

# Integrated Governance

## NTPC GREEN ENERGY LIMITED

### General information about company

Scrip code	544289	
NSE Symbol	NTPCGREEN	
MSEI Symbol	NOTLISTED	
ISIN	INE0ONG01011	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	31-12-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	true	
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	false	No imposition of fine or penalty is applicable to the entity during the quarter ended December 31, 2025.
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	false	No Ongoing Tax Litigations or Disputes is Applicable to the entity during the quarter ended December 31, 2025.
Risk management committee	true	
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities	
Is SCORE ID Available ?	true	
SCORE Registration ID	comn00579	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																							
Whether the listed entity has a Regular Chairperson							true																
Whether Chairperson is related to MD or CEO							true																
Sr no.	Title(Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director(in months)	No of Directorship in listed entities including this listed entity(Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity(Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Note on provision
1	Mr	GURDEEP SINGH	00307037	Executive Director	Chairperson related to Promoter	MD	false				Active	NA		09-09-2024				2	0	0	0		
2	Mr	JAIKUMAR SRINIVASAN	01220828	Executive Director	Not Applicable		false				Active	NA		09-08-2022				2	0	2	0		
3	Mr	SHANMUGHA SUNDARAM KOTHANDAPANI	10347322	Executive Director	Not Applicable		false				Active	NA		11-01-2024				2	0	2	0		
4	Mr	BRAJESH KUMAR SINGH	11101010	Non-Executive - Independent Director	Not Applicable		false				Active	NA		14-05-2025	14-05-2025		7.18	1	1	1	1		
5	Mr	DEEPAK BABU	11100474	Non-Executive - Independent Director	Not Applicable		false				Active	NA		14-05-2025	14-05-2025		7.18	1	1	1	1		
6	Mrs	PHALGUNI PATRA	11099115	Non-Executive - Independent Director	Not Applicable		false				Active	NA		14-05-2025	14-05-2025		7.18	1	1	1	0		

## Annexure I

### II. Composition of Committees

Disclosure of notes on composition of committees explanatory	
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### Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	10347322	SHANMUGHA SUNDARAM KOTHANDAPANI	Executive Director	Member	04-11-2024		
2	11100474	DEEPAK BABU	Non-Executive - Independent Director	Chairperson	14-05-2025		
3	11099115	PHALGUNI PATRA	Non-Executive - Independent Director	Member	14-05-2025		

### Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	11099115	PHALGUNI PATRA	Non-Executive - Independent Director	Chairperson	14-05-2025		
2	11100474	DEEPAK BABU	Non-Executive - Independent Director	Member	14-05-2025		
3	11101010	BRAJESH KUMAR SINGH	Non-Executive - Independent Director	Member	14-05-2025		

### Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	11101010	BRAJESH KUMAR SINGH	Non-Executive - Independent Director	Chairperson	14-05-2025		
2	10347322	SHANMUGHA SUNDARAM KOTHANDAPANI	Executive Director	Member	04-11-2024		
3	01220828	JAIKUMAR SRINIVASAN	Executive Director	Member	04-11-2024		

### Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	10347322	SHANMUGHA SUNDARAM KOTHANDAPANI	Executive Director	Chairperson	09-09-2024		
2	01220828	JAIKUMAR SRINIVASAN	Executive Director	Member	04-11-2024		
3	11099115	PHALGUNI PATRA	Non-Executive - Independent Director	Member	14-05-2025		
4	10848488	SARIT MAHESHWARI	CEO	Member	10-05-2025		Textual Information(1)

**Text Block**

Textual Information(1)

Shri Sarit Maheshwari was appointed as CEO of the Company w.e.f 10/05/2025



### Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01220828	JAIKUMAR SRINIVASAN	Executive Director	Chairperson	09-09-2024		
2	10347322	SHANMUGHA SUNDARAM KOTHANDAPANI	Executive Director	Member	04-11-2024		
3	11100474	DEEPAK BABU	Non-Executive - Independent Director	Member	14-05-2025		

### Other Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					true	
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
No records available						

### Annexure I

#### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	28-07-2025			true	6	6	3
2	29-10-2025	92		true	6	6	3
3	06-11-2025	7		true	6	6	3

## Annexure I

### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	28-07-2025				true	3	3	2	0
2	Audit Committee	29-10-2025	92			true	3	3	2	0
3	Audit Committee	06-11-2025	7			true	3	3	2	0
4	Corporate Social Responsibility Committee	28-07-2025				true	3	3	1	0
5	Corporate Social Responsibility Committee	26-12-2025	150			true	3	3	1	0
6	Risk Management Committee	22-10-2025				true	4	4	1	1

## Annexure I

### V. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	true
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	true
7	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.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

### Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Manish Kumar
2	Designation	Company Secretary and Compliance Officer

### Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		false
Other details of cyber security incidence or breaches or loss of data event		
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event
No records available		

### Signatory Details

Name of signatory	Manish Kumar
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	23-01-2026



### Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	6
No. of investor complaints received during the Quarter	3
No. of investor complaints disposed off during the Quarter	9
No. of investor complaints those remaining unresolved at the end of the Quarter	0

**Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:**

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
1	CHHATTISGARH NTPC GREEN ENERGY LIMITED	05-12-2025	0.00%	74.00%	74.00%

**Disclosure of Imposition of Fine or Penalty** The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
No records available					

**Disclosure of Updates to Ongoing Tax Litigations or Disputes** The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
No records available				