एनटीपीसी लिमिटेड
(भारत सरकार का उद्यम)
NTPC Limited
(A Govt. of India Enterprise)

केन्द्रीय कार्यालय/ Corporate Centre

**Ref. No.:** 01: SEC: LA-1
**Dated:** 16.05.2016

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| **Manager**<br>National Stock Exchange of India Limited<br>Exchange Plaza<br>Bandra-Kurla Complex<br>Bandra(E), Mumbai-400 051 | **General Manager**<br>Department of Corporate Services<br>Bombay Stock Exchange Limited<br>Floor 25, Phiroze Jeejeebhoy Towers<br>Dalal Street<br>Mumbai-400 001 |

**Sub.: Corporate Disclosure**

Dear Sir,

In line with the Corporate Disclosure requirements, we wish to inform that:

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, corporate disclosure is hereby made with respect to signing of Joint Venture Agreement on 16.05.2016 between Coal India Limited and NTPC Limited, details of which are as under:

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| Name(s) of parties with whom the agreement is entered | Coal India Limited (CIL) and NTPC Limited |
| Purpose of entering into the Agreement | For formation of a Joint Venture Company to take up the revival of Fertilizer Plants of Fertilizer Corporation of India Limited (FCIL) at Sindri, Bihar and Gorakhpur, Uttar Pradesh by setting up an Ammonia urea plant at each location |
| Shareholding, if any, in the entity with whom the agreement is executed | 50:50 between CIL and NTPC |
| Significant terms of the Agreement –<br><br>Right to appoint Directors<br><br>First right to share subscription in case of issuance of shares<br><br>Right to restrict any change in capital structure | <br><br>Equal number of Directors to be appointed each by CIL and NTPC<br><br>50-50 by CIL and NTPC<br><br>5 years from the date of incorporation or commercial operation date of any one of the proposed project at Sindri and Gorakhpur or |

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| | date of allotment of shares in JV for the first time, whichever is earlier. However, JVA contains provision of inducting strategic partners at a later date depending upon business requirement of JV Company, in which case the percentage holding of CIL and NTPC shall get reduced. |
| Whether, the said parties are related to promoter/ promoter group/ group companies in any manner. If yes, nature of relationship | NA |
| Whether the transaction would fall within related party transaction? If yes, whether the same is done at arm's length | Transaction is not related party transaction. |
| In case of issuance of shares to the parties, details of issue price. Class of shares issues | Equity shares to be issued at par value |
| Any other disclosures related to such agreements viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements | Two directors shall be nominated each by CIL and NTPC |
| In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s):<br>(a) Name of parties to the agreement<br>(b) Nature of the agreement<br>(c) Date of execution of the agreement<br>(d) Details of amendment and impact thereof or reasons of termination and impact thereof | NA |

Thanking you,

Yours faithfully,

**(A.K. Rastogi)**
**Company Secretary &**
**Compliance Officer**