



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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No.NPCIL:CS:61:2022: 499

October 19, 2022.

**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, 2022**

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, 2022**.

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, 2022**.

Report on Corporate Governance

1. Name of Listed Entity: **Nuclear Power Corporation of India Limited**
 2. Quarter ending : **September 30, 2022**

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 Birth	No. of directorship in listed entities including this listed entity <i>[in reference to Regulation 17A(1)]</i>	No of Independ ent Directors hip in listed entities including this listed entity <i>[in reference to provision to regulation 17A(1)]</i>	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity <i>(Refer Regulation 26(1) of Listing Regulation)</i>	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity <i>(Refer Regulation 26(1) of Listing Regulations)</i>
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. ATUL BHANDAKKAR	08696925	Executive	12.10.2021	N.A.	N.A.	N.A.	28.05.1963	0	0	1	0
Mr. MUTHUKRISHNAN SANKARANARAYANAN	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	0	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. AJIT KUMAR MOHANTY	08408653	Non-Executive, Nominee	01.04.2019	N.A.	N.A.	N.A.	11.10.1959	0	0	1	0
Mr. AJAY RAMESH SULE	08126277	Non-Executive, Nominee	04.05.2018	N.A.	N.A.	N.A.	13.02.1965	0	0	4	0
Mr. BISHWADIP DEY	09246977	Non-Executive, Nominee	20.07.2021	N.A.	N.A.	N.A.	13.07.1976	0	0	1	0
Mr. GHANSHYAM PRASAD	08288849	Non-Executive, Nominee	05.08.2022	N.A.	N.A.	N.A.	15.05.1967	0	0	0	0

Report on Corporate Governance

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 2. Quarter ending : **September 30, 2022**

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Mr RAINNATH RAM	08722118	Non-Executive, Nominee	25.08.2020	N.A.	N.A.	N.A.	05.02.1969	0	0	0	0
Mr SELVARAJ MUTHIAH	06426735	Independent	06.01.2017	06.01.2020	N.A.	69	04.05.1955	0	0	0	0
Mr AJAI KUMAR	02446976	Independent	03.11.2015 (upto 02.11.2018)	31.10.2019	N.A.	35	26.06.1953	2	2	6	3
Mr KAVUMCHIRA RAJAN KUMARAN	07699339	Independent	06.01.2017	06.01.2020	N.A.	69	20.04.1956	0	0	1	0
Mr PRAKASH RAJNISH	08595423	Independent	31.10.2019	--	N.A.	35	04.07.1953	0	0	0	0

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:

1. 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

1. Name of Listed Entity: **Nuclear Power Corporation of India Limited**
 2. Quarter ending : **September 30, 2022**

II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/Non-Executive/Independent/ Nominee)	Date of Appointment	Date of Cessation
1 Audit Committee	Yes	SELVARAJ MUTHIAH	Chairperson- Independent Director	05.11.2018	N.A.
		KAVUMCHIRA RAJAN KUMARAN	Independent Director	01.02.2017	N.A.
		PRAKASH RAJINISH	Independent Director	24.01.2020	N.A.
		AJAY RAMESH SULE	Non-Executive, Nominee	05.11.2018	N.A.
		P.A. SURESH BABU	Executive	22.07.2022	N.A.
2 Nomination & Remuneration Committee	Yes	AJIT KUMAR MOHANTY	Chairperson- Non-Executive, Nominee	25.03.2019	N.A.
		KAVUMCHIRA RAJAN KUMARAN	Independent Director	01.02.2017	N.A.
		SELVARAJ MUTHIAH	Independent Director	05.11.2018	N.A.
		PRAKASH RAJINISH	Independent Director	24.01.2020	N.A.
		BHUWAN CHANDRA PATNAK	Chairperson (CMD)	22.07.2022	N.A.
		ATUL BHANDAKKAR	Executive	22.07.2022	N.A.
		MUTHUKRISHNAN SANKARANARAYANAN	Executive	22.07.2022	N.A.
3 Risk Management Committee (if applicable)	Yes	P.A. SURESH BABU	Executive	22.07.2022	N.A.
		VINEET KUMAR SHARMA	Executive	22.07.2022	N.A.
		SELVARAJ MUTHIAH	Independent Director	22.07.2022	N.A.
		AJAI KUMAR	Chairman	24.01.2020	N.A.
		ATUL BHANDAKKAR	Executive	11.12.2021	N.A.
4 Stakeholders Relationship Committee	Yes	DILBAG SINGH CHOUDHARY	Executive	11.12.2021	31.05.2022
		BISHWADIP DEY	Non-Executive, Nominee	11.02.2022	N.A.

Report on Corporate Governance

1. Name of Listed Entity: **Nuclear Power Corporation of India Limited**
 2. Quarter ending : **September 30, 2022**

III. Meeting of Board of Directors (for the quarter April-June, 2022)						
Date(s) of Meeting (if any) in the previous quarter	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)	
26.05.2022	22.07.2022	Yes	13 out of 14	4 out of 4	57 days	
	12.08.2022	Yes	13 out of 14	4 out of 4	21 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	Maximum gap between any two consecutive (in number of days)	
08.07.2022	Yes	4 out of 4	3 out of 3	26.04.2022	44 days	
10.08.2022	Yes	5 out of 5	3 out of 3	25.05.2022	33 days	
20.09.2022	Yes	4 out of 5	3 out of 3	-	41 days	

V. Related Party Transactions		Compliance status (Yes/No/NA) refer note below
Subject		
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.	

Note:

- 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.
- 2 If status is "No" details of non-compliance may be given here. - **Not applicable**

Report on Corporate Governance

1. Name of Listed Entity: **Nuclear Power Corporation of India Limited**
2. Quarter ending : **September 30, 2022**

VI. Affirmations

1. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
 - d. Risk management committee
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.
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.
4. The report submitted in the previous quarter will be placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here. – Not applicable



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

Mumbai, October 19, 2022

Report on Corporate Governance

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2. Quarter ending : **September 30, 2022**

ANNEX III

Format to be submitted by listed entity at the end of 6 months from the close of 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)	Yes
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)



(Varsha A. Bhagat)
Company Secretary
Nuclear Power Corporation of India Limited
Mumbai, October 19, 2022