

Ref. No.: 01:SEC:LA

Dated: 9/7/2022

General Manager
Department of Corporate Services
BSE Limited
Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400 001

Manager
National Stock Exchange of India Limited
Exchange Plaza
Bandra-Kurla Complex
Bandra(E)
Mumbai-400 051

Subject: Disclosure under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir(s),

We hereby submit disclosure in terms of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the below transactions:

1. Transfer of 15 renewable energy assets ("RE Assets") to NTPC Green Energy Limited ("NGEL"), a wholly owned subsidiary of NTPC, through a business transfer agreement dated July 08, 2022.
2. Transfer of 100% equity shareholding held in NTPC Renewable Energy Limited ("NREL"), a wholly owned subsidiary of NTPC, to NGEL through a share purchase agreement dated July 08, 2022.

The details of the transactions, pursuant to SEBI circular No. CIR/CFD/CMD/4/2015 dated 9th September 2015 are attached herewith as "Annexure 1".

Please take on record .

Yours faithfully,



(Nandini Sarkar)
Company Secretary &
Compliance Officer

Encl: As above

Annexure 1

Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD/4/2015 dated 9th September 2015

		Sale or disposal of unit(s) or division(s) or subsidiary of the listed entity: Transfer of 15 RE Assets of NTPC to NGEL	Sale or disposal of unit(s) or division(s) or subsidiary of the listed entity: Transfer of 100% equity shareholding held in NREL to NGEL
a.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year.	Revenue from 15 Renewable Energy assets proposed to be transferred is Rs. 917.46 Cr in FY 2022, which is 0.68% of NTPC revenue of Rs. 1,34,994.31 Cr (on consolidated basis) as on Mar 31, 2022. Net worth of 15 RE assets is Rs. 1,364.74 Cr as on Mar 31, 2022, which is 1.01% of Net-worth of NTPC i.e., Rs. 1,35,373.74 Cr (total equity attributable to owners) as on Mar 31, 2022.	Revenue from NREL proposed to be transferred is Rs. 0.78 Cr in FY 2022, which is 0.0006% of NTPC revenue of Rs. 1,34,994.31 Cr (on consolidated basis) as on Mar 31, 2022. Net worth of NREL is Rs. 727.78 Cr as on Mar 31, 2022, which is 0.52% of Net-worth of NTPC i.e., Rs. 1,39,134.15 Cr as on Mar 31, 2022.
b.	Date on which the agreement for sale has been entered into.	July 08, 2022	July 08, 2022
c.	The expected date of completion of sale/disposal.	120 th day from the Execution Date	As may be mutually agreed between the Parties
d.	Consideration received from such sale/disposal.	Rs. 10,066.99 Cr based on book value as per the Audited Financials as on Mar 31, 2022, payable through combination of cash/equity shares/debt liability. The consideration shall be adjusted based on revised Opening Balance sheets of Renewable	Rs. 731.17 Cr based on the paid-up equity share capital of NREL as per Audited Financials as on Mar 31, 2022, payable through combination of cash/equity shares. The consideration shall be adjusted based on the paid-up equity share capital of NREL as on the

पंजीकृत कार्यालय : एनटीपीसी भवन, स्कोप कॉम्प्लेक्स, 7, इंस्टीट्यूशनल एरिया, लोधी रोड, नई दिल्ली-110003

कार्पोरेट पहचान नम्बर: L40101DL1975GO1007966 टेलीफोन नं.: 011-24387333 फ़ैक्स नं.: 011-24361018 ईमेल : ntpccc@ntpc.co.in वेबसाइट : www.ntpc.co.in

Registered Office : NTPC Bhawan, Scope Complex, 7, Institutional Area, Lodhi Road, New Delhi-110003

Corporate Identification Number : L40101DL1975GO1007966 **Tel. :** 011-24387333 **Fax :** 011-24361018 **E-mail :** ntpccc@ntpc.co.in

Website : www.ntpc.co.in



A Maharatna Company

एन टी पी सी लिमिटेड
(भारत सरकार का उद्यम)

NTPC Limited
(A Govt. of India Enterprise)

केन्द्रीय कार्यालय / Corporate Centre

		Sale or disposal of unit(s) or division(s) or subsidiary of the listed entity: Transfer of 15 RE Assets of NTPC to NGEL	Sale or disposal of unit(s) or division(s) or subsidiary of the listed entity: Transfer of 100% equity shareholding held in NREL to NGEL
		Energy Assets i.e., on the date of transfer of Renewable Energy Assets.	date of transfer of shares of NREL.
e.	Brief details of buyers and whether any of the buyers belong to the promoter/promoter group/group companies. If yes, details thereof.	NTPC Green Energy Limited (NGEL), a 100% subsidiary of NTPC Ltd.	NTPC Green Energy Limited (NGEL), a 100% subsidiary of NTPC Ltd.
f.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length".	Yes. The transaction is being carried out on Book Value of 15 RE assets based on Audited Financials as on Mar 31, 2022. The transaction has been approved by the Audit Committee and Board of Directors. Further, approval for the same has been received from Government of India.	Yes. The transaction is being carried out on paid-up equity share capital of NREL based on Audited Financials as on Mar 31, 2022. The transaction has been approved by the Audit Committee and Board of Directors. Further, approval for the same has been received from Government of India.
g.	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	15 RE assets are being hived-off from NTPC books to NGEL. No amalgamation/merger is envisaged.	100% shareholding of NTPC in NREL is being transferred to NGEL. No amalgamation/merger is envisaged.

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