



NTPC LIMITED

(A Government of India Enterprise)

CIN: L40101DL197560I007966

Registered Office: NTPC Bhawan, SCOPE Complex, 7 Institutional Area, Lodhi Road, New Delhi – 110003

Contact Person: Nandini Sarkar, Company Secretary & Compliance Officer

Tel. No.: +91 11 24360959 | Fax: +91 11 24360241 | Email: csntpc@ntpc.co.in | Website: www.ntpc.co.in

FOR ATTENTION OF THE ELIGIBLE SHAREHOLDERS OF THE NTPC LIMITED

CASH OFFER FOR BUYBACK OF NOT EXCEEDING 19,78,91,146 (NINETEEN CRORE SEVENTY EIGHT LAKH NINETY ONE THOUSAND ONE HUNDRED FORTY SIX) FULLY PAID-UP EQUITY SHARES OF FACE VALUE ₹ 10 EACH, REPRESENTING 2% OF THE TOTAL NUMBER OF EQUITY SHARES IN THE ISSUED, SUBSCRIBED AND PAID-UP EQUITY SHARE CAPITAL OF THE COMPANY, FROM ALL THE EXISTING SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF THE COMPANY AS ON THE RECORD DATE i.e. FRIDAY, NOVEMBER 13, 2020 ON A PROPORTIONATE BASIS, THROUGH THE "TENDER OFFER" PROCESS AT A PRICE OF ₹ 115 (RUPEES ONE HUNDRED FIFTEEN ONLY) PER FULLY PAID-UP EQUITY SHARE FOR AN AGGREGATE CONSIDERATION NOT EXCEEDING ₹ 2275,74,81,790/- (RUPEES TWO THOUSAND TWO HUNDRED SEVENTY FIVE CRORE SEVENTY FOUR LAKH EIGHTY ONE THOUSAND SEVEN HUNDRED NINETY ONLY)

Unless otherwise defined, capitalised terms used but not defined in this advertisement shall have the meaning assigned to such terms in the Letter of Offer.

This advertisement ("Advertisement") is being issued by the Company pursuant to and in compliance with the circular issued by SEBI vide circular no. SEBI/CIR/CFD/DCR1/CIR/P/2020/83 dated May 14, 2020 read with SEBI circular no. SEBI/HO/CFD/DCR2/CIR/P/2020/139 dated July 27, 2020 (the "Relaxation Circulars"). This is to be read together with:

- the Public Announcement dated Tuesday, November 3, 2020 published on Wednesday, November 4, 2020; and
- the Letter of Offer dated Thursday, November 26, 2020.

The Public Announcement was published in the following newspapers:

Publication	Language	Editions
Business Standard	English	All
Business Standard	Hindi	All

1. COMPLETION OF DISPATCH

In terms of the Relaxation Circulars and in light of the COVID-19 situation, the Letter of Offer along with Tender Form has been electronically dispatched to all the Eligible Shareholders holding Equity Shares as on the Record Date i.e. Friday, November 13, 2020 and whose email ids have been registered with Company/ as downloaded from depositories. The Company will not undertake any physical dispatch of the Letter of Offer and Tender Form in compliance with the Relaxation Circulars.

2. AVAILABILITY OF LETTER OF OFFER AND TENDER FORM

An Eligible Shareholder may access the Letter of Offer along with the Tender Form, on the website of the Company (www.ntpc.co.in), the Registrar to the Buyback (www.alankit.com), the Stock Exchanges i.e. BSE (www.bseindia.com), NSE (www.nseindia.com) and the Manager to the Buyback (www.idbicapital.com). Eligible Shareholder who have not registered their email ids with the depositories/ the Company, and who want to know their entitlement can do so by accessing the website of the Registrar at (https://buyback.alankit.com). Further, in case of non-receipt of Letter of Offer, the application can be made on a plain paper in writing signed by the Eligible Shareholders during the Tendering Period, i.e. from Monday, December 7, 2020 to Friday, December 18, 2020. For detailed procedure for tendering Equity Shares and settlement, please refer to section titled "Procedure for Tender Offer and Settlement" on Page 33 of Letter of Offer.

3. BRIEF SCHEDULE OF ACTIVITIES

The schedule of major activities is set forth below:

Activity	Date	Day
Date of Opening of the Buyback Offer	December 7, 2020	Monday
Date of Closing of the Buyback Offer	December 18, 2020	Friday
Last date of receipt of the completed Tender Forms and other specified documents including physical Equity Share certificates by the Registrar	December 21, 2020	Monday
Last date of verification of Tender Forms by the Registrar	December 23, 2020	Wednesday
Last date of intimation regarding acceptance / non-acceptance of tendered Equity Shares by the Registrar	December 29, 2020	Tuesday
Last date of settlement of bids on the Stock Exchange	December 30, 2020	Wednesday
Last date of dispatch of share certificate(s) by RTA/ payment to shareholders/ return of unaccepted demat shares by Stock Exchanges to Shareholder Broker/ Eligible Shareholders	December 30, 2020	Wednesday
Last date of extinguishment of Equity Shares	January 6, 2021	Wednesday

Note: Where last dates are mentioned for certain activities, such activities may happen on or before the respective last date.

4. CONTACT DETAILS

The Eligible Shareholders may also contact the following for receiving the Letter of Offer and the Tender Forms in electronic form:

NTPC LIMITED Registered Office: NTPC Bhawan, SCOPE Complex, 7 Institutional Area, Lodhi Road, New Delhi – 110003 Tel: +91 11 24360959 Fax: +91 11 24360241 E-mail: csntpc@ntpc.co.in Website: www.ntpc.co.in Contact Person: Nandini Sarkar, Company Secretary and Compliance Officer	IDBI CAPITAL MARKETS & SECURITIES LIMITED 6th floor, IDBI Tower, WTC Complex, Cuffe Parade, Mumbai 400 005. Tel: +91 (22) 2217 1700 Fax: +91 (22) 2215 1787 E-mail: ntpc.buyback@idbicapital.com Website: www.idbicapital.com Contact Person: Chandresh Sharma	ALANKIT ASSIGNMENTS LIMITED 205-208, Anarkali Complex, Jhandewalan Extension, New Delhi – 110055 Tel: +91-11-4254 1234 / 2354 Fax: +91-11-2355 2001 E-mail: alankit_ntpc@alankit.com Website: www.alankit.com Contact Person: Mr. Mahesh Pandey
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5. OTHER INFORMATION

- The information contained in this Advertisement is in accordance with the Relaxation Circulars.
- The Offer will be implemented through stock exchange mechanism made available by BSE. Details relating to the procedure for tendering the Equity Shares are more particularly set out in the Letter of Offer.
- The Advertisement will also be available on the websites of the Company (www.ntpc.co.in), the Registrar to the Buyback (www.alankit.com), the Stock Exchanges i.e. BSE (www.bseindia.com), NSE (www.nseindia.com) and the Manager to the Buyback (www.idbicapital.com).

6. DIRECTORS RESPONSIBILITY

As per Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors of the Company accept full responsibility for the information contained in this Advertisement and confirms that this Advertisement contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of

NTPC Limited

sd/-

Nandini Sarkar

Company Secretary

(Membership No: FCS 4977)

Place: Delhi

Date: December 2, 2020