



एनएचपीसी लिमिटेड  
(भारत सरकार का उद्यम)

**NHPC Limited**

(A Government of India Enterprise)

फोन/Phone : \_\_\_\_\_

दिनांक/Date : **14.11.2018**

संदर्भ सं./Ref. **NH/CS/199/** \_\_\_\_\_

<p><b>Manager</b> The Listing Department, M/s BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001 मैनेजर, लिस्टिंग विभाग, बीएसई लिमिटेड पि.जे. टावर्स,दलाल स्ट्रीट, मुंबई- 400 001 Scrip Code: 533098</p>	<p><b>General Manager</b> The Listing Department M/s National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra(E), Mumbai- 400051 महाप्रबंधक, लिस्टिंगविभाग, नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड एक्सचेंज प्लाजा, बांद्रा कुर्ला कॉम्प्लेक्स, बांद्रा (ई), मुंबई - 400 051 Scrip Code: NHPC</p>
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ISIN No. INE848E01016

**Sub. : Outcome of the meeting of Board of Directors of the Company.**

**विषय: कंपनी के निदेशक मंडल की बैठक के नतीजे के संदर्भ में |**

Sir/महोदय,

In furtherance to our intimation dated 9<sup>th</sup> November, 2018 and in terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and other applicable provisions of law, please note that the Board of Directors of the Company in their meeting held on 14<sup>th</sup> November, 2018 has *inter-alia*:

- Approved the proposal to buyback not exceeding 21,42,85,714 (Twenty One Crore Forty Two Lakh Eighty Five Thousand Seven Hundred Fourteen) equity shares (representing approximately 2.09% of the total number of equity shares in the paid-up equity share capital of the Company) at a price of ₹28/- (Rs. Twenty Eight only) per equity share (the "**Buy Back Offer Price**") payable in cash for an aggregate consideration not exceeding ₹ 599,99,99,992/- (Rupees Five Hundred Ninety Nine Crore Ninety Nine Lakh Ninety Nine Thousand Nine Hundred Ninety Two only) (the "**Buyback Offer Size**"), representing 2.50% of the aggregate of the fully paid-up equity share capital and free reserves as per the audited standalone financial statements of the Company for the financial year ended March 31, 2018 (the last audited standalone financial statements available as on the date of Board meeting recommending the proposal of the Buyback) from all the equity shareholders of the Company, as on the record date, on a proportionate basis through a "**Tender Offer**" route in accordance with the provisions contained in the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 (including any statutory modification(s) or re-enactment(s)) and the Companies Act, 2013 (the "**Buyback**"), subject to all other applicable statutory approvals. The Buyback Offer Size is within the statutory limits of 10% (Ten Percent) of the aggregate of fully paid-up equity share capital and free reserves under the Board of Directors approval route as per the provisions of the Companies Act, 2013.

The Board of Directors noted the intention of the Promoter of the Company to participate in the proposed Buyback.

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

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

CIN : L40101HR1975GOI032564; Website : www.nhpcindia.com

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

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

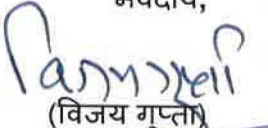
- ii. In terms of Regulation 42 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Regulation 9(1) of Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 and other applicable provisions, it is to inform that the Board of Directors of the Company, at its meeting held on 14<sup>th</sup> November, 2018, has fixed **Friday, November 30, 2018** as the '**Record Date**' to determine:
- (a) the entitlement and names of the shareholders who are eligible to participate; and
- (b) the shareholders to whom the Letter of Offer and Tender Form will be delivered in relation to the Buyback.
- iii. The Board has constituted a Functional Authority and delegated its power to the Functional Authority to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary expedient, usual or proper in connection with the Buyback.
- iv. The pre Buyback shareholding pattern of the Company is attached hereto as **Annexure-A**.

Time of commencement of meeting: 10:30 A.M.

Time of conclusion of agenda regarding approval of Buy-back proposal: 5:00 P.M.

You are requested to please take note of the above.

धन्यवाद,

भवदीय,  
  
(विजय गुप्ता)  
कंपनी सचिव  
14/11/2018

**ANNEXURE – A**

**Pre Buyback Summarised Shareholding pattern of the Company as on 09.11.2018**

<b>Particulars</b>	<b>No. of Equity Shares</b>	<b>% of the pre buyback equity share capital</b>
Promoters	7558126518	73.67
Foreign Investors (including Non Resident Indians, FIIs, FPIs and Foreign Mutual Funds, OCB's)	466493432	4.55
Financial Institutions/ Banks/ Mutual Funds promoted by Banks/ Institutions, Insurance companies, NBFC	1172047291	11.43
Other (public, public bodies corporate, AIF, CM, HUF, IEPF, Trusts etc.)	1062653278	10.35
<b>Total</b>	<b>10259320519</b>	<b>100.00</b>