

Ref No: 11396/STCL/DT/2022-23

Date: 15th March, 2023

To,
National Stock Exchange of India Limited,
 Listing Department,
 Exchange Plaza, C-1, Block G, Bandra Kurla Complex,
 Bandra (E), Mumbai – 400051

Dear Sir / Madam,

SUB: PRIVATE PLACEMENT MEMORANDUM CUM APPLICATION LETTER FOR PRIVATE PLACEMENT OF 25,000 XXXVIII SERIES UNSECURED NON-CUMULATIVE, REDEEMABLE, NON-CONVERTIBLE BONDS OF RS 1,00,000/- EACH WITH A NEGATIVE LIEN IN THE NATURE OF DEBENTURES (TENOR – 15 YEARS WITH CALL/PUT OPTION AT THE END OF 5TH YEAR AND 10TH YEAR) FOR CASH AT PAR AMOUNTING TO RS. 1,500 CRORE WITH GREEN SHOE OPTION OF RS 1,000 CRORE AGGREGATING UPTO RS 2,500 CRORE (THE ISSUE) BY NUCLEAR POWER CORPORATION OF INDIA LIMITED (ISSUER).

We, SBICAP Trustee Company Limited (“STCL”) the debenture trustee to the above-mentioned forthcoming issue state as follows:

- 1) We have examined documents pertaining to the said issue and other such relevant documents, reports and certifications.
- 2) On the basis of such examination and of the discussions with the Issuer, its directors and other officers, other agencies and on independent verification of the various relevant documents:

We confirm that:

- a) All disclosures made in the offer document with respect to the debt securities are true, fair and adequate to enable the investors to make a well-informed decision as to the investment in the proposed issue.
- b) Issuer has disclosed all covenants proposed to be included in debenture trust deed (including any side letter, accelerated payment clause etc.) in the offer document.
- c) Issuer has given an undertaking that debenture trust deed shall be executed before filing of listing application

For SBICAP Trustee Company Ltd

L. Dhanu
 15/3/2023

Authorised signatory

Place: Mumbai



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 Cuffe Parade, Mumbai - 400 005.
 CIN : U65991MH2005PLC158386