



एनएचपीसी लिमिटेड
(भारत सरकार का उद्यम)

NHPC Limited
(A Govt. of India Enterprise)

संदर्भ सं./Ref. No. **NH/CS/199**

फोन/Phone: 0129-2278018

दिनांक/Date: 05.08.2022

<p>Manager The Listing Department, M/s BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 मैनेजर, लिस्टिंग विभाग, बीएसई लिमिटेड पि.जे. टावर्स,दलालस्ट्रीट, मुंबई- 400 001 Scrip Code: 533098</p>	<p>General Manager The Listing Department M/s National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai- 400 051 महाप्रबंधक, लिस्टिंग विभाग, नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड एक्सचेंज प्लाजा, बांद्रा कुर्ला कॉम्प्लेक्स, बांद्रा (ई), मुंबई - 400 051 Scrip Code: NHPC</p>
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ISIN No. INE848E01016

Sub: Disclosure under Regulation 37(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Scheme of Merger/ Amalgamation of Lanco Teesta Hydro Power Limited with NHPC Limited

विषय: सेबी [सूचीबद्धता (लिस्टिंग) बाध्यताएँ और प्रकटीकरण अपेक्षाएँ] विनियम, 2015 के विनियम 37 (6) के तहत प्रकटीकरण - लैंको तीस्ता हाइड्रो पावर लिमिटेड का एनएचपीसी लिमिटेड के साथ विलय/समामेलन की योजना के संदर्भ में

Sirs/ महोदय,

In continuation to our earlier letter of even no. dated 02.07.2022 and in compliance to Regulation 37(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated 23.11.2021, please find enclosed herewith the following documents:

हमारे पहले के पत्र सम संख्या दिनांक 02.07.2022 और सेबी [सूचीबद्धता (लिस्टिंग) बाध्यताएँ और प्रकटीकरण अपेक्षाएँ] विनियम, 2015 के विनियम 37 (6) तथा सेबी मास्टर परिपत्र SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 दिनांक 23.11.2021 के अनुपालन में, कृपया निम्नलिखित दस्तावेजों का संलग्न प्राप्त करें:

- Certified true copy of the draft scheme.
- Certified true copy of the resolution passed by the Board of the Directors of the Company at its meeting held on 02.07.2022.

This is for your information and record.

यह आपकी जानकारी और रिकॉर्ड के लिए है।

धन्यवाद,

भवदीय,

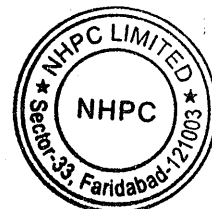
संलग्न: उपरोक्तानुसार

(रूपा देव)
कंपनी सचिव

SCHEME OF AMALGAMATION
OF
LANCO TEESTA HYDRO POWER LIMITED
..... APPLICANT TRANSFEROR COMPANY
WITH
NHPC LIMITED
..... APPLICANT TRANSFEREE COMPANY
AND
THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS
UNDER SECTION 230-232 OF THE COMPANIES ACT, 2013
AND OTHER APPLICABLE PROVISIONS AND RULES
THEREUNDER

PREAMBLE AND OBJECTIVES

This scheme (defined herein after) of Amalgamation envisages Amalgamation of **Lanco Teesta Hydro Power Limited** (“**the Transferor Company**”) with NHPC Limited (“**the Transferee Company**”) and other matters consequential, supplemental, incidental and/or otherwise integrally connected therewith pursuant to the provisions of Section 230-232 of the Companies Act, 2013 and other relevant provisions of the Companies Act,



2013 and rules made thereunder, as notified, amended or re-enacted from time to time, as may be applicable.

The Transferor Company is wholly owned subsidiary of Transferee Company, hence, in consideration Transferee Company will not issue any shares under the Scheme of Arrangement. The existing shareholding of transferee Company in Transferor Company will get cancelled pursuant to the Scheme of Arrangement. In, addition Transferor and Transferee Company are Government Company as defined under Section 2 (45) of Companies Act, 2013.

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PART A

BACKGROUND AND DESCRIPTION OF THE COMPANIES:

