



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

NTPC Green Energy Limited

(A wholly Owned Subsidiary of NTPC Limited)

CERTIFIED COPY OF RESOLUTION OF 9th MEETING OF IPO COMMITTEE OF THE BOARD OF DIRECTORS OF NTPC GREEN ENERGY LIMITED HELD ON 25th NOVEMBER 2024.

**ITEM NO. 9.1 1. Approval of Basis of Allotment of Equity Shares and
2. Approval for Allotment of Equity Shares pursuant to the Issue**

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The Committee, after discussion, passed the following resolution:

1. Approval of Basis of Allotment of Equity Shares

RESOLVED THAT the basis of allotment of equity shares of face value ₹10 each of the Company prepared on the basis of the Bids received in connection with the Issue and finalised in consultation with the BRLMs and National Stock Exchange of India Limited, being the designated stock exchange, as enclosed with the agenda of the IPO Committee, be and is hereby approved.

RESOLVED FURTHER THAT Shri Neeraj Sharma, Chief Financial Officer and Shri Manish Kumar, Company Secretary be and are hereby severally authorised to have all powers and authority to do all such acts and deeds that are necessary to take any further action as may be necessary in relation to the basis of allotment as per applicable laws, in consultation with the BRLMs along with the Designated Stock Exchange including without limitation, approval and publication of the basis of allotment advertisement and making any changes as suggested by the stock exchanges and other authorities in consultation with the BRLMs.

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.

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Manish



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2. Approval for Allotment of Equity Shares pursuant to the Issue**

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The Committee, after discussion, passed the following resolution:

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2. Approval for Allotment of Equity Shares pursuant to the Issue

"RESOLVED THAT pursuant to the Issue, 926329669 Equity Shares offered under the Issue are allotted at an Issue price of ₹108 per Equity Share (includes 8720910 equity shares offered to eligible employees at a discount of Rs.5/- per equity share to the issue price of Rs.108/-) aggregating to Rs. 9999,99,99,702/- to the respective applicants in various categories, in terms of the basis of allotment approved in consultation with the authorized representative of National Stock Exchange of India Limited ("NSE") (the "Designated Stock Exchange"), and as detailed in the statement enclosed with the memorandum submitted to the Committee."

RESOLVED FURTHER THAT the Company do effect the allotment and delivery of the aforesaid 926,329,669 Equity Shares to the respective beneficiary accounts of the successful Bidders (as defined in the RHP/Prospectus) under the Issue as per the basis of allotment approved by the Designated Stock Exchange, such allottees being entitled to receive credit for the Equity Shares directly into their depository accounts.

RESOLVED FURTHER THAT the names of Allottees, as aforesaid, be entered into the register of members of the Company."

RESOLVED FURTHER THAT the Registrar be directed to take all necessary steps to credit the Equity Shares allotted to the respective beneficiary accounts of the successful Bidders after validating the details with the depositories concerned.

RESOLVED FURTHER THAT where the beneficiary details are not matching the Equity Shares allotted be credited to an escrow account to be opened and operated by the Registrar and on receipt of the correct information the Registrar shall credit the Equity Shares to the beneficiary accounts of the successful Bidders concerned after due validation.

Reg. Office: NTPC Bhawan, CORE-7, SCOPE Complex, 7, Institutional Area, Lodi Road, New Delhi, 110003.

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CIN: U40100DL2022GOI396282





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RESOLVED FURTHER THAT the amount of application money/ excess application money received from the Bidders, to whom no allotment was made or where only partial allotment is made, be refunded forthwith to them, by unblocking of the amount and refund through NECS, direct credit, RTGS or NEFT, as applicable.

RESOLVED FURTHER THAT the Equity Shares allotted as above shall, subject to the articles of association and memorandum of association of the Company, rank *pari passu* with the existing Equity Shares of the Company and shall be entitled to dividend and corporate benefits, if any, declared by the Company after the allotment.

RESOLVED FURTHER THAT the refund intimations to be issued as aforesaid shall bear the signature of KFin Technologies Limited (Registrar to the Issue).

RESOLVED FURTHER THAT Shri Neeraj Sharma, Chief Financial Officer and Shri Manish Kumar, Company Secretary are hereby severally authorized to do all such acts and things with respect to the above and sign, execute and deliver such deeds, documents, writings or paper or share certificates as may be necessary or incidental to give effect to the foregoing resolutions.

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.

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Manish



Manish Kumar
Company Secretary

NTPC GREEN ENERGY LIMITED
NTPC Bhawan, Core-7, Scope Complex,
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New Delhi-110 003

