



**NORTH EASTERN ELECTRIC POWER CORPORATION LIMITED
(A Schedule "A" Miniratna Government of India Enterprise)**

(NEEPCO, a Government of India Enterprise under the Ministry of Power was set up on 2nd April, 1976 to plan, investigate, design, construct, generate, operate and maintain power stations in the North Eastern Region of the country. NEEPCO has an installed capacity of 1287 MW which is around 50% of the total installed capacity of the N.E. Region. NEEPCO's authorised share capital is ₹5000 crore)

Registered Office: Brookland Compound, Lower New Colony, Shillong - 793003, Meghalaya, India

Tel: (91) - (0364) - 2224487/2226453 Fax: (91)-(0364)- 2226417

Website: www.neepco.co.in E-mail: cranee@neepco.co.in

(This is a Private Placement Offer Letter issued in conformity with Form PAS-4 prescribed under section 42 and Rule 14(1) of Companies (Prospectus and Allotment of Securities) Rules, 2014, 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, as amended, Securities and Exchange Board of India (Issue and Listing of Debt Securities) (Amendment) Regulations, 2012 issued vide circular no. LAD-NRO/GN/2012-13/19/5392 dated October 12, 2012, as amended, Securities and Exchange Board of India circular no. CIR/IMD/DF/18/2013 dated October 29, 2013 and as amended, Securities and Exchange Board of India (Issue and Listing of Debt Securities) (Amendment) Regulations, 2014 issued vide circular no. LADNRO/GN/2013-14/43/207 dated January 31, 2014)

PRIVATE PLACEMENT OFFER LETTER DATED 9th NOVEMBER, 2017 FOR ISSUE OF 7.68% SECURED, REDEEMABLE NON-CONVERTIBLE TAXABLE BONDS IN NATURE OF DEBENTURES (XVIIIth SERIES) FOR CASH AT PAR WITH A FACE VALUE OF ₹10,00,000 EACH AGGREGATING ₹500,00,00,000

TRUSTEE FOR THE BONDHOLDERS



SBICAP Trustee Company Ltd.

Registered Office
202, Maker Tower 'E',
Cuffe Parade
Mumbai 400 005
Tel No: 022-4302 5555
Fax No: 022-4302 5500
E-Mail: helpdesk@sbicaptrustee.com

R&TA TO THE ISSUE



Karvy Computershare Pvt. Ltd

Registered Office
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Street No.1, Banjara Hills
Hyderabad 500038, Andhra Pradesh
Tel No: 040-23312454
Fax No: 040-23311968
E-Mail: varghese@karvy.com

Tentative Issue schedule*

Issue opening date	9th November, 2017
Issue closing date	9th November, 2017
Pay-in date	15th November, 2017
Deemed date of allotment	15th November, 2017

*The Issuer reserves its sole & absolute right to modify (pre-poner/postpone) the above issue schedule without giving any reasons or prior notice.

LISTING

The bond issue is proposed to be listed on the Bombay Stock Exchange Ltd. ("BSE"). The Issuer has obtained an "in-principle" approval from the BSE for listing of the Bonds offered under this Private Placement Offer Letter.

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XV.	The detailed rating rationale (s) adopted (not older than one year on the date of opening of the issue)/ credit rating letter issued (not older than one month on the date of opening of the issue) by the rating agencies shall be disclosed
XVI.	If the security is backed by a guarantee or letter of comfort or any other document / letter with similar intent, a copy of the same shall be disclosed. In case such document does not contain detailed payment structure (procedure of invocation of guarantee and receipt of payment by the investor along with timelines); the same shall be disclosed in the offer document.
XVII.	Copy of consent letter from the debenture trustee "SBICAP Trustee Company Ltd." dated _____ conveying their consent to act as trustee for the current issue of bonds is enclosed elsewhere in this disclosure document.
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I. DEFINITIONS/ABBREVIATIONS

Articles	Articles of Association of the Company
AY	Assessment Year
Board/ Board of Directors	The Board of Directors of NEEPCO Ltd.
Bonds	XVIII th Series Secured Redeemable Non-Convertible Taxable Bonds in the nature of Debentures of ₹10,00,000/- each offered through private placement route
Bondholder/Debenture holder	The holder of the Bonds
Book Closure / Record Date	The date of closure of register of Bonds for payment of interest and repayment of principal
BSE	BSE (erstwhile (Bombay Stock Exchange Ltd.))
CARE	Credit Analysis and Research Ltd.
CDSL	Central Depository Services (India) Ltd.
CMD	Chairman and Managing Director of NEEPCO
Depository(ies)	A Depository registered with SEBI under the SEBI (Depositories and Participant) Regulations, 1996, as amended from time to time
Depositories Act	The Depositories Act, 1996, as amended from time to time
Depository Participant	A Depository participant as defined under Depositories Act
Designated Stock Exchange	BSE Limited.
Deemed Date of Allotment	Date as specified in the summary term sheet
DER	Debt Equity Ratio
DP	Depository Participant
DRR	Debenture Redemption Reserve
FIs	Financial Institutions
Fiscal	Period of 12 months period ending March 31 st , of that particular year unless otherwise stated
FY	Financial Year
Government/GOI	Government of India
ITSL/Trustee	SBICAP Trustee Company Limited
Issuer/ NEEPCO/ Corporation/Company	North Eastern Electric Power Corporation Limited
I.T. Act	The Income Tax Act, 1961, as amended from time to time
Memorandum	Memorandum of Association of the Company
MF	Mutual Fund
NSDL	National Securities Depository Limited
PAN	Permanent Account Number
PPOL/Private Placement Offer Letter	PPOL dated 9 th November, 2017 for Private Placement of 7.68% p.a. payable semi annually XVIII th Secured Redeemable Non-Convertible Taxable Bonds Series in the nature of Debentures of ₹ 10,00,000/- each for cash at par.
₹ / INR	Indian Rupee
RTGS	Real Time Gross Settlement
Registrar	Karvy Computershare Pvt. Limited
RBI	The Reserve Bank of India
SEBI	The Securities and Exchange Board of India, constituted under the SEBI Act, 1992.
SEBI Act	Securities and Exchange Board of India Act, 1992, as amended from time to time
SEBI Regulations	Securities & Exchange Board of India (Issue & Listing of Debt Securities) Regulations, 2008 issued vide circular No. LAD-NRO/GN/2008/13/127878 dated June 6, 2008, as amended and Securities & Exchange Board of India (Issue & Listing of Debt Securities) (Amendment) Regulations, 2012 issued vide circular no. LAD-NRO/GN/2012-13/19/5392 dated October 12, 2012.
TDS	Tax Deducted at Source
The Companies Act/ the Act	The Companies Act, 2013 as amended from time to time.
The Issue/ The Offer/ Private Placement	Private Placement of 7.68% p.a. payable semi annually XVIII th Secured Redeemable Non-Convertible Taxable Bonds Series in the nature of Debentures of ₹10,00,000/- each for cash at par for an amount aggregating ₹500 crore.

II. DISCLAIMERS

DISCLAIMER OF THE ISSUER

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 and rule 14(1) of Companies (Prospectus and Allotment of Securities) Rules, 2014, Securities and Exchange Board of India (Issue and Listing of Debt Securities) (Amendment) Regulations, 2012 issued vide circular no. LAD-NRO/GN/2012-13/19/5392 dated October 12, 2012, as amended from time to time. This Private Placement Offer Letter does not constitute an offer to the public generally to subscribe for or otherwise acquire the Bonds to be issued by (the "Issuer"/ the "North Eastern Electric Power Corporation Limited (NEEPCO)"/ ("the Company"). The document is for the exclusive use of the Institutions to whom it is addressed and it should not be circulated or distributed to third party (ies). The Company certifies that the disclosures made in this Private Placement Offer Letter are generally adequate and are in conformity with the Companies Act 2013 & relevant SEBI Regulations. This requirement is to facilitate investors to take an informed decision for making investment in the proposed issue.

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 Company and anyone placing reliance on any anyone placing reliance on any other source of information would be doing so at his / her / their own risk.

In pursuance of sub-section (8) of section 42 of The Companies Act, 2013, the Issuer shall not release any public advertisements and shall not utilize any media, marketing or distribution channels or agents to inform the public at large about such an offer, where the term 'public advertisements' shall include notices, brochures, pamphlets, circulars, show cards, catalogues, hoardings, placards, posters, insertions in newspapers, pictures, films, or any other print medium, radio, television programme through any electronic medium, mass communications or e-mails, internet websites including social networking websites, publicity through telephone or mobile etc..

b. DISCLAIMER OF THE SECURITIES & EXCHANGE BOARD OF INDIA

Pursuant to rule 14 (3) of The Companies (Prospectus and Allotment of Securities) Rules, 2014, a copy of this Private Placement Offer Letter shall be filed with the Registrar of Companies, Shillong along with fee as provided in The Companies (Registration Offices & Fees) Rules, 2014 and since the Bonds/Debentures of the Company are listed (as per section 2(52) read with section 2(81) of the Companies Act, 2013), the same shall also be filed with the Securities & Exchange Board of India ("SEBI") along with fee as provided in Securities & Exchange Board of India (Payment of Fees)(Amendment) Regulations, 2014 dated May 23, 2014, within a period of thirty days of circulation of this Private Placement Offer Letter. The Bonds have not been recommended or approved by SEBI nor does SEBI guarantee the accuracy or adequacy of this Private Placement Offer Letter. It is to be distinctly understood that this Private Placement Offer Letter 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 Private Placement Offer Letter. However SEBI reserves the right to take up at any point of time, with the Issuer, any irregularities or lapses in this Private Placement Offer Letter.

c. DISCLAIMER OF THE STOCK EXCHANGE

As required, a copy of this Document has been submitted to BSE for hosting the same on its website. It is to be distinctly understood that such submission of the Document with BSE 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 BSE ; or 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; nor does it take responsibility for the financial or other soundness of this issuer, its promoters, its management or any scheme or project of NEEPCO. 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 Exchange 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.

d. DISCLAIMER IN RESPECT OF JURISDICTION

The private placement of Bonds is made in India to Companies, Corporate Bodies, Trusts registered under the Indian Trusts Act, 1882, Societies registered under the Societies Registration Act, 1860 or any other applicable laws, provided that such Trust/ Society is authorized under constitution/ rules/ byelaws to hold bonds in a Company, Indian Mutual Funds registered with SEBI, Indian Financial Institutions, Insurance Companies, Commercial Banks including Regional Rural Banks and

Cooperative Banks, Provident, Pension, Gratuity, Superannuation Funds as defined under Indian laws. The Disclosure document does not, however, constitute an offer to sell or an invitation to subscribe to securities offered hereby in any other jurisdiction to any person to whom it is unlawful to make an offer or invitation in such jurisdiction. Any person into whose possession this Document comes is required to inform about and to observe any such restrictions. Any disputes arising out of this issue will be subject to the exclusive jurisdiction of the courts at **Shillong**. All information considered adequate and relevant about the Issuer has been made available in this Document 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.

e. DISCLAIMER IN RESPECT OF ARRANGER

The Issuer is solely responsible for the truth, accuracy and completeness of all the information provided in this Information Memorandum. Neither is the Arranger responsible for preparing, clearing, approving, scrutinizing or vetting this Information Memorandum, nor is the Arranger responsible for doing any due diligence for verification of the truth, correctness or completeness of the contents of this Information Memorandum. The Arranger shall be entitled to rely on the truth, correctness and completeness of this Information Memorandum. It is to be distinctly understood that the aforesaid use of this Information Memorandum by the Arranger should not in any way be deemed or construed to mean that the Information Memorandum has been prepared, cleared, approved, scrutinized or vetted by the Arranger. Nor should the contents of this Information Memorandum in any manner be deemed to have been warranted, certified or endorsed by the Arranger as to the truth, correctness or completeness thereof. Each recipient must satisfy itself as to the accuracy, reliability, adequacy, reasonableness or completeness of the Information Memorandum.

The Arranger has not conducted any due diligence review on behalf or for the benefit of the Debenture Trustee or any of the Debenture Holder. Each of the Debenture Holder should conduct such due diligence on the Issuer, the Debentures and the Security, as it deems appropriate and make its own independent assessment thereof.

Distribution of this Information Memorandum does not constitute a representation or warranty, express or implied by the Arranger that the information and opinions herein will be updated at any time after the date of this Information Memorandum. The Arranger does not undertake to notify any recipient of any information coming to the attention of the Arranger after the date of this Information Memorandum. No responsibility or liability or duty of care is or will be accepted by the Arranger for updating or supplementing this Information Memorandum nor for providing access to any additional information as further information becomes available.

Neither the Arranger nor any of their respective directors, employees, officers or agents shall be liable for any direct, indirect or consequential loss or damage suffered by any person as a result of relying on any statement in or omission from this Information Memorandum or in any other information or communications made in connection with the Debentures.

The Arranger is acting for the Company in relation to the Issue of the Debentures and not on behalf of the recipients of this Information Memorandum. The receipt of this Information Memorandum by any recipient is not to be constituted as the giving of investment advice by the Arranger to that recipient, nor to constitute such a recipient a customer of the Arranger. The Arranger is not responsible to any other person for providing the protection afforded to the customers of the Arranger nor for providing advice in relation to the Debentures.

Each recipient of this Information Memorandum acknowledges that:

- (a) each recipient has been afforded an opportunity to request and to review and has received all additional information considered by the recipient to be necessary to verify the accuracy of or to supplement the information contained herein; and
- (b) such recipient has not relied on the Sole Arranger in connection with its investigation of the accuracy of such information or its investment decision.

III. ISSUER INFORMATION:**A. NAME AND ADDRESS OF THE REGISTERED / CORPORATE OFFICE OF THE ISSUER:**

Name of the Issuer	North Eastern Electric Power Corporation Limited (NEEPCO)
Registered Office	Brookland Compound, Lower New Colony, Shillong - 793 003, Meghalaya, India.
Telephone Number	0364 – 2228652 / 2223051
Fax Number	0364 – 2228652 / 2228542 / 2505776
Website	www.neepco.co.in
E-mail	chiranjeeb@neepco.co.in ; cranee@neepco.co.in

B. COMPLIANCE OFFICER OF THE ISSUE:**Mr. Chiranjeeb Sharma**

Company Secretary, NEEPCO Limited
Brookland Compound, Lower New Colony,
Shillong - 793 003, Meghalaya, India
Tel.: 0364-2228652
Fax: 0364-2228542/2505776
E-mail: chiranjeeb@neepco.co.in

C. CHIEF FINANCE OFFICER:**Mr. Shiva Shunmuganathan**

Director (Finance), NEEPCO Limited
Brookland Compound, Lower New Colony,
Shillong - 793 003, Meghalaya, India
Tel.: 0364-2223176
Fax: 0364-2228542/2505776
E-mail: director.finance@neepco.co.in

E. TRUSTEE OF THE ISSUE**SBICAP Trustee Company Ltd.**

202, Maker Tower E
Cuffe Parade, Mumbai 400 005
Tel No: 022-43025555
Fax: 022-22040465

F. REGISTRAR OF THE ISSUE**Karvy Computershare Pvt. Ltd.**

Karvy House, 46, Avenue 4
Street No1, Banjara Hills
Hyderabad - 500038
Andhra Pradesh
Tel No.: 040-23312454
Fax No.: 040-23311968
Email: varghese@karvy.com

G. CREDIT RATING AGENCIES OF THE ISSUE**1. ICRA Ltd.**

FMC Fortuna, A-10 & A-11, 3rd Floor,
234/3A, A.J.C. Bose Road
Kolkata 700020

2. Credit Analysis & Research Ltd.

3rd Floor, Prasad Chambers,
Shagun Mall Building, 10A, Shakespeare Sarani,
Kolkata - 700 071

H. AUDITORS OF THE ISSUER**M/s SPAN & Associates**

Chartered Accountants
C/O- Ms Ratna Das, Upendralaya
House No-16, Bye Lane – 6
Nabin Nagar , Janapath
Guwahati – 781 024

IV. BRIEF SUMMARY OF THE BUSINESS/ACTIVITIES OF THE ISSUER AND ITS LINE OF BUSINESS**A. OVERVIEW**

NEEPCO is a Schedule "A" Miniratna Government of India Enterprise under the Ministry of Power with a present Authorised Capital of ₹5000 crore. Its primary goal is the integrated and efficient development of the Power Sector in the Region by planning, investigating and preparing preliminary feasibility and definite project reports followed by the actual construction, operation and maintenance of power stations and projects.

Since NEEPCO has been incorporated to operate primarily in the North Eastern Region, it would be pertinent to mention the immense potential of the region for generation of power. Additionally, the Region also has abundant resource of coal, oil and gas for thermal power generation. In spite of such huge potential the Region ranks lowest in the country in terms of per capita energy consumption. This has been mainly due to inhospitable climatic conditions, remote location and inaccessibility of geographical locations.

Hydro-electric Power: In terms of hydro power, the North Eastern Region has the potential of about 58971 MW, i.e. almost 40% of the country's total hydro potential. Of this huge hydro potential around 2% has so far been harnessed and the remaining 98% is yet to be exploited.



Natural Gas: 151.68 billion cubic feet - enough to generate 7500 MW for 10 years.

Coal: 864.78 Million tonnes against 186 Billion tones of reserves in the country. With the reserves in the N.E Region, approximately 240 MW/day can be generated for a period of 100 years.

However with continual improvement of infrastructure and communication facilities, the North East region stands to become the Power House of India by utilising its surplus power potential especially in the hydro sector.

MISSION STATEMENT

- To harness the vast hydro & thermal power potential of the region.
- To produce pollution free and inexhaustible power through planned development of power generation projects.
- To play a significant role in the integration and development of hydroelectric and thermal power in the Central Sector covering all aspects such as investigation, planning, designs, construction, operation and maintenance of hydroelectric and thermal projects which in turn would effectively promote the development of the nation as a whole.

CERTIFICATIONS RECEIVED

- ✓ ISO 9001-2000 Quality Management System
- ✓ ISO 14001-2004 Environmental Safeguards
- ✓ OHSAS 18001-1999 Occupational Health and Safety Standards

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Since its inception NEEPCO has always given top priority towards all round development of the people residing in and around its operational areas. As a responsible corporate citizen, NEEPCO has undertaken various community development activities particularly in the field of education, health, infrastructure development and other community needs. The Corporation is committed to discharge larger responsibilities towards the society in future.

NEEPCO'S CSR MISSION

- ☞ To execute and operate projects in a cost effective, environment friendly and socio-economically responsive manner with thrust on energy conservation.
- ☞ To be a responsible corporate entity for nurturing human values with concern for society.
- ☞ To contribute towards community development and help achieve a high level of human development in the field of education and health in particular as human development contributes to welfare by enhancing 'capabilities' of people thereby increasing their productivity, income and general wellbeing.

PRODUCTS/SERVICES

NEEPCO generates and supplies power to the seven states of the North Eastern Region. The primary beneficiaries are:

- ✓ Assam Power Distribution Company Ltd.
- ✓ Meghalaya Energy Corporation Ltd.
- ✓ Tripura State Electricity Corporation Ltd.
- ✓ Department of Power, Govt. of Arunachal Pradesh
- ✓ Electricity Department, Govt. of Manipur
- ✓ Power & Electricity Department, Govt. of Mizoram
- ✓ Department of Power, Govt. of Nagaland

SUPPLY OF POWER

NEEPCO's generating stations feed power at their respective bus-bar into the Regional Grid. Power is transmitted to the Bulk Power Consumers through transmission systems of the PowerGrid Corporation of India Ltd. (PGCIL) as well as the respective State Transmission Utilities (STU). Generation and transmission of power in the region is regulated by the North Eastern Regional Power Commission and the North Eastern Regional Load Despatch Centre which are the designated apex bodies for integrated operation and management of the Regional Power System (Regional Grid). Tariff for power from the various stations are fixed as per the Availability Based Tariff (ABT) by the Central Electricity Regulatory Authority (CERC). The ABT regime came into force in the North Eastern Region with effect from 01.11.2003. NEEPCO has commissioned/synchronized the following generating power stations:

Sl.	Name of the Power Station	Installed Capacity	State
1	Khandong Power Station	50 MW	Assam
2	Kopili Power Station	200 MW	Assam
3	Kopili Hydro Electric Project – Stage II	25 MW	Assam
4	Doyang Hydro Electric Project	75 MW	Nagaland



5	Ranganadi Hydro Electric Project	405 MW	Arunachal Pradesh
Sub-total (Hydro)		755 MW	
6	Assam Gas Based Power Project	291 MW	Assam
7	Agartala Gas Based Power Project (84 MW + 51 MW)	135 MW	Tripura
8	Tripura Gas Based Power Project	101 MW	Tripura
Sub-total (Thermal)		527 MW	
Grid Interactive Solar Power Plant at TGBPP Site, Tripura (Renewable)		5 MW	Tripura
Grand Total		1287 MW	

B. BRIEF PROFILES OF THE GENERATING STATIONS

1. Khandong Power Station & 2. Kopili Power Station (KHEP): They comprise the original Kopili Hydro Electric Project (100 MW) located on the River Kopili in the North Cachar Hills District of Assam which was the maiden venture of NEEPCO when it came into existence in 1976. The first stage of Kopili Hydro Electric Plant has two dam and dyke systems for creating two reservoirs, one on the Kopili River and the other on the Umrong stream, a tributary of the Kopili. Water from the Kopili reservoir is utilized in the Khandong power station through a 2852 metre long tunnel to generate 50 MW (2 X 25 MW) of power. The tail water from this powerhouse is led to the Umrong reservoir. The water from Umrong reservoir is taken through a 5473 metre long tunnel to the Kopili power station to generate 200 MW (4 X 50 MW) of power. Subsequently, the Stage I Extension (100 MW) of the project envisaged setting up two additional 50 MW units at Kopili Power Station, provisions for which were already kept during the first stage development of the project. The Units III and IV under this extension scheme were commissioned in March, 1997 and June, 1997 respectively. The total installed capacity of the Kopili Power Station thus went up to 200 MW and that of the project as whole to 250 MW. The raising of the Umrong reservoir by 7.6 m was taken up to meet the demand for more water for two additional 50 MW units of first stage extension.

3. Kopili Hydro Electric Project - Stage II (KHEP-II): The second stage of the Kopili Hydro Electric Project involved construction of a powerhouse to generate additional 25 MW of power by utilizing water from the Kopili reservoir through a 480 m long water conductor system, provision of which was kept as a by-pass conduit from the surge shaft in the Khandong tunnel. The water from the second stage powerhouse goes to the Umrong reservoir for utilization in the Kopili power station

4. Doyang Hydro Electric Project (DHEP): Situated on the River Doyang, a tributary of the River Brahmaputra, this Project with a capacity of 3 X 25 MW and an estimated annual generation of 227 Million Units was commissioned on the 2nd week of July'2000. The Project is located in Wokha District of Nagaland. It consists of three units of 25 MW each and has a Design Energy of 227 MU. The Dam is of Rock Fill type with a height of 87.50 m and length of 462 m. The steel lined HRT has double bifurcation, 5.92m in diameter and 427.86 m long and the Design Head is 67.0 m. The Evacuation System comprises a 132 kV D/C Doyang-Dimapur lines of PGCIL and a 132 kV S/C Doyang-Kohima line and 132 KV S/C Doyang-Mokochung line of Govt. of Nagaland.

5. Ranganadi Hydro Electric Project (RHEP): This run-of-the-river Project is located in the Lower Subansiri District of the State of Arunachal Pradesh in the Ranganadi basin and the adjoining Dikrong basin. . It consists of three units of 135 MW each and has a Design Energy of 1509.66 MU. The Dam is of Concrete Gravity type with a height of 68 m and length of 340 m. The HR Tunnel has a diameter of 6.8 m and is 10.13 km long while the dimensions of the Penstock are 5.8 m dia x 778 m long; 4.75 m dia x 137 m long; 3.35 m dia x 147 m long. The Design Head is 304.0 m. The Evacuation System comprises 400 kV Ranganadi-Balipara D/C Lines of PGCIL and 132 kV Ranganadi-Nirjuli S/C Line, 132 kV Ranganadi-Along S/C Line of the Govt. of Arunachal Pradesh.

6. Assam Gas Based Power Project (AGBPP): This Combined Cycle Gas Turbine Project is located in the Dibrugarh District of Assam. It has been partly financed by a loan of 37.272 Billion Yen under bilateral credit arrangement with the Overseas Economic Cooperation Fund of Japan. It utilizes natural gas available in the oil fields of Upper Assam. The power station comprises of 6 Gas Turbines with associated Waste Heat Recovery Boilers and 3 Steam Turbines, arranged in a modular fashion. A module comprises of 2 Gas Turbines with associated Waste Heat Recovery Boilers and 1 steam turbine.

7. Agartala Gas Based Power Project (AGTP): This project is located in the West Tripura District of the state of Tripura near the capital town of Agartala. The project was run on an Open Cycle Mode with 4 Gas Turbines of 21 MW each of European Gas Turbine make operating on natural gas obtained from the gas fields of M/S ONGC. The Project has been financed through the budgetary support of the Government of India and partially through external commercial borrowings from the Deutsche Bank, Germany. The Project was completed in 1997-98. at a cost of Rs 322.55 Crores with a 50:50 debt equity ratio. Subsequently, the AGTP-Extension was commissioned in August, 2015 thereby transforming the project into a Combined Cycle plant with 2 (two) Steam Turbine Generating units of 25.5 MW each and a total installed capacity of 135 MW. The financing pattern of this extension project was with a Debt-Equity ratio of 70:30. The debt component of the cost was met from the proceeds of the USD 100 million ECB from SBI, Singapore while equity was funded from internal accruals of NEEPCO.



8. 5 MWp Grid Interactive Solar Power Plant: As a maiden venture, a 5 MWp Grid Interactive Solar PV Power Project is being setup at Monarchak within the premises of the 101 MW Tripura Gas Based Power Project at an estimated cost of ₹42.89 Cr. (including IDC), with the levellised tariff being ₹9.46/unit. The project was commissioned on 15th February, 2015. The power generated from the project is being evacuated through a 33 KV Double – Circuit Line to the Rabindranagar Sub-Station of Tripura State Electricity Corporation Limited (TSECL). The infrastructure for evacuation of power was carried out by TSECL on “Deposit Work Basis”.

9. Tripura Gas Based Power Project (TGBPP): A Gas Based Combined Cycle Project of nominal capacity 101 MW, this project is located in Monarchak, Tripura. Like the AGTP-Extension, this project was approved with a debt-equity ratio of 70:30 with the equity to be fully funded by NEEPCO from its internal accruals while the debt was financed from the proceeds of the USD 100 million ECB from SBI, Singapore as well as PSU Bonds raised from time to time. A fuel supply agreement (FSA) for this project was signed with ONGC on 5th June, 2008. A PPA was signed on 19th March, 2008 with the State Govt. of Tripura which is the sole beneficiary of this project. The project was successfully commissioned on 31st March, 2017.

C. BRIEF NOTE ON THE PROJECTS OF THE CORPORATION:

a. ON-GOING POWER PROJECTS

NEEPCO is presently constructing three more projects which will add another 770 MW to its Installed capacity. All the on-going projects have been allotted to NEEPCO by the Government of India in agreement with the respective State Governments. A summary of these projects is as follows:

Sl.	Name of the Project	Installed Capacity	State	Estimated Cost as vetted by CEA (₹ in crore)
(i)	Kameng Hydro Electric Project	600 MW	Arunachal Pradesh	6179.96 at Mar., 2015 price levels
(ii)	Pare Hydro Electric Project	110 MW	Arunachal Pradesh	1337.76 at Jan, 2016 price levels
(iii)	Tuirial Hydro Electric Project	60 MW	Mizoram	1329.43 at Dec., 2015 price levels
Total		770 MW		

(i) Kameng Hydro Electric Project (600 MW):

A run-of-the-river (ROR) scheme in the West Kameng District of Arunachal Pradesh, this project comprises of 4 units of 150 MW turbine-generators each with total design energy of 3,353 MU. The project was approved for construction on 2nd December, 2004 at a cost of ₹2496.90 crore including IDC of ₹249.09 crore at March, 2004 price levels and is presently in advanced stages of construction.

The approved funding pattern of this project is with a debt-equity ratio of 70:30 and the equity to be fully funded by the Govt. of India. The debt component is presently being funded by a loan from PFC. A revised cost estimate (RCE) of ₹6476.34 crore has been submitted to the Ministry of Power and is presently awaiting approval. The expected date of commissioning is March, 2018.

The Ministry of Power has allocated the energy from this project to the NE Region (50%), the Western Region (25%) and the Northern Region (25%).

The source-wise expenditure (provisional) for this project as on 30th September, 2017 is as follows:

Sources of funds	Expenditure in ₹ crore
Equity from Govt. of India	775.70
PSU Bonds	3738.63
Internal Resources	1457.55
Total	5971.88

(ii) Pare Hydro Electric Project (110 MW):

A concrete gravity dam scheme on the Dikrong river in the Papumpare District of Arunachal Pradesh, the project is comprised of 2 units of 55 MW turbine-generators with a total design energy of 506.42 MU. The project was approved for construction on 4th December, 2008 at a cost of ₹573.99 crore including IDC of ₹67.66 crore at June, 2007 price levels and is presently in advanced stages of construction. PPAs have been signed with all the seven states of the NER for supply of power from this project.

The approved funding pattern of this project is with a debt-equity ratio of 70:30 and the equity to be fully funded by the Govt. of India. The debt component is being funded by a loan from KfW, Germany covered by the Indo-German Bilateral Development Cooperation Programme under an agreement signed between the Government of India and the Government of the Federal Republic of Germany on 21st May, 2008.



The source-wise expenditure (provisional) for this project as on 30th September, 2017 is as follows:

Sources of funds	Expenditure in ₹ Crore
Equity from Govt. of India	172.20
KfW Loan	596.67
Bonds	300.00
Internal Resources	430.92
Total	1499.79

(iii) Tuirial Hydro Electric Project (60 MW):

A medium head storage scheme in the Aizawl District of Mizoram, the project comprises 2 units of 30 MW turbine-generators with total design energy of 250.63 MU. CCEA clearance was obtained on 7th July, 1998. After the award of major packages, work on the project began from 2001 as per the drawn up plan. However, the project work came to total stop w.e.f. 9th June, 2004 on account of agitation launched by Tuirial Crop Compensation Claimant Association claiming payment of crop compensation for the standing crops in the riverine reserve forest. As on June, 2004 prior to stoppage of work, 30% of the project work and 95% of Design & Engineering work had been completed.

In order to revive the project, various efforts were made by the Ministry of Power, NEEPCO and the Govt. of Mizoram. Subsequently, a PIB recommendation for revival of the project at a RCE of ₹913.63 crore at March, 2010 PL was placed before the CCEA for investment decision. The CCEA clearance was issued on 14th January, 2011 with approval for a debt-equity ratio of 85:15, commissioning schedule of December, 2015 and the following funding pattern:

Source of funds	Amount in ₹ crore
1. Equity from Govt. of India	137.04
2. Subordinate Loan from Govt. of India	291.96
3. Grant from NLCPR of DoNER	300.00
4. Loan from domestic FI/PFC	184.63
Total	913.63

The rate of interest on the Subordinate Loan is 1% p.a. to be paid w.e.f. the date of commercial operation and loan repayments will start from the 16th year from commissioning up to the 30th year.

The source-wise expenditure (provisional) for this project as on 30th September, 2017 is as follows:

Sources of funds	Expenditure in ₹ Crore
1. Equity from Govt. of India	137.04
2. Subordinate Loan from Govt. of India	291.96
3. Grant from NLCPR of DoNER	300.00
4. Bonds	184.63
5. Internal Resources	365.02
Total	1278.65

Unit-I (30 MW) of the project was synchronised on 14.08.2017 and full load test was carried out on 25.08.2017. The assembly of Stator and Rotor of Unit II are progress. The project is expected to be fully commissioned by November, 2017.

b. FUTURE PROJECTS IN OWNERSHIP BASIS

HYDRO:

Sl. No.	Name of The Project	State	Status	Commissioning Schedule (Tentative from Investment approval)
1	Mawphu HEP Stage-II (85 MW)	Meghalaya	<ul style="list-style-type: none"> DPR revised for an installed capacity of 85 MW is in process for re-submission to CEA for accordance of TEC. Comprehensive environmental studies completed and environment and forest clearances are in process. Public hearings conducted. Approval on the proposal for pre-investment activities obtained from MoP on 05.06.2017. Pre-construction activities are to be initiated shortly. 	5 years
2	Tuivai HEP	Mizoram	<ul style="list-style-type: none"> NEEPCO signed MOA with Govt. of Mizoram on 10.02.2015 for execution of the project. 	5 years



(210 MW)		<ul style="list-style-type: none"> Updated cost and tariff of DPR were found to be on higher side. Alternative study conducted with fresh hydrology which also reflected high project cost and tariff. Matter was intimated to the State Govt. A grant of about Rs. 1800.00 crore is required to contain the tariff within Rs. 6.00 per unit. Response of State Govt. is awaited. 	
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THERMAL:

Sl. No.	Name of The Project	State	Status	Commissioning Schedule (Tentative from Investment approval)
1	Garo Hills Thermal Power Project (500MW)	Meghalaya	<ul style="list-style-type: none"> MOA was signed with State Govt. on 17.03.2011. The Project site was identified near Darugiri, East Garo Hills District of Meghalaya. Coal linkage is yet to be established. 	3 years

RENEWABLE:

Sl. No.	Name of The Project	State	Status	Commissioning Schedule (Tentative from Investment approval)
1	Solar PV Project (200MW)	Odisha	<ul style="list-style-type: none"> DPR is under preparation 	2 years

c. DEEN DAYAL UPADHYAYA GRAM JYOTI YOJANA (DDUGJY):

NEEPCO is implementing Rural Electricity Infrastructure including Household electrification scheme under the 12th Plan of Deen Dayal Upadhyaya Gram Jyoti Yojana (erstwhile RGGVY) in two Districts of the State of Tripura, viz. South Tripura and Sepahijala. The cost of the projects are ₹46.87 crore and ₹40.84 crore respectively.. Against the scheme, in both the districts, electricity connections shall be provided to 10220 and 7462 BPL households respectively. Works are still in progress and shall be completed soon.

d. JOINT VENTURE PROJECTS

NEEPCO has taken up some projects on Joint Venture mode over the past few years. However, a decision has been taken to sell its stake in M/s WAANEER Solar Pvt. Ltd.

For the sake of information, the projects in various stages of development in joint venture basis are as follows:

1. COMPLETED:**RENEWABLE ENERGY**

Sl No	Name of the Project	State	Details	Status
1	50 MW Grid Interactive Solar Power Plant at Icchawar, Madhya Pradesh	Madhya Pradesh	Joint Venture Company, viz., M/s WAANEER Solar Pvt. Ltd., incorporated on 28.03.2014 between NEEPCO and M/s. WAAREE Energies Ltd., Mumbai. The Project was implemented under the JNNSM, Phase-II, Batch-I.	Commissioned on 15 th June 2015
2	25 MW Grid Interactive Solar Power Plant at Gurrankonda, Andhra Pradesh	Andhra Pradesh	The Project was implemented by M/s. WAANEER Solar Pvt. Ltd. against RfS No. APSPDCL/02/LTSP/2014, dated 06.09.2014 of Government of Andhra Pradesh	Commissioned on 29 th September 2016

2. ONGOING:**RENEWABLE ENERGY**

Sl No	Name of the Project	State	Details	Status
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1	25 MW Grid Interactive Solar Power Plant at Nagari, Andhra Pradesh	Andhra Pradesh	The Project is being implemented by M/s. WAANEEP Solar Pvt. Ltd. The Project is being implemented against RfS No. APSPDCL/02/LTSP/2014, dated 06.09.2014 of Government of Andhra Pradesh	Project is under Construction
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Note: NEEPCO has decided to sell off its entire stake in M/s WAANEEP Solar Pvt. Ltd. For which the Share Purchase agreement is under finalisation.

3. FUTURE PROJECTS:

HYDRO:

Sl. No.	Name of The Project	State	Status	Commissioning Schedule(Tent. From Investment approval)
1	Mawphu HEP Stage-II (85 MW)	Meghalaya	<ul style="list-style-type: none"> DPR revised for an installed capacity of 85 MW is in process for re-submission to CEA for accordance of TEC. Comprehensive environmental studies completed and environment and forest clearances are in process. Public hearings conducted. Approval on the proposal for pre-investment activities obtained from MoP on 05.06.2017. Pre-construction activities are to be initiated shortly. 	5 years
2	Tuivai HEP (210 MW)	Mizoram	<ul style="list-style-type: none"> NEEPCO signed MOA with Govt. of Mizoram on 10.02.2015 for execution of the project. Updated cost and tariff of DPR were found to be on higher side. Alternative study conducted with fresh hydrology which also reflected high project cost and tariff. Matter was intimated to the State Govt. A grant of about Rs. 1800.00 crore is required to contain the tariff within Rs. 6.00 per unit. Response of State Govt. is awaited. 	5 years

THERMAL:

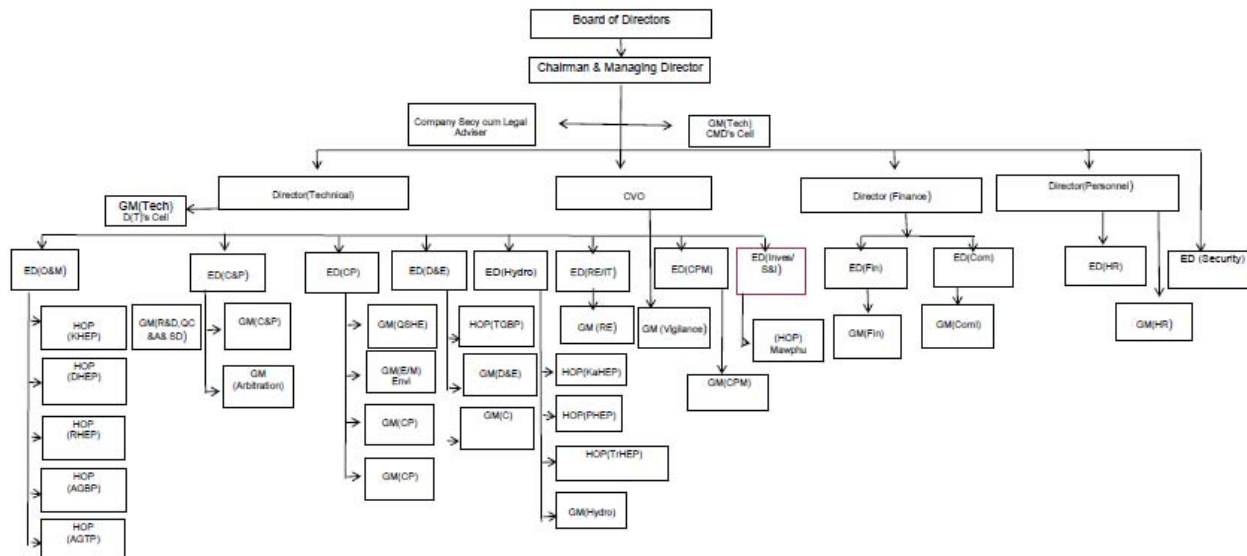
Sl. No.	Name of The Project	State	Status	Commissioning Schedule(Tent. From Investment approval)
1	Garo Hills Thermal Power Project (500MW)	Meghalaya	<ul style="list-style-type: none"> MOA was signed with State Govt. on 17.03.2011. The Project site was identified near Darugiri, East Garo Hills District of Meghalaya. Coal linkage is yet to be established. 	3 years

RENEWABLE:

Sl. No.	Name of The Project	State	Status	Commissioning Schedule (Tent. From Investment approval)
1	Solar PV Project (200MW)	Odisha	<ul style="list-style-type: none"> DPR is under preparation 	2 years



D. CORPORATE STRUCTURE OF NEEPCO LTD.



OFFICES

NEEPCO's registered office is in the picturesque hill city of Shillong. It also has liaison offices in New Delhi, Kolkata, Guwahati and Itanagar.

E. KEY OPERATIONAL AND FINANCIAL PARAMETERS FOR THE LAST 3 AUDITED YEARS

₹ in crore

Parameters	2016-17 Ind-AS	2015-16 Ind-AS	2014-15 IGAAP
Net Worth	5874.50	5768.73	5594.47
Total Debt	6029.10	5623.71	4789.22
of which			
Non-current Maturities of Long Term Borrowing	5696.34	5551.71	4525.42
Current Maturities of Long Term Borrowing	103.42	108.07	103.80
Short Term Borrowing	332.75	0.00	160.00
Net Fixed Assets	3489.07	3119.20	8920.39
Non Current Assets	12023.66	10651.82	9203.08
Cash and Cash Equivalents	269.28	447.95	727.11
Current Investment	0.00	0.00	95.49
Current Liabilities	1152.20	842.79	955.29
Revenue from Operations	1404.47	1605.88	1530.51
EBITDA	565.03	572.01	570.06
EBIT	404.65	452.62	423.68
Interest	29.91	17.23	3.41
PAT	240.46	308.20	318.54
Dividend	* 72.14	111.76	95.56
Current Ratio	0.93	2.16	2.08
Gross Debt/Equity Ratio	1.65	1.61	1.35
Debt Servicing Coverage Ratio	3.89	4.74	5.11

*The Dividend amount pertains to the profit of the corresponding Financial Year. The interim dividend paid for the FY 2016-17 was Rs. 21.00 crore and final dividend declared in the AGM and already paid is Rs. 51.14 crore.

F. GROSS DEBT : EQUITY RATIO PRIOR TO AND AFTER THE ISSUE OF THIS SECURITY:

Prior to the Issue	After the issue
1.65	1.79



V. A BRIEF HISTORY OF THE ISSUER SINCE ITS INCORPORATION GIVING DETAILS OF ITS ACTIVITIES

The North Eastern Electric Power Corporation Ltd. (NEEPCO Ltd.) was incorporated on 2nd April, 1976 under the Companies Act, 1956 with an Authorised Capital of Rs.75 crore. NEEPCO is a Schedule "A" Government of India Enterprise under the Ministry of Power. Its primary goal is the integrated and efficient development of the Power Sector in the Region by planning, investigating and preparing preliminary feasibility and definite project reports followed by the actual construction, operation and maintenance of power stations and projects.

A. DETAILS OF SHARE CAPITAL AS ON LAST QUARTER END (30.09.2017)

NEEPCO is a fully owned Government of India Enterprise and its entire share capital is held by the Central Government. Presently, its authorized share capital is ₹5000 crore and its paid-up share capital is ₹3452.81 crore.

The investment by the Government of India in the Corporation has steadily risen since its incorporation with the infusion of additional Equity for every new project undertaken by the NEEPCO. Thus, the Authorized Capital of NEEPCO had to be gradually increased from the initial amount of ₹75.00 crore to the present ₹5000.00 crore.

CAPITAL STRUCTURE (as on 30.09.2017)	Amount (₹ in lakh)
AUTHORISED CAPITAL 5,00,00,00,000 equity shares of ₹10/- each	500000.00
ISSUED, SUBSCRIBED AND PAID-UP CAPITAL 345,28,10,400 equity shares of ₹10/- each	345281.04

B. CHANGES IN CAPITAL STRUCTURE AS ON LAST QUARTER END, FOR THE LAST FIVE YEARS

None.

C. EQUITY SHARE CAPITAL HISTORY OF THE COMPANY AS ON LAST QUARTER END, FOR THE LAST FIVE YEARS

Date of Allotment	No. of Equity Shares	Face Value ₹	Issue Price ₹	Consideration (Cash, other than cash, etc)	Cumulative	
					No. of Equity Shares	Equity Share Capital (₹ in lakhs)
20-05-2011	4,50,00,000	10.00	10.00	-	327,69,30,400	3276,93.04
02-03-2012	1,53,00,000	10.00	10.00	Book adjustment by Govt. of India	329,22,30,400	3292,23.04
20-11-2012	1,44,10,000	10.00	10.00	-	330,66,40,400	330664.04
05-02-2013	80,00,000	10.00	10.00	-	331,46,40,400	331464.04
05-12-2013	2,80,00,000	10.00	10.00	-	334,26,40,400	334264.04
14-05-2013	81,00,000	10.00	10.00	-	335,07,40,400	335074.04
26-03-2014	1,21,75,000	10.00	10.00	-	336,29,15,400	336291.54
14-05-2014	2,21,70,000	10.00	10.00	-	338,50,85,400	338508.54
16-07-2014	4,10,30,000	10.00	10.00	-	342,61,15,400	342611.54
27-08-2015	65,000	10.00	10.00	-	342,61,80,400	342618.04
15-02-2016	2,66,30,000	10.00	10.00	-	345,28,10,400	345281.04

Note: NEEPCO is fully owned by the President of India; hence the nature of allotment of all the above equity shares is only on fully paid-up basis on receipt of equity sanction orders from the Govt. of India from time to time.

D. DETAILS OF ANY ACQUISITION OR AMALGAMATION IN THE LAST 1 YEAR

None.

E. DETAILS OF ANY REORGANIZATION OR RECONSTRUCTION IN THE LAST 1 YEAR

None.

F. ANY 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



G. DETAILS OF ANY LITIGATION OR LEGAL ACTION PENDING OR TAKEN BY ANY MINISTRY OR DEPARTMENT OF THE GOVERNMENT OR A 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 SHALL BE DISCLOSED

Nil

H. RELATED PARTY TRANSACTIONS ENTERED DURING THE LAST THREE FINANCIAL YEARS IMMEDIATELY PRECEDING THE YEAR OF CIRCULATION OF OFFER LETTER INCLUDING WITH REGARD TO LOANS MADE OR GUARANTEES GIVEN OR SECURITIES PROVIDED

Nil

I. SUMMARY OF RESERVATIONS OR QUALIFICATIONS OR ADVERSE REMARKS OF AUDITORS IN THE LAST FIVE FINANCIAL YEARS IMMEDIATELY PRECEDING THE YEAR OF CIRCULATION OF OFFER LETTER AND OF THEIR IMPACT ON THE FINANCIAL STATEMENTS AND FINANCIAL POSITION OF THE COMPANY AND THE CORRECTIVE STEPS TAKEN AND PROPOSED TO BE TAKEN BY THE COMPANY FOR EACH OF THE SAID RESERVATIONS OR QUALIFICATIONS OR ADVERSE REMARK

Nil

J. DETAILS OF ANY INQUIRY, INSPECTIONS OR INVESTIGATIONS INITIATED OR CONDUCTED UNDER THE COMPANIES ACT OR ANY PREVIOUS COMPANY LAW IN THE LAST THREE YEARS IMMEDIATELY PRECEDING THE YEAR OF CIRCULATION OF OFFER LETTER IN THE CASE OF COMPANY AND ALL OF ITS SUBSIDIARIES

Nil

K. DETAILS OF ACTS OF MATERIAL FRAUDS COMMITTED AGAINST THE COMPANY IN THE LAST THREE YEARS, IF ANY, AND IF SO, THE ACTION TAKEN BY THE COMPANY

Nil

VI. DETAILS OF THE SHAREHOLDING OF THE COMPANY AS ON LATEST QUARTER END (30.09.2017)

A. SHAREHOLDING PATTERN OF THE COMPANY AS ON 30.09.2017:

Sr. No.	Particulars	Total No. of Equity Shares	No. of shares in demat form	Total Shareholding as % of Total No. of Equity Shares
1.	100% held by Govt. of India as shown in Sl. (B) below.	345,28,10,400	Nil	100%


B. LIST OF TOP 10 HOLDERS OF EQUITY SHARES OF THE COMPANY AS ON THE LATEST QUARTER END (30.09.2017):

Sl.	Name of the shareholder	Total no. of Shares	No. of shares in Demat form	Total Shareholding as % of Total no. of equity shares	Remarks
1	Shri A. G. West Kharkongor, Chairman & Managing Director, NEEPCO Ltd.	100	Nil		
2	Shri Satyabrata Borgohain, Director (Personnel), NEEPCO Ltd.	100	Nil		
3	Shri V. K. Singh, Director (Technical), NEEPCO Ltd.	100	Nil		
4	Shri Raj Pal, Economic Advisor Ministry of Power	100	Nil		
5	Shri Arun Kumar Verma, Joint Secretary, Ministry of Power	100	Nil		
6	Shri P. C Pankaj Former Chairman & Managing Director, NEEPCO Ltd	100	Nil		
7	President of India	3,452,809,800	Nil		
	Total	3,452,810,400			

VII. DETAILS REGARDING THE DIRECTORS OF THE COMPANY
A. DETAILS OF THE DIRECTORS OF THE COMPANY AS ON LATEST QUARTER END (30.09.2017)

Sl. No.	NAME AND DESIGNATION	DIN	AGE	ADDRESS	DIRECTOR OF THE COMPANY SINCE	OTHER DIRECTORSHIPS
FUNCTIONAL DIRECTORS :						
1	Shri A. G. West Kharkongor, Chairman & Managing Directors	03264625	58 years	Chairman & Managing Director, NEEPCO Ltd., Brookland Compound, Lower New Colony, Shillong-793003	Appointed on 29.08.2016 as Chairman & Managing Director and was earlier appointed as Director (Finance) on 19.08.2010	WAANEPP Solar Private Ltd.
2	Shri D. V. Singh	03107819	56 years	Chairman & Managing Director, NEEPCO Ltd., Brookland Compound, Lower New Colony, Shillong-793003	Charge of Chairman & Managing Director from 22.08.2017 to 11.10.2017 during the period of leave of Shri A. G. West Kharkongor, CMD	THDC India Limited
3	Shri Satyabrata Borgohain	06801073	58 years	Director (Personnel) NEEPCO Ltd., Brookland Compound, Lower New Colony, Shillong-793003	01.01.2014	-----
4	Shri V. K. Singh	07471291	55 years	Director (Technical) NEEPCO Ltd., Brookland Compound, Lower New Colony,	01.03.2016	KSK Dibbin Hydro Power Pvt. Ltd.



				Shillong-793003		
5	Shri M. Shiva Shunmuganathan	07551379	54 years	Director (Finance) NEEPCO Ltd., Brookland Compound, Lower New Colony, Shillong-793003	27.09.2017	----
GOVERNMENT OF INDIA NOMINEE:						
6	Shri Raj Pal	02491831	55 years	Economic Advisor Ministry of Power, Govt.of India Shram Shakti Bhawan, Rafi Marg, New Delhi -110 001	01.11.2013	1. Energy Efficiency Service Ltd.
NORTH EASTERN STATES' NOMINEE:						
7	Shri Vineet Joshi	07078936	49 years	Commissioner (Power), Govt. of Arunachal Pradesh, Jal Vidyut Bhawan, Itanagar 791111 Arunachal Pradesh	20.01.2017	1. Loktak Downstream H.E. Corporation Ltd. 2. Manipur State Power Distribution Company Ltd. 3. Manipur State Power Company Ltd. 4. Imphal Smart City Ltd. 5. Tourism Corporation of Manipur Ltd.
INDEPENDENT DIRECTORS:						
8	Shri Gopal Krishan Agarwal	00226120	55 years	C-62, Sector 65, Noida – 201301 Uttar Pradesh.	17.11.2015	1. Professional Data System Pvt. Ltd. 2. Gangotri Overseas Pvt. Ltd. 3. Genuine Creations Pvt. Ltd. 4. Jaladhikar Foundation 5. Bank of Baroda
9	Dr. Amitabha De	07466659	64 years	Rajiv Gandhi Indian Institute of Management Shillong, Mayurbhanj Complex, Nongthymmai, Shillong – 793 014 Meghalaya	17.11.2015	-----
10	Shri Vijay Kumar Gupta	07353011	62 years	H.No.68, Cycle Factory Road, Opposite Bank of Baroda, Ambari - Fatasil, Guwahati – 781025, Assam	17.11.2015	----
11	Prof. Bupinder Zutshi	07937359	64 years	Block-3,House No.61, S.F.Eros Garden, Surajkund Road, Faridabad-121009, Haryana	08.09.2017	----
12	Dr. Hari Narayan Borkataky	07956359	69	H. No.210, Subachani Road, SMD Nagar Tinsukia - 786125, Assam	08.09.2017	----



B. DETAILS OF CHANGE IN DIRECTORS SINCE LAST THREE YEARS

Sl.	NAME	DIN	DATE OF APPOINTMENT	DATE OF CESSATION	REMARKS
1	Shri Kaling Tayeng	07005188	11.11.2014	17.09.2015	
2	Shri Ashok Sinha	00299600	31.12.2012	30.09.2015	
3	Shri Shantikam Hazarika	00523656	06.07.2012	05.07.2015	
4	Shri Santosh Nandlal Saraf	00073618	06.07.2012	05.07.2015	
5	Shri Ardhendu Sen	00297393	06.07.2012	05.07.2015	
6	Dr. Ramesh Babulal Baheti	00008202	13.11.2013	30.09.2015	
7	Shri Utpal Moral	03434273	08.02.2011	29.02.2016	
8	Shri P. C. Pankaj	03640772	03.06.2011	30.06.2016	
9	Shri Siddhartha Bhattacharya	07411794	17.11.2015	24.01.2017	
10	Shri Gurdeep Singh	00307037	01.07.2016	29.08.2016	
11	Shri K. V. Eapen	01613015	09.10.2015	20.01.2017	
12	Shri D.V. Singh	03107819	22.08.2017	11.10.2017	

C. REMUNERATION OF DIRECTORS (DURING THE LAST THREE FINANCIAL YEARS)

Name of Director (2016-17)	Designation	Salary (₹)	Cont. to PF & Other Funds (₹)	Benefits (₹)	Total (₹)
Shri A.G.West Kharkongor	Chairman & Managing Director (w.e.f. 29.08.2016)	1934180	237761	118591	2290532
Shri P.C.Pankaj	CMD (upto 30.06.2016)	808080	98533	1864734	2771347
Shri A.G.West Kharkongor	Director (Finance) (upto 28.08.2016)	1266621	154634	1018946	2440201
Shri Utpal Moral	Director (Technical) (retired)			759122	759122
Shri Satyabrata Borgohain	Director (Personnel)	2699903	354511	969155	4023569
Shri V. K. Singh	Director (Technical)	2880801	351594	152293	3384688

Name of Director (2015-16)	Designation	Salary (₹)	Cont. to PF & Other Funds (₹)	Benefits (₹)	Total (₹)
Shri P. C. Pankaj	Chairman & Managing Director	3114524	480241	858707	4453472
Shri A.G.West Kharkongor	Director (Finance)	2992914	461490	530895	3985299
Shri Utpal Moral	Director (Technical) (retired)	2676037	411771	1703271	4791079
Shri Satyabrata Borgohain	Director (Personnel)	2657532	417102	468371	3543005
Shri V. K. Singh	Director (Technical)	230126	35681	15138	280945

Name of Director (2014-15)	Designation	Salary (₹)	Benefits (₹)	PRP (₹)	Total (₹)
Shri P. C. Pankaj	Chairman & Managing Director	2905461	1421498	706970	5033929
Shri A.G.West Kharkongor	Director (Finance)	2792077	656327	501030	3949434
Shri Utpal Moral	Director (Technical)	2750789	1469459	498398	4718646
Shri Satyabrata Borgohain	Director (Personnel)	2523783	503786	-	3027569
Shri I. P. Baroah	Ex-Director (Personnel) (retired)	-	1252792	847824	2100616

VIII. DETAILS REGARDING THE STATUTORY AUDITORS OF THE COMPANY

A. DETAILS OF THE AUDITOR OF THE COMPANY:

Name	Address	Auditors for	Auditor w.e.f.
M/s SPAN & Associates	C/o Ms. Ratna Das, Upendralaya House No-16, Bye Lane – 6 Nabin Nagar , Janapath Guwahati – 781 024	2015-16 2016-17 2017-18	30 th September, 2015

Being a Government Company, the statutory auditors are appointed by the Comptroller and Auditor General of India ("CAG").

**B. DETAILS OF CHANGE IN AUDITORS SINCE LAST THREE YEARS:**

Name	Address	Date of Appointment	Auditor of the Company since (in case of resignation)	Remarks
M/s SPAN & Associates	C/o Ms. Ratna Das, Upendralaya, House No.16, Bye Lane – 6, Nabin Nagar , Janapath, Guwahati – 781 024	30 th September, 2015	Not applicable	
M/s Nundi & Associates	7C, Kiron Shankar Roy Road, Hastings Chamber, 3 rd Floor, Kolkata - 700001	For 2012-13: 28 th August, 2012 For 2013-14: 13 th September, 2013 For 2014-15: 17 th September, 2014	Not applicable	

IX. DETAILS OF BORROWINGS OF THE COMPANY AS ON 30.09.2017**A. DETAILS OF SECURED LOAN FACILITIES:**

₹ in crore

Lender's Name	Type of Facility	Amount Sanctioned	Principal Amount Outstanding	Repayment Date / Schedule	Security
ECB, SBI - Singapore	Long Term Loan	USD 100 million	418.95	Quarterly on 20 th June, 20 th Sept., 20 th Dec. and 20 th March Repayment started from 20.06.2014	Hypothecation of assets of the Corporation

B. DETAILS OF UNSECURED LOAN FACILITIES:0

₹ in crore

Lender's Name	Type of Facility	Amount Sanctioned	Principal Amount Outstanding	Repayment Date / Schedule
1. Govt. of India	Subordinate Loan	291.96	291.96	Annual repayment starting from 16 th year after commissioning of the Tuirial HEP until the 30 th year.
2. KfW, Germany	Long Term Loan	€ 80 million	452.13	30 equal half-yearly instalments payable on 30 th December and 30 th June as per schedule starting 30 th December, 2013

C. DETAILS OF NCDS:

₹ in crore

Debenture Series	Tenure / Period of Maturity	Coupon	Amount	Date of Allotment	Redemption Date/ Schedule	Credit Rating	Secured / unsecured	Security
XI th	10 years	10.20%	40.00	15-12-2011	15-12-2021	ICRA AA	Secured	Mortgage under Trust Deed
XII th	10 years	9.25%	120.00	27-06-2012	1) 27-06-2018 2) 27-06-2019 3) 27-06-2020 4) 27-06-2021 5) 27-06-2022 @ 20% of Face Value	ICRA AA	Secured	
XIII th	10 years	9.00%	72.50	15-03-2013	1) 15-03-2019 2) 15-03-2020 3) 15-03-2021 4) 15-03-2022 5) 15-03-2023	ICRA AA	Secured	



					@ 20% of Face Value		
XIV th	10 years	9.60%	2500.00	01-10-2014	1) 01-10-2020 2) 01-10-2021 3) 01-10-2022 4) 01-10-2023 5) 01-10-2024 @ 20% of Face Value	ICRA AA & CARE AA	Secured
XV th	10 years	9.15%	600.00	25-03-2015	1) 25-03-2021 2) 25-03-2022 3) 25-03-2023 4) 25-03-2024 5) 25-03-2025 @ 20% of Face Value	CARE AA	Secured
XVI th	15 years	8.68%	900.00	30-09-2015	1) 30-09-2026; 2) 30-09-2027; 3) 30-09-2028; 4) 30-09-2029; 5) 30-09-2030; @ 20% of Face Value	ICRA AA CARE AA CRISIL AA	Secured
XVII th	3 years 2 months	7.80%	300.00	27-03-2017	27-05-2020	ICRA AA CARE AA	Secured

D. LIST OF TOP 10 DEBENTURE HOLDERS AS ON 30.09.2017:

	Name of the Holders	Amount (₹ in Crore)
1	Coal Mines Provident Fund Organisation	767.30
2	Life Insurance Corporation of India	600.00
3	State Bank of India Employees Pension Fund	378.50
4	Food Corporation of India CPF Trust	245.80
5	Powergrid Employee Provident Fund Trust	183.20
6	CBT EPF-05-C-DM	152.90
7	Nuclear Power Corporation of India Limited Employees Provident Fund	115.50
8	Trustees GEB's C P Fund	110.60
9	Board of Trustees Hindustan Steel Ltd. Bhilai Steel Project Provident Fund	110.00
10	CBT EPF-11-A-DM	70.00
11	Indian Oil Corporation Ltd. (Refineries Division) Employees Provident Fund	70.00
	TOTAL	2803.80

E. THE AMOUNT OF CORPORATE GUARANTEE ISSUED BY THE ISSUER ALONG WITH NAME OF THE COUNTERPARTY (LIKE NAME OF THE SUBSIDIARY, JV ENTITY, GROUP COMPANY, ETC) ON BEHALF OF WHOM IT HAS BEEN ISSUED.

None.

F. DETAILS OF COMMERCIAL PAPER:

None.

G. DETAILS OF REST OF THE BORROWING (IF ANY INCLUDING HYBRID DEBT LIKE FCCB, OPTIONALLY CONVERTIBLE DEBENTURES / PREFERENCE SHARES).

None.

H. DETAILS OF ALL DEFAULT/S AND/OR DELAY IN PAYMENTS OF INTEREST AND PRINCIPAL OF ANY KIND OF TERM LOANS, DEBT SECURITIES AND OTHER FINANCIAL INDEBTEDNESS INCLUDING CORPORATE GUARANTEE ISSUED BY THE COMPANY, IN THE PAST 5 YEARS.

None.



I. DETAILS OF ANY OUTSTANDING BORROWINGS TAKEN/ DEBT SECURITIES ISSUED WHERE TAKEN / 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.

None.

J. MANAGEMENT'S PERCEPTION OF RISK FACTORS:

Prospective investors should carefully consider all the information in this Private Placement Offer Letter, including the risks and uncertainties described below, before making an investment in the Bonds. The risks and uncertainties described in this section are not the only risks that we currently face. 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 prospects, results of operations and financial condition. If any of the following or any other risks actually occur, our business prospects, results of operations and financial condition could be adversely affected and the price of, and the value of your investment in the Bonds could decline and you may lose all or part of your redemption amounts and/ or interest amounts.

(i) RISKS RELATING TO OUR BUSINESS AND INDUSTRY

1. With the power sector industry becoming increasingly competitive, the Corporation's growth will depend largely on its ability to minimize costs and maximize revenues.
2. Our revenues are largely dependent on the ability of our power stations to perform at optimal levels. The performance of our hydro stations at optimum levels depends upon the water levels of the rivers and reservoirs which in turn depend upon rainfall conditions. A decline in rainfall levels may result in lower levels of generation by the hydro stations which would in turn result in lower revenues for the Corporation.
3. Significant shortages in the supply of natural gas could adversely affect our thermal stations which would adversely affect our financial condition and results of operations
4. Power sector CPSUs are required to adhere to certain norms as approved by the Government of India through the Ministry of Power and other authorities as well as the Central Electricity Regulatory Commission (CERC). Changes in the regulatory regime by the CERC with respect to tariff regulations may adversely affect our financial condition and results of operations. The Corporation may also be vulnerable to the introduction of rules, regulations and norms of operation by the Government of India from time to time.
5. The Corporation enjoys certain tax benefits which may be withdrawn thereby adversely affecting our business, financial condition and results of operations.
6. We have borrowed in foreign currency and are likely to continue to do so in the future which exposes us to fluctuations in foreign exchange rates thereby adversely affecting our financial condition and results of operations.
7. The construction, maintenance and operation of power projects carry certain risks which to the extent they materialize could adversely affect our business and financial performance
8. Negative trends in the Indian power sector or the Indian economy could adversely affect our business and financial performance.
9. As the Corporation uses IT in many of its work processes there are possible risks of IT frauds.

(ii) RISKS RELATING TO THE INDIAN ECONOMY

10. A slowdown in the economic growth in India could adversely impact our business.
11. The growth of the power sector in India is dependent on the continued growth of the Indian economy and regulatory developments in India. Any adverse change in policy implementation / industry demand may adversely affect us.
12. Our ability to raise foreign currency borrowings may be constrained by regulatory, statutory and legal conditions in the country.
13. Any downgrading of India's sovereign rating by a credit rating agency could have a negative impact on our business

(iii) RISKS RELATING TO THE BONDS

14. There is no guarantee that the Bonds issued pursuant to this Issue will be listed on BSE in a timely manner.
15. Any downgrading in credit rating of our Bonds may affect the trading price of our Bonds and our ability to raise funds.
16. Payments made on the Bonds will be subordinated to certain tax and other liabilities preferred by law.

X. DETAILS OF PROMOTERS OF THE COMPANY

None. (NEEPCO Ltd. fully owned by the Government of India)



XI. ABRIDGED VERSION OF AUDITED CONSOLIDATED (WHEREVER AVAILABLE) AND STANDALONE FINANCIAL INFORMATION (LIKE PROFIT & LOSS STATEMENT, BALANCE SHEET AND CASH FLOW STATEMENT) FOR AT LEAST LAST THREE YEARS AND AUDITOR QUALIFICATIONS , IF ANY

₹ in lakh

Sl No.	Particulars	As at 31 st March 2017	As at 31 st March 2016	As at 1 st April 2015
	ASSETS			
1	Non-Current assets			
	(a) Property, Plant and Equipment	348907.21	311019.59	213156.40
	(b) Capital work -in- Progress	799325.64	695320.94	660942.57
	(c) Intangible assets under Development	10082.50	10000.00	10000.00
	(d) Intangible assets	4681.85	4541.83	1589.52
	(e) Financial Assets			
	(i) Investment	10993.00	10295.00	6030.00
	(ii) Loans	113.96	127.71	110.50
	(f) Deferred Tax Asset (Net)		1790.13	3051.38
	(g) Other Non-current Assets	28261.53	32086.46	28915.11
	Total Non-Current Assets	1202365.69	1065181.66	923795.48
2	Current assets			
	a) Inventories	13436.19	14251.07	20417.43
	b) Financial Assets			
	(i) Investments	0.00	0.00	9549.06
	(ii) Trade receivables	46534.16	102586.97	76660.95
	(iii) Cash and Cash equivalents	26928.01	44,795.16	72711.27
	(iv) Bank balances other than (iii) above			
	(vi) others	6028.43	3508.77	4926.73
	c) Current Tax Assets	11824.22	14463.66	10072.63
	d) Other Current assets	2039.31	2113.02	3369.16
	e) Assets Held For Sale	67.69		
	Total Current Assets	106858.01	181718.65	197707.23
	Total Assets	1309223.70	1246900.31	1121502.71
	EQUITY AND LIABILITIES			
1	Equity			
	(a) Equity Share Capital	345281.04	345281.04	342611.54
	(b) Other Equity	242169.21	231591.82	211227.18
	Total Equity	587450.25	576872.86	553838.72
	Non-Current Liabilities			
	a) Financial Liabilities			
	(i) Borrowings	559292.78	544363.97	452541.99
	(ii) Trade payables	-	-	
	(iii) Other financial liabilities	-	-	
	b) Provisions	12423.54	10114.49	9582.18
	c) Deferred tax liabilities (Net)	3526.12		0.00
	d) Other non-current liabilities	31311.40	31270.12	18382.79
	Total Non-Current Liabilities	606553.84	585748.58	480506.96
2	Current liabilities			
	a) Financial liabilities			
	(i) Borrowings	33275.00	0.00	16000.00
	(ii) Trade Payables	12361.37	13314.38	13065.78
	(iii) Other financial liabilities	32046.54	30503.48	27488.75
	b) Other current liabilities	14318.83	13920.53	18533.79
	c) Provisions	15220.49	14749.69	3445.58
	d) Current Tax liabilities	7997.38	11790.79	8623.13
	Total Current Liabilities	115219.61	84278.87	87157.03
	Total Equity and Liabilities	1309223.70	1246900.31	1121502.71



₹ in lakh

Sl No.	Particulars	For the period ended 31 st Mar-17	For the period ended 31st-Mar-16
I	Revenue from Operations	140,447.01	160,587.64
II	Other Income	3,105.49	13,525.47
III	Total Income (I + II)	143,552.50	174,113.11
IV	Expenses		
	(a) Cost of materials consumed	40,742.17	62,955.03
	(b) Employee benefit expense	27,647.65	25,855.23
	(c) Finance costs	2,991.39	1,723.14
	(d) Depreciation and amortization expense	16,038.68	11,939.34
	(f) Other expenses	18,659.39	28,101.99
	Total expenses (IV)	106,079.28	130,574.73
	Profit / (loss) before exceptional items and tax (III - IV)	37,473.22	43,538.38
	Profit / (loss) after exceptional items and tax	37,473.22	43,538.38
V	Share of Profit of Associates	-	-
VI	Share of Profit of Joint Ventures	-	-
VII	Profit / (loss) before tax (III-IV+V+VI)	37,473.22	43,538.38
VIII	Tax Expense:		
	(i) Current tax	7,997.38	12173.36
	Less : MAT Credit		382.57
	Net Current Tax	7,997.38	11790.79
	(ii) Deferred tax	5,429.47	927.48
	Total	13,426.85	12,718.27
IX	Profit/(loss) for the year from continuing operations (VII - VIII)	24,046.37	30,820.11
X	Profit/(loss) from discontinued operations	-	-
XI	Profit/(loss) for the year/period	24,046.37	30,820.11

` in lakh

CASHFLOW	2016-17 Ind-AS	2015-16 Ind-AS
Cash Flow from operating activities	55407.83	57886.24
Add: Working Capital adjustment	60730.47	2457.85
Less: Income Tax Paid	9151.35	13014.15
Add: Cash flow from Investing activities	-120627.83	-98777.42
Add: Cash flow from financing activities	-4226.27	23531.37
Net increase (decrease) in cash and cash equivalents	-17867.15	-27916.11
Add: Cash & cash equivalents (opening)	44795.16	72711.27
Closing Cash and cash equivalents	26928.01	44795.16

**Bond Cash Flows (per Bond):**

Interest Due Dates	Day of the week	Interest Payment Dates	Day of the week	No. of days in Coupon Period	Days in the year	Interest Amount (In Rs.)	Principal Amount (In Rs.)
Deemed Date of Allotment:			15-11-2017				
15-May-2018	Tuesday	15-May-2018	Tuesday	181	365	38,084.00	
15-Nov-2018	Thursday	15-Nov-2018	Thursday	184	365	38,716.00	
15-May-2019	Wednesday	15-May-2019	Wednesday	181	365	38,084.00	
15-Nov-2019	Friday	15-Nov-2019	Friday	184	365	38,716.00	
15-May-2020	Friday	15-May-2020	Friday	182	366	38,190.00	
15-Nov-2020	Sunday	16-Nov-2020	Monday	184	366	38,610.00	
15-May-2021	Saturday	15-May-2021	Saturday	181	365	38,084.00	
15-Nov-2021	Monday	15-Nov-2021	Monday	184	365	38,716.00	
15-May-2022	Sunday	16-May-2022	Monday	181	365	38,084.00	
15-Nov-2022	Tuesday	15-Nov-2022	Tuesday	184	365	38,716.00	
15-May-2023	Monday	15-May-2023	Monday	181	365	38,084.00	
15-Nov-2023	Wednesday	15-Nov-2023	Wednesday	184	365	38,716.00	
15-May-2024	Wednesday	15-May-2024	Wednesday	182	366	38,190.00	
15-Nov-2024	Friday	15-Nov-2024	Friday	184	366	38,610.00	
15-May-2025	Thursday	15-May-2025	Thursday	181	365	38,084.00	5,00,000
15-Nov-2025	Saturday	15-Nov-2025	Saturday	184	365	19,358.00	5,00,000
TOTAL						595,042.00	10,00,000

Date for redemption	Record date for redemption	Day of the week
15-May-2025	29-Apr-2025	Tuesday
15-Nov-2025	30-Oct-2025	Thursday

XII. ABRIDGED VERSION OF LATEST AUDITED / LIMITED REVIEW HALF YEARLY CONSOLIDATED (WHEREVER AVAILABLE) AND STANDALONE FINANCIAL INFORMATION (LIKE PROFIT & LOSS STATEMENT AND BALANCE SHEET) AND AUDITORS QUALIFICATIONS, IF ANY

Nil.

XIII. ANY MATERIAL EVENT/ DEVELOPMENT OR CHANGE AT THE TIME OF ISSUE OR SUBSEQUENT TO THE ISSUE WHICH MAY AFFECT THE ISSUE OR THE INVESTOR'S DECISION TO INVEST/ CONTINUE TO INVEST IN THE DEBT SECURITIES

Nil.

XIV. THE NAMES OF THE DEBENTURE TRUSTEE(S) SHALL BE MENTIONED WITH STATEMENT TO THE EFFECT THAT DEBENTURE TRUSTEE(S) HAS GIVEN HIS CONSENT TO THE ISSUER FOR HIS APPOINTMENT UNDER REGULATION 4 (4) AND IN ALL THE SUBSEQUENT PERIODICAL COMMUNICATIONS SENT TO THE HOLDERS OF DEBT SECURITIES.

In accordance with the provisions of (i) 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, as amended, (ii) Securities and Exchange Board of India (Issue and Listing of Debt Securities) (Amendment) Regulations, 2012 issued vide circular no. LAD-NRO/GN/2012-13/19/5392 dated October 12, 2012, as amended, (iii) the Companies Act, 2013 and (iv) Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, the Issuer has appointed SBICAP Trustee Company Ltd. to act as Trustees ("Trustees") for and on behalf of the holder(s) of the Bonds. The address and contact details of the Trustees are as under:

SBICAP Trustee Company Ltd.
Apeejay House, 6th Floor, 3 Dinshaw Waccha Road,
Churchgate, Mumbai 400 020
Tel.:- 022 4302 5555; Fax: 022-22040465
Email:- corporate@sbicaptrustee.com



A copy of the letter from SBICAP Trustee Company Ltd. conveying their consent to act as Trustee for the current issue of Bonds is enclosed elsewhere in this Disclosure Document.

NEEPCO and the Trustees shall enter into a Trustee Agreement specifying, inter alia, the powers, authorities and obligations of the Trustees and NEEPCO. By applying for the Bonds, the Bondholders shall without further action or deed, be deemed to have irrevocably given their consent to and authorised the Trustees or any of their agents or authorized officials to do, inter alia, all acts, deeds, matters and things in respect of or relating to the security to be created for securing the Bonds being offered in terms of this Document including the right to substitute or release any property charged in their favour and/or to create a charge on additional properties in their favour including the right of the Trustees to release, and/or substitute relevant title deeds in respect thereof. All the rights and remedies of the Bondholders shall vest in and shall be exercised by the Trustees without reference to the Bondholders. Any payment made by NEEPCO to the Trustees on behalf of the Bondholders shall discharge NEEPCO any liability to the Bondholders. No Bondholder shall be entitled to proceed directly against NEEPCO unless the Trustees, having become so bound to proceed, fail to do so.

XV. THE DETAILED RATING RATIONALE (S) ADOPTED (NOT OLDER THAN ONE YEAR ON THE DATE OF OPENING OF THE ISSUE)/ CREDIT RATING LETTER ISSUED (NOT OLDER THAN ONE MONTH ON THE DATE OF OPENING OF THE ISSUE) BY THE RATING AGENCIES SHALL BE DISCLOSED

The company has obtained a rating of ICRA “AA”; Stable and CARE “AA”; Stable for the proposed Bond Issue vide letters dated 9th October, 2017 and 7th November, 2017 respectively. Instruments with this rating are considered to have very low credit risk.

The above ratings are not recommendations to buy, sell or hold securities and investors should take their own decision. The rating may be subject to revision or withdrawal at any time by the assigning rating agencies and should be evaluated independently of any other rating. The rating obtained is subject to revision at any point of time in the future. The rating agencies have the right to suspend, withdraw the rating at any time on the basis of new information etc.

XVI. IF THE SECURITY IS BACKED BY A GUARANTEE OR LETTER OF COMFORT OR ANY OTHER DOCUMENT / LETTER WITH SIMILAR INTENT, A COPY OF THE SAME SHALL BE DISCLOSED. IN CASE SUCH DOCUMENT DOES NOT CONTAIN DETAILED PAYMENT STRUCTURE (PROCEDURE OF INVOCATION OF GUARANTEE AND RECEIPT OF PAYMENT BY THE INVESTOR ALONG WITH TIMELINES); THE SAME SHALL BE DISCLOSED IN THE OFFER DOCUMENT.

Nil.

XVII. COPY OF CONSENT LETTER FROM THE DEBENTURE TRUSTEE “SBICAP TRUSTEE COMPANY LTD.” DATED 24th OCTOBER, 2017 CONVEYING THEIR CONSENT TO ACT AS TRUSTEE FOR THE CURRENT ISSUE OF BONDS IS ENCLOSED ELSEWHERE IN THIS DISCLOSURE DOCUMENT.

XVIII. NAMES OF ALL THE RECOGNISED STOCK EXCHANGES WHERE THE DEBT SECURITIES ARE PROPOSED TO BE LISTED CLEARLY INDICATING THE DESIGNATED STOCK EXCHANGE.

The Secured Non-Convertible Redeemable Bonds in the nature of Debentures) are proposed to be listed on the Wholesale Debt Market (WDM) Segment of the BSE. The Company has obtained an in-principle approval from the BSE for listing of said Bonds on its Wholesale Debt Market (WDM) Segment. The Company shall make an application to the BSE to list the Bonds to be issued and allotted under this Disclosure Document and complete all the formalities relating to listing of the Bonds **within 15 days from the deemed date of allotment of the bonds**. If such permission is not granted **within 20 days** from the from the deemed date of allotment of the bonds or where such permission is refused before the expiry of the 20 days from the closure of the Issue, the Company shall forthwith repay without interest, all monies received from the applicants in pursuance of the Disclosure Document, and if such money is not repaid within the stipulated time after the Company becomes liable to repay it (i.e. from the date of refusal or 20 days from the date of closing of the subscription list, whichever is earlier), then the Company and every director of the Company who is an officer in default shall be jointly and severally liable to repay the money, with interest at the rate of 15 per cent per annum on application money, or as prescribed by the relevant rules and regulations.

In connection with listing of Bonds with BSE, the Company hereby undertakes that:

- (a) It shall comply with conditions of listing of Bonds as may be specified in the Listing Agreement with BSE.
- (b) 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 BSE.
- (c) Any change in rating shall be promptly disseminated to the holder(s) of the Bonds in such manner as BSE may determine from time to time.



- (d) The Company, the Trustees and BSE shall disseminate all information and reports on Bonds including compliance reports filed by the Company and the Trustees regarding the Bonds to the holder(s) of Bonds and the general public by placing them on their websites.
- (e) Trustees shall disclose the information to the holder(s) of the Bonds and the general public by issuing a press release in any of the following events:
- (i) default by the Company to pay interest on Bonds or redemption amount;
 - (ii) revision of rating assigned to the Bonds;
- (f) The information referred to in para (e) above shall also be placed on the websites of the Trustees, Company & BSE.

XIX. OTHER DETAILS:

A. DRR CREATION - RELEVANT REGULATIONS AND APPLICABILITY

The Company shall create a Bond/Debenture Redemption Reserve in accordance with Section 18(7)(b) of the Companies (Share Capital & Debentures) Rules, 2014.

B. ISSUE/INSTRUMENT SPECIFIC REGULATIONS - RELEVANT DETAILS (COMPANIES ACT, RBI GUIDELINES, ETC)

1. 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, as amended and Securities and Exchange Board of India (Issue and Listing of Debt Securities) (Amendment) Regulations, 2012 issued vide circular no. LAD-NRO/GN/2012-13/19/5392 dated October 12, 2012).
2. The Companies Act, 2013.

C. APPLICATION PROCESS:

PROCEDURE FOR APPLYING FOR DEMAT FACILITY

1. The applicant must have at least one beneficiary account with any of the Depository Participants (DPs) of NSDL or CDSL prior to making the application.
2. The applicant must necessarily fill in the details (including the beneficiary account number and Depository Participant's ID) appearing in the Application Form under the heading 'Details for Issue of Bonds in Electronic/ Dematerialised Form'.
3. Bonds allotted to an applicant will be credited directly to the applicant's respective Beneficiary Account(s) with the DP.
4. For subscribing the bonds, names in the application form should be identical to those appearing in the account details in the depository. In case of joint holders, the names should necessarily be in the same sequence as they appear in the account details in the depository.
5. Non-transferable allotment advice/refund orders will be directly sent to the applicant by the Registrars to the Issue.
6. If incomplete/incorrect details are given under the heading 'Details for Issue of Bonds in Electronic/ Dematerialised Form' in the application form, it will be deemed to be an incomplete application and the same may be held liable for rejection at the sole discretion of the Company.
7. For allotment of Bonds, the address, nomination details and other details of the applicant as registered with DP shall be used for all correspondence with the applicant. The Applicant is therefore responsible for the correctness of its demographic details given in the application form vis-à-vis those with their DP. In case the information is incorrect or insufficient, the Issuer would not be liable for losses, if any.
8. It may be noted that Bonds being issued in electronic form, the same can be traded only on the Stock Exchanges having electronic connectivity with NSDL or CDSL. Bombay Stock Exchange Limited., where the Bonds of the Company are proposed to be listed has connectivity with NSDL and CDSL.
9. Interest or other benefits would be paid to those Bondholders whose names appear on the list of beneficial owners given by the Depositories to the Company as on Record Date/ Book Closure Date. In case of those Bonds for which the beneficial owner is not identified by the Depository as on the Record Date/ Book Closure Date, the Company would keep in abeyance the payment of interest or other benefits, till such time that the beneficial owner is identified by the Depository and conveyed to the Company, whereupon the interest or benefits will be paid to the beneficiaries, as identified, **within a period of 15 days.**

HOW TO APPLY:

This being a private placement offer, investors who are established/ resident in India and who have been addressed through this communication directly only are eligible to apply. Application shall be for a minimum number of 5 (five) Bonds and multiples of 1 (one) Bond thereafter.

Applicants may remit their application money by way of electronic transfer of funds through RTGS mechanism or through Core Banking Solution (CBS) for credit in the account of in favour of the "North Eastern Electric Power Corporation Ltd." for crediting the amount to the following bank accounts:



Beneficiary Name	North Eastern Electric Power Corporation Ltd.
Account No.	32061917621
Bank	State Bank of India
Branch	SBI Main Branch
Location	Kachari Road, Shillong – 793001
Account Type	Current
IFSC Code	SBIN0000181

All Application Forms duly completed (along with all necessary documents as detailed in this Disclosure Document) must be delivered before the closing of the issue to the Issuer. While forwarding the application form, applicants must ensure that the relevant UTR number/ or any other evidence of having remitted the application money is obtained. Detailed instructions for filling up the application form are provided elsewhere in this Disclosure Document.

Applications for the Bonds must be in the prescribed form (enclosed) and completed in BLOCK LETTERS in English and as per the instructions contained therein. Applications not completed in the prescribed manner are liable to be rejected. 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 or in the case of an application in joint names, each of the applicant, should mention his/her 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 15G/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 Forms without this information will be considered incomplete and are liable to be rejected.

Applications may be made in single or joint names (not exceeding three). In the case of joint applications, all payments will be made out in favour of the first applicant. All communications will be addressed to the first named applicant whose name appears in the Application Form at the address mentioned therein.

All applicants are requested to tick the relevant column "Category of Investor" in the Application Form. Public/ Private/ Religious/ Charitable Trusts, Provident Funds and Other Superannuation Trusts and other investors requiring "approved security" status for making investments.

No separate receipts shall be issued for the application money. However, the Issuer will acknowledge the receipt of the applications by stamping and returning the acknowledgment slip to the applicant. Applications shall be deemed to have been received by the Issuer Company when submitted at their designated branch.

For further instructions, please read Application Form carefully.

WHO CAN APPLY

- Companies, Bodies Corporate and Societies registered under the applicable laws and authorized to invest in Bonds
- Commercial Banks and Financial Institution
- Regional rural banks
- Co-operative Banks
- Provident Funds, Superannuation funds and Gratuity funds and other Trusts which are authorized to Invest in bonds
- Statutory Corporation / Financial Institutions
- Mutual funds
- Insurance Companies
- Scientific and / or Industrial Research Organisations, which are authorized to invest in bonds.
- Non Banking Finance Companies and Residuary Non-Banking Finance Companies.
- Any other investor authorized to invest in these bonds, subject to confirmation from the issuer

However, out of the aforesaid class of investors eligible to invest, this Memorandum is intended solely for the use of the person to whom it has been sent by NEEPCO 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 person(s) other than professional advisors of the prospective investor receiving this Memorandum from NEEPCO.



All investors are required to comply with the relevant regulations/ guidelines applicable to them for investing in the issue of Bonds.

The applications must be accompanied by certified true copies of (1) Memorandum and Articles of Association/ Constitution/ Bye-laws (2) Resolution authorizing investment and containing operating instructions (3) Specimen signatures of authorized signatories (4) Necessary forms for claiming exemption from deduction of tax at source on the interest income/ interest on application money, wherever applicable

APPLICATION UNDER POWER OF ATTORNEY OR BY LIMITED COMPANIES

In case of applications made under a Power of Attorney or by a Limited Company or a Body Corporate or Registered Society or Mutual Fund, and scientific and/or industrial research organisations or Trusts etc, 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 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 Bankers to the issue or any of the designated branches as mentioned on the reverse of the Application Form, failing which the applications are liable to be rejected. Such authority received by the Registrars to the Issue more than 10 days after closure of the subscription list may not be considered.

APPLICATION BY MUTUAL FUNDS

In case of applications by Mutual Funds, a separate application must be made in respect of each scheme of an Indian mutual fund registered with SEBI. The applications made by the Asset Management Companies (AMC) or custodians of a Mutual Fund shall clearly indicate the name of the concerned scheme for which application is being made. The application must be accompanied with certified true copies of:

1. SEBI registration certificate.
2. Resolution authorizing investment & containing operating instructions.
3. Specimen signatures of authorised signatories

MODE OF SUBSCRIPTION

This being a private placement offer, investors who are established/ resident in India and who have been addressed through this communication directly only are eligible to apply.

Copies of Disclosure Document and Application form may be obtained from the Registered Office of NEEPCO Ltd. Applications for the Bonds must be in the prescribed form (enclosed) and completed in BLOCK LETTERS in English and as per the instructions contained therein.

Applications should be for a minimum of Five Bonds and in multiples of One Bond thereafter. All cheques should be in favour of "**North Eastern Electric Power Corporation Ltd.**" and crossed "**Account Payee Only**". Alternatively, investors can remit their application money by way of electronic transfer of funds through RTGS mechanism for credit in the account of "**North Eastern Electric Power Corporation Ltd.**". For details, please refer to the "Instructions" detailed in the "Application Form.

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 PURCHASE / REISSUE

Company may purchase the bonds in the open market through market makers or otherwise. Company shall retain the right or power to cancel, hold, resell or reissue these bonds or reissue other bonds in lieu thereof.

RIGHT TO ACCEPT OR REJECT APPLICATIONS

The Company reserves its full, unqualified and absolute right to accept or reject any application, in part or in full, without assigning any reason thereof. The rejected applicants will be intimated along with the refund warrant, if applicable, to be sent. Interest on application money will be paid from the date of realisation of the cheque(s)/ demand drafts(s) till one day prior to the date of refund. The application forms that are not complete in all respects are 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 than the minimum application size;



- b. Applications exceeding the issue size;
- c. Bank account details not given;
- d. Details for issue of bonds in electronic/ dematerialised 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;

In the event that 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.

PAN/GIR NUMBER

All applicants must mention their Permanent Account Number or the GIR Number allotted under Income Tax Act, 1961 and the Income Tax Circle/ Ward/ District. In case where neither the PAN nor the GIR Number has been allotted, the fact of such a non-allotment should be mentioned in the Application Form in the space provided

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

As per Section 72 of the Companies Act, 2013, only individuals applying as sole applicant/Joint Applicant can nominate, in the prescribed manner, a person to whom his Bonds shall vest in the event of his death. Non individuals including holders of Power of Attorney cannot nominate.

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.

XX. ISSUE DETAILS

ISSUE SIZE

The issuer proposes to issue 5000 bonds of face value of ₹10,00,000/- each aggregating to ₹500 crore.

AUTHORITY FOR THE ISSUE

The issue is being made in pursuance of the Board Resolution dated **8th May, 2017** and AGM Special Resolution dated **22nd September, 2017**.

REGISTRATION AND GOVERNMENT APPROVALS

The Company can undertake the activities proposed by it in view of the present approvals and no further approval from any government authority(ies) is required by it to undertake the proposed activities and except those approvals which may be required to be taken in the normal course of business from time to time.

OBJECTS OF THE ISSUE

The funds will be utilized to finance the construction of various on-going hydro projects in the NER.

UTILISATION OF ISSUE PROCEEDS

The Company is managed by professionals under the supervision of its Board of Directors. Further, the Company is subject to a number of regulatory checks and balances as stipulated in its regulatory environment. Therefore, the management shall ensure that the funds raised via this private placement shall be utilized only towards satisfactory fulfillment of the objects of the issue. The Company further confirms that the proceeds of the current issue of Bonds shall not be used for providing loan to or acquisition of shares of any person who is part of the same group or who is under the same management.

MINIMUM SUBSCRIPTION

As the current issue of Bonds is being made on private placement basis, the requirement of minimum subscription shall not be applicable and therefore the Company 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.

NATURE OF THE BOND

The bonds are Secured, Redeemable, Non-Convertible Taxable and in the nature of Debentures.

SECURITY

The Bonds together with interest costs and all other monies and amounts payable in respect of these Bonds will be fully secured by first pari-passu charge on identified Fixed Assets of the company with a minimum asset cover of 100% throughout the tenure of Bonds in favour of a Trustee.

The said security shall be created in favour of the Trustees within the stipulated regulatory period from the Deemed Date of Allotment or such extended period as may be permitted by the relevant authority(ies). The Security will be created by the Company, as aforesaid, in favour of the Trustee on such of the assets for which the Company obtains, after all due diligence and efforts, the requisite consents and permissions applicable under law or in accordance with the contractual conditions of holding of such assets for creating the above-mentioned charge. The creation of such security shall be sufficient compliance of the Company's obligation to create security.

TERMS OF PAYMENT

The full face value of the Bonds applied for is to be paid along with the application form. Investor(s) need to send in the application form and the Cheque/Demand Draft/ RTGS/ECS for the full face value of the Bonds applied for.

Issue Price of the Bond	Minimum Application for	Amount Payable on Application per Bond
₹10 lakhs	5 Bonds and in multiples of 1 Bond thereafter	Full Issue Price i.e. ₹10 lakhs

PAY-IN-DATE & DEEMED DATE OF ALLOTMENT

Pay-in Date shall be the date on which application money has to be paid in favour of "North Eastern Electric Power Corporation Ltd." by a Cheque/Demand draft. The funds can also be remitted through RTGS. Details of the Account of the Company are given in the Application form of this document. The Company reserves the right to shift the Pay-in Date and/or the Deemed Date of Allotment to any other date or allot the Bonds on multiple dates without giving any reason or any prior notice. The Company may at its sole discretion accept the subscription amount after the Pay-in Date. All benefits available to the investors shall be from the Deemed Date of Allotment and actual allotment may occur on a date other than the Deemed Date of Allotment.

LETTER(S) OF ALLOTMENT/ BOND CERTIFICATE(S)/ REFUND ORDER(S) ISSUE OF LETTER(S) OF ALLOTMENT

The beneficiary account of the investor(s) with National Securities Depository Ltd. (NSDL)/Central Depository Services (India) Ltd. (CDSL)/ Depository Participant will be given initial CREDIT **within 2 working days** from the Deemed Date of Allotment. The initial CREDIT in the account will be akin to the Letter of Allotment. On completion of the all-statutory formalities, such CREDIT in the account will be akin to a Bond Certificate.

ISSUE OF BOND CERTIFICATE(S)

The Bonds since issued in electronic (dematerialized) form, will be governed as per the provisions of The Depository Act, 1997, Securities and Exchange Board of India (Depositories and Participants) Regulations, 1997, rules notified by NSDL/ CDSL/ Depository Participant from time to time and other applicable laws and rules notified in respect thereof. The Bonds shall be allotted in DEMAT form only.

MODE OF TRANSFER OF BONDS

Transfer of these dematerialized bonds should be in accordance with the rules/procedures as prescribed by NSDL/CDSL/Depository participant of the transferor/transferee and all other applicable laws and rules notified in respect thereof.

CALL OPTION

NEEPCO shall also have the right to "Call" the whole or any part of the Bond, i.e. redeem them at par on or after the 5th anniversary from the Deemed Date of Allotment. Such date on which NEEPCO decides to exercise the option shall be deemed the 'Option Date'. Notice for exercising the option shall be submitted in writing by NEEPCO to the Trustee at **least 21 days** before the Option Date. The Call Option, which is discretionary, may be exercised on the 5th anniversary date from the Deemed Date of Allotment or on any Coupon Payment Date thereafter. The Record Date for exercise of such option shall be 15 days prior to the Option Date.



DEPOSITORY ARRANGEMENTS

The Company has made depository arrangements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for issue and holding of the Bonds in dematerialized form. As per the provisions of Depositories Act, 1996, the Bonds issued by The Company can be held in a dematerialized form, i.e. not in the form of physical certificates but be fungible and be represented by the statement issued through electronic mode. In this context, two Tripartite Agreements have been signed:

- Tripartite Agreement between NEEPCO, NSDL and Karvy Computershare Pvt. Ltd.
- Tripartite Agreement between NEEPCO, CDSL and Karvy Computershare Pvt. Ltd.

FICTITIOUS APPLICATIONS

Any person who:-

- a) Makes, in a fictitious name, an application to a body corporate for acquiring or subscribing to, the bonds, or
- b) Otherwise induces a body corporate to allot, or register any transfer of, bonds therein to them, or any other person in a fictitious name, shall be liable for legal consequences of such action.

MARKET LOT

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

INTEREST ON APPLICATION MONEY

Interest at the Coupon Rate as per Termsheet (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 all the applicants on the application money for the Bonds.

Such interest shall be paid from and including the date of realisation of cheque(s)/demand draft(s)/ RTGS/ECS up to but excluding the Deemed Date of Allotment. Such interest would be paid on all valid application. The interest on application money will be computed on the basis of actual number of days elapsed in a year. For this purpose a year would comprise a period of 365 days. In the leap year the month of February shall be considered as of 29 days and the year would be of 366 days. Such interest would be paid on all the valid applications, including the refunds. Where the entire subscription amount has been refunded, the interest on application money will be paid along with the refund orders.

The interest on application money will be remitted through RTGS/ECS or 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 NEEPCO **within 10 days** from the Deemed Date of Allotment and the relative interest warrant(s) along with the Refund Order(s), 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.

INTEREST ON BONDS

The Bonds shall carry interest at the coupon rates as per term sheet (subject to deduction of tax at source at the rates prevailing from time to time under the provisions of the Income Tax Act, 1961, or any other statutory modification or re-enactment thereof for which a certificate will be issued by NEEPCO) on the outstanding principal amount of Bonds till final redemption. Interest will be paid semi annually on **15th May** and **15th November** each year throughout the tenure of the Bonds till final redemption.

The first interest period shall be defined as actual number of days falling between the **Deemed Date of Allotment to 15th May, 2018** including the first date but excluding the last date. The first interest payment would be made on **15th May, 2018**. This will be calculated by multiplying the nominal amount with the interest rate on an "**Actual / Actual**" day basis. The second and subsequent interest period is defined as the actual number of days between **15th May** and **15th November** and **15th November** and **15th May** including the first date but excluding the last date. This will be calculated by multiplying the nominal amount by the Interest Rate with the actual number of days divided by total number of days in the year (as per SEBI's Circular No. CIR/IMD/DF-1/122/2016 dated November 11, 2016). The last Interest Payment would be made on the final redemption date along with the redemption of principal amount.

In case the Deemed Date of Allotment is revised (pre-poned/postponed) then the Interest Payment Dates and Interest payment Schedule may also be revised accordingly by the Company at its sole & absolute discretion.

Interest on Bonds will cease from the date of final redemption in all events. If any interest payment date falls on a day which is not a Business Day ('Business Day' being a day on which the money market is functioning in Mumbai and when



Commercial Banks are open for business in the city of Shillong) then payment of interest will be made on the **next** day that is a business day.

COMPUTATION OF INTEREST

The Bonds will carry interest rates as per the term sheet from the Deemed Date of Allotment. The interest will be paid from the Deemed Date of Allotment (subject to deduction of tax at source at the rates prevailing from time to time under the Income Tax Act, 1961 or any other statutory modification or re-enactment thereof) as per term sheet. The Interest shall be computed on “**Actual / Actual**” day count basis (refer SEBI’s Circular No. CIR/IMD/DF-1/122/2016 dated November 11, 2016).

RECORD DATE

The Record Date for all interest payments and repayment of the bond value upon redemption will be the day immediately preceding the period of **15 days prior to the interest payment or redemption date**, as the case may be. Such payment will be made to the bondholder as appearing in the records of the RTA as on the said date. In case the record date, as defined herein, falls on a holiday, the record date shall be the previous Working Day immediately preceding such date.

DEDUCTION OF TAX AT SOURCE

Tax applicable under the Income-Tax Act, 1961, or any other statutory modification or re-enactment thereof will be deducted at source. Tax exemption certificate/ document, under section 193/197/197A of the Income Tax Act, 1961, if any, must be lodged at the office of the Issuer, at least fifteen (15) days prior to the interest payment date. The applicants must submit tax exemption certificate, if applicable, in respect of the interest on application money, if any, along with the application form as required under the Income Tax Act, 1961. In case of tax deducted at source, the Company will send the TDS certificate to the investors. Therefore, to ensure non-deduction/lower deduction of tax at source from interest on application money, the investors should submit Form 15H/15AA, authority letter from Assessing Officer for non-deduction of tax as may be applicable, with the Application Form, on or before the closure of the Issue.

Regarding deduction of tax at source and the requisite declaration forms to be submitted, prospective investor is advised to consult his tax advisor before investing in the Bonds to be issued by NEEPCO.

REDEMPTION

The Face Value of the Bonds will be redeemed in two equal instalments in the **8th year on 15th May, 2025 and 15th November, 2025**.

The Bonds held in the dematerialised form 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.

In case the principal redemption date falls on a day which is not a Business Day (‘Business Day’ being a day on which the money market is functioning in Mumbai and when Commercial Banks are open for business in the city of Shillong), then the payment due shall be made on the **previous** Business Day along with accrued interest.

PAYMENT ON REDEMPTION

Payment on redemption will be made by credit through ECS/RTGS system in the name of the Bondholder(s) whose name appears on the List of Beneficial Owners given by Depository to NEEPCO as on the Record Date. The Issuer’s liability to Bondholder(s) towards all their rights including payment of interest or otherwise shall cease and stand extinguished from the due date of redemption in all events. Further, the Issuer will not be liable to pay interest, income or compensation of any kind from the date of such redemption of the Bonds.

The Bonds shall be taken as discharged upon payment of the redemption amount the redemption date. Such payment will be a legal discharge of the all liability of the Company towards the Bondholders. On payment of the redemption amount, the Company will inform NSDL/CDSL and accordingly the account of the Bondholders with NSDL/CDSL will be adjusted.

The liability of the Company shall stand discharged on remitting the redemption proceeds through ECS/EFT/RTGS to the above said Beneficiaries. No claim, damages or penal interest in respect of delayed payment, etc. shall lie upon the Company in the event of non-receipt of the same by the addressee Bondholder.

RIGHTS OF BONDHOLDERS

Bondholder is not a shareholder. The Bondholders will not be entitled to any other rights and privilege of shareholders other than those available to them under statutory requirements. The Bond(s) shall not confer upon the holders the right to receive notice, or to attend and vote at the General Meeting of the Company. The principal amount and interest on the Bonds will be paid to the registered Bondholders only, and in case of Joint Holders, to the one whose name stands first. Besides the above, the Bonds shall be subject to the provisions of the Companies Act, 2013, the Articles of Association of NEEPCO, the terms



of this bond issue and the other terms and conditions as may be incorporated in the Trust deed and other documents that may be executed in respect of these Bonds.

EFFECT OF HOLIDAYS

Should any of the dates defined anywhere in the present Information Memorandum, except the Deemed Date of Allotment, fall on a Sunday or a Holiday, the next working day shall be considered as the effective date.

LIST OF BENEFICIAL OWNERS /REGISTER OF BENEFICIAL OWNERS

The Company shall request the RTA 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 RTA shall maintain a register and an index of Beneficial Owners in the manner as provided for, in compliances with various applicable regulations.

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 Company 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 Company 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 Company 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. However, where nomination has been made by a Bondholder the company shall recognise the nominee so registered by the Bondholder.

Where a non-resident Indian becomes entitled to the Bond by way of succession, the following steps have to be complied with:

- a. Documentary evidence to be submitted to the Legacy Cell of the RBI to the effect that the Bond was acquired by the NRI as part of the legacy left by the deceased holder.
- b. Proof that the NRI is an Indian National or is of Indian origin. Such holding by the NRI will be on a non-repatriation basis

FUTURE BORROWINGS

Company reserves the right to make further issues of Bonds or raise loans from any source it deems fit on the security or otherwise of its assets without the consent of the Trustees and without any approval from the bondholders of these present bonds.

DECLARATION REGARDING NON-DEFAULT

Company has never defaulted in payment of interest or principal redemption on any of the Bonds issued by it nor has it defaulted in case of non-allotment of Bonds or payment of application money.

NOTICES

Any notice to the Bondholder required to be sent by Company shall be deemed to have been given if sent by registered post /courier to the holders appearing in the most recent records of the RTA.

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.

All communications from bondholders to NEEPCO shall be addressed to:

*The Compliance Officer/Company Secretary, North Eastern Electric Power Corporation Limited,
Brookland Compound, Lower New Colony, Shillong 793 003*

TAX BENEFITS TO THE BONDHOLDERS OF THE COMPANY

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.

DISPUTES & GOVERNING LAWS AND JURISDICTION

The Bonds shall be construed to be governed in accordance with Indian laws and rules framed there under. Any dispute between NEEPCO and the bondholders will subject to the jurisdiction of the Shillong High Court.



XXI. SUMMARY TERM SHEET

ISSUER	North Eastern Electric Power Corporation Limited
SECURITY NAME	7.68% NEEPCO PSU Bonds (XVIII th Series)
TYPE OF INSTRUMENT	Secured, Redeemable Non Convertible Taxable Bonds in nature of Debentures
NATURE OF INSTRUMENT	Secured
SENIORITY	Senior
MODE OF ISSUE	Private placement
ELIGIBLE INVESTORS	Commercial Banks, Co-operative Banks, Urban Cooperative Bank and Regional Rural Bank, Financial Institutions, Companies, including Non Banking Finance Companies and Residuary Non Banking Finance Companies, Body Corporate & Societies registered under the applicable laws in India and authorized to invest in Bonds Provident/ Superannuation/ Gratuity/ Pension Funds and other Trusts authorized to invest in Bonds, Insurance Companies, Mutual Funds, Individuals
NON- ELIGIBLE CLASSES OF INVESTORS	Minors without a guardian name, Qualified Foreign Investors, Foreign Institutional Investors, Foreign Nationals, Persons resident outside India, Venture Capital funds, Overseas Corporate Bodies, Partnership firms, formed under applicable law in India in the name of partners, Hindu Undivided families through Karta, Person ineligible to contract under applicable statutory / regulatory requirements.
LISTING	Proposed to be listed on Wholesale Debt Market (WDM) segment of BSE
CREDIT RATING	ICRA “AA” Stable ; CARE “AA” Stable”
ISSUE SIZE	₹500,00,00,000
OBJECTS OF THE ISSUE	To finance the capital expenditure on various on-going hydro projects of the Corporation in the NEER
DETAILS OF THE UTILIZATION OF THE PROCEEDS	To finance the capital expenditure on various on-going hydro projects of the Corporation in the NEER
COUPON RATE	7.68% p.a. payable semi-annually
STEP UP/STEP DOWN COUPON RATE	Nil
COUPON PAYMENT FREQUENCY	Half-yearly
COUPON PAYMENT DATES	15 th May and 15 th November
COUPON TYPE	Fixed
COUPON RESET PROCESS	None
DAY COUNT BASIS	Interest shall be computed on an “actual/actual basis”.
INTEREST ON APPLICATION MONEY	At the Coupon Rate from the date of realization of RTGS/ECS/ EFT/ up to one day prior to the Deemed Date of Allotment (subject to deduction of Tax at Source, as applicable)
DEFAULT INTEREST RATE	None
TENURE	8 Years
REDEMPTION DATES	15 th May, 2025 and 15 th November, 2025
REDEMPTION AMOUNT	50% of Face Value per Bond i.e. ₹5,00,000 per Bond on each redemption date
REDEMPTION PREMIUM	None
ISSUE PRICE	At par
DISCOUNT AT WHICH SECURITY IS ISSUED AND THE EFFECTIVE YIELD AS A RESULT OF SUCH DISCOUNT.	None
PUT OPTION	None
PUT NOTIFICATION TIME	Not applicable
CALL OPTION	On or after the 5 th year from the Deemed Date of Allotment, the Issuer may at its sole discretion, after having notified the Trustee not less than 21 calendar days prior to the date of exercise of such Call Option, exercise a call on the outstanding Bonds. The Call Option, which is discretionary, may be exercised on the 5 th anniversary date from the Deemed Date of Allotment or on any Coupon Payment Date thereafter.
CALL NOTIFICATION TIME	At least 21 days before the date of exercising the call option
FACE VALUE	₹10,00,000.00 (Rupees ten lakh) per Bond
MINIMUM APPLICATION	Application should be for minimum of five Bonds and thereafter in multiples of one Bond
PAY-IN DATE	15 th November, 2017



DEEMED DATE OF ALLOTMENT	15 th November, 2017
ISSUANCE MODE OF THE INSTRUMENT	In dematerialized mode only
BUSINESS DAY CONVENTION	“Business Day” shall be a day on which the money market is functioning in Mumbai <i>and</i> when Commercial Banks are open for business in the city of Shillong. If the coupon payment date of the debt securities, falls on a Sunday or a holiday the coupon payment shall be made on the next working day. 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.
RECORD DATE	The day immediately preceding the period of 15 days prior to the interest payment or redemption date.
TRADING MODE OF THE INSTRUMENT	In dematerialized mode only
SETTLEMENT MODE OF THE INSTRUMENT	Payment of interest and repayment of principal shall be made by way of RTGS/ ECS/EFT mechanism
DEPOSITORY	National Securities Depository Limited & Central Depository Services (India) Ltd.
SECURITY	Debentures together with interest costs and all other monies shall be secured by first pari-passu charge on identified Fixed Assets of the company with minimum asset cover of 100% through out the tenure of the debentures.
TRANSACTION DOCUMENTS	The Issuer has executed / shall execute the documents including but not limited to the following in connection with the Issue: 1. Letter of consent from the Trustees 2. Debenture Trusteeship Agreement 3. Rating Agreement with CARE Ltd. and ICRA Ltd. 4. Letter appointing Registrar & Transfer Agent 5. Application to BSE for seeking its in-principle approval for listing of Bonds
CONDITIONS PRECEDENT TO DISBURSEMENT	The subscription from investors shall be accepted for allocation and allotment by the Issuer subject to the following: 1. Rating letter from the aforesaid rating agencies; 2. Letter from the Trustees conveying their consent to act as Trustees for the Bondholder(s); 3. Application to BSE for seeking its in-principle approval for listing of Bonds.
CONDITION SUBSEQUENT TO DISBURSEMENT	The Issuer shall ensure that the following documents are executed/activities are completed as per time frame mentioned elsewhere in this Disclosure Document: 1. Credit of demat account(s) of the allottee(s) by number of Bonds allotted within 2 working days from the Deemed Date of Allotment; 2. Making application to BSE within 15 days from the Deemed Date of Allotment to list the Bonds and seek listing permission within 20 days from the Deemed Date of Allotment. Besides, the Issuer shall perform all activities, whether mandatory or otherwise, as mentioned elsewhere in this Disclosure Document.
EVENTS OF DEFAULT	(i) Security Creation: In case of delay in execution of Trust Deed and Charge documents, the Company will refund the subscription with agreed rate of interest or will pay penal interest of 2% p.a. over the coupon rate till these conditions are complied with at the option of the investor. (ii) Default in Payment: In case of default in payment of Interest and/or principal redemption on the due dates, additional interest of @ 2% p.a. over the coupon rate will be payable by the Company for the defaulting period. (iii) Delay in Listing: In case of delay in listing of the debt securities beyond 20 days from the deemed date of allotment, the Company will pay penal interest of 1 % p.a. over the coupon rate from the expiry of 30 days from the deemed date of allotment till the listing of such debt securities to the investor.
PROVISIONS RELATED TO CROSS DEFAULT CLAUSE	None.
ROLE AND RESPONSIBILITIES OF DEBENTURE TRUSTEE	As may be specified in the Debenture Trustee Agreement and Debenture Trust Deed to be executed by and between the Issuer and the Trustees
GOVERNING LAW AND JURISDICTION	The Bonds are governed by and shall be construed in accordance with the existing laws of India. Any dispute arising thereof shall be subject to the jurisdiction of district courts of Shillong.



DEBENTURE TRUSTEE	SBICAP Trustee Company Ltd.
REGISTRAR & TRANSFER AGENT	Karvy Computershare Pvt. Ltd.

*** The Company reserves its sole and absolute right to modify (pre-pone/ postpone) the issue opening/ closing/ pay-in date(s) without giving any reasons or prior notice. In such a case, investors shall be intimated about the revised time schedule by the Company. The Company also reserves the right to keep multiple Deemed Date(s) of Allotment at its sole and absolute discretion without any notice.

XXII. SERVICING BEHAVIOR ON EXISTING DEBT SECURITIES AND OTHER BORROWINGS

The Company hereby confirms that:

- The main constituents of the Company's borrowings have been in the form of borrowings from Financial Institutions, Bonds, etc. and Company has been servicing its principal and interest liabilities on time and there has been no instance of delay or default since inception.
- 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.

XXIII. UNDERTAKING REGARDING COMMON FORM OF TRANSFER

The 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 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 Bonds issued under terms of this Disclosure Document.

XXIV. MATERIAL EVENT, DEVELOPMENT OR CHANGE AT THE TIME OF ISSUE

The Company hereby declares that there has been no material event, development or change at the time of issue which may affect the issue or the investor's decision to invest/ continue to invest in the debt securities of the Company.

XXV. PERMISSION/ CONSENT FROM PRIOR CREDITORS

The Company hereby confirms that it is entitled to raise money through current issue of Bonds without the consent/ permission/ approval from the Bondholders/ Trustees/ Lenders/ other creditors of the Company. The Company hereby undertakes that it shall seek consent from the existing charge holders for creating of security for the Bonds on pari-passu basis. In future, the Debenture Holder shall provide consent to create pari-passu charge subject to Company's complying with the requisite terms of the bond issue.

XXVI. MATERIAL CONTRACTS & DOCUMENTS

By the very nature of its business, NEEPCO is involved in a large number of transactions and therefore it may not be possible to furnish details of all material contracts and agreements involving financial obligations of NEEPCO. However, the contracts referred to below (not being contracts entered into in the ordinary course of the business carried on by NEEPCO) which are or may be deemed to be material have been entered into by NEEPCO. Copies of these contracts together with the copies of documents referred below may be inspected at the Head Office of NEEPCO between 10.00 a.m. and 2.00 p.m. on any working day until the issue closing date.

- Copy of consent letter of Karvy Computershare Pvt. Ltd. for acting as Registrars to the Issue.
- Copy of consent letter from SBICAP Trustee Company Ltd. to act as Trustees to the Bondholders
- Memorandum and Articles of Association of NEEPCO as amended from time to time.
- Board Resolution dated **8th May, 2017** and Special AGM Resolution dated **22nd September, 2017** authorizing issue of Bonds offered under terms of this PPOL.
- In-principle approval from BSE for of listing of Bonds.
- Letters from ICRA Ltd. dated **9th October, 2017** and CARE Ltd. dated **7th November, 2017** conveying the Credit Rating for the Bonds of NEEPCO along with the corresponding Rating Rationales
- Tripartite Agreement between NEEPCO, NSDL & Karvy Computershare Pvt. Ltd. for issue of Bonds in Dematerialized form.
- Tripartite Agreement between NEEPCO, CDSL and Karvy Computershare Pvt. Ltd. for issue of Bonds in Dematerialized form



DECLARATION

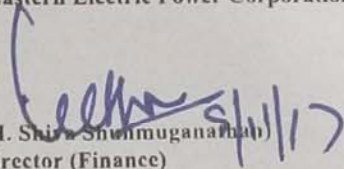
It is hereby declared that this Private Placement Offer Letter contains full disclosures in accordance with the Securities & Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 issued vide Circular No. LADNRO/GN/2008/13/127878 dated June 06, 2008 as well as the Companies (Prospectus & Allotment of Securities) Rules 2014.

The Company also confirms that this Private Placement Offer Letter does not omit disclosure of any material fact which may make the statements made therein, in light of the circumstances under which they are made, misleading. The Private Placement Offer Letter also does not contain any false or misleading statement.

The Company accepts no responsibility for the statement made otherwise than in the Private Placement Offer 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.

Signed pursuant to the authority granted by Board of Directors on 8th May, 2017 and the Shareholders of the Company on 22nd September, 2017.

for North Eastern Electric Power Corporation Limited.


(M. Shrinivasa Shrinivasan)
Director (Finance)
Place: New Delhi
Date: 9th November, 2017

Annexures:

- a) Board Resolution dated 8th May, 2017 and Special EGM Resolution dated 22nd September, 2017 authorizing issue of Bonds offered under terms of this PPOL.
- b) Letter of consent from SBICAP Trustee Company Limited for acting as Trustees for and on behalf of the holder(s) of the Bonds.
- c) Letter of consent from Karvy Computershare Pvt. Limited for acting as Registrars to the Issue.
- d) In-principle approval from BSE for of listing of Bonds.
- e) Letters from ICRA Ltd. dated 9th October, 2017 and CARE Ltd. dated 7th November, 2017 conveying the Credit Rating for the Bonds.
- f) Consent Letter from State Bank of India to act as a Bankers to the Issue
- g) Application Form & Instructions

CERTIFIED COPY OF THE BOARD RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF NORTH EASTERN ELECTRIC POWER CORPORATION LTD. IN ITS 230TH BOARD MEETING HELD ON MONDAY, 8TH MAY, 2017 AT THE CONFERENCE ROOM OF NEEPCO OFFICE, GUWAHATI

AGENDA NO.: 230.12

MOBILIZATION OF Rs.500 CRORE SHORT TERM BORROWINGS & Rs.1000.00 CRORE LONG TERM FOR FUNDING THE CAPITAL EXPENDITURE OF THE CORPORATION DURING 2017-18

RESOLUTIONS:

For Short Term borrowings:

Resolved that mobilisation of a Bridge/Short Term Loans during 2017-18 aggregating Rs.500.00 crore in order to meet the immediate fund requirements for the Kameng HEP, Pare HEP and Tuirial HEP is hereby approved.

Resolved further that the Chairman and Managing Director be and is hereby authorised to complete all formalities and execute all documents in relation to the said Bridge/Short Term Loans aggregating Rs.500 crore including creation of charge on the assets of the Corporation.

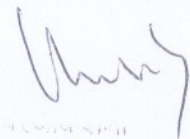
Resolved that the Chairman and Managing Director be and is hereby authorised to delegate the powers conferred by the Board in respect of Resolved that the Chairman and Managing Director be and is hereby authorised to delegate the powers conferred by the Board in respect of the above Bridge/Short Term Loans.

Resolved that the approval of the Board be and is hereby accorded for affixation of the Common Seal of the Company on all necessary documents and in the presence of a Director in respect of the above Bridge/Short Term Loans.

For Long Term borrowings:

Resolved that the issue of Redeemable Non-Convertible Taxable Debentures i.e. NEEPCO PSU Bonds to the extent of but not exceeding Rs.1000 crore during 2017-18 is hereby recommended for approval of the Shareholders in terms of Rule No.14 (2)(a) of Chapter 3 of the Companies (Prospectus and Allotment of Securities) Rules, 2014.

Resolved that upon approval of the Shareholders for mobilisation of these NEEPCO PSU Bonds, the Chairman and Managing Director be and is hereby authorised to complete all formalities and execute all documents for



Chiranjeeb Sharma
कंपनी सचिव व विधिक सलाहकार
Company Secretary-cum-Legal Adviser
नीपको लि., शिलांग
NEEPCO Ltd., Shillong

- (i) Selection and engagement of the Arranger/s, if required, and finalize the terms and conditions of appointment and do all acts and things as may be considered necessary in connection with the appointment of the Arranger/s.
- (ii) Allotment of Bonds to the Bondholders in relation to these NEEPCO PSU Bonds.
- (iii) Listing on BSE and/or NSE, for dematerialization with the NSDL/CDSL, creation of charge required for raising these funds and for fulfilling all necessary legal and statutory requirements in relation to these NEEPCO PSU Bonds.

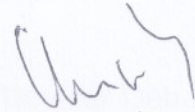
Resolved that the Chairman and Managing Director be and is hereby authorised to delegate the powers conferred by the Board in respect of these NEEPCO PSU Bonds.

Resolved that the approval of the Board be and is hereby accorded for affixation of the Common Seal of the Company on all necessary documents and in the presence of a Director.

Resolved that creation of security by way of mortgage and/or hypothecation of the assets of the Corporation against these borrowings aggregating Rs.1000.00 crore is hereby recommended for approval of the Shareholders in terms of Section 180(1)(a) of the Companies Act, 2013.

The Board further authorizes the Chairman and Managing Director to convene a meeting of the Shareholders and fix the date, time and venue for the same.

Resolved further that in case the entire amount of Rs.1000 crore is not mobilised or only partly mobilised through the issue of privately placed Bonds, it is approved that the remaining amount may be arranged through long term INR loan(s) or Foreign Currency Loan(s) during 2017-18.



चिरंजीव शर्मा
Chiranjeet Sharma
कंपनी सचिव व विधिक सलाहकार
Company Secretary-cum-Legal Adviser
नीपको लि., शिलांग
NEEPCO Ltd., Shillong



नॉर्थ ईस्टर्न इलेक्ट्रिक पावर कॉर्पोरेशन लि.

(भारत सरकार का उधम)



NORTH EASTERN ELECTRIC POWER CORPORATION LTD.

(A Government of India Enterprise)

पंजीकृत कार्यालय: ब्रुकलैंड कम्पाउंड, लोअर न्यू कॉलोनी, शिलांग-793003

Registered Office: Brookland Compound, Lower New Colony, Shillong - 793 003

कंपनी सचिव का कार्यालय

OFFICE OF THE COMPANY SECRETARY

EXTRACT OF THE MINUTES OF THE 41ST ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF THE NORTH EASTERN ELECTRIC POWER CORPORATION LIMITED HELD ON FRIDAY, 22ND SEPTEMBER, 2017 AT THE CONFERENCE ROOM OF NEEPCO OFFICE, 15 NBCC TOWER, BHIKAJI CAMA PLACE, NEW DELHI – 110 066 FROM 5.30 PM ONWARDS TILL 6:00 PM

AGENDA NO:5

AS A SPECIAL RESOLUTION

TO CREATE SECURITY BY WAY OF MORTGAGE / HYPOTHECATION OF THE CORPORATION'S FIXED ASSETS FOR PROPOSED LONG TERM BORROWINGS OF RS.1000.00 CRORE LONG TERM

The shareholders adopted the following resolution unanimously:

"RESOLVED THAT the issue of Redeemable Non-Convertible Taxable Debentures i.e. NEEPCO PSU Bonds to the extent of but not exceeding Rs.1000 crore during 2017-18 is hereby approved in terms of Rule No.14 (2)(a) of Chapter 3 of the Companies (Prospectus and Allotment of Securities) Rules, 2014.

"RESOLVED THAT creation of security by way of mortgage and/or hypothecation of the assets of the Corporation for long term borrowings of Rs.1000 crore during 2017-18 is hereby approved in terms of Section 180(1)(a) of the Companies Act, 2013."

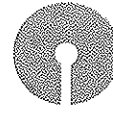
Rong 24/10/17

Abinam Panu Rong
Asst. Company Secretary
NEEPCO Ltd. Shillong

टेलिफैक्स सं./Telefax No.0364-2228652, ई-मेल/email - chiranjeeb@neepco.co.in

वेबसाइट/website - www.neepco.co.in

सीआईएन/CIN - U40101ML1976GOI001658



No. 0160/2017-2018/CL-1999
Date: 24th October, 2017.

North Eastern Electric Power Corporation Limited
Brookland Compound Lower New Colony,
Dist. East Khasi Hills, Shillong
Shillong - 793003

Attn: Ms. Cathleen Ranee – Sr. Manager - Finance

Proposed Issue by North Eastern Electric Power Corporation Limited (the “Company”) of NCD’s (the “Bonds”) aggregating to Rs. 500 Crores (the “Issue”).

We the undernamed, hereby give our consent to act as Debenture Trustee for the proposed captioned private placement of debentures and to include our name as Debenture Trustee in the Schedule I as per the Securities and Exchange Board of India guidelines.

We hereby authorise you to deliver this letter of consent to the stock exchange(s) or any other regulatory authority as may be required by law.

The following details with respect to us may be disclosed:

Name : SBICAP Trustee Company Limited
Address : Apeejay House, 6th floor
3, Dinshaw Wachha Road, Churchgate,
Mumbai 400 020.
Telephone No. : 022-43025555
Fax No. : 022- 22040465
E-mail : corporate@sbicaptrustee.com
Website : www.sbicaptrustee.com
Contact Person : Mr. Ajit Joshi (Company Secretary & Compliance Officer)
Tel No. 022- 43025503
SEBI Registration No. : IND000000536

We confirm that we are registered with SEBI and that such registration is valid for permanent.

Yours faithfully,

A handwritten signature in black ink, appearing to read 'Ajit Joshi', is written over a horizontal line.

Authorised Signatory

डिबेंचर न्यासी

प्रकार छ
FORM-B

DEBENTURE TRUSTEE

भारतीय प्रतिभूति और विनियम बोर्ड
SECURITIES AND EXCHANGE BOARD OF INDIA

(डिबेंचर न्यासी) विनियम, 1993
(DEBENTURE TRUSTEE) REGULATIONS, 1993

000 256

(विनियम 8)
(Regulation 8)

(Regulation 8A)

रजिस्ट्रीकरण प्रमाणपत्र PERMANENT REGISTRATION
CERTIFICATE OF REGISTRATION

1) बोर्ड, भारतीय प्रतिभूति और विनियम बोर्ड अधिनियम, 1992 के अधीन डिबेंचर न्यासी के लिए बनाए गए नियमों और विनियमों के साथ पठित उस अधिनियम की धारा-12 की उपधारा (1) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए,

1) In exercise of the powers conferred by sub-section (1) of section 12 of the Securities and Exchange Board of India Act, 1992, read with the rules and regulations made thereunder for the debenture trustee the Board hereby grants a certificate of registration to

SBICAP TRUSTEE COMPANY LIMITED
202, MAKER TOWER, "E" WING
20TH FLOOR, CUFF PARADE
MUMBAI - 400005
MAHARASHTRA

को नियमों में, शर्तों के अधीन रहते हुए और विनियमों के अनुसार डिबेंचर न्यासी के रूप में रजिस्ट्रीकरण का प्रमाणपत्र इसके द्वारा प्रदान करता है।
as a debenture trustee subject to the conditions in the rules and in accordance with the regulations.

2) डिबेंचर न्यासी के लिए रजिस्ट्रीकरण कूट

है।

2) Registration Code for the debenture trustee is **IND000000536**

3) जब तक नवीकृत न किया जाए, रजिस्ट्रीकरण का प्रमाणपत्र

से

तक विधिमान्य है।

3) Unless renewed, the certificate of registration is valid from

3) This Certificate of Registration shall be valid for permanent, unless suspended or cancelled by the Board

आदेश से
भारतीय प्रतिभूति और विनियम बोर्ड
के लिए और उसकी ओर से

By order

For and on behalf of

Securities and Exchange Board of India

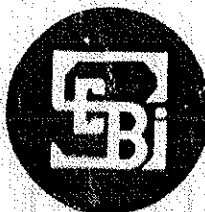


M. Sonparote
MEDHA SONPAROTE

Authorised Signatory

स्थान Place : **MUMBAI**

तारीख Date : **OCTOBER 06, 2015**



October 23, 2017

The Director
NORTH EASTERN ELECTRIC POWER CORPORATION LIMITED
Brookland Compound
Lower New Colony,
Shillong - 793 003

Sub: Consent to act as Registrar to your issue of PSU BONDS.

Dear Sir,

We hereby give our consent to act as Registrar to your Bonds issue, and are agreeable to the inclusion of our name as "**Registrar to Issue**" in the Disclosure Documents and/or applications to be made to the Stock Exchange(s) and/or Depositories in this regard.

Thanking you,

For **KARVY COMPUTERSHARE PVT. LTD**



S P Venugopal
Corporate Registry

CC: National Securities Depository Limited
Trade World-A Wing, Kamala Mills Compound
Senapati Bapat Marg, Lower Parel,
Mumbai – 400013

Central Depository Services (India) Limited
Phiroze Jeejeebhoy Towers,
16th Floor, Dalal Street,
Mumbai-400 001



Karvy Computershare Private Limited

"Karvy Selenium Tower- B", Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda,
Serilingampally, Hyderabad- 500 032. Ph: +91-40-67162222, 33211000, e-mail: support@karvy.com

Registered Office: Karvy House, 46, Avenue 4, Street No.1, Banjara Hills, Hyderabad - 500 034.
T: +91-40-2331-2454/2332-0751/752/251 | F: +91-40-2331-1968 | www.karvy.com | www.karvycomputershare.com | CIN: U74140TG2003PTC041636

Australia | Bahrain | Canada | Channel islands | Germany | Hong Kong | Ireland | New Zealand | Philippines | South Africa | United Kingdom | USA

DCS/COMP/VM/IP-PPDI/1162/17-18
October 25, 2017

The Company Secretary
North Eastern Electric Power Corporation Limited
Brookland Compound,
Lower New Colony,
Shillong - 793003,
Meghalaya, India

Dear Sir,

Re: Private Placement of Secured, Redeemable, Non-convertible, Taxable Bonds in nature of Debentures (Series XVIII) for cash at par with a face value of Rs. 10,00,000/- each aggregating Rs. 500 Crores

We acknowledge receipt of your application on the online portal on October 24, 2017 seeking In-principle approval for issue of captioned security. In this regard, the Exchange is pleased to grant in-principle approval for listing subject to fulfilling the following conditions:

1. Filing of listing application.
2. Payment of fees as may be prescribed from time to time.
3. Compliance with Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 as amended 2012, and submission of Disclosures and Documents as per Regulations 21, in the format specified in Schedule I of the said Regulations and also Compliance with provisions of Companies Act 2013.
4. Receipt of Statutory & other approvals & compliance of guidelines issued by the statutory authorities including SEBI, RBI, DCA etc. as may be applicable.
5. Compliance with change in the guidelines, regulations directions of the Exchange or any statutory authorities, documentary requirements from time to time.

This In Principle Approval is valid for a period of 1 year from the date of issue of this letter. The Exchange reserves its right to withdraw its in-principle approval at any later stage if the information submitted to the Exchange is found to be incomplete/ incorrect/misleading/false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Guidelines/Regulations issued by the statutory authorities etc. Further, it is subject to payment of all applicable charges levied by the Exchange for usage of any system, software or similar such facilities provided by BSE which the Company shall avail to process the application of securities for which approval is given vide this letter.

Yours faithfully,
For BSE Limited

Rupal Khandelwal
Rupal Khandelwal
Manager

Kapil Jain
Kapil Jain
Deputy Manager

CARE/KRO/RL/2017-18/1685

Shri A. G. West Kharkongor
CMD
North Eastern Electric Power Corp. Ltd.
Brookland Compound
Lower New Colony
Shillong – 793 003 (Meghalaya)

October 16, 2017

Confidential

Dear Sir,

Credit rating for proposed Non-Convertible Debenture issue

Please refer to your request for rating of proposed long-term non-convertible debenture (NCD) issue aggregating to Rs.1,000 crore of your company. The proposed NCDs would have tenure of 5 years, and repayable in two equal installments of Rs.500 crore each, with a moratorium of 3 years.

2. The following ratings have been assigned by our Rating Committee:

Instrument	Amount (Rs. crore)	Rating ¹	Remarks
Proposed Non-Convertible Debenture issue	1,000 (Rs. One thousand Crore)	CARE AA; Stable (Double A; Outlook: Stable)	Assigned

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 October 17, 2017).

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 the 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.

¹Complete definitions of the ratings assigned are available at www.careratings.com and in other CARE publications.

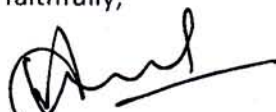
CARE Ratings Limited
(Formerly known as Credit Analysis & Research Limited)

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. 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 possible. In any case, if we do not hear from you by Oct.17, 2017, we will proceed on the basis that you have no any comments to offer.
8. CARE 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 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 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 so as to enable it to carry out continuous monitoring of the rating of the debt instrument, CARE shall carry out the review on the basis of best available information throughout the life time of such instrument. In such cases the credit rating symbol shall be accompanied by "ISSUER NOT COOPERATING". CARE 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. Users of this rating may kindly refer our website www.careratings.com for latest update on the outstanding rating.
11. CARE ratings are not recommendations to buy, sell or hold any securities.

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.

Thanking you,

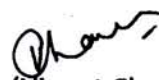
Yours faithfully,



(Abhishek Khemka)

Manager

abhishek.khemka@careratings.com



(Vineet Chamaria)

Sr. Manager

vineet.chamaria@careratings.com

Encl.: As above

CARE Ratings Limited
(Formerly known as Credit Analysis & Research Limited)



Sr-M(F) Funds

ICRA Limited

Ref: ICRA/KOL/RA/2017-18/337

C. Bhowmik 18/10/17

October 09, 2017

अ एच प्र लि का कार्यालय
Oro the CMD 49000
प्राप्ति सं./Receipt No.
दिनांक/Date 17/10/17

Mr. A. G. West
Chairman & Managing Director
North Eastern Electric Power Corporation Limited
Brookland Compound,
Lower New Colony,
Shillong – 793003
Dear Sir,

Re: ICRA Credit Rating for the Rs. 1000 crore proposed Non Convertible Debenture (NCD) Programme of North Eastern Electric Power Corporation Limited

Please refer to the Rating Agreement dated August 16, 2017 for carrying out the rating of the aforesaid NCD Programme. The Rating Committee of ICRA, after due consideration, has assigned a [ICRA]AA (pronounced as ICRA double A) rating to the captioned NCD. Instruments with this rating indicate high degree of safety regarding timely servicing of financial obligations. Such instruments carry very low credit risk. The Outlook on the long-term rating is Stable.

In any of your publicity material or other document wherever you are using our above rating, it should be stated as [ICRA]AA (Stable). We would request if you can sign the acknowledgement and send it to us latest by October 16, 2017 as acceptance on the assigned rating. In case you do not communicate your acceptance/non acceptance of the assigned credit rating, or do not appeal against the assigned credit rating by the aforesaid date, the credit rating will be treated by us as non accepted and shall be disclosed on ICRA's website accordingly. This is in accordance with requirements prescribed in the circular dated June 30, 2017 on 'Monitoring and Review of Ratings by Credit Rating Agencies (CRAs)' issued by the Securities and Exchange Board of India.

Any intimation by you about the above rating to any Banker/Lending Agency/Government Authorities/Stock Exchange would constitute use of this rating by you and shall be deemed acceptance of the rating.

This rating is specific to the terms and conditions of the proposed issue as was indicated to us by you and any change in the terms or size of the issue would require the rating to be reviewed by us. If there is any change in the terms and conditions or size of the instrument rated, as above, the same must be brought to our notice before the issue of the instrument. If there is any such change after the rating is assigned by us and accepted by you, it would be subject to our review and may result in change in the rating assigned. ICRA reserves the right to review and/or, revise the above at any time on the basis of new information or unavailability of information or such other circumstances, which ICRA believes, may have an impact on the rating assigned to you.

The rating, as aforesaid, however, should not be treated as a recommendation to buy, sell or hold the bonds, debentures and/ or other instruments of like nature to be issued by you.

[Signature]

Ritabrata Ghosh

FMC FORTUNA, A-10 & A-11
3rd Floor, 234/3A A.J.C. Bose Road
Kolkata - 700 020

Tel. : +91 . 33 . 71501100
Fax : +91 . 33 . 71501150
CIN : L74999DL1991PLC042749

website : www.icra.in
email : info@icraindia.com

Registered Office : 1105, Kailash Building, 11th Floor, 26 Kasturba Gandhi Marg, New Delhi - 110001, Tel.: +91.11. 23357040-45 Fax : +91.11. 23357945
Corporate Office : Building No. 8, Tower-A, 2nd Floor, DLF Cyber City, Phase II, Gurgaon - 122002, Tel.: +91.124.4545300 Fax : +91.124.4050424

RATING • RESEARCH • INFORMATION

Forwarded to D(F) for kind perusal.

[Signature] 17/10/17

623
Pl. No. 18/10/17
the Director (Finance)

अ एच प्र लि का कार्यालय
Oro the CMD 47000
अती. पत्र सं./U.O. No.
दिनांक/Date 17-10-17



ICRA

As mentioned above and in accordance with the aforesaid circular issued by SEBI, you are requested to furnish a monthly 'No Default Statement (NDS)' (in the format enclosed) on the first working day of every month, confirming the timeliness of payment of all obligations against the rated debt programme.

You are also requested to forthwith inform us about any default or delay in repayment of interest or principal amount of the instrument rated, as above, or any other debt instruments/ borrowing and keep us informed of any other developments which may have a direct or indirect impact on the debt servicing capability of the company including any proposal for re-schedulement or postponement of the repayment programmes of the dues/ debts of the company with any lender(s) / investor(s). Further, you are requested to inform us immediately as and when the borrowing limit for the instrument rated, as above, or as prescribed by the regulatory authority(ies) is exceeded.

Enclosed herewith is a copy of the rationale of the assigned rating for your reference. Please respond with your comments if any within the aforesaid timeline of October 16, 2017.

We thank you for your kind cooperation extended during the course of the rating exercise. Should you require any clarification, please do not hesitate to get in touch with us.

We look forward to your communication and assure you of our best services.

With kind regards,
For ICRA Limited

Kaushik Das
Vice President
Email id: kaushikd@icraindia.com

Ritabrata Ghosh
Assistant Vice President
Email id: ritabrata.ghosh@icraindia.com

Shri A. G. West Kharkongor
CMD
North Eastern Electric Power Corp. Ltd.
Brookland Compound, Lower New Colony
Shillong – 793 003 (Meghalaya)

Confidential

Dear Sir,

Credit rating for proposed Non-Convertible Debenture issue


Please refer to your request for rating of proposed long-term Non-Convertible Debenture (NCD) issue aggregating Rs.1,000 crore and our letter no. CARE/KRO/RL/2017-18/1685 dated October 16, 2017 conveying the rating for the same.

2. We are now in receipt of your request for revalidation of the said rating on the basis of revised terms of the NCD. The NCDs amounting to Rs.500 crore (Tranche -I) would now have a tenure of eight years with repayment in two instalments of Rs.250 crore each in the eighth year.
3. We are pleased to reaffirm the rating of 'CARE AA; Stable' (Double A; Outlook: Stable) to the aforesaid NCD issue.
4. All other terms and conditions contained in our rating letter no. CARE/KRO/RL/2017-18/1685 dated October 16, 2017 would remain the same.

If you need any clarification, you are welcome to approach us in this regard.

Thanking you,

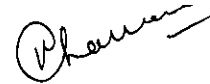
Yours faithfully,



(Abhishek Khemka)

Manager

abhishek.khemka@careratings.com



(Vineet Chamaria)

Sr. Manager

vineet.chamaria@careratings.com

Encl.: As above

Disclaimer

CARE's ratings are opinions on credit quality and are not recommendations to sanction, renew, disburse or recall the concerned bank facilities or to buy, sell or hold any security. CARE has based its ratings on information obtained from sources believed by it to be accurate and reliable. CARE does not, however, guarantee the accuracy, adequacy or completeness of any information and is not responsible for any errors or omissions or for the results obtained from the use of such information. Most entities whose bank facilities/instruments are rated by CARE have paid a credit rating fee, based on the amount and type of bank facilities/instruments. In case of partnership/proprietary concerns, the rating assigned by CARE is based on the capital deployed by the partners/proprietor and the financial strength of the firm at present. The rating may undergo 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

(Formerly known as Credit Analysis & Research Limited)



KA STATE BANK JONG KA INDIA
भारतीय स्टेट बैंक
STATE BANK OF INDIA

Tnat : Shillong, M.G. Road, Shillong-793001
East Khasi Hills Dist. Meghalaya

शिलांग शाखा, एम जी रोड, शिलांग -793001
पूर्व खासी हिल्स, मेघालया

Shillong Branch, M.G. Road, Shillong - 793001,
East Khasi Hills Dist., Meghalaya

Telephone : 0364-2228899,
2223610, 2224772

Fax : 0364-2223520
25008833

I. P. : 602506

Email : sa.00181@sbi.co.in

Ref. No. :

Date :

No. RMME/SHG/17-18/108

26/10/2017

The Senior Manager (Finance)
North Eastern Electric Power Corporation Ltd.
Brookland Compound
Lower New Colony
Shillong- 793003

Madam/Dear sir,

Sub: Banker to the NEEPCO PSU Bonds XVIIIth Series

We refer to your letter No. NEEPCO/Fin/Fund/73/4564 dated 25/10/2017.

2. In this regard, we accord our consent to act as Banker to your Bond Issue (XVIIIth Series).

Yours faithfully,

For Assistant General Manager
Chief manager (RMME)



North Eastern Electric Power Corporation Limited
(A Government of India Enterprise)
Corporate office: Brookland Compound, Lower New Colony, Shillong- 793 003

APPLICATION FORM FOR PRIVATE PLACEMENT OF 7.68% SECURED, REDEEMABLE NON CONVERTIBLE TAXABLE BONDS IN NATURE OF DEBENTURES (XVIIIth Issue) OF THE FACE VALUE OF Rs.10,00,000/- EACH AGGREGATING Rs.500.00 CRORE

Date of Application _____

Dear Sirs,

Having read and understood the terms and condition for the Private Placement, we apply for allotment of NEEPCO 7.68% SECURED NON-CONVERTIBLE NON-CUMULATIVE REDEEMABLE TAXABLE BONDS (XVIIIth ISSUE) IN THE NATURE OF DEBENTURES. The amount payable on application as shown below is remitted herewith. On allotment, please place our name(s) on the Register of Bondholders under the issue. We bind ourselves to the terms and conditions of Private Placement.

(PLEASE READ THE INSTRUCTIONS CAREFULLY BEFORE FILLING THIS FORM)

No. of Bonds applied for (in words)			
No. of Bonds applied for (in figures)			
Amount (Rs.) (in words)			
Amount (Rs.) (in figures)			
Mode of remittance	RTGS/HV Cheque/MICR cheque		
	RTGS made through (name of the bank)/Cheque drawn on (name of the bank)		
	Cheque no with date _____ /UTR no in case of RTGS _____		
DP Name: ID		DP ID	Client

We are applying as (Tick whichever is applicable)

1.	Company / Body Corporate	2.	Commercial Bank	3.	Regional Rural Banks	4.	Financial Institution	5.	Insurance Companies
6.	Provident / Superannuation / Pension / Gratuity Fund	7.	Mutual Fund	8.	Others (Pl. Specify)				

APPLICANT DETAILS USE ONE BOX FOR ONE ALPHABET LEAVING ONE BOX BLANK BETWEEN FIRST WORD AND SECOND

1. Name

Fax No.		E-Mail										Tel. No.																

Address in full (do not repeat name). Post Box No. alone is not sufficient

CITY															PIN CODE														
TAX DETAILS															PAN No.*					IT Circle / Ward / District					Not Allotted				

*Please attach a Self- Attested copy of Pan Card of the applicant.

**BANK DETAILS (required for payment of interest on application money)**

Bank Name & Branch.....IFSC
 Code.....
 Account No.....Type of Account.....Branch
 code.....MICR code.....

DETAILS OF DEMAT (DEPOSITORY-NSDL / CDSL)

DP Name..... DP-
 ID.....
 Client ID.....

Tax Deduction Status (Interest on Application): (Please tick one)

- Fully Exempt (Please furnish exemption certificate):
- Tax to be deducted at source :

SIGNATORIES (TO BE SIGNED BY THE APPLICANTS / AUTHORISED SIGNATORIES)

Sl. No.	Name of the Applicant(s) / Authorised Signatories	Status / Designation	Signature
1.			
2.			
3.			



NORTH EASTERN ELECTRIC POWER CORPORATION LTD.
 Corporate office: Brookland Compound, Lower New Colony, Shillong- 793003

APPLICATION FORM FOR PRIVATE PLACEMENT OF 7.68% SECURED NON CONVERTIBLE NON-CUMULATIVE REDEEMABLE TAXABLE BOND XVIIIth SERIES IN THE NATURE OF DEBENTURES AGGREGATING INR 500.00 CRORE

ACKNOWLEDGEMENT SLIP

Received from _____ an application for _____ Bonds
 Address _____ cheque/ draft /UTR No. _____ dated _____
 _____ drawn on _____
 _____ for INR. (in figures) _____
 _____ Pin Code _____ for INR (in words) _____

COMPANY'S SEAL



INSTRUCTIONS

Applicants are advised to read PPOL carefully in order to satisfy themselves before making an application for subscription.

- 1) Application Form must be completed in BLOCK LETTERS IN ENGLISH.
- 2) Signatures should be made in English / Hindi. Signatures made in any other Indian language must be attested by an authorized official of a Bank or by a Magistrate / Notary Public under his / her official seal. Attestation may be done in the space provided in the application form or a separate signature attestation may be enclosed.
- 3) Application shall be for a minimum number of 5 Bonds and multiples of one Bond thereafter.
- 4) The payment can be made either through Bank transfer or through RTGS to the following account:

Beneficiary Name	North Eastern Electric Power Corporation Ltd.
Account No.	32061917621
Bank	State Bank of India
Branch	SBI Main Branch
Location	Kachari Road, Shillong – 793001
Account Type	Current
IFSC Code	SBIN0000181

- 5) Cash, Outstation Cheques, Money Orders or Postal Orders will NOT be accepted.
- 6) As a matter of precaution against possible fraudulent encashment of interest warrants due to loss / misplacement, applicants are requested to mention the full particulars of their bank account, as specified in the Application Form. Interest warrants will then be made out in favour of the sole / first applicant's account. Cheques will be issued as per the details in the register of Bondholders at the risk of the sole / first applicant at the address registered with Corporation.
- 10) The PAN / GIR No. and IT Circle / Ward / District of the Sole / First Applicant and all Joint Applicants(s) should be mentioned in the Application Form. In case neither the PAN nor GIR Number has been allotted, the fact of non - allotment should be mentioned in the space provided and Form 60 should be submitted duly signed. In absence of PAN No. it may be noted that TDS will be deducted at a higher rate if applicable.
- 11) Income Tax as applicable will be deducted at source at the time of payment interest on application money. Those who are eligible and desirous of claiming exemptions of tax under Income Tax Act, 1961 are required to submit relevant certificate issued by the Income-Tax Officer and / or submit Form 15AA / 15G/15H (in duplicate as prescribed in the Income Tax Rules, 1962) along with the Application Form.
- 12) In the case of applications made under Power of Attorney or by limited companies, corporate bodies, registered societies, trusts etc., following documents (attested by Company Secretary/ directors) must be lodged along with the application or sent directly to NEEPCO along with a copy of the Application Form:
 - (i) Certificate of Incorporation and Memorandum & Articles of Association
 - (ii) Resolution of the Board of Directors/trustees and identification of those who have authority to operate
 - (iii) Certified True Copy of Power of Attorney granted to transact business on its behalf.
 - (iv) Form 15AA for investors seeking exemption for Tax deduction at source from interest on the application money.
 - (v) Any officially valid document to identify the trustees, settlers, beneficiaries and those holding Power of Attorney
 - a. Resolution of the managing body of the foundation/association
 - (vi) Certificate of registration
 - (vii) Documentary evidence of the Demat details and DP ID to be submitted by the investor along with application form.
 - (viii) The applicants are requested to clearly indicate the DP ID and Client ID details. In case these details are not filled up correctly, the investor shall have to bear the charges levied by NSDL/CDSL for getting the credit Corporate Action conducted again.
 - (ix) Copy of PAN card
 - (x) Any other document as may be required to fulfill KYC Requirement.



- 13) Please give the Complete Bank details like Bank Account Number, IFSC Code, Name of the Bank and Branch and Branch Code in the Column for Bank details for the purpose of payment of interest on application money through RTGS.
- 14) The receipt of the applications will be acknowledged by the NEEPCO authorities in the acknowledgement slip appearing below the application form.
- 15) All future communication should be addressed to the Registered Office of NEEPCO (whose address is given below) or to such other person at such address as may be notified by NEEPCO from time to time.

**NORTH EASTERN ELECTRIC POWER CORPORATION LIMITED
(A Government of India Enterprise)**

Regd. Office: Brookland Compound, Lower New Colony, Shillong - 793 003, Meghalaya, India

Tel: 0364-2223051/2506099; Fax: 0364-2228542/2505776

Website: www.neepco.co.in E-mail: cranee@neepco.co.in

A) Investors to ask their remitting bank to mention following:

Beneficiary Details-

Beneficiary Name	North Eastern Electric Power Corporation Ltd.
Account No.	32061917621
Bank	State Bank of India
Branch	SBI Main Branch
Location	Kachari Road, Shillong - 793001
Account Type	Current
IFSC Code	SBIN0000181

Remittance Details:

Amount (in figures)	INR
Amount (in words)	Rupees

B) Investors may contact the Collecting Banker at the following particulars:

Banker's Contact Details:

Address	Telephone / Fax	Email
Mr. Raman Padhy Assistant General Manager, State Bank of India, Kachari Road, Shillong - 793001	Tel: 0364 2228899 0364 2223610 0364 2224772 Fax: 0364 2223520 0364 2500883	sbi.00181@sbi.co.in ;