



एनटीपीसी ग्रीन एनर्जी लिमिटेड
(एनटीपीसी लिमिटेड की पूर्ण स्वामित्व वाली सहायक कम्पनी)

NTPC Green Energy Limited

(A wholly Owned Subsidiary of NTPC Limited)

PART MINUTES OF THE 5TH MEETING OF THE IPO COMMITTEE HELD ON 12TH NOVEMBER 2024

ITEM NO.:5.1 : Approval and adoption of the Red Herring Prospectus (RHP) in relation to the initial public offer

X	X	X	X	X	X	X	X	X	X	X	X	X
X	X	X	X	X	X	X	X	X	X	X	X	X

The Committee, after discussion, passed the following resolutions:

“RESOLVED THAT in furtherance of the resolution passed by the Board of Directors in its meeting held on 11th November 2024 approving the draft of the red herring prospectus (“RHP”) and subject to and in accordance with all applicable law including the Companies Act, 2013, and the rules made thereunder, as amended, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), and other regulations issued by the SEBI, in connection with the proposed initial public offering comprising of a fresh issue of equity shares of face value of ₹ 10 each (the “Equity Shares”) of the Company aggregating up to ₹100,000.00 million (“Issue”), for cash, either at par or premium, at such price as may be determined in accordance with the book building process under the SEBI ICDR Regulations and as agreed to by the Company in consultation with the book running lead managers to the Issue (“BRLMs”), containing the requisite information as prescribed by applicable laws and regulations, and subject to the RHP being duly signed by the Directors of the Company and the Chief Financial Officer, the RHP as provided to and placed before the members of the IPO Committee be and is hereby approved for filing with the RoC, the SEBI, the Stock Exchanges and such other authorities or persons as may be required under the applicable laws.

RESOLVED FURTHER THAT each of the Directors of the Company and the Chief Financial Officer of the Company be and are hereby severally authorized to sign the RHP for and on behalf of the Company.”

RESOLVED FURTHER THAT, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorized to execute all such deeds, documents, agreements, forms, instruments and writings, and to do all such acts, deeds and things as may be required, necessary, expedient or incidental to give effect to the above resolutions, and to settle or give instructions and directions for settling any questions, difficulties or doubts that may arise in this regard and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interest of the Company in accordance with the

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Manish Kumar
Company Secretary

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CIN: U40100DL2022GOI396282



NTPC GREEN ENERGY LIMITED
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New Delhi -110 003



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applicable laws and regulations and in consultation with the legal advisors and the BRLMs appointed in this respect.

RESOLVED FURTHER THAT a copy of the above resolutions, certified by any director or the company secretary of the Company, be forwarded to the concerned authorities for necessary action.


 **Manish Kumar**
Company Secretary
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7, Institutional Area, Lodhi Road
New Delhi - 110 003