24.04.2020	6.80%	24.04.2029	150.00	
	INE848E07BN4	24.04.2020	6.80%	24.04.2030	150.00	
Bonds - AC Series	INE848E07BO2	12.02.2021	6.86%	12.02.2027	150.00	CARE AAA; Stable
	INE848E07BP9	12.02.2021	6.86%	11.02.2028	150.00	
	INE848E07BQ7	12.02.2021	6.86%	12.02.2029	150.00	
	INE848E07BR5	12.02.2021	6.86%	12.02.2030	150.00	
	INE848E07BS3	12.02.2021	6.86%	12.02.2031	150.00	
	INE848E07BT1	12.02.2021	6.86%	12.02.2032	150.00	
	INE848E07BU9	12.02.2021	6.86%	11.02.2033	150.00	
	INE848E07BV7	12.02.2021	6.86%	10.02.2034	150.00	
	INE848E07BW5	12.02.2021	6.86%	12.02.2035	150.00	
	INE848E07BX3	12.02.2021	6.86%	12.02.2036	150.00	
Proposed Bonds	-	-	-	-	1,000.00	CARE AAA; Stable
Total					**14,860.98**	

Annexure-2: Rating history for the last three years

Sr. No.	Name of the Instrument/Bank Facilities	Current Ratings			Rating History			
		Type	Amount Outstanding (₹ crore)	Rating	Date(s) and Rating(s) assigned in 2022-2023	Date(s) and Rating(s) assigned in 2021-2022	Date(s) and Rating(s) assigned in 2020-2021	Date(s) and Rating(s) assigned in 2019-2020
1	Bonds	LT	527.50	CARE AAA; Stable	1)CARE AAA; Stable (01-Jul-22)	1)CARE AAA; Stable (02-Jul-21)	1)CARE AAA; Stable (06-Jul-20)	1)CARE AAA; Stable (04-Jul-19)
2	Bonds	LT	1000.00	CARE AAA; Stable	1)CARE AAA; Stable (01-Jul-22)	1)CARE AAA; Stable (02-Jul-21)	1)CARE AAA; Stable (06-Jul-20)	1)CARE AAA; Stable (04-Jul-19)
3	Bonds	LT	458.00	CARE AAA; Stable	1)CARE AAA; Stable (01-Jul-22)	1)CARE AAA; Stable (02-Jul-21)	1)CARE AAA; Stable (06-Jul-20)	1)CARE AAA; Stable (04-Jul-19)
4	Bonds	LT	983.28	CARE AAA; Stable	1)CARE AAA; Stable (01-Jul-22)	1)CARE AAA; Stable (02-Jul-21)	1)CARE AAA; Stable (06-Jul-20)	1)CARE AAA; Stable (04-Jul-19)
5	Bonds	LT	900.00	CARE AAA; Stable	1)CARE AAA; Stable (01-Jul-22)	1)CARE AAA; Stable (02-Jul-21)	1)CARE AAA; Stable (06-Jul-20)	1)CARE AAA; Stable (04-Jul-19)
6	Bonds-Redeemable Non Convertible Unsecured Taxable	LT	1475.00	CARE AAA; Stable	1)CARE AAA; Stable (01-Jul-22)	1)CARE AAA; Stable (02-Jul-21)	1)CARE AAA; Stable (06-Jul-20)	1)CARE AAA; Stable (04-Jul-19)

Sr. No.	Name of the Instrument/Bank Facilities	Current Ratings			Rating History			
		Type	Amount Outstanding (₹ crore)	Rating	Date(s) and Rating(s) assigned in 2022-2023	Date(s) and Rating(s) assigned in 2021-2022	Date(s) and Rating(s) assigned in 2020-2021	Date(s) and Rating(s) assigned in 2019-2020
	Bonds							
7	Bonds	LT	750.00	CARE AAA; Stable	1)CARE AAA; Stable (01-Jul-22)	1)CARE AAA; Stable (02-Jul-21)	1)CARE AAA; Stable (06-Jul-20)	1)CARE AAA; Stable (04-Jul-19)
8	Bonds	LT	1500.00	CARE AAA; Stable	1)CARE AAA; Stable (01-Jul-22)	1)CARE AAA; Stable (02-Jul-21)	1)CARE AAA; Stable (06-Jul-20)	1)CARE AAA; Stable (04-Jul-19)
9	Bonds	LT	2017.20	CARE AAA; Stable	1)CARE AAA; Stable (01-Jul-22)	1)CARE AAA; Stable (02-Jul-21)	1)CARE AAA; Stable (06-Jul-20)	1)CARE AAA; Stable (04-Jul-19)
10	Bonds	LT	2000.00	CARE AAA; Stable	1)CARE AAA; Stable (01-Jul-22)	1)CARE AAA; Stable (02-Jul-21)	1)CARE AAA; Stable (06-Jul-20)	1)CARE AAA; Stable (06-Feb-20)
11	Bonds	LT	750.00	CARE AAA; Stable	1)CARE AAA; Stable (01-Jul-22)	1)CARE AAA; Stable (02-Jul-21)	1)CARE AAA; Stable (06-Jul-20) 2)CARE AAA; Stable (03-Apr-20)	-
12	Bonds	LT	1500.00	CARE AAA; Stable	1)CARE AAA; Stable (01-Jul-22)	1)CARE AAA; Stable (02-Jul-21)	1)CARE AAA; Stable (08-Feb-21)	-
13	Bonds	LT	1000.00	CARE AAA; Stable				

Annexure-3: Detailed explanation of the covenants of the rated instruments/facilities - N.A.

Annexure-4: Complexity level of various instruments rated

Sr. No.	Name of Instrument	Complexity Level
1	Bonds-Redeemable Non Convertible Unsecured Taxable Bonds	Simple
2	Bonds	Simple

Annexure-5: Lender details

To view the lender wise details of bank facilities please click here

Note on complexity levels of the rated instruments: CARE Ratings has classified instruments rated by it on the basis of complexity. Investors/market intermediaries/regulators or others are welcome to write to care@careedge.in for any clarifications.

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About us:
Established in 1993, CARE Ratings is one of the leading credit rating agencies in India. Registered under the Securities and Exchange Board of India, it has been acknowledged as an External Credit Assessment Institution by the RBI. With an equitable position in the Indian capital market, CARE Ratings provides a wide array of credit rating services that help corporates raise capital and enable investors to make informed decisions. With an established track record of rating companies over almost three decades, CARE Ratings follows a robust and transparent rating process that leverages its domain and analytical expertise, backed by the methodologies congruent with the international best practices. CARE Ratings has played a pivotal role in developing bank debt and capital market instruments, including commercial papers, corporate bonds and debentures, and structured credit.

For the detailed Rationale Report and subscription information,
please visit www.careedge.in

Mr. Anuj Kapoor
Group General Manager
NHPC Limited
NHPC Office Complex, Sector 33,
Faridabad -121003

February 08, 2023

Dear Sir/Madam,

Re: Rating Letter for BLR & BONDS of NHPC Limited

India Ratings and Research (Ind-Ra) has taken the following rating actions on NHPC Limited's (NHPC) debt instruments:

Instrument Type	**Maturity Date**	**Size of Issue (billion)**	**Rating/Outlook**	**Rating Action**
Proposed Bonds		INR10	INDAAA/Stable	Assigned
Term loan programme (bank facilities)	-	INR20	IND AAA/Stable	Affirmed
Working capital programme*	-	INR25	IND AAA/Stable/IND A1+	Affirmed
Bonds**	-	INR145.08 (reduced from INR146)	IND AAA/Stable	Affirmed
Government of India (GoI)-fully serviced bonds**	-	INR20.17	IND AAA/Stable	Affirmed
Term loan	FY34	INR63	INDAAA/Stable	Affirmed

* Includes cash credit/bill discounting/working capital demand loan/short-term loan/bank guarantee/letter of credit
**Details in Annexure

In issuing and maintaining its ratings, India Ratings relies on factual information it receives from issuers and underwriters and from other sources India Ratings believes to be credible. India Ratings conducts a reasonable investigation of the factual information relied upon by it in accordance with its ratings methodology, and obtains reasonable verification of that information from independent sources, to the extent such sources are available for a given security.

The manner of India Ratings factual investigation and the scope of the third-party verification it obtains will vary depending on the nature of the rated security and its issuer, the requirements and practices in India where the rated security is offered and sold, the availability and nature of relevant public information, access to the management of the issuer and its advisers, the availability of pre-existing third-party verifications such as audit reports, agreed-upon procedures letters, appraisals, actuarial reports, engineering reports, legal opinions and other reports provided by third parties, the availability of independent and competent third-party verification sources with respect to the particular security or in the particular jurisdiction of the issuer, and a variety of other factors.

Users of India Ratings ratings should understand that neither an enhanced factual investigation nor any third-party verification can ensure that all of the information India Ratings relies on in connection with a rating will be accurate and complete. Ultimately, the issuer and its advisers are responsible for the accuracy of the information they provide to India Ratings and to the market in offering documents and other reports. In issuing its ratings India Ratings must rely on the work of experts, including independent auditors with respect to financial statements and attorneys with respect to legal and tax matters. Further, ratings are inherently forward-looking and embody assumptions and predictions about future events that by their nature cannot be verified as facts. As a result, despite any verification of current facts, ratings can be affected by future events or conditions that were not anticipated at the time a rating was issued or affirmed.

India Ratings seeks to continuously improve its ratings criteria and methodologies, and periodically updates the descriptions on its website of its criteria and methodologies for securities of a given type. The criteria and methodology used to determine a rating action are those in effect at the time the rating action is taken, which for public ratings is the date of the related rating action commentary. Each rating action commentary provides information about the criteria and methodology used to arrive at the stated rating, which may differ from the general criteria and methodology for the applicable security type posted on the website at a given time. For this reason, you should always consult the applicable rating action commentary for the most accurate information on the basis of any given public rating.

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It will be important that you promptly provide us with all information that may be material to the ratings so that our ratings continue to be appropriate. Ratings may be raised, lowered, withdrawn, or placed on Rating Watch due to changes in, additions to, accuracy of or the inadequacy of information or for any other reason India Ratings deems sufficient.

Nothing in this letter is intended to or should be construed as creating a fiduciary relationship between India Ratings and you or between India Ratings and any user of the ratings.

In this letter, “India Ratings” means India Ratings & Research Pvt. Ltd. and any successor in interest.

We are pleased to have had the opportunity to be of service to you. If we can be of further assistance, please email us at infogrp@indiaratings.co.in

Sincerely,

India Ratings

SSinha

Sunil Kumar Sinha
Senior Director

Annexure: Facilities Breakup

Instrument Description	Banks Name	Ratings	Outstanding/Rated Amount(INR million)
Term Loan	LIC of India	IND AAA/Stable	2370
Term Loan	HDFC Bank Limited	IND AAA/Stable	20000
Term Loan	Central Bank of India	IND AAA/Stable	10000
Term Loan	HDFC Bank Limited	IND AAA/Stable	9904.2
Term Loan	MUFG Bank	IND AAA/Stable	6282
Term Loan	Japan International Cooperation Agency (JICA)	IND AAA/Stable	7243.4
Term Loan	NA	IND AAA/Stable	7200.4
Term Loan Programme	NA	IND AAA/Stable	20000
Working Capital Programme	NA	IND AAA/Stable/IND A1+	3810
Working Capital Programme (Fund Based)	State Bank of India	IND AAA/Stable/IND A1+	250
Working Capital Programme (Non Fund Based)	State Bank of India	IND AAA/Stable/IND A1+	2440
Working Capital Programme (Fund Based)	Punjab National Bank	IND AAA/Stable/IND A1+	4500
Working Capital Programme (Non Fund Based)	Punjab National Bank	IND AAA/Stable/IND A1+	5500
Working Capital Programme (Fund Based)	Union Bank of India	IND AAA/Stable/IND A1+	4500
Working Capital Programme (Non Fund Based)	ICICI Bank	IND AAA/Stable/IND A1+	2500
Working Capital Programme (Non Fund Based)	AU Small Finance Bank Limited	IND AAA/Stable/IND A1+	1500

Annexure: ISIN

Instrument	ISIN	Date of Issuance	Coupon Rate	Maturity Date	Ratings	Outstanding/Rated Amount(INR million)
Bonds*	INE848E07641	26/11/2014	8.49	26/11/2022	WD	370
Bonds*	INE848E07716	26/11/2014	8.54	26/11/2022	WD	550
Bonds	INE848E07252	11/02/2013	8.7	11/02/2023	IND AAA/Stable	70
Bonds	INE848E07344	11/02/2013	8.85	11/02/2023	IND AAA/Stable	320
Bonds	INE848E07435	11/02/2013	8.78	11/02/2023	IND AAA/Stable	890
Bonds	INE848E07120	12/03/2012	9.25	12/03/2023	IND AAA/Stable	1060
Bonds	INE848E07989	06/06/2017	7.52	06/06/2023	IND AAA/Stable	2950
Bonds	INE848E07831	14/07/2015	8.5	14/07/2023	IND AAA/Stable	1230
Bonds	INE848E07518	02/11/2013	8.18	02/11/2023	IND AAA/Stable	510
Bonds	INE848E07542	02/11/2013	8.43	02/11/2023	IND AAA/Stable	610
Bonds	INE848E07658	26/11/2014	8.49	26/11/2023	IND AAA/Stable	370
Bonds	INE848E07724	26/11/2014	8.54	26/11/2023	IND AAA/Stable	550
Bonds	INE848E07260	11/02/2013	8.7	11/02/2024	IND AAA/Stable	70
Bonds	INE848E07351	11/02/2013	8.85	11/02/2024	IND AAA/Stable	320
Bonds	INE848E07443	11/02/2013	8.78	11/02/2024	IND AAA/Stable	890
Bonds	INE848E07138	12/03/2012	9.25	12/03/2024	IND AAA/Stable	1060

Bonds	INE848E07997	06/06/2017	7.52	06/06/2024	IND AAA/Stable	2950
Bonds	INE848E07849	14/07/2015	8.5	14/07/2024	IND AAA/Stable	1230
Bonds	INE848E07666	26/11/2014	8.49	26/11/2024	IND AAA/Stable	370
Bonds	INE848E07732	26/11/2014	8.54	26/11/2024	IND AAA/Stable	550
Bonds	INE848E07047	01/02/2010	9	01/02/2025	IND AAA/Stable	6000
Bonds	INE848E07492	11/02/2013	8.7	11/02/2025	IND AAA/Stable	70
Bonds	INE848E07369	11/02/2013	8.85	11/02/2025	IND AAA/Stable	320
Bonds	INE848E07450	11/02/2013	8.78	11/02/2025	IND AAA/Stable	890
Bonds	INE848E07146	12/03/2012	9.25	12/03/2025	IND AAA/Stable	1060
Bonds	INE848E07AA3	06/06/2017	7.52	06/06/2025	IND AAA/Stable	2950
Bonds	INE848E07856	14/07/2015	8.5	14/07/2025	IND AAA/Stable	1230
Bonds	INE848E07740	26/11/2014	8.54	26/11/2025	IND AAA/Stable	550
Bonds	INE848E07500	11/02/2013	8.7	11/02/2026	IND AAA/Stable	70
Bonds	INE848E07377	11/02/2013	8.85	11/02/2026	IND AAA/Stable	320
Bonds	INE848E07468	11/02/2013	8.78	11/02/2026	IND AAA/Stable	890
Bonds	INE848E07153	12/03/2012	9.25	12/03/2026	IND AAA/Stable	1060
Bonds	INE848E07AB1	06/06/2017	7.52	06/06/2026	IND AAA/Stable	2950
Bonds	INE848E07864	14/07/2015	8.5	14/07/2026	IND AAA/Stable	1230
Bonds	INE848E07757	26/11/2014	8.54	26/11/2026	IND AAA/Stable	550
Bonds	INE848E07385	11/02/2013	8.85	11/02/2027	IND AAA/Stable	320
Bonds	INE848E07476	11/02/2013	8.78	11/02/2027	IND AAA/Stable	890
Bonds	INE848E07161	12/03/2012	9.25	12/03/2027	IND AAA/Stable	1060
Bonds	INE848E07AC9	06/06/2017	7.52	06/06/2027	IND AAA/Stable	2950
Bonds	INE848E07872	14/07/2015	8.5	14/07/2027	IND AAA/Stable	1230
Bonds	INE848E07765	26/11/2014	8.54	26/11/2027	IND AAA/Stable	550
Bonds	INE848E07484	11/02/2013	8.78	11/02/2028	IND AAA/Stable	890
Bonds	INE848E07880	14/07/2015	8.5	14/07/2028	IND AAA/Stable	1230
Bonds	INE848E07526	02/11/2013	8.54	02/11/2028	IND AAA/Stable	2130
Bonds	INE848E07559	02/11/2013	8.79	02/11/2028	IND AAA/Stable	860
Bonds	INE848E07773	26/11/2014	8.54	26/11/2028	IND AAA/Stable	550
Bonds	INE848E07898	14/07/2015	8.5	14/07/2029	IND AAA/Stable	1230
Bonds	INE848E07781	26/11/2014	8.54	26/11/2029	IND AAA/Stable	550
Bonds	INE848E07906	14/07/2015	8.5	14/07/2030	IND AAA/Stable	1230
Bonds	INE848E07914	27/06/2016	8.24	27/06/2031	IND AAA/Stable	5400
Bonds	INE848E07922	07/07/2016	8.17	27/06/2031	IND AAA/Stable	3600
Bonds	INE848E07534	02/11/2013	8.67	02/11/2033	IND AAA/Stable	3360
Bonds	INE848E07567	02/11/2013	8.92	02/11/2033	IND AAA/Stable	2540
Bonds	INE848E07AN6	08/02/2019	8.65	08/02/2029	IND AAA/Stable	15000
Bonds	INE848E07AO4	07/10/2019	7.5	07/10/2025	IND AAA/Stable	3000
Bonds	INE848E07AP1	07/10/2019	7.5	07/10/2026	IND AAA/Stable	3000

Bonds	INE848E07AQ9	07/10/2019	7.5	07/10/2027	IND AAA/Stable	3000
Bonds	INE848E07AR7	07/10/2019	7.5	07/10/2028	IND AAA/Stable	3000
Bonds	INE848E07AS5	07/10/2019	7.5	06/10/2029	IND AAA/Stable	3000
Bonds	INE848E07AT3	03/01/2020	7.38	03/01/2026	IND AAA/Stable	1000
Bonds	INE848E07AU1	03/01/2020	7.38	02/01/2027	IND AAA/Stable	1000
Bonds	INE848E07AV9	03/01/2020	7.38	03/01/2028	IND AAA/Stable	1000
Bonds	INE848E07AW7	03/01/2020	7.38	03/01/2029	IND AAA/Stable	1000
Bonds	INE848E07AX5	03/01/2020	7.38	03/01/2030	IND AAA/Stable	1000
Bonds	INE848E07AY3	11/02/2020	7.13	11/02/2026	IND AAA/Stable	3000
Bonds	INE848E07AZ0	11/02/2020	7.13	11/02/2027	IND AAA/Stable	3000
Bonds	INE848E07BA1	11/02/2020	7.13	11/02/2028	IND AAA/Stable	3000
Bonds	INE848E07BB9	11/02/2020	7.13	09/02/2029	IND AAA/Stable	3000
Bonds	INE848E07BC7	11/02/2020	7.13	11/02/2030	IND AAA/Stable	3000
Bonds	INE848E07BD5	11/03/2020	6.89	11/03/2026	IND AAA/Stable	1000
Bonds	INE848E07BE3	11/03/2020	6.89	11/03/2027	IND AAA/Stable	1000
Bonds	INE848E07BG8	11/03/2020	6.89	10/03/2028	IND AAA/Stable	1000
Bonds	INE848E07BH6	11/03/2020	6.89	09/03/2029	IND AAA/Stable	1000
Bonds	INE848E07BI4	11/03/2020	6.89	11/03/2030	IND AAA/Stable	1000
Bonds	INE848E07BJ2	24/04/2020	6.8	24/04/2026	IND AAA/Stable	1500
Bonds	INE848E07BK0	24/04/2020	6.8	24/04/2027	IND AAA/Stable	1500
Bonds	INE848E07BL8	24/04/2020	6.8	24/04/2028	IND AAA/Stable	1500
Bonds	INE848E07BM6	24/04/2020	6.8	24/04/2029	IND AAA/Stable	1500
Bonds	INE848E07BN4	24/04/2020	6.8	24/04/2030	IND AAA/Stable	1500
Bonds	INE848E07BO2	12/02/2021	6.86	12/02/2027	IND AAA/Stable	1500
Bonds	INE848E07BP9	12/02/2021	6.86	11/02/2028	IND AAA/Stable	1500
Bonds	INE848E07BQ7	12/02/2021	6.86	12/02/2029	IND AAA/Stable	1500
Bonds	INE848E07BR5	12/02/2021	6.86	12/02/2030	IND AAA/Stable	1500
Bonds	INE848E07BS3	12/02/2021	6.86	12/02/2031	IND AAA/Stable	1500
Bonds	INE848E07BT1	12/02/2021	6.86	12/02/2032	IND AAA/Stable	1500
Bonds	INE848E07BU9	12/02/2021	6.86	12/02/1933	IND AAA/Stable	1500
Bonds	INE848E07BV7	12/02/2021	6.86	12/02/2034	IND AAA/Stable	1500
Bonds	INE848E07BW5	12/02/2021	6.86	12/02/2035	IND AAA/Stable	1500
Bonds	INE848E07BX3	12/02/2021	6.86	12/02/2036	IND AAA/Stable	1500
Bonds **					IND AAA/Stable	870
GoI-fully serviced bonds	INE848E08136	22/03/2019	8.12	22/03/2029	IND AAA/Stable	20170

* fully paid

** yet to be issued

Sinha

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India Ratings Rates NHPC's Additional Bonds at 'IND AAA'/Stable; Affirms Others

Feb 08, 2023 | Power Generation

India Ratings and Research (Ind-Ra) has taken the following rating actions on NHPC Limited's (NHPC) debt instruments:

Instrument Type	Date of Issuance	Coupon Rate	Maturity Date	Size of Issue (billion)	Rating/Outlook	Rating Action
Proposed bonds				INR10	INDAAA/Stable	Assigned
Term loan programme (bank facilities)	-	-	-	INR20	IND AAA/Stable	Affirmed
Working capital programme*	-	-	-	INR25	IND AAA/Stable/IND A1+	Affirmed
Bonds**	-	-	-	INR145.08 (reduced from INR146)	IND AAA/Stable	Affirmed
Government of India (GoI)-fully serviced bonds**	-	-	-	INR20.17	IND AAA/Stable	Affirmed
Term loan	-	-	FY34	INR63	INDAAA/Stable	Affirmed

* Includes cash credit/bill discounting/working capital demand loan/short-term loan/bank guarantee/letter of credit
**Details in Annexure

ANALYTICAL APPROACH: Ind-Ra continues to take a consolidated view of NHPC and its subsidiaries and joint ventures (JVs) to arrive at the ratings, on account of the strong operational and strategic linkages among them.

Key Rating Drivers

Regulated Nature of Operations Ensure Cash Flow Visibility: NHPC operates its plants on a cost-plus regime, which provides a post-tax return on equity of 15.5%-16.5%, along with a reasonable recovery of all costs. This allows a high cash flow visibility. NHPC's regulated equity stood at INR131 billion at FYE22, which Ind-Ra expects to increase to INR224 billion by FYE25 after the commissioning of Parbati-II (800 MW) and Subansiri Lower (SLHEP, 2,000MW), thus aiding cash flow generation. NHPC's core return on equity (RoE) also benefits from the incentives earned through secondary charges, capacity charges and deviation charges. The cumulative incentives stood at INR6.1 billion in 9MFY23(FY22: INR7.5 billion; FY21: INR7.8 billion). Given the additional incentive income, Ind-Ra expects NHPC's core RoE on its operational portfolio to be 19%-20%.

Project Commissioning to Aid Cash Flow Generation: NHPC's two large projects, Parbati-II and SLHEP, with a capex outlay of INR311 billion, saw a cumulative expenditure of INR271 billion as of 9MFY23. The company expects to commission two units of SLHEP by June 2023 and the balance six units by June 2024, while Parbati II is likely to be commissioned by December 2023. Moreover, NHPC is merging two projects (Rangit-IV -120MW, project cost: INR9 billion and Teesta VI – project cost: INR57.5 billion) acquired under the National Company Law Tribunal with itself, resulting in borrowing cost rationalisation and administrative easiness. The company has incurred INR24 billion as of December 2022 on the two projects, which will likely be commissioned by FY25. The company has signed PPAs for SLHEP with various states across the northern, north eastern and western region. The tariff determination to be on the basis of the Central Electricity Regulatory Authority's (CERC) regulations, with levelised tariff for projects remaining sub 4.30/kWh with likely accretion of INR20 billion to the regulated equity.

Diversification into Solar Power Generation to Continue: Under the GoI's targets for establishing renewable energy capacity, NHPC is operating a 50MW solar power plant in Tamil Nadu. The company also has solar projects of 425MW,2,280MW, 1,300MW to be commissioned in FY23, FY24 and FY25, respectively. Furthermore, the company has projects of 1,500MW under pipeline. The company has already signed PPAs for 425MW capacity to be commissioned in FY23 with Grid Corporation of Odisha, Bundelkhand Saur Urja Limited and Uttar Pradesh Power Corporation Ltd for tariff ranging between INR2.55 and INR2.75 per unit.

Levers Available to Manage Tariffs: Given the new plants have higher tariffs of INR5/kWh-INR6/kWh, NHPC has been working on tariff reduction measures including longer depreciation period, structured and back-ended free energy to the home state, and seeking lower-than-normative operation and maintenance expenses, which will be more aligned to the actual operation and maintenance expenses. These measures have allowed NHPC to lower tariffs by 15%-25% in the initial years than those indicated by CERC in the tariff regulations, while ensuring the levelised tariff remains the same. Teesta Low Dam (TLDP)-III and IV's tariffs have been negotiated on a bilateral basis as the entire energy has been tied with West Bengal while the other plants are being governed under Central Electricity Regulatory Commission regulations. Ind-Ra expects the new plants to have tariffs of INR4kWh-INR5/kwh through these measures.

GoI Support: Ind-Ra has derived NHPC's ratings based on its business and financial profiles. The ratings are equivalent to that of its parent (GoI; 70.95%). However, if NHPC's ratings were to be lower than those of its parent, there is a one-notch support available to NHPC from the GoI, given its strategic importance. After its initial public offering in 2009, NHPC has depended on its own financial profile to raise capital for its planned capex.

Liquidity Indicator – Adequate: NHPC had a healthy free cash balance of INR10.1 billion at FYE22 (FYE21: INR18.3 billion). The company also had sanctioned working capital limits of INR9.25 billion at 1HFYE23, for which the average utilisation remained nil over the 12 months ended January 2023. NHPC borrows short-term loans regularly to avoid any cash flow mismatch. It has strong capability to borrow from the capital markets to tie up funds for capex financing.

The overall debt is around 98% long-term in nature, of which around 5% is in foreign currency borrowings that are guaranteed by the GoI. The company has scheduled repayments of INR8 billion for FY23 and around INR20 billion each for FY24 and FY25, against cash flow from operations (post interest payments) of INR54.3 billion in FY22 (FY21: INR44.5 billion). NHPC had contingent liabilities for estimated capital works of INR97.9 billion at FYE22 (FYE21: INR97.2 billion), on account of claims lodged by contractors pertaining to price and quantity deviation, cost relating to extension of time, idling charges due to stoppage of work/delays in handing over the site, among others. NHPC has contested these claims. According to the management, any materialisation of these claims would be recovered through tariffs in the project cost.

Receivables Continue to Remain Extended: NHPC's receivables, excluding unbilled revenue (3QFY23: INR31 billion; FY22: INR23 billion, FY21: INR18 billion), reduced to INR34 billion during 3QFY23 (FY22: INR28 billion, FY21: INR35 billion), with around 60% dues outstanding from distribution companies (discoms) of Jammu & Kashmir, and West Bengal. Furthermore, the company plans to adjust the receivables from the discoms of Jammu & Kashmir, against the water cess payable by the company to the state, as done in the past, which may further reduce its receivables in the short-to-medium term.

NHPC has been able to manage its receivables, given its dominant position in the hydropower sector, low per unit price of around INR3.5/kWh, ownership by the GoI (70.95%), the presence of letters of credit from all its counterparties, its ability to regulate power and prompt payment discounts. To manage receivables, NHPC also does bill discounting, interest on which is borne by the discoms.

Large Capex Pipeline to Keep Net Leverage Elevated: NHPC's net leverage (net debt/EBITDA) will remain at 4.0x-4.5x over the medium term driven by: i) debt for under construction projects, ii) dividend payout of INR15 billion-20 billion annually (FY22: INR19.5 billion, FY21: INR18.5 billion), and iii) leveraging the existing debt-free operational projects. Furthermore, if NHPC continues to aggressively return cash to shareholders, it could register a higher net leverage.

NHPC securitised RoE of Chamera-I power station to raise around INR10 billion in FY22. The monetisation deal has been closed at a discounting factor of 5.24% per annum linked with three months treasury bills, which has fetched present value of INR10 billion against the future cash flow of 10 years for Chamera- I power station.

NHPC is looking to monetise the free cash flows of Uri-I power station (480MW) to mobilise resources of INR18.7 billion to fund capex projects. At 3QFY23, NHPC's gross debt stood at INR259 billion (FYE22: INR261 billion, FYE21: INR234 billion), with discounted subordinated debt of INR48 billion (INR37 billion, INR37 billion). The overall debt does not include INR20.17 billion of bonds raised by NHPC for GoI's funding requirement for the Scheme of Power System Development Fund, as these shall be fully serviced by the GoI until maturity. The total gross term debt including undiscounted subordinated debt stood at IN255 billion at 3QFYE23 (FYE22: INR248 billion, FYE21: INR236 billion) and short-term debt of INR4 billion (INR13 billion, INR7.3 billion). Of the total term debt, INR162 billion is towards two under construction projects of SLHEP and Parbati-II. Thus, the operating debt stood at INR93 billion. The company generated an EBITDA of INR51.9 billion in FY22, leading to a gross leverage (total gross debt/ EBITDA) of 5.0x. Furthermore, the interest coverage (EBITDA/interest expense) of the consolidated entity improved to 10.0x (9.0x). Ind-Ra expects the coverage to remain comfortable in the short-to-medium term.

NHPC, on a standalone basis, expects to spend INR9 billion annually in capex, with INR1 billion towards equity contribution to its JV projects, INR5 billion for hydro projects and INR3 billion for solar projects. The company is executing three projects under the JV at Pakal Dul, Kiru and Ratle in Jammu & Kashmir for a total cost of INR176 billion, with equity contribution of INR53 billion spread over four-to-five years.

Standalone Performance: NHPC reported revenue of INR83.5 billion in FY22 (FY21: INR85 billion), EBITDA of INR46.8 billion (INR46 billion), the net leverage of 5.3x (4.8x) and the interest coverage of 8.8x (8.1x).

Rating Sensitivities

Negative: A significant build-up of receivables from buyers, capex exceeding the agency's expectations over the medium term, or unfavourable regulatory changes could lead to a negative rating action.

ESG Issues

ESG Factors Minimally Relevant to Rating: Unless otherwise disclosed in this section, the ESG issues are credit neutral or have only a minimal credit impact on NHPC, due to either their nature or the way in which they are being managed by the entity. For more information on Ind-Ra's ESG Relevance Disclosures, please click here. For answers to frequently asked questions regarding ESG Relevance Disclosures and their impact on ratings, please click here.

Company Profile

NHPC is engaged in the construction and operation of hydroelectric power plants in India. It had an installed capacity of 7,071MW through 24 operational projects at a consolidated level at FY22. On a consolidated basis, NHPC contributes 15% to India's hydropower capacity. At a standalone level, NHPC has a capacity of 5,551MW through 22 operational projects.

CONSOLIDATED FINANCIAL SUMMARY

Particulars	9MFY23	FY22	FY21
Revenue (INR billion)	85.8	91.9	96.5
EBITDA (INR billion)	53.7	51.9	53.5
EBITDA margin (%)	62.6	56.5	55.4
Gross interest coverage (x)	15	10	9
Source: Ind-Ra, NHPC			

Solicitation Disclosures

Additional information is available at www.indiaratings.co.in. The ratings above were solicited by, or on behalf of, the issuer, and therefore, India Ratings has been compensated for the provision of the ratings.

Ratings are not a recommendation or suggestion, directly or indirectly, to you or any other person, to buy, sell, make or hold any investment, loan or security or to undertake any investment strategy with respect to any investment, loan or security or any issuer.

Rating History

Instrument Type	Rating Type	Rated Limits (million)	Current Ratings	Historical Rating/Outlook					
				7 November 2022	4 February 2022	5 February 2021	21 April 2020	4 February 2020	8 Novem 201
Issuer Rating	Long-term	-	IND AAA/Stable	IND AAA/Stable	IND AAA/Stable	IND AAA/Stable	IND AAA/Stable	IND AAA/Stable	IND AAA/St
Term loan	Long-term	INR83	IND AAA/Stable	IND AAA/Stable	IND AAA/Stable	IND AAA/Stable	IND AAA/Stable	IND AAA/Stable	IND AAA/St
Fund/Non-Fund Based Working Capital Limit	Long-term/Short-term	INR25	IND AAA/Stable / IND A1+	IND AAA/Stable / IND A1+	IND AAA/Stable / IND A1+	IND AAA/Stable / IND A1+	IND AAA/Stable / IND A1+	IND AAA/Stable / IND A1+	IND AAA/St / IND A
GoI-fully serviced bonds	Long-term	INR20.17	IND AAA/Stable	IND AAA/Stable	IND AAA/Stable	IND AAA/Stable	IND AAA/Stable	IND AAA/Stable	IND AAA/St
Bond	Long-term	INR155.08	IND AAA/Stable	IND AAA/Stable	IND AAA/Stable	IND AAA/Stable	IND AAA/Stable	IND AAA/Stable	IND AAA/St

Annexure

Instrument Type	ISIN	Date of Issuance	Coupon Rate (%)	Maturity Date	Size of Issue (billion)	Rating/ Outlook
Bonds*	INE848E07641	26 November 2014	8.49	26 November 2022	INR0.37	WD
Bonds*	INE848E07716	26 November 2014	8.54	26 November 2022	INR0.55	WD
Bonds	INE848E07252	11 February 2013	8.7	11 February 20 23	INR0.07	IND AAA/Stable
Bonds	INE848E07344	11 February 2013	8.85	11 February 2023	INR0.32	IND AAA/Stable
Bonds	INE848E07435	11 February 2013	8.78	11 February 2023	INR0.89	IND AAA/Stable

Bonds	INE848E07120	12 March 2012	9.25	12 March 2023	INR1.06	IND AAA/Stable
Bonds	INE848E07989	6 June 2017	7.52	6 June 2023	INR2.95	IND AAA/Stable
Bonds	INE848E07831	14 July 2015	8.5	14 July 2023	INR1.23	IND AAA/Stable
Bonds	INE848E07518	2 November 2013	8.18	2 November 2023	INR0.51	IND AAA/Stable
Bonds	INE848E07542	2 November 2013	8.43	2 November 2023	INR0.61	IND AAA/Stable
Bonds	INE848E07658	26 November 2014	8.49	26 November 2023	INR0.37	IND AAA/Stable
Bonds	INE848E07724	26 November 2014	8.54	26 November 2023	INR0.55	IND AAA/Stable
Bonds	INE848E07260	11 February 2013	8.7	11 February 2024	INR0.07	IND AAA/Stable
Bonds	INE848E07351	11 February 2013	8.85	11 February 2024	INR0.32	IND AAA/Stable
Bonds	INE848E07443	11 February 2013	8.78	11 February 2024	INR0.89	IND AAA/Stable
Bonds	INE848E07138	12 March 2012	9.25	12 March 2024	INR1.06	IND AAA/Stable
Bonds	INE848E07997	6 June 2017	7.52	6 June 2024	INR2.95	IND AAA/Stable
Bonds	INE848E07849	14 July 2015	8.5	14 July 2024	INR1.23	IND AAA/Stable
Bonds	INE848E07666	26 November 2014	8.49	26 November 2024	INR0.37	IND AAA/Stable
Bonds	INE848E07732	26 November 2014	8.54	26 November 2024	INR0.55	IND AAA/Stable
Bonds	INE848E07047	1 February 2010	9	1 February 2025	INR6	IND AAA/Stable
Bonds	INE848E07492	11 February 2013	8.7	11 February 2025	INR0.07	IND AAA/Stable
Bonds	INE848E07369	11 February 2013	8.85	11 February 2025	INR0.32	IND AAA/Stable
Bonds	INE848E07450	11 February 2013	8.78	11 February 2025	INR0.89	IND AAA/Stable
Bonds	INE848E07146	12 March 2012	9.25	12 March 2025	INR1.06	IND AAA/Stable
Bonds	INE848E07AA3	6 June 2017	7.52	6 June 2025	INR2.95	IND AAA/Stable
Bonds	INE848E07856	14 July 2015	8.5	14 July 2025	INR1.23	IND AAA/Stable
Bonds	INE848E07740	26 November 2014	8.54	26 November 2025	INR0.55	IND AAA/Stable
Bonds	INE848E07500	11 February 2013	8.7	11 February 2026	INR0.07	IND AAA/Stable
Bonds	INE848E07377	11 February 2013	8.85	11 February 2026	INR0.32	IND AAA/Stable
Bonds	INE848E07468	11 February 2013	8.78	11 February 2026	INR0.89	IND AAA/Stable
Bonds	INE848E07153	12 March 2012	9.25	12 March 2026	INR1.06	IND AAA/Stable
Bonds	INE848E07AB1	6 June 2017	7.52	6 June 2026	INR2.95	IND AAA/Stable
Bonds	INE848E07864	14 July 2015	8.5	14 July 2026	INR1.23	IND AAA/Stable
Bonds	INE848E07757	26 November 2014	8.54	26 November 2026	INR0.55	IND AAA/Stable
Bonds	INE848E07385	11 February 2013	8.85	11 February 2027	INR0.32	IND AAA/Stable
Bonds	INE848E07476	11 February 2013	8.78	11 February 2027	INR0.89	IND AAA/Stable
Bonds	INE848E07161	12 March 2012	9.25	12 March 2027	INR1.06	IND AAA/Stable
Bonds	INE848E07AC9	6 June 2017	7.52	6 June 2027	INR2.95	IND AAA/Stable
Bonds	INE848E07872	14 July 2015	8.5	14 July 2027	INR1.23	IND AAA/Stable
Bonds	INE848E07765	26 November 2014	8.54	26 November 2027	INR0.55	IND AAA/Stable
Bonds	INE848E07484	11 February 2013	8.78	11 February 2028	INR0.89	IND AAA/Stable
Bonds	INE848E07880	14 July 2015	8.5	14 July 2028	INR1.23	IND AAA/Stable
Bonds	INE848E07526	2 November 2013	8.54	2 November 2028	INR2.13	IND AAA/Stable

Bonds	INE848E07559	2 November 2013	8.79	2 November 2028	INR0.86	IND AAA/Stable
Bonds	INE848E07773	26 November 2014	8.54	26 November 2028	INR0.55	IND AAA/Stable
Bonds	INE848E07898	14 July 2015	8.5	14 July 2029	INR1.23	IND AAA/Stable
Bonds	INE848E07781	26 November 2014	8.54	26 November 2029	INR0.55	IND AAA/Stable
Bonds	INE848E07906	14 July 2015	8.5	14 July 2030	INR1.23	IND AAA/Stable
Bonds	INE848E07914	27 June 2016	8.24	27 June 2031	INR5.4	IND AAA/Stable
Bonds	INE848E07922	7 July 2016	8.17	27 June 2031	INR3.6	IND AAA/Stable
Bonds	INE848E07534	2 November 2013	8.67	2 November 2033	INR3.36	IND AAA/Stable
Bonds	INE848E07567	2 November 2013	8.92	2 November 2033	INR2.54	IND AAA/Stable
Bonds	INE848E07AN6	8 February 2019	8.65	8 February 2029	INR15	IND AAA/Stable
Bonds	INE848E07AO4	7 October 2019	7.5	7 October 2025	INR3	IND AAA/Stable
Bonds	INE848E07AP1	7 October 2019	7.5	7 October 2026	INR3	IND AAA/Stable
Bonds	INE848E07AQ9	7 October 2019	7.5	7 October 2027	INR3	IND AAA/Stable
Bonds	INE848E07AR7	7 October 2019	7.5	7 October 2028	INR3	IND AAA/Stable
Bonds	INE848E07AS5	7 October 2019	7.5	6 October 2029	INR3	IND AAA/Stable
Bonds	INE848E07AT3	3 January 2020	7.38	3 January 2026	INR1	IND AAA/Stable
Bonds	INE848E07AU1	3 January 2020	7.38	2 January 2027	INR1	IND AAA/Stable
Bonds	INE848E07AV9	3 January 2020	7.38	3 January 2028	INR1	IND AAA/Stable
Bonds	INE848E07AW7	3 January 2020	7.38	3 January 2029	INR1	IND AAA/Stable
Bonds	INE848E07AX5	3 January 2020	7.38	3 January 2030	INR1	IND AAA/Stable
Bonds	INE848E07AY3	11 February 2020	7.13	11 February 2026	INR3	IND AAA/Stable
Bonds	INE848E07AZ0	11 February 2020	7.13	11 February 2027	INR3	IND AAA/Stable
Bonds	INE848E07BA1	11 February 2020	7.13	11 February 2028	INR3	IND AAA/Stable
Bonds	INE848E07BB9	11 February 2020	7.13	9 February 2029	INR3	IND AAA/Stable
Bonds	INE848E07BC7	11 February 2020	7.13	11 February 2030	INR3	IND AAA/Stable
Bonds	INE848E07BD5	11 March 2020	6.89	11 March 2026	INR1	IND AAA/Stable
Bonds	INE848E07BE3	11 March 2020	6.89	11 March 2027	INR1	IND AAA/Stable
Bonds	INE848E07BG8	11 March 2020	6.89	10 March 2028	INR1	IND AAA/Stable
Bonds	INE848E07BH6	11 March 2020	6.89	9 March 2029	INR1	IND AAA/Stable
Bonds	INE848E07BI4	11 March 2020	6.89	11 March 2030	INR1	IND AAA/Stable
Bonds	INE848E07BJ2	24 April 2020	6.8	24 April 2026	INR1.50	IND AAA/Stable
Bonds	INE848E07BK0	24 April 2020	6.8	24 April 2027	INR1.50	IND AAA/Stable
Bonds	INE848E07BL8	24 April 2020	6.8	24 April 2028	INR1.50	IND AAA/Stable
Bonds	INE848E07BM6	24 April 2020	6.8	24 April 2029	INR1.50	IND AAA/Stable
Bonds	INE848E07BN4	24 April 2020	6.8	24 April 2030	INR1.50	IND AAA/Stable
Bonds	INE848E07BO2	12 February 2021	6.86	12 February 2027	INR1.50	IND AAA/Stable
Bonds	INE848E07BP9	12 February 2021	6.86	11 February 2028	INR1.50	IND AAA/Stable
Bonds	INE848E07BQ7	12 February 2021	6.86	12 February 2029	INR1.50	IND AAA/Stable

Bonds	INE848E07BR5	12 February 2021	6.86	12 February 2030	INR1.50	IND AAA/Stable
Bonds	INE848E07BS3	12 February 2021	6.86	12 February 2031	INR1.50	IND AAA/Stable
Bonds	INE848E07BT1	12 February 2021	6.86	12 February 2032	INR1.50	IND AAA/Stable
Bonds	INE848E07BU9	12 February 2021	6.86	12 February -33	INR1.50	IND AAA/Stable
Bonds	INE848E07BV7	12 February 2021	6.86	12 February 2034	INR1.50	IND AAA/Stable
Bonds	INE848E07BW5	12 February 2021	6.86	12 February 2035	INR1.50	IND AAA/Stable
Bonds	INE848E07BX3	12 February 2021	6.86	12 February 2036	INR1.50	IND AAA/Stable
Bonds **	-	-	-	-	INR0.87	IND AAA/Stable
					INR145.08	
* fully paid						
** yet to be issued						
Instrument Type	**ISIN**	**Date of Issuance**	**Coupon Rate (%)**	**Maturity Date**	**Size of Issue (billion)**	**Rating/Outlook**
GoI-fully serviced bonds	INE848E08136	22 March 2019	8.12	22 March 2029	INR20.17	IND AAA/Stable

Bank wise Facilities Details

Click here to see the details

Complexity Level of Instruments

Instrument Type	Complexity
Term loan programme (bank facilities)	Low
Working capital programme	Low
Bonds	Low
GoI-fully serviced bonds	Low

For details on the complexity level of the instruments, please visit https://www.indiaratings.co.in/complexity-indicators.

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APPLICABLE CRITERIA

Corporate Rating Methodology

Short-Term Ratings Criteria for Non-Financial Corporates

The Rating Process

Evaluating Corporate Governance

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No. 10097/2022-2023/CL –4478 Date:01st February, 2023.

NHPC Limited ("Company" / "Issuer")
NHPC Office Complex, Sector -33,
Faridabad – 121003.

Dear Sir,

Sub:- Non-Commercial Consent to act as Debenture Trustee for Listed Unsecured Non-Convertible debentures ("NCDs"/Bonds) aggregating to Rs. 1000 crores to be issued by Company.

This is with reference to your email dated 24th January, 2023 and our subsequent discussion in the matter for the appointment of SBICAP Trustee Company Limited as Debenture Trustee for your proposed listed unsecured, tax-free/Taxable Bonds thru Private placement up to Rs. 1000 crores. **In this connection, we hereby give our consent to act as Debenture / Bond Trustee and confirm our acceptance to the assignment.**

We are aggregable for inclusion of our name as Trustee in the Private Placement Memorandum / Information Memorandum to be issued by the Company on private placement basis to the certain identified person in terms of the Companies Act, 2013, as required subject to following conditions: -

1. The Company shall enter into the written Debenture Trustee Agreement (DTA) for the said issue before the opening of subscription for issue debentures. The Debenture Trust Deed shall be executed by the Company within a stipulated time as mentioned under the applicable laws.
2. The Company agrees and undertakes that it shall comply with the provisions of the Companies Act, 2013 read with the rules and regulations framed thereunder and the applicable provisions of the rules and regulations framed under the Reserve Bank of India Act, till the final redemption of the NCD being issued by the Company.
3. The Company agrees and undertakes to pay to the debenture trustee so long as they hold the office of the debenture trustee, remuneration as stated in the fee consent letter dated 22nd January, 2023 in addition to all the legal, travelling and other cost, charges and expenses which the debenture trustee or their officers, employees or agents may incur in relation to execution of the debenture trust deed and all other documents affecting the securities till the monies in respect of the debentures have been fully paid-off and the requisite formalities for satisfaction of charge in all respect, have been complied.

4. Any payment in respect of debentures required to be made by the debenture trustee to debenture holder at the time / post enforcement would, if required by applicable law, be subject to the prior approval of RBI for such remittance through an Authorized Dealer only. The Company

www.sbicaptrustee.com
+91 22 4302 5566
+91 22 4302 5555
+91 22 2204 0465
corporate@sbicaptrustee.com

Corporate Office :
4th Floor, Mistry Bhavan,
122, Dinshaw Vachha Road,
Churchgate, Mumbai,
Pin - 400 020.

Registered Office :
202, Maker Tower E,
Cuffe Parade, Mumbai - 400 005.
CIN : U65991MH2005PLC158386

A Group Company of SBI

/ Investor / Debenture Holders shall obtain all such approvals from RBI, if required, to ensure prompt and timely payments to the said debenture holders. Such remittance shall not exceed total investment (and interest provided herein) made by the debenture holder.

5. The Company confirms that all necessary disclosures shall be made in the Private Placement Memorandum / Information Memorandum including but not limited to statutory and other regulatory disclosures. Investor should carefully read and note the contents of the Private Placement Memorandum / Information Memorandum. Each prospective investor should make its own independent assessment of the merits of the investment in NCDs and the Issuer Company. Prospective Investor should consult their own financial, legal, tax and other professional advisors as to the risks and investment considerations arising from an investment in the NCDs and should possess the appropriate resources to analyze such investment and suitability of such investment to such investor's particular circumstance. Prospective investors are required to make their own independent evaluation and judgment before making the investment and are believed to be experienced in investing in debt market and are able to bear the economic risk of investing in such instruments.

6. The Trustee, "ipso facto" do not have the obligations of a borrower or a Principal Debtor or a Guarantor as to the monies paid / invested by the Investors for the debentures being issued by the Issuer Company.

Looking forward to a fruitful association with you and assuring you of our best professional services at all times.

With warm regards,
Yours faithfully,
For SBICAP Trustee Company Limited

(Authorised Signatory)

We accept the above terms
For **NHPC Limited.**

02/02/2023
Authorised Signatory
(Signature with stamp)

NHPC LIMITED
FARIDABAD

RCMC

RCMC Share Registry Pvt. Ltd.

B-25/1, First Floor,
Okhla Industrial Area, Phase – II, New Delhi – 110 020
Phone : 011-26387320,21 Mobile :8527695125
E-mail: investor.services@rcmcdelhi.com
Website : http://www.rcmcdelhi.com
CIN : U67120DL1950PTC001854

RCMC/NHPC/CONSENT/2022/01 November 30,2022

NHPC Limited
2nd Floor, NHPC Limited,
NHPC Office Complex, Sector – 33
Faridabad – 121 003 (HR)

Dear Sirs,

Re: Consent to act as of RTA for upcoming Bonds issue aggregating up to Rs.1000 Crore in one or more Tranches during FY 2022-23.

We hereby accord our consent to act as Registrar & Transfer Agent to the aforesaid issues and to have our name include as Registrar & Transfer Agent to the issues in the Offer Documents which your Company proposed to issue of Bonds, at the same terms & conditions and pricing of AC Series of bonds. Our Charges for AC Series are Rs.1800/- per ISIN per Year and GST as applicable.

In case of any further queries on the services offered, please contact the undersigned on 011–26387320, 26387321 and 8527695125.

Yours faithfully,
For **RCMC Share Registry Pvt. Ltd.**

ALOK SHARMA

Digitally signed by ALOK SHARMA
Date: 2022.11.30 14:32:54 +05'30'

Alok Sharma
(Director)
DIN :06635783