

**ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO**

{PURSUANT TO SECTION 134 (3) (M) OF THE COMPANIES ACT, 2013 READ WITH RULE 8 (3) OF THE COMPANIES (ACCOUNTS) RULES, 2014}

**A. CONSERVATION OF ENERGY:**

a) Energy conservation measures taken:

Some of the important energy conservation measures taken during the year 2014-15 in different areas are as under:

**ENERGY AUDITS**

As per BEE notification dt. 27<sup>th</sup> May'2014, mandatory energy audits, covering all plant systems are to be conducted in all stations. It has been completed at Badarpur, Talcher Kaniha and Talcher Thermal stations during this financial year.

**AUXILIARY POWER CONSUMPTION**

Actions undertaken to reduce auxiliary power consumption at various stations, inter-alia, include:

Replacement of inefficient BFP cartridges and attending BFP recirculation valves, attending duct leakages / APH seal / expansion joints replacements, flue gas duct modification using CFD, application of efficiency improvement coating on cooling water / other pump internals, HPBFP gear box modification to save energy, installation of VFD's in various LT drives, retrofitting FRP blades in CT fans, installing plate heat exchanger to replace fin fan coolers, de-staging of CEP, replacing existing motors with Energy Efficient motors, installing grid-connected roof top PV systems, using solar operated street light fittings, installing solar water heaters, replacing old compressor with energy efficient screw compressor, optimization of operation of CW pumps, ARCW, clarified water pumps & Cooling Tower Fans, optimizing DP across Feed Regulating Station etc.

**LIGHTING**

To reduce energy conservation from lighting, replacement of conventional GLS lamps and FTLs with CFLs / efficient T / LED lighting and replacement of street lighting HPSV / Halogen / FTL fixtures with LED light fixtures were undertaken at various stations during the year.

**HEAT ENERGY**

Restoring & upgrading thermal insulation and replacement of high energy drain valves etc were undertaken at some of the Stations to reduce loss of thermal energy.

b) Additional investments and proposals for reduction in consumption of energy:

Provision of Rs. 14 crore has been kept in BE 2015-16 for different energy conservation schemes like:

- LED lighting
- Energy efficient LT motors
- Solar water heaters for houses and canteen
- Energy Efficient fan blades in Cooling Towers
- Installation of VFDs

**B. Impact of measures taken for energy conservation:**

Savings achieved during 2014-15 on account of specific efforts for energy conservation:-

S.No.	Area/Activities	Energy Unit	Savings Qty. of units	Rs. (Crore)
1	Electrical	MU	115.400	29.46
2	Heat Energy (equivalent MT of coal)	MT	2100.000	0.44
3	Heat Energy (equivalent MCM of gas)	MCM	1.558	2.04
	<b>Grand Total</b>			<b>31.94</b>

Savings achieved during 2013-14 - Rs. 29.30 Crore

**C. Technology Absorption:**

Efforts made towards technology absorption are contained in enclosed Form -B.

**D. FOREIGN EXCHANGE EARNINGS AND OUTGO**

Activities relating to export initiative taken to increase export, development of new export markets for products and services and export plan:

Total Foreign Exchange Used/ Earned (2014-15)	(₹ Crore)
1. Foreign Exchange Outgo	
a) Value of Imports calculated on CIF basis:	
-Capital Goods	2788.44
-Spare Parts	80.16
b) Expenditure:	
-Professional and Consultancy Fee	10.98
-Interest	821.59
-Others	49.54
2. Foreign Exchange Earned	
-Professional & Consultancy Fee	2.94
-Others	0.47

**FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO ABSORPTION OF TECHNOLOGY****1.0 Specific areas in which NETRA activities have been carried out during 2014 - 15:****a. MOU Projects for 2014-15 Completed:**

In-house design engineering & award of high temperature thermic fluid based solar thermal cooking demonstration plant at one station, Experimentation & report on Microalgae based study plant set up at NTPC Faridabad for CO<sub>2</sub> fixation from Flue gas, Design and Installation of technology assessment platform of Floating PV system at one of reservoir, Advance kinetic and physical coal/blend characterization: Design development and start of fabrication of Drop Tube Reactor for 1500°C and In-house CFD model development and optimization of CW sump for one future NTPC Station.

**b. Developmental Projects undertaken:**

Integration of Solar PV with existing battery charger at Unchahar, Completion of Condition Assessment of Switchyard Equipment through Corona Imaging at NTPC Stations, Development of modified Amine absorption based process to separate CO<sub>2</sub> from flue gas -Completion of detailed design including specification of necessary equipments, instruments software etc., Development and trial of prototype magnetic crawler for water wall tubes inspection, Completion of Condition Assessment of coatings on gas turbine blades/vanes using Frequency scanning eddy current testing (FSECT) at NTPC units, Pilot Plant studies for reconditioning of aged FRF from two Stations using resin based conditioning system and Sintered fly-ash based light weight aggregate (LWA); mixed design & testing for M25 grade concrete

**c. Scientific Support to NTPC Stations (Continuous basis):****CFD modeling :**

- CFD modeling of flue gas duct was taken up at Tanda#4 and Singrauli#4. Modifications based on CFD modeling resulted in 60 mm WC reduction of pressure drop and 100 kW ID fans power reduction at Tanda. The combined effect of extensive duct work repair and guide vane installation resulted in 30 mm WC improvement in duct pressure drop. The modification carried out in Tanda and Vindhyachal were inspected in overhauls and it was found that the duct erosion has been reduced significantly.
- CFD Modeling of Vindhyachal Stage-IV CW Intake system, forebay, sump was carried out by NETRA. Replacement of impellers of Korba St-III, Vindhyachal Stage IV and Rihand St IV with modified design is being taken up subsequent to joint review of pump CFD modeling with M/s KBL.

**Health assessment**

- The preventive/failure investigation of critical rotating components, boiler/condenser tubes and NDT health assessment of boiler components helped in identifying the cause of failure and thus providing necessary input for taking corrective action in preventing re-occurrence of similar failures thereby increasing the availability of power plant equipments. Material mismatch and identification of various components were carried out at Badarpur, Barh, Anta, Faridabad, Dadri, Koldam, etc. In-situ metallography, replica and hardness measurement for different power plant component was carried out at Barh, Faridabad, Dadri.
- In-situ non-destructive evaluation of mechanical properties of in-service high temp headers of Singrauli, Unit#3 has been done during annual overhaul by using Automated Ball Indentation Technique.
- Residual creep life assessments were carried out for 11 nos. of service-exposed superheater and reheater tubes of ageing boilers of coal-fired units from Badarpur (210 MW), Korba (210 / 500 MW), Ramagundam (210 / 500 MW) and Dadri (210 MW) by conducting accelerated stress rupture tests (ASRT).
- In-situ creep damage assessment at identified shell-nozzle junction (stub-tube to header weld) locations and circumferential weld of Superheater Outlet Header of Unit # 2, Dadri – Thermal was carried out during its overhaul in Dec, '14 after 168760 hours (19.26 years) of operation.
- NETRA has carried out twelve nos. of robotic based remote visual inspections in coiled tubes for erosion assessment in NTPC power plant. Erosion assessments were helpful in preventing in-service tube failure.

**Condition Monitoring:**

- NETRA has analysed Paper Moisture content in Power Transformers in various NTPC plants such as Simhadri, Dadri, and Koldam, Tanda, Faridabad etc. through Frequency Domain Spectroscopy (FDS) technique which helped stations to take decision of online or offline drying /filtration. Based on the analysis by NETRA, Simhadri GT#4Y and Koldam GT#2R was put into service after drying out.
- More than 2500 transformer oil samples were analysed from various NTPC stations as well as outside agencies pertaining to different HV transformers such as GT's, ICT's, UAT's, ST's etc. It helped in early detection of impending faults such as AT-1 in Talcher Thermal, GT-1 in Ramagundam, ST#2 at Mouda, GT#4 and GT#5 at Vindhyachal, ICT#4R at Dadri Gas, UAT#6B at Dadri Thermal etc.
- Condition monitoring of ion exchange resins for capacity and kinetics done for more than 20 stations to assess the exchange capacities of in-service resins.

**2.0 Benefits derived as a result of above Research & Technology Development:**

NETRA activities have helped in increasing the availability, reliability and efficiency of the stations. Techniques developed by NETRA are implemented at stations, which are enhancing the life of boiler & turbine components. Environmental appraisals, rejuvenation treatments of resins, chemical cleaning/treatment and corrosion control measures supported the stations in improving the efficiency, availability and life of boilers, various heat exchangers/cooling towers etc.

Waste flue gas based Air-conditioning system for control rooms is successfully running at one of the NTPC station. CFD based modifications have resulted in power saving and have been helpful in analyzing and resolving vibration problems in CW pumps. Studies on CO<sub>2</sub> fixation/utilization, solar thermal, bio-fuels will result into development of technologies for reduction in the impact on climate change and technologies for affordable renewable energy sources.

### 3.0 Future Plans

Developmental Projects planned to be taken up:

- In house design engineering and award of flue gas waste heat based desalination plant at NTPC-Simhadri
- Award and commencement of setting up Solar Thermal and PV Labs at NETRA in collaboration with German Research Institutions
- Development of modified amine absorption based process to separate CO<sub>2</sub> from flue gas: Design & setting up of bench scale test facility
- Health assessment of Dadri Station Earthing Network
- Health assessment of Transformers OLTC through Dynamic Contact Resistance Measurement (DCRM) of six transformers
- Commissioning of ED-XRF analyzer, procedure development for different elements for fly ash composition and carry out testing's of fly ash composition for five stations
- Compilation of Microstructural Atlas for Material degradation in SA-213-T22 Material used in boiler
- In-situ Non-destructive evaluation of mechanical properties of In-service high temp. pipelines/ headers of power plants using Portable Automated Ball Indentation Technique at one of the station
- Finalization of design for modification of ESP internals in one of the NTPC stations through CFD modelling
- Setting up of Multi-mode Solar Thermal Cooking System at Dadri
- Studies for improvement in technology for manufacturing of fly ash bricks at two NTPC stations
- MEMS sensor development for stack emission monitoring in collaboration.
- Development of Flow battery for renewable grid integration
- Development of Electronic Transformer for renewable integration
- CFD and physical modeling of Tanda ST-II CW Intake Channel, forebay and sump at NETRA
- "ESP performance improvement through CFD Modeling" Recommendation, design and engineering of modification for Ramgundam U#6.

### 4.0 Expenditure on R&D: 2014-15

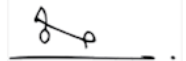
S.No.	Description	Expenditure in (Rs./Crores)	
		2014-15	2013-14
a)	Capital	32.00	35.82
b)	Revenue	97.56	98.52
c)	Total	129.56	134.34
d)	Total R&D expenditure as a percentage of PAT of previous year	1.18%	1.06%

### 5.0 Technology Absorption, Adaptation and Innovation

Particulars of some of the important technology imported during last five (5) years are as follows:

S.No.	Technology	Year	Stations
1	Ultra- supercritical Power plants with steam parameters 270 kg/cm <sub>2</sub> steam pressure and 600/600 deg C at turbine end.	2014-15	Being implemented in Khargone (2X660 MW), Telangana -I (2X800 MW) and Pudimadka (4X1000 MW)
2	Adoption of air cooled condenser for super critical units	2013-14	Being implemented in (3x660 MW) North Karanpura.
3	Adoption of USC steam parameters 260 Kg/ cm <sub>2</sub> steam pressure and 593/593 deg C at turbine end	2013-14	Being implemented in (3x660 MW) North Karanpura.
4	Adoption of supercritical technology in large size units of 800 MW	2012	Being implemented in bulk tender projects of (800 MW) at Kudgi, Lara, Darlipalli & Gadarwara
5	Super critical technology with 256 Kg/cm <sub>2</sub> Steam Pressure and 568/596 deg C MS/RH steam temperature is being adopted at steam generator end for improvement in thermal efficiency and reduced emission of green house gasses.	2008-10	Being implemented in Barh-II and also being implemented in 9 units of 660 MW (in Mauda, Solapur, Meja, Nabinagar) through bulk tendering mechanism & being implemented for (800 MW) units (Kudgi, Darlipalli, Gadarwara & Lara through bulk tendering)

For and on behalf of the Board of Directors



(Dr. Arup Roy Choudhury)  
Chairman & Managing Director  
(DIN: 00659908)

Place: New Delhi  
Dated: 30<sup>th</sup> July, 2015

**STATISTICAL INFORMATION ON RESERVATION OF SCs/STs FOR THE YEAR 2014-15****Representation of SCs/STs as on 01.01.2015:**

Group	Employees on Roll	SCs	%age	STs	%age
A	14,147	1,818	12.85	665	4.70
B	5,294	958	18.10	442	8.35
C	3,925	569	14.50	240	6.11
D	1,006	252	25.05	120	11.93
<b>Total*</b>	<b>24,372</b>	<b>3,597</b>	<b>14.76</b>	<b>1,467</b>	<b>6.02</b>

\*The above data is inclusive of manpower posted at JVs and Subsidiaries and manpower of taken over projects.

**Recruitment of SCs/STs during the year 2014:**

Group	Total Recruitment	SCs	%age	STs	%age
A	172	21	12.21	4	2.33
B	-	-	-	-	-
C	179	29	16.20	2	1.12
D	7	-	-	-	-
<b>Total</b>	<b>358</b>	<b>50</b>	<b>13.97</b>	<b>6</b>	<b>1.68</b>

**Promotions of SCs/STs during the year 2014:**

Group	Total	SCs	%age	STs	%age
A	2,964	408	13.77	128	4.32
B	1,310	256	19.54	116	8.85
C	669	107	15.99	43	6.43
D	15	2	13.33	1	6.67
<b>Total</b>	<b>4,958</b>	<b>773</b>	<b>15.59</b>	<b>288</b>	<b>5.81</b>

For and on behalf of the Board of Directors



(Dr. Arup Roy Choudhury)  
Chairman & Managing Director  
(DIN: 00659908)

Place: New Delhi  
Date: 30<sup>th</sup> July, 2015

## INFORMATION ON PHYSICALLY CHALLENGED PERSONS

With a view to focus on its role as a socially responsible and socially conscious organization, your Company has endeavored to take responsibility for adequate representation of Physically Challenged Persons (PCP) in its workforce. With this in view, the Company launched a massive recruitment drive to make up the shortfall of PCP. Presently, 469 PCP (93 VH, 107 HH and 269 OH) are on rolls of NTPC. Reservation has been provided for PH as per rules/policy. Some of the other initiatives taken for the welfare of PCP by NTPC over the years are as under:

- For individual needs of the Visually Hampered employees, screen reading software and Braille shorthand machines, are made available by the Projects of NTPC. A website has been made PCP friendly, particularly for Low Vision Employees.
- Changes in the existing building have been/ are being made to provide barrier free access to physically challenge. Ramps have also been provided for unhampered movement of wheel chairs.
- At most of the NTPC Projects, wherever houses are located in multi-storied structures, allotments to PCP has been made on the ground floor. Special parking enclosure near the ramp at the office entrance as well as Physically Handicapped friendly toilet and lift at CC and Projects.
- Wheel chairs have been provided to employees with orthopaedics disabilities. If required, the assistance of an attendant has also been sanctioned.
- Petty contracts like book binding, scribbling pad preparation from waste paper, file binding, furniture repair, screen printing, spiral binding, painting contract are also being given to disabled persons.
- At CC procurement of stationery items like files, envelopes are mainly being done from NGOs/ Agencies like ADDI, MUSKAN, Blind Relief Association who are working for physically challenged thereby creating indirect employment.
- Paintings made by disabled persons have also been procured and placed at different locations in the Company Offices.
- Medical camps have been organized in various projects of the Company for treatment and distribution of aids like artificial limbs, tricycles, wheelchairs, calipers etc.
- Shops have been allotted in Township to PCP so that they may earn their livelihood. Similarly, PCOs within/ outside plant premises are also allotted to PCP.
- Training needs are being fulfilled as per the individual requirement.
- 10 number of Scholarships @ Rs.1,500/- per month/ per student are given to PH students pursuing MBA/ PGDBM/ Degree in Engineering Courses.
- Physically challenged (Orthopedically Handicapped) employees have been allowed to purchase a three wheeler vehicle with a hand fitted engine against their normal entitlement (advance for scooter/ motorcycle/ moped) under Conveyance Advance Rules and reimbursement towards low vision aids, dark glasses etc. subject to maximum of ₹ 1,000/- every year has been introduced. Similarly hearing aid; behind the ear model for each ear restricted to ₹ 10,000/- or actual cost whichever is lower has been introduced. Transport allowances at double the normal rate to Physically disabled employees of NTPC within the admissible 47% perks and allowances w.e.f. 01.04.2014.
- Relaxation in qualifying marks for open recruitment: pass marks only and also 10% relaxation in written test and interview from the year-2002 onwards and the minimum performance level marks for promotions within the cluster are relaxed by 3 marks in case of employees belonging to SC/ ST/ Physically Challenged category.

For and on behalf of the Board of Directors



(Dr. Arup Roy Choudhury)  
Chairman & Managing Director  
(DIN: 00659908)

Place: New Delhi  
Date: 30<sup>th</sup> July, 2015

**FORM NO. MGT 9**
**EXTRACT OF ANNUAL RETURN**

As on financial year ended on March 31, 2015

 Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company  
 (Management & Administration) Rules, 2014.

**I. REGISTRATION & OTHER DETAILS:**

1.	CIN	L40101DL1975GOI007966
2.	Registration Date	07 <sup>th</sup> November 1975
3.	Name of the Company	NTPC Limited
4.	Category/Sub-category of the Company	Public Company / Government Company
5.	Address of the Registered office & contact details	NTPC Bhawan, Scope Complex, 7, Institutional Area, Lodhi Road, New Delhi-110003 Telephone No : 011 24360100 /7072 Fax No : 011 24361018 /1724 E mail : ntpccc@ntpc.co.in
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Karvy Computershare Pvt. Ltd Karvy Selenium Tower-B Plot No.31 to 32, Gachibowli Financial District Nanakramguda, Serilingampally, Hyderabad-500 008 Phone No.: 91 -40-67161518 Fax No.: 91-40-23420814 E-mail: einward.ris@karvy.com

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY** (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Generation of Electricity	35102	90.48



### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sl. No.	Name and address of the company	CIN/GLN	% of shares held
<b>Subsidiary Company {Section 2(87)(ii)}</b>			
1	NTPC Vidyut Vyapar Nigam Limited, NTPC Bhawan, SCOPE Complex Lodi Road, New Delhi	U40108DL2002GOI117584	100.00
2	NTPC Electric Supply Co. Limited, NTPC Bhawan, SCOPE Complex Lodi Road, New Delhi	U40108DL2002GOI116635	100.00
3	Kanti Bijli Utpadan Nigam Limited, NTPC Bhawan, SCOPE Complex Lodi Road, New Delhi	U40102DL2006GOI153167	65.00
4	Bhartiya Rail Bijlee Co. Ltd., NTPC Bhawan, SCOPE Complex Lodi Road, New Delhi	U40102DL2007PLC170661	74.00
<b>Associate Company {Section 2(6)}</b>			
1	Utility Powertech Limited, H block, 3rd Floor , Dhirubhai Ambani knowledge City, Thane Belapur Road, Navi Mumbai, Mumbai	U45207MH1995PLC094719	50.00
2	NTPC SAIL Power Company Pvt Ltd., 4TH FLOOR NBCC TOWER , 15th Bhikaji Kama Place, New Delhi	U74899DL1999PTC098274	50.00
3	NTPC Alstom Power Services Pvt. Ltd., NTPC Bhawan, SCOPE Complex Lodi Road, New Delhi	U74899DL1999PTC101702	50.00
4	NTPC Tamil Nadu Energy Company Ltd., NTPC Bhawan, SCOPE Complex Lodi Road, New Delhi	U40108DL2003PLC120487	50.00
5	Ratnagiri Gas & Power Pvt. Ltd. , NTPC Bhawan, SCOPE Complex Lodi Road, New Delhi	U40105DL2005PTC138458	28.91
6	Aravali Power Co. Pvt. Ltd., NTPC Bhawan, SCOPE Complex Lodi Road, New Delhi	U40105DL2006PTC156884	50.00
7	NTPC SCCL Global Ventures Pvt. Ltd., NTPC Bhawan, SCOPE Complex Lodi Road, New Delhi	U40101DL2007PTC166472	50.00
8	Meja Urja Nigam Pvt. Ltd., NTPC Bhawan, SCOPE Complex Lodi Road, New Delhi	U74900DL2008PTC176247	50.00
9	NTPC BHEL Power Projects Private Limited, NTPC Bhawan, SCOPE Complex Lodi Road, New Delhi	U40102DL2008PTC177307	50.00
10	BF-NTPC Energy Systems Limited, 14th Floor, Antrikh Bhawan, 22 KG Marg, New Delhi	U40106DL2008PLC179793	49.00
11	Nabinagar Power Generating Company Pvt. Ltd., NTPC Bhawan, SCOPE Complex Lodi Road, New Delhi	U40104DL2008PTC183024	50.00
12	National Power Exchange Limited, NTPC Bhawan, SCOPE Complex Lodi Road, New Delhi	U40100DL2008PLC185689	16.67
13	Transformers and Electricals Kerala Limited, Angamaly South ,Ernakulam District Cochin, Kerala ,India.	U31102KL1963SGC002043	44.60
14	National High Power Test Laboratory Pvt. Ltd., NTPC Bhawan, SCOPE Complex Lodi Road, New Delhi	U73100DL2009PTC190541	21.63
15	Energy Efficiency Services Limited, 4th Floor, Sewa Bawan , R K Puram, New Delhi	U40200DL2009PLC196789	25.00
16	CIL NTPC Urja Private Limited, NTPC Bhawan, SCOPE Complex Lodi Road, New Delhi	U14105DL2010PTC202053	50.00
17	International Coal Ventures Pvt. Ltd., 20th Floor, Scope Minar, (Core-2), North Tower, Laxmi Nagar District Centre, Delhi	U10100DL2009PTC190448	0.27
18	Anushakti Vidhyut Nigam Ltd, 16th Floor, Centre 1 , World Trade Centre, Cuffe Parade, Mumbai	U40300MH2011GOI212727	49.00
19	Pan Asian Renewables Pvt. Limited, NTPC Bhawan, SCOPE Complex Lodi Road, New Delhi	U40108DL2011PTC226296	50.00
20	Trincomalee Power Co. Ltd., 3rd Floor, No.240, High Level Road, Kirulapone, Colombo – 00600, Sri Lanka	Not Applicable / Foreign Company	50.00
21	Bangladesh- India Friendship Power Co.(P) Ltd., 14th Floor, Bidyut Bhawan, 1 Abdul Gani Road, Dhaka	Not Applicable / Foreign Company	50.00

#### IV. (A) SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

##### Category-wise Share Holding

CATEGORY OF SHAREHOLDER		NO. OF SHARES HELD AT THE BEGINNING OF THE YEAR i.e. 01/04/2014				NO. OF SHARES HELD AT THE END OF THE YEAR i.e. 31/03/2015				% CHANGE DURING THE YEAR
		DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)
<b>(A)</b>	<b>PROMOTER / AND PROMOTER GROUP</b>									
(1)	INDIAN									
(a)	Individual /HUF	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Central Government/State Government(s)	6184098300	0	6184098300	75.00	6180614980	0	6180614980	74.96	-0.04
(c)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Financial Institutions / Banks	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Others	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub-Total A(1) :</b>	<b>6184098300</b>	<b>0</b>	<b>6184098300</b>	<b>75.00</b>	<b>6180614980</b>	<b>0</b>	<b>6180614980</b>	<b>74.96</b>	<b>-0.04</b>
(2)	FOREIGN									
(a)	Individuals (NRIs/Foreign Individuals)	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Institutions	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Others	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub-Total A(2) :</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>Total A=A(1)+A(2)</b>	<b>6184098300</b>	<b>0</b>	<b>6184098300</b>	<b>75.00</b>	<b>6180614980</b>	<b>0</b>	<b>6180614980</b>	<b>74.96</b>	<b>-0.04</b>
<b>(B)</b>	<b>PUBLIC SHAREHOLDING</b>									
(1)	INSTITUTIONS									
(a)	Mutual Funds /UTI	99462368	0	99462368	1.21	61917461	0	61917461	0.75	-0.46
(b)	Financial Institutions /Banks	787935450	0	787935450	9.56	901314976	0	901314976	10.93	1.38
(c)	Central Government / State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Insurance Companies	179625306	0	179625306	2.17	49379983	0	49379983	0.60	-1.58
(f)	Foreign Institutional Investors	769339713	0	769339713	9.33	852229725	0	852229725	10.34	1.00
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0	0	0	0.00	0.00
(h)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
(i)	Others	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub-Total B(1) :</b>	<b>1836362837</b>	<b>0</b>	<b>1836362837</b>	<b>22.27</b>	<b>1864842145</b>	<b>0</b>	<b>1864842145</b>	<b>22.62</b>	<b>0.34</b>
(2)	NON-INSTITUTIONS									
(a)	Bodies Corporate	40612551	0	40612551	0.49	25149680	0	25149680	0.31	-0.19
(b)	Individuals									



CATEGORY OF SHAREHOLDER		NO. OF SHARES HELD AT THE BEGINNING OF THE YEAR i.e. 01/04/2014				NO. OF SHARES HELD AT THE END OF THE YEAR i.e. 31/03/2015				% CHANGE DURING THE YEAR
		DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)
	(i) Individuals holding nominal share capital upto Rs.1 lakh	150627865	72881	150700746	1.82	143738071	72077	143810148	1.74	-0.08
	(ii) Individuals holding nominal share capital in excess of Rs.1 lakh	15338758	0	15338758	0.19	15381800	0	15381800	0.19	0.00
(c)	Others									
	CLEARING MEMBERS	10419103	0	10419103	0.13	4387729	0	4387729	0.05	-0.07
	DIRECTORS	17963	0	17963	0.00	25224	0	25224	0.00	0.00
	FOREIGN BODIES	1500	0	1500	0.00	1500	0	1500	0.00	0.00
	FOREIGN NATIONALS	2683	0	2683	0.00	2690	0	2690	0.00	0.00
	NON RESIDENT INDIANS	4746872	30777	4777649	0.06	4860131	48777	4908908	0.06	0.00
	TRUSTS	3132310	0	3132310	0.04	6339596	0	6339596	0.08	0.04
(d)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total B(2) :	224899605	103658	225003263	2.73	199886421	120854	200007275	2.43	-0.30
	Total B=B(1)+B(2) :	2061262442	103658	2061366100	25.00	2064728566	120854	2064849420	25.04	0.04
	Total (A+B) :	8245360742	103658	8245464400	100.00	8245343546	120854	8245464400	100.00	0.00
(C)	Shares held by custodians, for GDRs/ADRs									
	GRAND TOTAL (A+B+C) :	8245360742	103658	8245464400	100.00	8245343546	120854	8245464400	100.00	

**B) Shareholding of Promoter-**

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	PRESIDENT OF INDIA	6184098300	75.00	0	6180614980	74.96	0	-0.04

**C) Change in Promoters' Shareholding (please specify, if there is no change)**

SN	Particulars	Shareholding at the beginning of the year		Transaction during the year			Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	Date	Increase/ Decrease in share holding	Reason	No. of shares	% of total shares of the company
1	At the beginning of the year	6184098300	75.00				6184098300	75.00
2	Offer for sale			06/06/2014	-3483320	Offer for sale to employees	6180614980	74.96
3	At the end of the year	6180614980	74.96				6180614980	74.96

**D) Shareholding Pattern of top ten Shareholders (Closing Balance):**  
(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For Each of the Top 10 Shareholders*	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	LIFE INSURANCE CORPORATION OF INDIA				
	At the beginning of the year	706778072	8.57	706778072	8.57
	Bought during the year	111208454	1.35	817986526	9.92
	Sold during the year	400574	-	817585952	9.92
	At the end of the year	817585952	9.92	817585952	9.92
2	ABU DHABI INVESTMENT AUTHORITY - GULAB				
	At the beginning of the year	38645866	0.47	38645866	0.47
	Bought during the year	35253552	0.43	73899418	0.90
	Sold during the year	14524490	0.18	59374928	0.72
	At the end of the year	59374928	0.72	59374928	0.72
3	GOVERNMENT OF SINGAPORE				
	At the beginning of the year	77660352	0.94	77660352	0.94
	Bought during the year	8507487	0.10	86167839	1.05
	Sold during the year	47142797	0.57	39025042	0.47
	At the end of the year	39025042	0.47	39025042	0.47
4	T. ROWE PRICE INTERNATIONAL STOCK FUND				
	At the beginning of the year	-	-	-	-
	Bought during the year	37906301	0.46	37906301	0.46
	Sold during the year	-	-	37906301	0.46
	At the end of the year	37906301	0.46	37906301	0.46
5	VANGUARD EMERGING MARKETS STOCK INDEX FUND, ASERIE				
	At the beginning of the year	34706910	0.42	34706910	0.42
	Bought during the year	2590952	0.03	37297862	0.45
	Sold during the year	571300	0.01	36726562	0.45
	At the end of the year	36726562	0.45	36726562	0.45
6	PLATINUM INTERNATIONAL FUND				
	At the beginning of the year	-	-	-	-
	Bought during the year	33770416	0.41	33770416	0.41
	Sold during the year	-	-	33770416	0.41
	At the end of the year	33770416	0.41	33770416	0.41
7	PLATINUM ASIA FUND				
	At the beginning of the year	-	-	-	-
	Bought during the year	28876415	0.35	28876415	0.35
	Sold during the year	-	-	28876415	0.35
	At the end of the year	28876415	0.35	28876415	0.35
8	PRUDENTIAL ICICI TRUST LTD-SENSEX PRUDENTIAL ICICI				
	At the beginning of the year	19445874	0.24	19445874	0.24
	Bought during the year	40281346	0.49	59727220	0.72
	Sold during the year	32821805	0.40	26905415	0.33
	At the end of the year	26905415	0.33	26905415	0.33
9	COPTHALL MAURITIUS INVESTMENT LIMITED				
	At the beginning of the year	10119518	0.12	10119518	0.12
	Bought during the year	19332562	0.23	29452080	0.36
	Sold during the year	3944436	0.05	25507644	0.31
	At the end of the year	25507644	0.31	25507644	0.31
10	SWISS FINANCE CORPORATION (MAURITIUS) LIMITED				
	At the beginning of the year	5994681	0.07	5994681	0.07
	Bought during the year	27051233	0.33	33045914	0.40
	Sold during the year	10481889	0.13	22564025	0.27
	At the end of the year	22564025	0.27	22564025	0.27

\*The shares of the Company are traded on a daily basis and hence the date wise increase / decrease in shareholding is not indicated. Shareholding is consolidated based on permanent account number (PAN) of the shareholder.

**E) Shareholding of Directors and Key Managerial Personnel:**

SN	Shareholding of Directors and Key Managerial Personnel	Shareholding at the beginning of the year		Transaction during the year			Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	Date	Increase/ Decrease in share holding	Reason	No. of shares	% of total shares of the company
1	Dr. ARUP ROY CHOUDHURY	11190	0.00	01/04/2014			11190	0.00
				06/06/2014	1440	Transfer	12630	0.00
				31/03/2015			12630	0.00
2	S C PANDEY	3304	0.00	01/04/2014			3304	0.00
				06/06/2014	500	Transfer	3804	0.00
				06/02/2015	2304	Transfer	6108	0.00
				06/02/2015	-2304	Transfer	3804	0.00
				06/03/2015	196	Transfer	4000	0.00
				31/03/2015			4000	0.00
3	ANIL KUMAR JHA	0	0.00	01/04/2014			0	0.00
				06/06/2014	1440	Transfer	1440	0.00
				31/03/2015			1440	0.00
4	NARENDRA NATH MISRA <sup>§</sup>	922	0.00	01/04/2014			922	0.00
				06/06/2014	200	Transfer	1122	0.00
				31/03/2015			1122	0.00
5	UMESH PRASAD PANI	922	0.00	01/04/2014			922	0.00
				06/06/2014	1440	Transfer	2362	0.00
				31/03/2015			2362	0.00
6	DR. ALWYN DIDAR SINGH	426	0.00	01/04/2014			426	0.00
				31/03/2015			426	0.00
7	ANIL KUMAR RASTOGI	3443	0.00	01/04/2014			3443	0.00
				23/05/2014	-500	Transfer	2943	0.00
				30/05/2014	-500	Transfer	2443	0.00
				06/06/2014	940	Transfer	3383	0.00
				31/03/2015			3383	0.00

<sup>§</sup> Superannuated as director w.e.f. 31<sup>st</sup> Oct., 2014

**V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.**

Amount in Crore

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year (as at 01.04.2014)</b>				
i) Principal Amount	12,904.00	54,265.70	0.52	67,170.22
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	390.63	314.32	0.09	705.04
<b>Total (i+ii+iii)</b>	<b>13,294.63</b>	<b>54,580.02</b>	<b>0.61</b>	<b>67,875.26</b>
<b>Change in Indebtedness during the financial year (2014-15)</b>				
i) Addition in principal amount	11,306.83	12,053.54	-	23,360.37
ii) Reduction in principal amount	593.00	4,157.63	0.52	4,751.15
iii) Change in principal amount due to ERV	-	215.90	-	215.90
iv) Change in interest accrued but not due	43.22	(20.87)	(0.09)	22.26
<b>Net Change (i-ii+iii+iv)</b>	<b>10,757.05</b>	<b>8,090.94</b>	<b>(0.61)</b>	<b>18,847.38</b>
<b>Indebtedness at the end of the financial year ( as on 31.03.2015)</b>				
i) Principal Amount	23,617.83	62,377.51	-	85,995.34
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	433.85	293.45	-	727.30
<b>Total (i+ii+iii)</b>	<b>24,051.68</b>	<b>62,670.96</b>	<b>-</b>	<b>86,722.64</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**
**A. Remuneration to Managing Director, Whole-time Directors and/or Manager**

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager								Total Amount (₹)
		CMD/CEO	WTD/CFO	WTD	WTD	WTD	WTD	WTD	WTD	
		Dr. Arup Roy Choudhury	Sh.Kulamani Biswal	Sh. I.J.Kapoor	Sh.N.N.Mishra <sup>§</sup>	Sh.A.K.Jha	Sh.U.P.Pani	Sh.S.C.Pandey	Sh.K.K.Sharma <sup>§§</sup>	
1	Gross salary									
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	4,434,288	2,722,062	3,865,475	5,682,835	3,610,834	3,714,777	3,157,864	1,099,024	28,287,159
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	609,784	798,384	1,766,124	705,154	1,190,865	584,071	561,696	465,018	6,681,096
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-	-	-	-	-	-
2	Stock Option	-	-	-	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-	-	-	-	-	-	-
5	Others, please specify	-	-	-	-	-	-	-	-	-
	<b>Total (A)</b>	<b>5,044,072</b>	<b>3,520,446</b>	<b>5,631,599</b>	<b>6,387,989</b>	<b>4,801,699</b>	<b>4,298,848</b>	<b>3,719,560</b>	<b>1,564,042</b>	<b>34,968,255</b>
	Ceiling as per the Act	Not Applicable*								

§ Superannuated as Director w.e.f. 31<sup>st</sup> Oct,2014

§§ Appointed as Director w.e.f. 1<sup>st</sup> November,2014

\* Section 197 of Companies Act, 2013 shall not apply vide MCA notification dated 5.6.2015

**B. Remuneration to other directors:**

Sr. No.	Particulars of Remuneration	Fee for attending board / committee meetings	Commission	Others, please specify-Honorarium	Total Amount
1.	<b>Independent Directors</b>				
	Dr. Alwyn Didar Singh		3,60,000	-	3,60,000
	Sh.Ajit M Nimbalkar		3,20,000	-	3,20,000
	Sh.Anol Nath Chatterji		6,00,000	20,250	6,20,250
	Sh.Homai A Daruwalla		8,60,000	-	8,60,000
	Sh.Prashant Mehta		4,00,000	-	4,00,000
	Sh. Rajib Sekhar Sahoo		3,60,000	-	3,60,000
	Sh.S.B.Ghosh Dastidar		3,00,000	-	3,00,000
	Sh.S.R.Upadhyay		4,00,000	47,000	4,47,000
	Prof. Sushil Khanna		6,20,000	-	6,20,000
	<b>Total (1)</b>		<b>42,20,000</b>	<b>67,250</b>	<b>4,28,7250</b>

2.	Other Non-Executive Directors	-	-	-	-
	<b>Total (2)</b>	-	-	-	-
	<b>Total (B)=(1+2)</b>	<b>42,20,000</b>	-	<b>67,250</b>	<b>42,87,250</b>
	<b>Total Managerial Remuneration (A+B)</b>				<b>3,92,55,505</b>
	Ceiling as per the Act (@ 1% of profits calculated under Section 198 of the Companies Act, 2013)	Not Applicable*			

\* Section 197 of Companies Act, 2013 shall not apply vide MCA notification dated 5.6.2015

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SN	Particulars of Remuneration	Key Managerial Personnel	
		Company Secretary	Total
		Sh. Anil Kumar Rastogi	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	35,36,511	35,36,511
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	9,10,320	9,10,320
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
5	Others, please specify	-	-
	<b>Total</b>	<b>44,46,831</b>	<b>44,46,831</b>

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
There were no penalties/ punishment / compounding of offences for breach of any section of Companies Act against the Company or its Directors or other officers in default, if any, during the year.					

For and on behalf of the Board of Directors



(Dr. Arup Roy Choudhury)  
Chairman & Managing Director  
(DIN: 00659908)

Place: New Delhi  
Date: 30<sup>th</sup> July, 2015

**Annual Report on Corporate Social Responsibility Activities**

(Pursuant to Section 135 of the Companies Act, 2013)

1. A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.

CSR has been synonymous with Company's core business of power generation. The Company's spirit of caring and sharing is embedded in its mission statement. The Company's has a comprehensive Resettlement & Rehabilitation (R&R) policy covering community development (CD) activities which has been revised and updated from time to time. CD activities in green field area are initiated as soon as project is conceived and there after extensive community / peripheral development activities are taken up along with the project development. Separate CSR community Development Policy, formulated in July 2004 and Sustainability Policy have been combined and revised in 2014-15 as "NTPC Policy for CSR & Sustainability" in line with Companies Act 2013. It covers a wide range of activities including implementation of key programmes through a 'NTPC Foundation's trust of NTPC.

CSR & Sustainability programs undertaken by Company include activities specified in Schedule VII of the Companies Act 2013 & rules made there under and any other activity for benefit of community at large. Focus areas of NTPC CSR & Sustainability activities are Health, Sanitation, Drinking Water, Education, Capacity Building, Women Empowerment, Social Infrastructure Development, support to Physically Challenged Person (PCPs), and activities contributing towards Environment Sustainability.

The Company commits itself to contribute to the society, discharging its corporate social responsibilities through initiatives that have positive impact on society at large, especially the community in the neighborhood of its operations by improving the quality of life of the people, promoting inclusive growth and environmental sustainability"

Preference for CSR & Sustainability activities is given to local areas (within the district) around Company's operations, ensuring that majority CSR funds are spent for activities in local areas. However, considering Inclusive Growth & Environment Sustainability and to supplement Government effort, activities are taken up anywhere in the country.

During the year special thrust has been given to the "Swachh Vidyalaya Abhiyan" for construction of 24,000 toilets in government schools covering 17 states and 82 districts across the country.

**Web Link to the CSR Policy & Projects or programs**

<http://www.ntpc.co.in/en/corporate-citizenship/corporate-social-responsibilitydownload/ntpc-policy-csr-sustainability>

2. The Composition of the CSR Committee

The Board level Corporate Social Responsibility & Sustainability Committee comprising at least three Directors with at least one Independent Director, recommends to the Board for approval, the amount of expenditure to be incurred on the activities and monitor from time to time the Policy for Corporate Social Responsibility & Sustainability approved by the Board.

3. Financial Details

Particulars	₹ crores
Average net profit of the Company for the last three financial years	14173.78
Prescribed CSR Expenditure (2% of the average net profits)	283.48
<b>Details of CSR Expenditure during the financial year:</b>	
Total amount to be spent for the financial year	283.48
Amount spent	205.18
Amount unspent	78.30

4. Manner in which the amount spent during the financial year is detailed below :

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No	CSR project or activity identified.	Sector in which the Project is covered./ Relevant Section of Schedule VII in which the project is covered (Note)	Project or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs (2) Overheads:	Cumulative expenditure upto to the reporting period	Amount spent: Direct or through implementing agency
1.	Education	II	Anta District: Baran State: Rajasthan	342.13	226.96	226.96	Through Implementing / Contracting Agency
	Health & Sanitation	I					
	Social Infrastructure	III					
	Vocational Training & Capacity Building	II					
	Promotion of Sports & Culture	VII					
	Others Miscellaneous CSR Activities	IV					
2.	Education	II	Auraiya District: Auraiya State: Uttar Pradesh	152.90	256.41	256.41	Through Implementing / Contracting Agency
	Health & Sanitation	I					
	Drinking Water	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Promotion of Sports & Culture	VII					
	Activities for Physically challenged persons	III					
	Others Miscellaneous CSR Activities	IV					



(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No	CSR project or activity identified.	Sector in which the Project is covered./ Relevant Section of Schedule VII in which the project is covered (Note)	Project or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs (2) Overheads:	Cumulative expenditure upto to the reporting period	Amount spent: Direct or through implementing agency
3.	Education	II	Badarpur New Delhi State:Delhi	454.49	431.70	431.70	Through Implementing / Contracting Agency
	Health &Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Others Miscellaneous CSR Activities	IV					
4.	Education	II	Farakka District:Murshidabad State:West Bengal & District: Sahibganj Jharkhand	1419.78	964.45	964.45	Through Implementing / Contracting Agency
	Health &Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Drinking Water	I					
	Promotion of Sports & Culture	VII					
	Others Miscellaneous CSR Activities	IV					
5.	Education	II	Faridabad District:Faridabad State:Haryana	137.00	148.56	148.56	Through Implementing / Contracting Agency
	Health &Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Drinking Water	I					
	Activities for Physically challenged persons	III					
	Promotion of Sports & Culture	VII					
	Others Miscellaneous CSR Activities	IV					
6	Education	II	Jhanor Gandhar District:Bharuch State:Gujarat	160.06	181.25	181.25	Through Implementing / Contracting Agency
	Health &Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Drinking Water	I					
	Promotion of Sports & Culture	VII					
	Animal Health	IV					
	Others Miscellaneous CSR Activities	IV					
7.	Education	II	Kahalgaoon District:Bhagalpur State:Bihar & District - Godda Jharkhand	1452.31	757.72	757.72	Through Implementing / Contracting Agency
	Health &Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Drinking Water	I					
	Promotion of Sports & Culture	VII					
	Activities for Physically challenged persons	III					
	Relief for Natural Calamities	IV					
Others Miscellaneous CSR Activities	IV						
8.	Education	II	Kawas District:Surat State:Gujarat	97.10	88.34	88.34	Through Implementing / Contracting Agency
	Health &Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Drinking Water	I					
	Promotion of Sports & Culture	VII					
Others Miscellaneous CSR Activities	IV						
9.	Education	II	Kayamkulam District:Alappuzha State:Kerala	375.26	320.75	320.75	Through Implementing / Contracting Agency
	Health &Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Promotion of Sports & Culture	VII					
	Activities for Physically challenged persons	III					
	Relief for Natural Calamities	IV					
Others Miscellaneous CSR Activities	IV						
10.	Education	II	Korba District:Korba State:Chhatisgarh	1031.56	1073.14	1073.14	Through Implementing / Contracting Agency
	Health &Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Promotion of Sports & Culture	VII					
	Activities for Physically challenged persons	III					
	Relief for Natural Calamities	IV					
	Others Miscellaneous CSR Activities	IV					

Amount (₹ lacs)

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No	CSR project or activity identified.	Sector in which the Project is covered./ Relevant Section of Schedule VII in which the project is covered (Note)	Project or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs (2) Overheads:	Cumulative expenditure upto to the reporting period	Amount spent: Direct or through implementing agency
11.	Education	II	NCCP-Dadri District: Gautambudh Nagar State:Uttar Pradesh	713.04	809.48	809.48	Through Implementing / Contracting Agency
	Health &Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Drinking Water	I					
	Promotion of Sports & Culture	VII					
	Others Miscellaneous CSR Activities	IV					
12.	Education	II	Ramagundam District:Karimnagar State:Telangana	1297.85	866.22	866.22	Through Implementing / Contracting Agency
	Health &Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Drinking Water	I					
	Promotion of Sports & Culture	VII					
	Animal Health	IV					
	Activities for Physically challenged persons	III					
Others Miscellaneous CSR Activities	IV						
13.	Education	II	Rihand District:Sonebhadra State:Uttar Pradesh	1221.01	826.19	826.19	Through Implementing / Contracting Agency
	Health &Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Drinking Water	I					
	Promotion of Sports & Culture	VII					
	Activities for Physically challenged persons	III					
Others Miscellaneous CSR Activities	IV						
14.	Education	II	Simhadri District: Visakhapatnam State: Andhrapradesh	803.48	1455.81	1455.81	Through Implementing / Contracting Agency
	Health &Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Drinking Water	I					
	Promotion of Sports & Culture	VII					
	Animal Health	IV					
Activities for Physically challenged persons	III						
Others Miscellaneous CSR Activities	IV						
15.	Education	II	Singrauli District:Sonebhadra State:Uttar Pradesh	902.28	825.56	825.56	Through Implementing / Contracting Agency
	Health &Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Drinking Water	I					
	Promotion of Sports & Culture	VII					
	Animal Health	IV					
Activities for Physically challenged persons	III						
Others Miscellaneous CSR Activities	IV						
16.	Education	II	Sipat District:Bilaspur State:Chhatisgarh	974.35	1039.91	1039.91	Through Implementing / Contracting Agency
	Health &Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Drinking Water	I					
	Promotion of Sports & Culture	VII					
	Activities for Physically challenged persons	III					
Others Miscellaneous CSR Activities	IV						
17.	Education	II	Talcher-Kaniha District:Angul State:Odisha	1488.56	1412.65	1412.65	Through Implementing / Contracting Agency
	Health &Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Drinking Water	I					
	Promotion of Sports & Culture	VII					
	Animal Health	IV					
Activities for Physically challenged persons	III						
Others Miscellaneous CSR Activities	IV						

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No	CSR project or activity identified.	Sector in which the Project is covered./ Relevant Section of Schedule VII in which the project is covered (Note)	Project or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs (2) Overheads:	Cumulative expenditure upto to the reporting period	Amount spent: Direct or through implementing agency
18.	Education	II	Talcher- Thermal District:Angul State:Odisha	841.58	818.01	818.01	Through Implementing / Contracting Agency
	Health & Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Drinking Water	I					
	Promotion of Sports & Culture	VII					
	Animal Health	IV					
Others Miscellaneous CSR Activities	IV						
19.	Education	II	Tanda District:Ambedkar Nagar State:Uttarpradesh	129.74	176.93	176.93	Through Implementing / Contracting Agency
	Health & Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Promotion of Sports & Culture	VII					
	Animal Health	IV					
	Activities for Physically challenged persons	III					
Others Miscellaneous CSR Activities	IV						
20.	Education	II	Unchahar District:Raebareli State:Uttarpradesh	710.00	331.92	331.92	Through Implementing / Contracting Agency
	Health & Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Drinking Water	I					
	Promotion of Sports & Culture	VII					
	Activities for Physically challenged persons	III					
Others Miscellaneous CSR Activities	IV						
21.	Education	II	Vindhyachal District:Singrauli State:Madhya Pradesh	1048.95	968.29	968.29	Through Implementing / Contracting Agency
	Health & Sanitation	I					
	Vocational Training & Capacity Building	II					
	Social Infrastructure	III					
	Drinking Water	I					
	Animal Health	IV					
	Promotion of Sports & Culture	VII					
Activities for Physically challenged persons	III						
Others Miscellaneous CSR Activities	IV						
22.	Education	II	Eastern Region-I District:Patna State:Bihar	167.85	174.00	174.00	Through Implementing / Contracting Agency
	Health & Sanitation	I					
	Social Infrastructure	III					
	Drinking Water	I					
	Activities for Physically challenged persons	III					
Activities for poor and underprivileged	I						
23.	Education	II	Eastern Region -II District:Bhubneswar State:Odisha	58.00	164.46	164.46	Through Implementing / Contracting Agency
	Health & Sanitation	I					
24.	Education	II	National Capital Region District:Noida State:Uttar Pradesh	60.00	58.35	58.35	Through Implementing / Contracting Agency
	Health & Sanitation	I					
	Activities for poor and underprivileged	I					
25.	Education	II	Nothern Region District:Lucknow State:Uttar Pradesh	121.10	139.15	139.15	Through Implementing / Contracting Agency
	Health & Sanitation	I					
	Drinking Water	I					
	Social Infrastructure	III					
	Activities for Physically challenged persons	III					
26.	Education	II	Southern Region District:Hyderabad State:Telangana	125.00	125.05	125.05	Through Implementing / Contracting Agency
	Drinking Water	I					
	Vocational Training & Capacity Building	II					
	Promotion of Sports & Culture	VII					
	Activities for Physically challenged persons	III					
Activities for poor and underprivileged	I						

Amount (₹ lacs)

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No	CSR project or activity identified.	Sector in which the Project is covered./ Relevant Section of Schedule VII in which the project is covered (Note)	Project or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs (2) Overheads:	Cumulative expenditure upto to the reporting period	Amount spent: Direct or through implementing agency
27.	Education Health & Sanitation Promotion of Sports & Culture Activities for Physically challenged persons Activities for poor and underprivileged Others Miscellaneous CSR Activities	II I VII III I IV	Western Region-I District: Mumbai State: Maharashtra	61.00	69.38	69.38	Through Implementing / Contracting Agency
28.	Education Social Infrastructure	II III	Western Region- II District: Raipur State: Chhatisgarh	50.00	183.10	183.10	Through Implementing / Contracting Agency
29.	Education Conservation of Heritage Solar Lighting/ Renewable Energy/ Dg Projects Vocational Training & Capacity Building Animal Health Activities for poor and underprivileged Natural Calamity	II V IV II IV I IV	Corporate Centre and other National level activities at various locations and states across country	17398.51	3368.36	3368.36	Through Implementing / Contracting Agency
30	Sustainable Development Activities & Others Total			4654.00 38448.89	838.80 19100.90	838.80 19100.90	
31	Overheads (@5% of total allocations)			1922.44	1417.72	1417.72	
	<b>GRAND TOTAL</b>			<b>40371.33</b>	<b>20518.62</b>	<b>20518.62</b>	

**Note :**

- (i) Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water
  - (ii) promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
  - (iii) promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
  - (iv) ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water;
  - (v) protection of national heritage, art and culture including restoration of buildings and site of historical importance and work of art: setting up public libraries: promotion and development of traditional arts and handicrafts.
  - (vi) training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports.
5. In case the company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board Report.
- (i) This being the 1st year after the Section 135 of the Companies Act 2013 came into force with effect from 01.04.2014, formulating new Policy, putting new systems and procedures into place and mobilizing additional resources have taken substantial part of the year after receiving clarifications in June 2014.
  - (ii) Directives dated 27.10.2014 from the Administrative Ministry were received regarding construction of 24000 toilets in schools spread over 41 locations in 82 districts of 17 States. Surveying the locations, finalizing the sites in consultation with the concerned State Authorities, obtaining consents of the concerned Ministries and rolling out the construction activities have taken considerable time. CSR plans had to be reworked to include this important National endeavor envisaged and decided by Government of India under Swachha Bharat Swachh Vidyalaya Abhiyan on the clarion call by Hon'ble Prime Minister of India. Expenditure on this activity, which is to the tune of Rs 285 Cr, has not been substantial during the year. Now that the constructions are in full swing, major expenditures shall take place during the year 2015-16.
6. This is to state that the implementation and monitoring of CSR policy is in compliance with CSR objectives and policy of the Company.

For and on behalf of the Board of Directors



(Dr. Arup Roy Choudhury)  
Chairman & Managing Director  
(DIN: 00659908)

Place: New Delhi  
Date: 30<sup>th</sup> July, 2015

### PROJECT-WISE ASH PRODUCED AND UTILISED

The quantity of ash produced, ash utilized and percentage of such utilization during 2014-15 from NTPC Stations is as under:

Sl.No.	Stations	Ash Produced (Lakh MTs)	Ash Utilization (Lakh MTs)	% Utilization (Amount in %)
1	Badarpur	8.12	9.73*	119.83*
2	Dadri	26.07	27.04*	103.72*
3	Singrauli	37.00	6.21	16.78
4	Rihand	48.31	4.93	10.20
5	Unchahar	19.25	13.62	70.75
6	Tanda	10.35	5.74	55.46
7	Korba	61.14	19.01	31.09
8	Vindhyachal	73.11	19.51	26.69
9	Sipat	49.41	15.41	31.19
10	Ramagundam	55.41	35.51	64.09
11	Simhadri	29.30	9.85	33.62
12	Farakka	36.18	10.07	27.83
13	Kahalgaon	56.48	16.87	29.87
14	Talcher-Thermal	12.03	12.08	100.42
15	Talcher-Kaniha	65.20	27.57	42.29
16	Mouda	4.43	0.64	14.45
	<b>Total</b>	<b>591.79</b>	<b>233.79</b>	<b>39.51</b>

\* Figure includes Ash utilized from ash produced during previous years.

For and on behalf of the Board of Directors



(Dr. Arup Roy Choudhury)  
Chairman & Managing Director  
(DIN: 00659908)

Place: New Delhi  
Date: 30<sup>th</sup> July, 2015

**BUSINESS RESPONSIBILITY REPORT (2014-15)**
**Section A : General information about the company**

1. CIN (Corporate Identity Number) L40101DL1975GOI007966
2. Name of the company NTPC Limited
3. Registered address NTPC Bhawan, Scope Complex, 7, Institutional Area, Lodi Road, New Delhi-110003
4. Website www.ntpc.co.in
5. Email id ntpccc@ntpc.co.in
6. FY reported 2014-15
7. Sector that company is engaged in : Power
8. Product/services that the company manufacturers /provides (as in balance sheet):
  - i. Generation of Electricity
  - ii. Consultancy
  - iii. Coal Mining
9. Total number of location where business activity is undertaken by the company:
  1. International locations - 03 nos.
    - a. Trincomalee Power Project, Srilanka
    - b. Power Project at Khulna, Bangladesh
    - c. Power Project at Siddhirganj, Bangladesh
  2. National locations - 64 nos.
10. Markets served by the company : National & International

**Section B : Financial details of the company**

S.No.	Particulars	Rs. Crores
1.	Paid up capital	Rs. 8245.46
2.	Total Revenue	Rs. 75,362.37
3.	Total Profit after taxes	Rs. 10,290.86
4.	Total spending on CSR and Sustainable Development (SD) as % of PAT	- 1.99 % (Rs 205.18 Cr.) of PAT of FY 14-15 - 1.45% (Rs. 205.18 Cr.) of average of pervious 3 yrs Net Profit#
5.	List of activities in which expenditure in 4 above has been incurred	<b>Broad areas of the activities :</b> <ul style="list-style-type: none"> <li>- Education and awareness creation</li> <li>- Health and sanitation(Toilet)</li> <li>- Vocational Training and Skill up-gradation</li> <li>- Activities for physically challenged</li> <li>- Women Empowerment</li> <li>- Roads &amp; Infrastructure strengthening</li> <li>- Providing Drinking Water</li> <li>- Art &amp; Culture and Sports</li> <li>- Extending financial support/activities for relief during Natural Calamity</li> <li>- Biodiversity, Tree Plantation</li> <li>- Waste management</li> <li>- Environmental Studies</li> <li>- Promotion of Renewable Energy</li> <li>- Water management</li> </ul>

# An amount of Rs. 78.30 Cr. has been appropriated to CSR reserve in FY 2014-15



### Section C: Other Details

**Subsidiaries :** The company has the following four Subsidiary Companies as on 31-03-2015 :

- i. NTPC Electric Supply Company limited
- ii. NTPC Vidyut Vyapar Nigam Limite
- iii. Kanti Bijlee Utpadan Nigam Limited
- iv. Bhartiya Rail Bijlee Company Limited

The Business Responsibility Initiatives of the parent company are applicable to the subsidiary companies also. However, none of the entities that the Company does business with, participate in the BR initiatives of the Company.

### Section D: BR information

#### 1. Individual Directors responsible for implementation of the BR policy / policies:

Principle No	Description	Policy / Policies	Director(s) Responsible
Principle 1 (P1)	Businesses should conduct and govern themselves with Ethics, Transparency and Accountability.	1. Code of Conduct* 2. Core Values 3. Fraud Prevention Policy 4. CDA Rules 5. Whistle Blower Policy 6. Internal code of conduct for prevention of insider trading. 7. Code of Corporate Fair Disclosure Practices for prevention of insider trading. 8. Related Party Transaction Policy.	All Directors & Chief Vigilance Officer
Principle 2 (P2)	Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle.	1. Safety Policy 2. NTPC Policy for CSR and Sustainability	Director (Operations) Director (HR)
Principle 3 (P3)	Businesses should promote the well-being of all employees.	1. Human Resource (HR) Policies 2. Placement and Transfer Policy	Director (HR)
Principle 4 (P4)	Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.	1. R&R Policy 2. Community Development (CD) Policy 3. HR Policies	Director (HR)
Principle 5 (P5)	Businesses should respect and promote human rights.	HR Policies	Director (HR)
Principle 6 (P6)	Businesses should respect, protect, and make efforts to restore the environment.	1. Environment Policy 2. NTPC Policy for CSR and Sustainability	Director (Operation) Director (HR)
Principle 7 (P7)	Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner.	1. Code of Conduct* 2. Core Values	All Directors
Principle 8 (P8)	Businesses should support inclusive growth and equitable development.	1. R&R Policy 2. Community Development (CD) Policy	Director (HR)
Principle 9 (P9)	Businesses should engage with and provide value to their customers and consumers in a responsible manner.	Commercial systems & Procedures	Director (Commercial)

\* Code of Conduct for Board Members & Senior Management Personnel

**2. Details of Director/Directors responsible for BR as a whole**

**a. Details of the Director/Directors responsible for implementation of the BR policy/policies:**

- i. **DIN number** 00659908
- ii. **Name** Dr. Arup Roy Choudhury
- iii. **Designation** Chairman & Managing Director
- iv. **Telephone no.** 011-24360044
- v. **Email-ID** cmd@ntpc.co.in

**b. Details of BR head: Same as above**

**3. Principle wise reply to each question on BR Policy / Policies :**

Question	P1	P2	P3	P4	P5	P6	P7	P8	P9
1. Do you have a policy/ policies for the Principle .....	Y	Y	Y	Y	Y	Y	Y	Y	N
2. Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	-
3. Does the policy conform to any national /international standards?	Y	Y	Y	Y	Y	Y	Y	Y	-
4. Has the policy being approved by the Board? If yes, has it been signed by MD/owner/CEO/appropriate Board Director?	Y	Y	Y	Y	Y	Y	Y	Y	-
5. Does the company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	-
6. Indicate the link for the policy to be viewed online?	(i)	(i)	(ii)	(i)	(ii)	(i)	(i)	(i)	-
7. Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y <sup>s</sup>	Y	Y <sup>s</sup>	Y	Y	Y	-
8. Does the company have in-house structure to implement the policy/ policies?	Y	Y	Y	Y	Y	Y	Y	Y	-
9. Does the Company have a grievance redressal mechanism related to the policy / policies to address stakeholders' grievances related to the policy / policies?	Y	Y	Y	Y	Y	Y	Y	Y	-
10. Has the company carried out independent audit / evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	Y	Y	Y	-

§ Communicated to Internal Stakeholders only.

(i) Web links for the Policies :

- a. Code of Conduct  
<http://www.ntpc.co.in/investors/code-of-conduct>
- b. R&R Policy :  
<http://www.ntpc.co.in/en/corporate-citizenship/r-and-r-policies>
- c. CSR and Sustainability Policy  
<http://www.ntpc.co.in/download/ntpc-policy-csr-sustainability>
- d. Fraud Prevention Policy  
<http://www.ntpctender.com/about/FraudPolicy.asp>
- e. INTERNAL CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING  
<http://www.ntpc.co.in/download/internal-code-conduct-prevention-insider-trading-dealing-securities-ntpc-limited>

- f. CODE OF CORPORATE FAIR DISCLOSURE PRACTICES FOR PREVENTION OF INSIDER TRADING  
<http://www.ntpc.co.in/download/code-corporate-fair-disclosure-practicces-prevention-insider-trading>
  - g. Related Party Transaction Policy  
<http://www.ntpc.co.in/download/related-party-transaction-policy-ntpc>
  - h. Whistle Blower Policy  
<http://www.ntpc.co.in/en/vigilance>
  - i. Community Development Policy  
<http://www.ntpc.co.in/download/initail-community-development-policy-2009>
- (ii) Policies not hosted on web :
- a. Environment Policy : Policy is in hard copy only and not hosted on web. However, Principles of Environment Policy have been given on the website [www.ntpc.co.in](http://www.ntpc.co.in) under Environment Head.
  - b. Safety Policy, HR Policies & Placement and Transfer Policy : Available for internal stakeholders only and not hosted on web.
4. If answer against any principle is 'No', please explain why:
- Principle 9 : All the sub-principles identified under principle -9 are duly followed by Company through its commercial systems and procedures. However, Company feels that a separate Policy on Principle -9 is not required because :
- The Company supplies power to the Bulk Customers (State Electricity Distribution companies) majority of which are owned by the respective State Govts.
  - The CERC, while finalizing Tariff and other Regulations engages all Stakeholders and takes views of them. CERC Tariff Regulations and relevant orders are being displayed on CERC Website [www.cercind.gov.in](http://www.cercind.gov.in).
  - The Company and Our bulk customers i.e. Discoms works under Regulated Environment. NTPC strives for supplying cheapest power deploying all resources optimally in best possible ways resulting in well being of customers & Society.
  - The Company being a Government company is also subject to the various checks and balances mechanism such as C&AG audits /CVC etc.
  - CERC while determining the tariff of stations does prudence check on the costs of the Company.
  - The Company never restricts the freedom of choice and free competition in any manner while supplying bulk Power.
  - Needs of the customers is taken into account and accordingly PPA are signed and Allocation of Power is made by Ministry of Power as per existing guidelines & Policy to meet the requirement of customers. Unallocated quota of power is allocated by MoP as per demand and requirement of different States hence always keep customer first.
  - Power Supply regularity, Performance and all other Commercial parameters are governed by CERC and NTPC always excels in satisfying customers by disclosing all relevant information.
  - Issues, if any, regarding operational issues etc are being discussed and resolved in common forums such as Regional Power Committees.

The Company engages with customers and provides value to the customers in a responsible manner.

#### 5. Governance related to BR

i.	Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company.	Within 3-6 months
ii.	Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?	The company has published business Responsibility Report as a part of annual report 2013-14 and publicises Business Responsibility Report Annually

## Section E: Principle –wise performance

### Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

1. Does the policy relating to ethics, bribery and corruption cover only the company? Does it extend to the Group/ Joint Ventures/ Suppliers/ Contractors/ NGOs / Others?
  - i. Code of Conduct for Board Members & Senior Management Personnel cover all the Directors and Senior Management Personnel of the Company.
  - ii. Fraud Prevention Policy applies to any fraud, or suspected fraud involving employees as well as representatives of vendors, suppliers, contractors, consultants, service providers or any outside agency (ies) doing any type of business with Company.
  - iii. CDA Rules are applicable to all employees of NTPC and employees posted in JVs/ Subsidiaries.
  - iv. Insider Trading Code is applicable to designated employee of the company.
  - v. In line with NTPC, RGPPL and NTECL, JVs of NTPC have also adopted Fraud Prevention Policy and CDA rules.
  - vi. Related Party Transaction Policy is intended to ensure the proper approval and reporting of transactions between the Company and its Related Parties.
  - vii. Whistle Blower Policy has been approved by Board of Directors on 27<sup>th</sup> November 2013 to build and strengthen a culture of transparency and trust in the organisation and to provide employees with a framework/procedure and secure reporting of improper activities(whistle Policy) with in the company.

Additionally, the Company has a Vigilance Department headed by Chief Vigilance Officer (CVO) of the rank of Joint Secretary,GOI, who is a nominee of the Central Vigilance Commission. The Vigilance Department submits its reports to Competent Authority including the Board of Directors. The CVO also reports to the Central Vigilance Commission as per their norms.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

A total of 188 new complaints were received during the period 1st April'14 to 31st March'15. 102 complaints (including previously received) were closed by Vigilance department after verification. 95 complaints (including previously received) were taken up for investigation and 40 were under verification as on 31.03.15.

All cases, referred under the Fraud Policy, have been investigated and taken to its logical conclusion.

### Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities
  - i. Generation of Electricity: The Company produces Electricity through Coal, Gas and Solar PV. These Systems have incorporated State of the Art technologies such as High Concentration slurry disposal (HCSD), Real time monitoring of Pollutants and Zero discharge in new projects.
2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product(optional):
  - a. Reduction during sourcing/production/distribution achieved since the previous year throughout the value chain?
  - b. Reduction during usage by consumers (energy, water) has been achieved since the previous year?

#### RAW MATERIAL (ENERGY) CONSUMPTION PER YEAR

Energy Source	2012-13		2013-14		2014-15	
	Qty.	Per Unit Consumption	Qty.	Per Unit Consumption	Qty.	Per Unit Consumption
Coal	154.5 MMT	0.731 kg/kwh	158.2 MMT	0.718 Kg/kwh	162.1 MMT	0.707 Kg/kwh
Gas	10.70 MMSCMD	0.22 scm/kwh	6.88 MMSCMD	0.19 scm/kwh	6.44 MMSCMD	0.218 scm/kwh

### WATER WITHDRAWAL PER YEAR

	2012-13		2013-14		2014-15	
	Quantity	Per Unit Withdrawal	Quantity	Per Unit Withdrawal	Quantity	Per Unit Withdrawal
<b>Total Water Withdrawal</b>	4591 million KL	19.9 Litre/kwh	4665 million KL	20.0 Litre/kwh	4546 million KL	18.89 Litre/kwh

Energy saved by the initiatives taken in NTPC power plants for energy conservation / efficiency improvement	2012-13	2013-14	2014-15
		119.9 MU	115.1MU

3. Does the company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

The following procedures are in place for the sustainable sourcing of coal by NTPC for its' different power stations.

- Coal Linkage: Coal linkage for a new project is accorded by Standing Linkage Committee-Long Team (SLC-LT) under the aegis of Ministry of Coal, GOI. Accordingly, NTPC applies for coal linkage to SLC(LT) for its new projects On the direction of SLC-LT, Coal companies issue Letter of Assurance (LoA) to the Buyer valid for 24 months. On receipt of LOA, NTPC completes all the formalities enabling for signing of FSA.
- Fuel Supply Agreement (FSA): FSA is signed between the Buyer and Coal Companies for a period of 20 years with a provision of review after every 5 years. Based on the terms & conditions of FSA, coal companies supply coal to the power stations.
- Bilateral MOUs: Short term coal procurements are done as per requirement through Bilateral MoUs with coal companies for the quantity, price & period mutually agreed by buyer & Coal Company.
- E-Auctions: Coal is also procured for critical stations by participating in E-Auctions conducted by Coal companies as approved by NTPC Board.
- Import: NTPC imports coal with the approval of NTPC Board. NTPC procures the coal on short term basis and in multi-packages to enable cost benefit to NTPC.

During 2014-15, the Company sourced about 151 Million Metric Tons of domestic coal and 16.4 Million Metric Tons of imported coal, out of which approx 52.5% coal was transported through MerryGo Round system of NTPC (MGR).

4. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

The Company adopts fair, equitable and transparent tendering procedures. To encourage Indian bidders and suppliers, provisions regarding price preference and deemed export benefits are stipulated in the bidding documents as per the extant policy of Government of India.

There are certain economic opportunities arising out of need for goods and services by the project and its township. As far as R&R is concerned, additional opportunities are given to the PAPs for gainful employment by formation of Co-operative Societies and preference for award of petty contracts etc for supplying goods and services. Based on consultation and need assessment, efforts are made for capacity- building of PAPs for skill up-gradation through various training schemes and training institutes

5. Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

Our Product viz. Electricity gets completely consumed and hence there is no scope of its recycling. Guidelines have been issued in line with National Environment Policy for disposal of hazardous wastes from power stations. The hazardous wastes generated at our power stations such as used transformer oil, used lubricants, lead acid batteries etc. are sold only to government approved recyclers or given back to the sellers for recycling under buy back arrangements, which takes care of 100% recycling of such wastes.

Around 40% of the total ash generation from electricity generation has been used for various productive purposes during 2014-15. Important areas of ash utilization are – cement & asbestos industries, ready mix concrete plant (RMC), road embankment construction, brick/ block/ tile manufacturing, mine filling, ash dyke raising, and land development.

**Principle 3 : Businesses should promote the wellbeing of all employees**

1. Number of Employees :
  - a. Executives : 12,486
  - b. Non- executives : 10,010
2. Number of Employees hired on Temporary / Contractual / Casual basis :  
The Company does not hire employees on temporary / casual basis. The no. of workers with Contractors are dynamic in nature and vary from time to time.
3. Number of permanent Women Employees: 1,419
4. Number of permanent Employees with Disabilities : 469
5. Do you have an employee association that is recognized by management:  
The Company is a multi unit organization. Association(s) comprising of executives need not be recognized in the absence of any statutory mandate. Workmen of various units have formed unions. The same are accorded recognition by company as per applicable law / practice.
6. What percentage of your permanent employees is members of this recognized employee association?  
About 50-55% of the permanent employees in workmen category are members of the recognized union of workmen.
7. Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.

No.	Category	No. of previous year pending complaints	No. of complaints filed during the FY 14-15	No. of complaints pending as on 31-03-2015
1	Child labour / forced labour / involuntary labour	NIL	NIL	NIL
2	Sexual harassment	NIL	1	NIL
3	Discriminatory employment	NIL	NIL	NIL

8. What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year? (Excluding joint venture companies)

Category of employee	Training for safety (% covered)	Training for skill up -gradation (% covered)
Permanent Employees	39.23	50.90
Permanent Women Employees	23.91	47.54
Casual / Temporary / Contractual Employees	83.27	7.09
Employees with Disabilities	38.58	49.57

**Principle 4: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.**

1. Has the company mapped its internal and external stakeholders? : Yes
2. Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders  
The Company identifies vulnerable & marginalised stakeholders through Socio Economic Surveys and extend benefits as per provisions of extant R&R policies of GOI / concern State Govt /Company.
3. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.
4. Yes, the Company has always been sensitive to the needs of disadvantaged, vulnerable and marginalized stakeholders. The Company has taken up Skill up gradation training for approximately 1800 village youth/ women in backward districts identified under BRGF of Planning commission for improving employability. The Company has also taken up the activities for women empowerment, construction of SC/ST multipurpose halls & hostels, relief through distribution of various articles like tricycles, wheelchairs & support to orphanages & old age homes in the vicinity of its stations.



**Principle 5 : Businesses should respect and promote human rights**

1. Does the policy of the company on human rights cover only the company or extend to the Group / Joint Ventures / Suppliers / Contractors / NGOs / Others?

All HR Policies of the Company are applicable to all its employees posted in various stations, projects, offices, JVs and Subsidiaries. Human Rights provisions are also built in our bidding documents for supply cum erection and civil packages invited on competitive bidding basis covering our suppliers and contractors.

2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?

No complaint on human rights, such as child labour, forced labour, involuntary labour, sexual harassment, discrimination, rights of the disabled etc was pending as on 31.3 2015. (refer principle 3)

**Principle 6 : Business should respect, protect, and make efforts to restore the environment**

1. Does the policy related to Principle 6 cover only the company or extends to the Group / Joint Ventures / Suppliers / Contractors / NGOs /Others

The environment policy of the Company and implementation thereof covers the core business activity of producing thermal power through its power stations. However, the Joint Ventures / Suppliers / Contractors / Other stake holders are free to adopt the same voluntarily.

2. Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? If yes, please give hyperlink for webpage etc.

Yes, the Company has established a Centre for Energy Efficiency and Environmental Protection (CenPEEP) to work on GHG emission reduction through efficiency & reliability improvement. A web-page on the same is available on NTPC web-site ([www.ntpc.co.in](http://www.ntpc.co.in)) under the subhead - Environment.

3. Does the company identify and assess potential environmental risks?

The Company has an elaborate and structured methodology for identifying and assessing potential environmental risks through an institutionalized “Enterprise Risk Management (ERM)” framework. ERM comprises of a functional Director level committee, which meets every quarter to review and mitigate risks. The Company’s risk portfolio includes “Compliance of emission, ash utilization and regulatory norms” risk, under which environmental risks are regularly identified, assessed & reviewed and steps for mitigation are evolved.

4. Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed? The Company is pioneer in undertaking climate change issue proactively. The company has taken several initiatives for taking up CDM Projects in Power Sector. Some of these CDM initiatives are as under :

- i) CDM Executive Board had issued 6173 nos of CERs for 5 MW solar PV Power Project at Port Blair (A&N). Further, Verification / Issuance of CERs for 5 MW solar PV Power Project at Dadri is in process.
- ii) Three of its solar projects viz. 5 MW solar PV Power Project at Dadri, 5 MW solar PV Power Project at Port Blair (A&N) and 5 MW solar PV Power Project at Faridabad had already been registered with UNFCCC CDM Executive Board. Another 8 MW Small Hydro Power Project at Singrauli in advanced stage of Validation and is likely to be submitted shortly to UNFCCC for registration.

5. Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page or write up.

Yes, the company has taken up several initiatives for clean technology, energy efficiency and renewable energy. Details are as follows:

- i. Clean Technology :

- Setting up of Coal Fired Units with Ultra Supercritical Parameters targeting efficiency comparable to the best available technology in the world.
- Development of Advance Ultra Super Critical technology: Under National Mission on Clean Coal (Carbon) Technologies, NTPC, BHEL and Indira Gandhi Centre for Advanced Research (IGCAR) have entered into MOU for indigenous development of advance ultra super critical technology which will have enhanced efficiency of around 46% and about 20% less CO<sub>2</sub> emission as compared to conventional 500 MW sub-critical thermal power plants.

- ii. Energy Efficiency Improvement:

- The Centre for Energy Efficiency and Environmental Protection (CenPEEP) works on GHG emission reduction through efficiency & reliability improvement. Activities undertaken by CenPEEP in the area of Energy Efficiency improvement are given on the website [www.ntpc.co.in](http://www.ntpc.co.in)

- NTPC is implementing Perform, Achieve and Trade (PAT) Scheme under National Mission on Enhanced Energy Efficiency (NMEEE) in 22 Power Stations of the company as notified by BEE (as on 31.03.2015)

### iii. Renewable Energy

The Company is committed to develop 10,000 MW renewable energy projects in next five years

- **Solar**

The Company has already developed 110 MW of solar PV projects. **The solar project at Rajgarh(50 MW) is the first largest solar PV project in India which was build with domestically manufactured solar PV modules.**

Further the company has planned to develop 1000 MW solar PV projects in Andhra Pradesh. The company has plans to develop solar PV projects at various projects on spare land available at these projects. Further, the company has planned to harness solar energy on the roof tops of potential buildings on its various upcoming thermal power projects.

- **Geo-Thermal**

MoU has been signed with Chattisgarh Govt. On 16.02.13 for development of Geothermal Project at Tattapani Distt. Balrampur in Chattisgarh. MoU with GSI was also signed on 07.01.14 for development of geothermal energy based project at Tattapani (Chattisgarh)

- **Mini Hydro**

The Company is developing a mini hydro project (8 MW) at its Singrauli Super Thermal Project in U.P.

6. Are the Emissions / Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?

All the legal parameters including emission norms and effluent (wastes) norms are being adhered to by NTPC stations. Change of Law in certain cases, has necessitated up-gradation of pollution control equipments which are being addressed through R&M Schemes for which actions plans have been submitted to the Regulators.

7. Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.

All the complaints / notices are addressed timely.

### **Principle 7 : Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner**

1. Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with.

The Company has taken Corporate Membership of 62 Chambers & association including SCOPE, FICCI, CII, TERI, ITRHD, WEC, SHRM, IIPPE, IERE, IFGE, NACE etc.

2. Have you advocated / lobbied through above associations for the advancement or improvement of public good? if yes specify the broad areas ( drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others).

The Company is a member of World Energy Council. Chairman and Managing Director of NTPC is also an ex-officio Member Secretary WEC India and its international counterpart WEC work towards sustainable use and supply of energy. Their work enables promoting policies which balance Energy Security, Energy Equity (Energy access/inclusive growth) and Environmental Sustainability.

### **Principle 8 : Businesses should support inclusive growth and equitable development**

1. Does the company have specified programmes / initiatives / projects in pursuit of the policy related to Principle 8? If yes details thereof.

Yes, the Company has specified programmes for inclusive growth and equitable development not only at station level but at country level also.

As most of the Stations are located in remote rural areas, the Company during 2014-15 undertook activities in the neighborhood area of stations addressing the basic needs like primary education, community health, drinking water, sanitation, vocational training, women empowerment and village infrastructure like roads, community centres , cremation sheds etc. In addition, Quality Circles (QCs) activities are being carried out in neighborhood villages of stations which contribute for improvements in various areas. Employees of the Company participate in various activities through Employee Voluntary Organization for Initiative in Community Empowerment (EVOICE). NTPC has been taking up CSR Activities in all the major sectors, in the vicinity of its operating stations, benefitting communities in more than 500 villages.

NTPC Foundation, registered in December 2004, is engaged in serving & empowering the physical challenged and economically weaker section of the society.

2. Are the programmes/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?

Programmes are undertaken through well defined in-house teams with three tier structure , (station level team, regional team & Corporate level team) specialized agencies, NGOs , government structure, Some activities are carried out by NTPC Foundation while other organizations are involved as and where required.

3. Have you done any impact assessment of your initiative?

Yes, every two year NTPC conducts a third party Social Impact assessment for all its major CSR activities at various stations. During the Year 2014-15, NTPC has taken up Impact Assessment at 05 stations

4. What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken.

Rs 205.18 Crores The Details of major projects for Community Development are given in Principle 8

5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words or so.

- Bottom up approach is adopted for taking up CSR activities. CSR activities are identified after consultations with community, village panchayats, local/ district administration & Village Development Advisory Committee based on Need Assessment Surveys.
- Community involvement is ensured during implementation and monitoring. Assets are handed over to local authorities and gram panchayats for maintenance.
- Community participation along with local administration & village Panchayats ensures the successful adoption of initiative by the community. This is further confirmed by conducting a social impact evaluation by external agency

**Principle 9 : Businesses should engage with and provide value to their customers and consumers in a responsible manner**

1. Customer complaints / consumer cases are pending as on the end of financial year:

There are no complaints as such from customers. However, As part of the tariff determination process under the overall Regulatory System, following cases have been filed (as on 31.03.2015) by Company against CERC, customers or filed by different Beneficiaries of Company against Company/CERC. The details are as under :

- Cases with Appellate Tribunal For Electricity (APTEL) : 38 nos.
- Cases in Supreme Court: 83 nos.

In addition, 14 cases are pending on other matters.

2. Does the company display product information on the product label, over and above what is mandated as per local laws?

Not Applicable


3. Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and / or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.

Nil

4. Did your company carry out any consumer survey/ consumer satisfaction trends?

As part of the Customer Relationship Management programme, the Company conducts a Customer Satisfaction Survey to assess the satisfaction level of the customers, captured through an Index and to get feedback from the customers.

For and on behalf of the Board of Directors



(Dr. Arup Roy Choudhury)  
Chairman & Managing Director  
(DIN: 00659908)

Place: New Delhi

Date: 30<sup>th</sup> July, 2015

**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2015

{Pursuant to Section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014}

To,  
The Members,  
**NTPC LIMITED**

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by NTPC LIMITED (hereinafter called NTPC/the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the NTPC's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial period ended on 31st March, 2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board- processes and Compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by NTPC ("the Company") for the financial year ended on 31st March, 2015 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (vi) Compliances/ processes/ systems under following specifically applicable Laws to the Company are being verified on the basis of periodic certificate submitted to the Board of Directors of the Company:-
  - (a) The Electricity Act, 2003
  - (b) Explosives Act, 1884
  - (c) Mines Act, 1952
  - (d) Mines and Mineral (Regulation and Development) Act, 1957

I have also examined compliance with the applicable clauses of the following:

- (a) Secretarial Standards issued by the Institute of Company Secretaries of India (Not applicable for the Audit period).
- (b) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited and BSE Limited.

During the period under review the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observation:

**Observation:** Composition of the Board of Directors of the Company is required to be in compliance with Clause 49(II) (A) of the Listing Agreement, para 3.1.2 & 3.1.4 of the DPE Guidelines on Corporate Governance and Section 149 (4) of the Companies Act, 2013.

Further, Company is also required to comply with proviso to Section 149 (1) read with Rule 3 of the Companies (Appointment and Qualification of Directors) Rules, 2014, w.r.t. appointment of at least one woman Director on the Board of the Company. As on 31.03.2015, there was no woman Director on the Board of the Company. However, during the year, there was a Woman Director on the Board of the Company who ceased to be the Director w.e.f. 27.02.2015.

**I further report that** in view of the above, the Board of Directors of the Company is not duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Generally, adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes, wherever required.

**I further report that** as per Section 178(2) of the Companies Act, 2013, the Nomination and Remuneration Committee of the Board was required to carry out evaluation of every director's performance. Further, Clause 49 of the Listing Agreement and the Code for Independent Directors pursuant to Section 149 (8) of the Companies Act, 2013 requires the performance evaluation of Independent Directors to decide their continuance or otherwise. However, MCA has vide its notification dated 5th June, 2015 notified the Exemptions to Government Companies from the provisions of the Companies Act, 2013 which inter-alia provides that Sub-Sections (2), (3) & (4) of Sec. 178 regarding appointment, performance evaluation and remuneration shall not apply to Directors of Government Companies. The Company has explained that the appointment of Functional Directors, Part Time Official Directors as well as Part Time Non-Official Directors (Independent Directors) on the Board of NTPC is made by Government of India (GOI). Further, terms & conditions of appointment as well as tenure of all directors are also decided by GOI and there is a well laid down procedure for evaluation of Functional Directors & CMD by Administrative Ministry.

**I further report that** there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines and Company is in process of reviewing & strengthening the same.

**I further report that** during the audit period, the company has duly complied with the clauses/ provisions of various Foreign Technical Collaboration Agreements as entered by the Company.

For Agarwal S. & Associates,  
Company Secretaries,

(Sachin Agarwal)  
FCS No. : 5774  
C.P No. : 5910

Place: New Delhi  
Date: July 16, 2015

This report is to be read with our letter of even date which is annexed as "Annexure A" and forms an integral part of this report.

To,  
The Members,  
NTPC LIMITED

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our Responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulation and happening of events etc.
5. The Compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Agarwal S. & Associates,**  
Company Secretaries,

(Sachin Agarwal)  
FCS No. : 5774  
C.P No. : 5910

Place: New Delhi  
Date: July 16, 2015