



एनटीपीसी लिमिटेड
(भारत सरकार का उद्यम)

NTPC Limited
(A Govt. of India Enterprise)

केन्द्रीय कार्यालय/ Corporate Centre

Ref No: 01: SEC :LA-4
Dated: 19.04.2017

Manager (Listing) National Stock Exchange of India limited "Exchange Plaza", Bandra-Kurla Complex Bandra (E) Mumbai -400 051	General Manager Bombay Stock Exchange Limited 1 st Floor, P. J. Towers, Dalal Street, Mumbai -400 001
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Sub: Compliance Certificate under Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ending on 31.03.2017

Dear Sir,

Pursuant to Regulation 40 (10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a Certificate issued by M/s. Manish Ghia & Associates, Company Secretaries for the half-year ending on 31.03.2017 for compliance of Regulation 40 (9) of SEBI Listing Regulations, 2015 for your information and record.

Thanking you,

Yours faithfully

(K.P. GUPTA)
Company Secretary &
Compliance Officer

Encl.: As above

**CERTIFICATE UNDER REGULATION 40 (9) OF SECURITIES AND EXCHANGE
BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)
REGULATIONS, 2015**

FOR THE HALF YEAR ENDED 31ST MARCH, 2017

TO WHOMSOEVER IT MAY CONCERN

We have examined all Share Transfer Forms, Memorandum of Transfers, Registers, files and other documents relating to **NTPC Limited** having its registered office at NTPC Bhawan, Scope Complex, 7, Institutional Area, Lodi Road, New Delhi - 110003 maintained by **Karvy Computershare Private Limited**, the Registrar & Share Transfer Agent of the Company pertaining to transfer of equity shares of the Company for the period from 1st October, 2016 to 31st March, 2017 for the purpose of issuing certificate as per Regulation 40 (9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by **NTPC Limited** and based on information provided by the company, we hereby certify that the Company has delivered during the half year ended on 31st March, 2017:

- a) Share certificates relating to the Share Transfer form(s) received during the period from 1st October, 2016 to 31st March, 2017 as entered in the Memorandum of Transfers have been issued within one month from the respective date of lodgment of each form excepting those rejected on technical grounds; and
- b) has not received any request for sub-division, consolidation, renewal, exchange or endorsement of calls/ allotment monies.

Place : Hyderabad
Date : 11th April, 2017

For **Manish Ghia & Associates**
Company Secretaries



A handwritten signature in black ink, appearing to read "A.N. Sarma".

A.N. Sarma
Partner

M. No. FCS 4557 C.P. No. 7812