



न्यूक्लियर पावर कॉर्पोरेशन ऑफ इंडिया लिमिटेड
NUCLEAR POWER CORPORATION OF INDIA LIMITED
(भारत सरकार का उद्यम A Government of India Enterprise)
Registered Office : 16th floor, Centre-I, World Trade Centre,
Cuffe Parade, Colaba, Mumbai – 400 005.

सी आई एन CIN : U40104MH1987GOI149458 Website : www.npcil.nic.in
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वैश्विक कुटुंबम्
ONE EARTH • ONE FAMILY • ONE FUTURE

No.NPCIL:CS:61:2023: 404

October 20, 2023

**Listing Compliance Department,
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor, Plot No.C/1, 'G' Block,
Bandra Kurla Complex, Bandra (East),
Mumbai- 400 051.**

**Sub.: Submission of compliance report on Corporate Governance for the quarter
ended September 30, 2023**

This is with reference to the Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 as amended from time to time, please find enclosed compliance report on Corporate Governance for the quarter ended **September 30, 2023**.

Kindly take the above declaration on records.

Thanking you.

Yours faithfully,

(Varsha A. Bhagat)
Company Secretary

Encl:

Compliance report on Corporate Governance for the quarter ended **September 30, 2023**.

Report on Corporate Governance

1. Name of Listed Entity: Nuclear Power Corporation of India Limited

Annexure-I Report on Corporate Governance for the quarter ended September 30, 2023

I. Composition of Board of Directors

Name of the Director	DIN	Category (Chairperson/ Executive/ Non- executive/ independent/ Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure (in Months) From the date of appt till the date of reporting quarter end/ date of cessation	Date of Birth	No. of director - ship in listed entities including this listed entity [in reference to Regulatio n 17A(1)]	No of Independ ent Directors hip in listed entities including this listed entity [in reference to proviso to regul ation 17A(1)]	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)
Mr BHUWAN CHANDRA PATHAK	07770198	Chairperson (CMD)	04.07.2019	N.A.	N.A.	N.A.	01.06.1966	0	0	0	0
Mr SANJAY KUMAR	08720926	Executive	12.03.2020	N.A.	N.A.	N.A.	27.11.1963	0	0	0	0
Mr MUTHUKRISHNAN SANKARANARAYANA	07611408	Executive	17.12.2021	N.A.	N.A.	N.A.	30.06.1977	0	0	0	0
Mr P. A. SURESH BABU	09495707	Executive	07.02.2022	N.A.	N.A.	N.A.	30.04.1966	0	0	2	0
Mr. VINEET KUMAR SHARMA	09618042	Executive	01.06.2022	N.A.	N.A.	N.A.	19.12.1964	0	0	0	0
Mr. RANJAY SHARAN	09746118	Executive	23.09.2022	N.A.	N.A.	N.A.	21.09.1964	0	0	0	0
Mr. RAJESH V.	10216259	Executive	27.06.2022	N.A.	N.A.	N.A.	21.05.1967	0	0	0	0
Mr AJIT KUMAR MOHANTY	08408653	Non-Executive, Nominee	01.04.2019	N.A.	N.A.	N.A.	11.10.1959	0	0	0	0
Mr AJAY RAMESH SULE	08126277	Non-Executive, Nominee	04.05.2018	N.A.	16.08.2023	N.A.	13.02.1965	0	0	4	1
Mr. SANJAY KUMAR	08749113	Non-Executive, Nominee	16.08.2023	N.A.	N.A.	1	24.01.1965	1	0	5	1
Mr BISHWADIP DEY	09246977	Non-Executive, Nominee	20.07.2021	N.A.	N.A.	N.A.	13.07.1976	0	0	1	0

Report on Corporate Governance

Nuclear Power Corporation of India Limited

1. Name of Listed Entity:

Name of the Director	DIN	Category (Chairperson/ Executive/ Non- executive/ Independent/ Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of cessation	Tenure (in Months) From the date of appt till the date of reporting quarter end/ date of cessation	Date of Birth	No of director- ship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directors in listed entities including this listed entity [in reference to proviso to regul- ation 17A(1)]	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)
Mr GHANSHYAM PRASAD	08288849	Non-Executive, Nominee	05.08.2022	N.A.	N.A.	N.A.	15.05.1967	0	0	0	0
Mr RAJNATH RAM	08722118	Non-Executive, Nominee	25.08.2020	N.A.	N.A.	N.A.	05.02.1969	0	0	0	0
Mr PRAKASH RAJNISH	08595423	Independent	31.10.2019	16.12.2022	30.10.2022 & 03.07.2023	44	04.07.1953	0	0	2	2
Mr SUDARSANAM SRINIVASAN	02744274	Independent	05.07.2023	N.A.	N.A.	2	03.01.1956	2	2	2	2
Mr GURDEV SINGH BHATNAGAR	10235486	Independent	11.07.2023	N.A.	N.A.	2	29.07.1954	1	1	0	0
Mr AWADHESH NARAIN VERMA	10235472	Independent	11.07.2023	N.A.	N.A.	2	30.08.1957	1	1	1	0
Mrs UMA SHANKAR	07165728	Independent	05.07.2023	N.A.	N.A.	2	15.10.1959	5	5	5	1
Mrs SEEMA KHORANA PATRA	10235477	Independent	11.07.2023	N.A.	N.A.	2	12.11.1960	1	1	2	1

Whether Regular chairperson appointed	Yes, Shri Bhuwan Chandra Pathak is appointed as CMD w.e.f. 23.02.2022
Whether Chairperson is related to managing director or CEO	Chairperson is Managing Director.

Notes:

- Tenure is provided 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.

Report on Corporate Governance

Nuclear Power Corporation of India Limited

1. Name of Listed Entity:

II. Composition of Committees						
<i>Name of Committee</i>	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation	
1	Yes	PRAKASH RAJNISH AJAY RAMESH SULE SUDARSANAM SRINIVASAN AWADHESH NARAIN VERMA UMA SHANKAR SEEMA KHORANA PATRA P.A. SURESH BABU SANJAY KUMAR (DIN 08749113)	Chairperson-Independent Director Non-Executive, Nominee Chairperson-Independent Director Independent Director Independent Director Independent Director Executive Non-Executive	24.01.2023 05.11.2018 24.07.2023 24.07.2023 24.07.2023 24.07.2023 22.07.2022 29.08.2023	03.07.2023 16.08.2023 N.A. N.A. N.A. N.A. N.A. N.A.	
2	Yes	AJIT KUMAR MOHANTY PRAKASH RAJNISH RAJNATH RAM AWADHESH NARAIN VERMA SUDARSANAM SRINIVASAN GURDEV SINGH BHATNAGAR SANJAY KUMAR (DIN 08749113)	Chairperson-Non-Executive, Nominee Independent Director Non-Executive Chairperson Independent Director Independent Director Independent Director Non-Executive	25.03.2019 10.02.2023 10.02.2023 29.08.2023 29.08.2023 29.08.2023 29.08.2023	29.08.2023 03.07.2023 N.A. N.A. N.A. N.A. N.A.	
3	Yes	BHUWAN CHANDRA PATHAK MUTHUKRISHNAN SANKARANARAYANAN P.A. SURESH BABU	Chairperson (CMD) Executive Executive	22.07.2022 22.07.2022 22.07.2022	N.A. N.A. N.A.	

Report on Corporate Governance

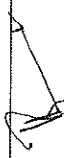
Nuclear Power Corporation of India Limited

1. Name of Listed Entity:

		VINEET KUMAR SHARMA	Executive	22.07.2022	N.A.
		PRAKASH RAJNISH	Independent Director	10.02.2023	03.07.2023
		RAJESH V.	Executive	29.08.2023	N.A.
		SEEMA KHORANA PATRA	Independent Director	29.08.2023	N.A.
4	Stakeholders Relationship Committee	PRAKASH RAJNISH	Chairperson, Independent Director	10.02.2023	03.07.2023
		SEEMA KHORANA PATRA	Chairperson Independent Director	29.08.2023	N.A.
		P.A. SURESH BABU	Executive	22.07.2022	N.A.
		BISHWADIP DEY	Non-Executive, Nominee	11.02.2022	N.A.
		MUTHUKRISHNAN SANKARANARAYANAN	Executive	29.08.2023	N.A.
III. Meeting of Board of Directors (for the quarter July-September 2023)					
	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)
	22.04.2023	--	--	--	--
	29.05.2023	Yes	15 out of 17	5 out of 5	67 days
	--	Yes	16 out of 17	5 out of 5	25 days
IV. Meetings of Committees (Information for Audit committee)					
	Date(s) of meeting of the committee in therelevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter
	03.07.2023	Yes	3 out of 3	1 out of 1	26.05.2023
	03.08.2023	Yes	5 out of 6	4 out of 4	--
	28.08.2023	Yes	5 out of 5	4 out of 4	--
	21.09.2023	Yes	6 out of 6	4 out of 4	--
					Maximum gap between any two consecutive (in number of days)
					38 days
					31 days
					25 days
					24 days

Report on Corporate Governance

1. Name of Listed Entity: **Nuclear Power Corporation of India Limited**

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	N.A.
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	N.A.
<p>Note:</p> <p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. 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.</p> <p>2 If status is "No" details of non-compliance may be given here. - Not applicable</p>	
VI. Affirmations	
<p>1. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <ul style="list-style-type: none"> a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee d. Risk management committee <p>2. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>3. 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.</p> <p>4. The reports for Corporate Governance for the quarter ended March 31, 2023 was placed before Board of Directors at the 221st meeting held on May 29, 2023. Any comments/observations/advice of the board of directors may be mentioned here. – Not applicable</p>	
Mumbai, October 20, 2023	 (Varsha A. Bhagat) Company Secretary Nuclear Power Corporation of India Limited

Report on Corporate Governance

1. Name of Listed Entity: Nuclear Power Corporation of India Limited

ANNEX 5

Format for Compliance Report on Corporate Governance to be submitted by a listed entity at the end of 6 months after close of the financial year along with second quarter report of the next financial year

Affirmations	Regulation Number	Compliance status (Yes/No/NA) <i>refer note below</i>
Broad heading Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on Website	46(2)	Yes Except for business responsibility report, which is not applicable
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Chairperson of nomination and remuneration committee has authorised member of the nomination and remuneration committee to represent him due to his inability to attend the meeting
Presence of Chairperson of the stakeholder relationship committee at the annual general meeting	20(3)	Chairperson of stakeholders relationship committee has authorised member of the nomination and remuneration committee to represent her due to her inability to attend the meeting
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	
Submission of Annual Secretarial Compliance Report	24A(2)	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes (the Company is debt listed company and applicable provisions have been complied)

Mumbai, October 20, 2023


 (Varsha A. Bhagat)
 Company Secretary
 Nuclear Power Corporation of India Limited

Report on Corporate Governance

1. Name of Listed Entity: **Nuclear Power Corporation of India Limited**

Format of Cyber Security Incidence Disclosure under Corporate Governance Report

As per Notification No. SEBI/LAD-NRO/GN/2023/131 dated June 14, 2023

SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2023

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	No
Date of the event	Brief details of the event
N.A.	N.A..

Mumbai, October 20, 2023



(Varsha A. Bhagat)
Company Secretary
Nuclear Power Corporation of India Limited

