

1/6

Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis
 1. Name of the Listed Entity : NTPC Limited
 2. Quarter ending : June 30, 2021

1. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	DIN & PAIS	Category (Chairperson/Executive/Non-Executive/Independent)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	Whether special resolution passed? (Refer Reg 17(1A) of Listing Regulations)	Date of passing special resolution	No. of Directorships in listed entities including this listed entity (in reference to Regulation 17A(1))	No. of Independent Directorships in listed entities including this listed entity (in reference to Regulation 17A(1))	Number of memberships in Audit/ Stakeholder Committees) including this listed entity (Refer regulation 36(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 36(1) of Listing Regulations)
Mr	Gundeep Singh	01577212	Chairperson/ Executive	04.02.2016	30.09.2016	-	07/07/1965	NA	-	-	1	0	0	0
Mr	Vivek Kumar Dwivedi	01577212	Nominee Director (Government)	28.04.2018	20.09.2018	-	14.04.1967	NA	-	-	1	0	0	0
Mr	Bhim Singh	08189589	Independent Director	30.07.2018	20.09.2018	-	01/01/1956	NA	-	-	1	1	2	1
Mr	K. P. N. Shanmuga Pillai	08189583	Independent Director	30.07.2018	20.09.2018	-	11/04/1956	NA	-	-	1	1	2	1
Mr	Aadi Kumar Gattam	08293632	Executive Director	18.10.2019	24.09.2020	-	25.05.1962	NA	-	-	1	0	3	0
Mr	Aashish Upadhyaya	06465349	Nominee Director (Government)	22.11.2020	24.09.2020	-	24.9.1964	NA	-	-	1	0	1	0
Mr	Dilip Kumar Patel	08695490	Executive Director	1.4.2020	24.09.2020	-	30.4.1964	NA	-	-	1	0	0	0
Mr	Kamlesh Pathak	08736805	Executive Director	1.5.2020	24.09.2020	-	7.1.1964	NA	-	-	1	0	0	0
Mr	Chandan Kumar Mondal	08535916	Executive Director	1.8.2020	24.09.2020	-	17.1.1963	NA	-	-	1	0	0	0
Mr	Ujjwal Kant Bhattacharya	08734219	Executive Director	28.8.2020	24.09.2020	-	11.2.1963	NA	-	-	1	0	0	0

Chairman & Managing Director of the company
 Whether Chairperson is related to managing director or CEO

* Refer number of any Director would not be displayed on the website of Stock Exchange Category of Directors means executive non-executive independent, Nominee. If a Director fits into more than one category, write all categories separating them with hyphen.
 *To be filled only for Independent Director. Tenure would mean total period from which Independent Director is serving on Board of Directors of the listed entity in continuity without any cooling off period.

V. Nandini Sanber

9/6

II. Composition of Committee

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominees)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	1. Dr. Bhim Singh	Independent Director- Chairman	21-09-2020	-
		2. Shri Ashish Upadhyaya	Non-Executive Director - Government	22-01-2020	-
		3. Dr. K. P. K. Pillay	Independent Director - Member	21-09-2020	-
2. Nomination & Remuneration Committee including PRP	Yes	1. Dr. Bhim Singh	Independent Director - Chairman	21-01-2020	-
		2. Dr. K. P. K. Pillay	Independent Director - Member	21-09-2020	-
		3. Vivek Kumar Dewangan	Nominee Director (Government)	21-09-2020	-
3. Risk Management Committee (if applicable)	Yes	1. Shri U. K. Bhattacharya	Executive Director - Chairman	28-08-2020	-
		2. Shri Ramesh Babu V.	Executive Director - Member	01-05-2020	-
		3. Dr. Bhim Singh	Independent Director - Member	22-05-2021	-
		4. Shri S P S Vrk	Senior Management Personnel - Member	03-03-2021	28-05-2021
		5. Shri Animesh Jain	Senior Management Personnel - Member	28-05-2021	-
4. Stakeholders' Relationship Committee	Yes	1. Dr. K. P. K. Pillay	Independent Director - Chairman	21-09-2020	-
		2. Shri Anil Kumar Gautam	Executive Director - Member	18-10-2019	-
		3. Dr. Bhim Singh	Independent Director - Member	21-09-2020	-
5. Corporate Social Responsibility and Sustainability Committee	Yes	1. Shri Dilip Kumar Patel	Executive Director - Chairman	01-04-2020	-
		2. Dr. Bhim Singh	Independent Director - Member	23-10-2020	-
		3. Shri Ramesh Babu V.	Executive Director - Member	23-10-2020	-

Category of Directors means executive non-executive independent Nominee. If a Director fits into more than one category, write all categories separating them with hyphen.

Yr. Nandini Sarkar

Mr. Nandini Sonber

*to be filled for the current quarter only

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
27.01.2021	24.04.2021	Yes	8	2	
04.02.2021	22.05.2021	Yes	10	2	
27.02.2021	19.06.2021	Yes	10	2	27
27.03.2021					

III. Meeting of Board of Directors

9/6

Nandini Sankar K.S.

IV. Meetings of Committees

Date(s) of Meeting in the relevant quarter	Whether Quorum met (details)*	Number of directors present*	Number of independent directors present*	Date(s) of meeting in the Committee quarter	Maximum gap between any two consecutive meetings in number of days
23.04.2021	Yes	3	3	23.04.2021	56 Days
19.06.2021	Yes	3	3	22.03.2021	
Audit Committee					
18.06.2021	Yes	3	2	18.06.2021	201 Days #
Nomination & Remuneration Committee including RP					
Risk Management Committee					
-	-	-	-	21.01.2021	103 Days \$
Stakeholders' Relationship Committee					
19.06.2021	Yes	3	2	19.03.2021	240 Days @
Corporate Social Responsibility and Sustainability Committee					
20.05.2021	Yes	3	3	103.02.2021	53 Days
10.06.2021	Yes	3	3	127.03.2021	

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

Calculated from Previous meeting till 18th June, 2021
 \$ Calculated from Previous meeting till 30th June, 2021
 @ Calculated from Previous meeting till 19th June, 2021

Naresh Kumar 9.

Note
 1. In the column "Compliance Status", compliance or non-compliance may be indicated by yes/No/NA. For example, if the Board has been composed in accordance with the requirements of listing regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
 2. If status is "No" details of non-compliance may be given here.

Compliance Status (Yes/ No/ NA) refer note below	Subject
Yes	Whether prior approval of audit committee obtained
NA	Whether shareholder approval obtained for material RPT
Yes	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee

V. Related Party Transactions

9/9

Nandini Sankar
 Company Secretary & Compliance Officer

Nandini Sankar
 Name & Designation

VI. Affirmations	
1.	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. - No*
As on 30th June, 2021, NTPC has six functional directors including the Chairman & Managing Director, two Government Nominee Director and two Independent Directors on the Board.	
As per Regulation 17(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, there is no woman independent director on the Board of NTPC w.e.f. 16.11.2019. Further, from 28th August, 2020 to 7th September, 2020, the Company was 1 short of requisite independent directors and from 8th September, 2020, the Company was 6 short of requisite independent directors.	
NTPC being Government Company under Section 2(45) of the Companies Act, 2013, as per the Articles of Association of the Company, the power to appoint or remove the Directors vests with the President of India. We have, accordingly, written to our Administrative Ministry i.e. Ministry of Power requesting them to appoint requisite independent directors including a woman independent director on the Board of NTPC so as to comply with Regulation 17(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	
2.	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
a.	Audit Committee - Yes
b.	Nomination & Remuneration Committee - Yes
c.	Stakeholders' Relationship Committee - Yes
d.	Risk Management Committee (applicable to the top 1000 listed entities) - Yes
3.	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Yes
4.	The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Yes
5.	This report and/or the report submitted in the previous quarter have been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: The Report for the quarter ended March, 2021 was placed before the Board on 24.04.2021 and the same was noted.