

भारत सरकार
विद्युत मंत्रालय
श्रम शक्ति भवन, रफी मार्ग,
नई दिल्ली-११०००१



GOVERNMENT OF INDIA
MINISTRY OF POWER

Shram Shakti Bhawan,
Rafi Marg, New Delhi-110001
Fax : 2371-7519
Tel. :

11 February 2013

To,

~~NTPC Limited
NTPC Bhawan,
Scope Complex,
7, Institutional Area,
Lodhi Road,
New Delhi- 110 003~~

~~The Managing Director
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400 001~~

The Managing Director
National Stock Exchange of India
Limited
Exchange Plaza
Plot No. C/1, G Block
Bandra Kurla Complex
Bandra (East)
Mumbai 400 051

Dear Sir / Madam

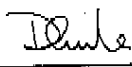
Sub: Filing of report under Regulation 29(2) of the SEBI Takeover Regulations.

In compliance with Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI Takeover Regulations"), we, representing the President of India as the Promoter and Seller of the shares of NTPC Limited through offer for sale through stock exchange mechanism pursuant to Circular No. CIR/MRD/DP/18/2012 dated July 18, 2012 as amended by circular No. CIR/MRD/DP/04/2013 dated January 25, 2013, issued by the Securities and Exchange Board of India, are hereby notifying the information regarding sale of shares made by us on 7 February 2013. As required under Regulation 29(3) of SEBI Takeover Regulations, we are informing you about the said sale within 2 working days of such sale.

Enclosed is the report in the format as prescribed by SEBI for your information and records.

Yours sincerely,

For and on behalf of the President of India, Ministry of Power, Government of India

for 
ICP Keshari
Joint Secretary
Ministry of Power, Government of India

FORMAT FOR DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1. Name of the Target Company (TC)	NTPC Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	President of India, acting through Ministry of Power, Government of India		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	(i) BSE Limited, and (ii) National Stock Exchange of India Limited		
5. Details of the acquisition/ disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
Before the acquisition/ disposal under consideration, holding of :			
a) Shares carrying voting rights	a) 6,96,73,61,180 equity shares	84.50% (approx)	84.50%(approx)
b) Voting rights (VR) otherwise than by equity shares	b) Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	c) Nil	Nil	Nil
Total (a+b+c)	6967361180	84.50%	84.50%
Details of acquisition/ sale			
a) Shares carrying voting rights acquired/ sold	a) 78,32,62,880 equity shares	9.50% (approx)	9.50% (approx)
b) VRs acquired/ sold otherwise than by equity shares	b) Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/ sold	c) Nil	Nil	Nil
Total (a+b+c)	78,32,62,880	9.50%(approx)	9.50%(approx)
After the acquisition/ sale, holding of:			
a) Shares carrying voting rights	a) 6,18,40,98,300 equity shares	75.00%	75.00%
b) VRs otherwise than by equity shares	b) Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to	c) Nil	Nil	Nil

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receive shares carrying voting rights in the TC (specify holding in each category) after acquisition				
Total (a+b+c)	6,18,40,98,300		75.00%	75.00%
6. Mode of acquisition/ sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Offer for Sale of shares through stock exchange mechanism pursuant to Circular No. CIR/MRD/DP/18/2012 dated July 18, 2012 and as amended vide Circular No. CIR/MRD/DP/04/2013 dated January 25, 2013 issued by the Securities and Exchange Board of India			
7. Date of acquisition/ sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	7 February 2013			
8. Equity share capital / total voting capital of the TC before the said acquisition/ sale	Number of shares: 6,96,73,61,180 equity shares Amount (in Rs): 69,67,36,11,800 (face value of Rs 10 each)			
9. Equity share capital / total voting capital of the TC after the said acquisition/ sale	Number of shares: 6,18,40,98,300 equity shares Amount (in Rs): 61,84,09,83,000			
10. Total diluted share/voting capital of the TC after the said acquisition/ sale	Number of shares: 6,18,40,98,300 equity shares Amount (in Rs): 61,84,09,83,000			

Yours sincerely,

For and on behalf of the President of India, Ministry of Power, Government of India

for 

ICP Keshari

Joint Secretary

Ministry of Power, Government of India

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11 February 2013

NTPC Limited
NTPC Bhawan,
Scope Complex,
7, Institutional Area,
Lodhi Road,
New Delhi- 110 003

The Managing Director
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400 001

The Managing Director
National Stock Exchange of India
Limited
Exchange Plaza
Plot No. C/1, G Block
Bandra Kurla Complex
Bandra (East)
Mumbai 400 051

Dear Sir / Madam

Sub: Filing of report under Regulation 13(4A) of the SEBI Insider Trading Regulations.

In compliance with Regulation 13(4A) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 ("SEBI Insider Trading Regulations"), we, representing the President of India as the Promoter and Seller of the shares of NTPC Limited through offer for sale through stock exchange mechanism pursuant to Circular No. CIR/MRD/DP/18/2012 dated July 18, 2012 as amended by circular No. CIR/MRD/DP/04/2013 dated January 25, 2013, issued by the Securities and Exchange Board of India, are hereby notifying the information regarding sale of shares made by us on 7 February 2013. As required under Regulation 13(5) of SEBI Insider Trading Regulations, we are informing you about the said sale within 2 working days of such sale.

Enclosed report is in the format prescribed in Form D of SEBI Insider Trading Regulations and is being sent to you for or your information and records.

Yours sincerely,

For and on behalf of the President of India, Ministry of Power, Government of India

for

ICP Keshari
Joint Secretary
Ministry of Power, Government of India

Form D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
{Regulation 13(4A)}

Details of change in shareholding by Promoter

Name, PAN & address of shareholders	No. & % of shares/ voting rights held by the promoter/ person who is a part of the promoter group/ director/ officer	Date of receipt of allotment advice/ acquisition of shares/ sale of shares/ voting rights	Date of intimati on to company	Mode of acquisition/ Sale (market purchase/ public/ rights/ preferential offer etc.)	No. & % of shares/ voting rights post acquisition / sale	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy Quantity	Buy Value	Sell Quantity	Sell value
Name: The President of India, acting through Ministry of Power, Government of India. Address: Shram Shakti Bhavan, Rafi Marg, New Delhi - 110 001	Pre sale: 6,96,73,61, 180 equity shares (84.5% of total paid up share capital)	7 February 2013	11 February 2013	Offer for Sale of shares through stock exchange mechanism pursuant to Circular No. CIR/MRD/DP/18/2 012 dated July 18, 2012 notified by the Securities and Exchange Board of India ("SEBI") pertaining to comprehensive guidelines on offer for sale of shares by promoters	Post Sale: 6,18,40,98, 300 equity shares; 75% of total paid up share capital	Morgan Stanley Company India Private Limited (SEBI Regn No. (NSE): INB2310542 31; SEBI Regn No. (BSE): INB0110542 37)	BSE Limited, and National Stock Exchange of India Limited	N.A.	N.A.	78,32,62, 880	1,14,69,39,43, 143.60 (total gross value)

Dr. D. K. Singh

Name, PAN & address of shareholders	No. & % of shares/ voting rights held by the promoter/ person who is a part of the promoter group/ director/ officer	Date of receipt of allotment advice/ acquisition of shares/ sale of shares/ voting rights	Date of intimation to company	Mode of acquisition/ Sale (market purchase/ public/ rights/ preferential offer etc.)	No. & % of shares/ voting rights post acquisition / sale	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy Quantity	Buy Value	Sell Quantity	Sell value
PAN: Not applicable				through stock exchange mechanism, as amended by SEBI vide its Circular No. CIR/MRD/DP/04/2013 dated January 25, 2013							

Yours sincerely,

For and on behalf of the President of India, Ministry of Power, Government of India

for 

ICP Keshari
Joint Secretary
Ministry of Power, Government of India