NTPC GREEN ENERGY LIMITED

Ref No.: NGEL/NCDs/KID/2026-27/01 Key Information Document dated: 07.07.2026

Registered Office: NTPC Bhawan, Core -7, SCOPE Complex 7 Institutional Area, Lodi Road, New Delhi 110003
CIN: L40100DL2022GOI396282; PAN: AAICN1737G; Tel: +91-11-24360959; E-mail: ngel@ntpc.co.in
Corporate Office: E 3, Ecotech 2, Udyog Vihar, Greater Noida, Uttar Pradesh 201306

Company Secretary & Compliance Officer: Mr. Deepak C S; Tel: +91-0120-2356728; E-mail: deepakcs@ntpc.co.in
Nodal Officer & CFO: Shri Neeraj Sharma; Tel: +91-120-2356645; E-mail: neerajsharma@ntpc.co.in
Director (Finance): Shri Jaikumar Srinivasan; Tel: +91-11-24360100; E-mail: df@ntpc.co.in

Promoter: President of India, Acting through the Ministry of Power, Government of India and NTPC Limited.
Website: www.ngel.in

THIS IS A KEY INFORMATION DOCUMENT ISSUED IN CONFORMITY WITH FORM PAS-4 PRESCRIBED UNDER SECTION 42 OF THE COMPANIES ACT,2013 AND THE COMPANIES (PROSPECTUS AND ALLOTMENT OF SECURITIES) RULES, 2014, THE COMPANIES (SHARE CAPITAL AND DEBENTURES) RULES, 2014, SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF NON-CONVERTIBLE SECURITIES) REGULATIONS, 2021 ISSUED VIDE NOTIFICATION NO. SEBI/LAD-NRO/GN/2021/39 DATED 9 AUGUST 2021, AS AMENDED FROM TIME TO TIME, THE MASTER CIRCULAR FOR ISSUE AND LISTING OF NON-CONVERTIBLE SECURITIES, SECURITISED DEBT INSTRUMENTS, SECURITY RECEIPTS, MUNICIPAL DEBT SECURITIES AND COMMERCIAL PAPER ISSUED BY SECURITIES AND EXCHANGE BOARD OF INDIA, ISSUED VIDE MASTER CIRCULAR NO. SEBI/HO/DDHS/PoD1/P/CIR/2024/54 DATED 22ND MAY, 2024, AS AMENDED FROM TIME TO TIME, AND SUCH OTHER CIRCULARS APPLICABLE FOR ISSUE OF NON-CONVERTIBLE SECURITIES ISSUED BY SEBI FROM TIME TO TIME.

THIS KEY INFORMATION DOCUMENT SHOULD BE READ TOGETHER WITH THE GENERAL INFORMATION DOCUMENT DATED 11 JULY 2025. THE GENERAL INFORMATION DOCUMENT IS SUBJECT TO THE TERMS AND CONDITIONS PERTAINING TO THE DEBENTURES OUTLINED HEREUNDER AS MODIFIED / SUPPLEMENTED BY THE TERMS OF THIS KEY INFORMATION DOCUMENT IN RELATION TO THE ISSUE AND OTHER DOCUMENTS IN RELATION TO SUCH ISSUANCE. THE TERMS AND CONDITIONS CONTAINED IN THE GENERAL INFORMATION DOCUMENT SHALL BE READ IN CONJUNCTION WITH THE PROVISIONS CONTAINED IN THIS KEY INFORMATION DOCUMENT, AND IN CASE OF ANY REPUGNANCY, INCONSISTENCY OR WHERE THERE IS A CONFLICT BETWEEN THE TERMS AND CONDITIONS AS ARE STIPULATED IN THIS KEY INFORMATION DOCUMENT ON ONE HAND, AND THE TERMS AND CONDITIONS IN THE GENERAL INFORMATION DOCUMENT ON THE OTHER, THE PROVISIONS CONTAINED IN THIS KEY INFORMATION DOCUMENT SHALL PREVAIL OVER AND OVERRIDE THE PROVISIONS OF THE GENERAL INFORMATION DOCUMENT FOR ALL INTENTS AND PURPOSES.
(Our Company was incorporated on April 7, 2022. The Company attained the status of a listed company upon its listing on the National Stock Exchange (NSE) and the Bombay Stock Exchange (BSE) on November 27, 2024.)

KEY INFORMATION DOCUMENT FOR PRIVATE PLACEMENT OF 2,50,000, 7.27% UNSECURED, NON-CUMULATIVE, NON-CONVERTIBLE, REDEEMABLE, TAXABLE DEBENTURES OF RS. 1,00,000/- EACH AMOUNTING TO RS. 500 CRORE WITH GREEN SHOE OF RS. 2,000 CRORE AGGREGATING TO RS. 2,500 CRORE (SERIES 2) (THE "ISSUE").

Coupon Rate	Coupon payment frequency	Redemption date	Redemption Amount
7.27%	Annual	09.07.2036	Redeemable at face value

ISSUE SCHEDULE

Issue Opening Date	Issue Closing Date	Pay-in Date	Deemed date of Allotment
07.07.2026	07.07.2026	09.07.2026	09.07.2026

TRUSTEE TO THE ISSUE	REGISTRAR TO THE ISSUE	RATING (S) TO THE ISSUE
BEACON TRUSTEESHIP 5W, 5th Floor, The Metropolitan, Bandra Kurla Complex, Bandra (East), Mumbai, Maharashtra, India, 400051 Contact Person: Shri Ritobrata Mitra Tel No: +91-22-46060278 compliance@beacontrustee.co.in	KFINTECH **KFin Technologies Limited** (formerly known as KFin Technologies Private Limited) Registered Office Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 Tel: +91-40- 67162222 Fax No. +91-40-23001153	CRISIL An S&P Global Company **CRISIL AAA/Stable** https://www.crisilratings.com/mnt/winshare/Ratings/RatingList/RatingDocs/NTPCGreenEnergyLimited_June%2002_%202026_RR_397730.html CRISIL House, Central Avenue, Hiranandani Business Park, Powai, Mumbai – 4 India Ratings & Research A Fitch Group Company **IND AAA/Stable** https://www.indiaratings.co.in/pressrelease/83457 Wockhardt Tower, Level 4, West Wing, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051

	Email: srinivassudheer.venkatapuram@kfintech.com	
Name	**Address**	**Date of Appointment**
M/s P.R.Mehra & Co	Chartered Accountants 901, New Delhi House, Barakhamba Road Connaught Place, New Delhi - 110001	21 September 2023
Note: The appointment of auditor is made by C&AG on year-to-year basis. Our statutory auditor hold valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India ("ICAI").		
Disclosure under Section 26(4) of the Companies Act 2013: The Bonds to be issued through the disclosure documents are on private placement basis and so Section 26(4) of the Companies Act2013 not applicable.		
There are no underwriters		

LISTING
The Debentures are proposed to be listed on NSE. NSE is proposed to be the Designated Stock Exchange.

ELIGIBLE INVESTORS
All QIBs, and any non-QIB Investors specifically mapped on the NSE EBP Platform.

ELECTRONIC BOOK MECHANISM COMPLIANCE
ISSUE will be in compliance with EBP operating guidelines, allotment and bidding procedure.

PRIVATE PLACEMENT

This Debenture issue is being made strictly on a private placement basis. It is not and should not be deemed to constitute an offer to the public in general. It cannot be accepted by any person other than to whom it has been specifically addressed. The contents of this Key Information Document are non-transferable and are intended to be used by the parties to whom it is distributed. It is not intended for distribution to any other person and should not be copied / reproduced by the recipient for any purpose whatsoever. The information contained in this document has certain forward-looking statements. Actual result may vary materially from those expressed or implied, depending upon economic conditions, government policies and other factors. Any opinion expressed is given in good faith but is subject to change without notice. No liability is accepted whatsoever for any direct or consequential loss arising from the use of this document. NGEL does not undertake to update this document to reflect subsequent events and thus it should not be relied upon without first confirming the accuracy of such events with NGEL.

ISSUER's Absolute Responsibility
NTPC Green Energy Limited, having made all reasonable inquiries, accepts responsibility for and confirms that this document contains all information with regard to the issuer and the issue which is material in the context of the issue, that the information contained in the issue document is true and correct in all material aspects and is not misleading, that the opinions and intentions expressed herein are honestly stated and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading.

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I. DEFINITIONS/ABBREVIATIONS

Articles	Articles of Association of the Company
Board/ Board of Directors	Board of directors of our Company or a duly constituted committee thereof.
Book Closure/ Record Date	The date of closure of register of Debentures or date of determining the beneficiaries for payment of interest and repayment of principal
BSE	BSE Limited
CDSL	Central Depository Services (India) Limited
CERC	Central Electricity Regulatory Commission
CMD	Chairman and Managing Director of NGEL
Company	NTPC Green Energy Limited, unless otherwise specified Company would refer to NGEL standalone
CRISIL	CRISIL Limited
Debenture holder	Any person or entity holding the Debentures and whose name appears in the list of Beneficial Owners provided by the Depositories.
Debentures	Unsecured, non-cumulative, non-convertible, redeemable, taxable debentures
Deemed Date of Allotment	The date of Allotment of Debentures for the Issue. All benefits accruing in relation to the Debentures including interest on Debentures shall be available from Deemed Date of Allotment. Actual Allotment of Debentures may occur on a date later than Deemed Date of Allotment
Depositories Act	The Depositories Act, 1996, as amended from time to time
Depository	A Depository registered with SEBI under the SEBI (Depositories and Participant) Regulations, 1996, as amended from time to time
Depository Participant (DP)	A Depository participant as defined under Depositories Act
Fiscal	Period of twelve months period ending March 31 of that particular year unless otherwise stated
FY	Financial Year
GID	General Information Document
Government/GOI	Government of India
Income Tax Act/I.T. Act	The Income Tax Act, 1961, as amended from time to time
India Ratings	India Ratings & Research Private Limited
Issuer	NTPC Green Energy Limited, unless otherwise specified Issuer would refer to NGEL standalone
Issuer/ NGEL/ Company	NTPC Green Energy Limited, a company incorporated on 7 April 2022 under the Companies Act, 2013 and having its registered office at NTPC Bhawan, Core -7, SCOPE Complex 7 Institutional Area, Lodi Road, New Delhi - 110003
KID	Key Information Document
Memorandum	Memorandum of Association of the Company
MOP	Ministry of Power, Government of India
NSDL	National Securities Depository Limited
NSE	National Stock Exchange of India Limited
PAN	Permanent Account Number
RBI	The Reserve Bank of India
Registrar	Registrar to the Issue, in this case being KFin Technologies Limited
Rs. / INR	Indian Rupee
RTGS	Real Time Gross Settlement
SEBI	The Securities and Exchange Board of India, constituted under the SEBI Act, 1992

SEBI NCS Regulations/SEBI Regulations/ SEBI Debt Regulations	SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 issued vide Notification No. SEBI/LAD-NRO/GN/2021/39 dated 9 August 2021, as amended from time to time and such other circulars applicable for issue of Non-Convertible Securities issued by SEBI from time to time
SEBI(LODR)	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
Stock Exchange(s)	NSE
TDS	Tax Deducted at Source
The Companies Act	Companies Act 2013 as amended
The Issue/ The Offer/ Private Placement	Private placement of unsecured, non-cumulative, non-convertible, redeemable, taxable debentures

II. DISCLAIMER

GENERAL DISCLAIMER

This Key Information Document is neither a Prospectus nor a Statement in lieu of Prospectus and is prepared in conformity with Form PAS-4 prescribed under Section 42 of Companies (Prospectus and Allotment of Securities) Rules, 2014 and in accordance with SEBI NCS Regulations. This document does not constitute an offer to the public generally to subscribe for or otherwise acquire the Debentures to be issued by the Issuer. The document is for the exclusive use of the Institution(s)/investors to whom it is delivered, and it should not be circulated or distributed to third party. Company certifies that the disclosures made in this document are generally adequate and are in conformity with the captioned Companies Act provisions and SEBI NCS Regulations. This requirement is to facilitate investors to take an informed decision for making investment in the proposed Issue.

DISCLAIMER OF THE ISSUER

The Issuer confirms that the information contained in this Key Information Document is true and correct in all material respects and is not misleading in any material respect. All information considered adequate and relevant about the Issue and the Company has been made available in this Key Information Document for the use and perusal of the potential investors and no selective or additional information would be available for a section of investors in any manner whatsoever. The Company accepts no responsibility for statements made otherwise than in this Key Information Document or any other material issued by or at the instance of the Issuer and anyone placing reliance on any other source of information would be doing so at his/her/their own risk. Although every effort has been made to provide accurate and up-to-date information in this document, however, there is the possibility that an unintentional omission or error exists. NGEL is not responsible for any such unintentional errors or omissions.

Prospective subscribers must make their own independent evaluation and judgment before making the investment and are believed to be experienced in investing in debt markets and are able to bear the economic risk of investing in Debentures. It is the responsibility of the prospective subscribers to have obtained all consents, approvals or authorizations required by them to make an offer to subscribe for and purchase the Debentures. It is the responsibility of the prospective subscribers to verify if they have necessary power and competence to apply for the Debentures under the relevant laws and regulations in force. Prospective subscribers should conduct their own investigation, due diligence and analysis before applying for the Debentures. Nothing in this Key Information Document should be construed as advice or recommendation by the Issuer or by the Arrangers to the Issue to subscribers to the Debentures. The prospective subscribers also acknowledge that the Arrangers to the Issue do not owe the subscribers any duty of care in respect of this Key Information Document to subscribe for the Debentures. Prospective subscribers should also consult their own advisors on the implications of application, allotment, sale, holding, ownership and redemption of these Debentures and matters incidental thereto.

DISCLAIMER OF THE SECURITIES & EXCHANGE BOARD OF INDIA

The Securities have not been recommended or approved by SEBI nor does SEBI guarantee the accuracy or adequacy of this document. It is to be distinctly understood that this document should not, in any way, be deemed or construed that the same has been cleared or vetted by SEBI. SEBI does not take any responsibility either for the financial soundness of any scheme or the project for which the Issue is proposed to be made, or for the correctness of the statements made or opinions expressed in this document.

"IT IS TO BE DISTINCTLY UNDERSTOOD THAT FILING OF THE ISSUE DOCUMENT TO THE SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI) SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED TO MEAN THAT THE SAME HAS BEEN CLEARED OR APPROVED BY SEBI. SEBI DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR THE FINANCIAL SOUNDNESS OF ANY SCHEME OR THE PROJECT FOR WHICH THE ISSUE IS PROPOSED TO BE MADE OR FOR THE CORRECTNESS OF THE STATEMENTS MADE OR OPINIONS EXPRESSED IN THE ISSUE DOCUMENT. THE LEAD MANAGER(S), HAS CERTIFIED THAT THE DISCLOSURES MADE IN THE ISSUE DOCUMENT ARE GENERALLY ADEQUATE AND ARE IN CONFORMITY WITH THE REGULATIONS. THIS REQUIREMENT IS TO FACILITATE INVESTORS TO TAKE AN INFORMED DECISION FOR MAKING INVESTMENT IN THE PROPOSED ISSUE."

DISCLAIMER OF THE RESERVE BANK OF INDIA

The Bonds have not been recommended or approved by the Reserve Bank of India ("RBI") nor does RBI guarantee the accuracy or adequacy of this key Information Document. It is to be distinctly understood that this key Information Document should not, in any way, be deemed or construed that the Bonds have been recommended for investment by the RBI. RBI does not take any responsibility either for the financial soundness of the Issuer, or the Bonds being issued by the Issuer or for the correctness of the statements made or opinions expressed in this key Information Document. The potential investors may make investment decision in respect of the Bonds offered in terms of this key Information Document solely on the basis of their own analysis and RBI does not accept any responsibility about servicing/repayment of such investment.

DISCLAIMER OF THE STOCK EXCHANGE(S)

As required, a copy of this Key Information Document has been submitted to Stock Exchange(s). It is to be distinctly understood that the aforesaid submission or in-principle approval given by Stock Exchange(s) or hosting the same on the website of Stock Exchange(s) in terms of Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 as amended from time to time, should not in any way be deemed or construed that the Key Information Document has been cleared or approved by Stock Exchange(s); nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this Key Information Document; nor does it warrant that this Issuer's securities will be listed or will continue to be listed on the Stock Exchange(s); nor does it take any responsibility for the financial or other soundness of this Issuer, its promoters, its management or any scheme or project of this Issuer. Every person who desires to apply for or otherwise acquire any securities of this Issuer may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the Stock Exchange(s) whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription /acquisition whether by reason of anything stated or omitted to be stated herein or any other reason whatsoever.

DISCLAIMER IN RESPECT OF THE JURISDICTION

The Issue is being made in India, to the Eligible Investors. This Document will not, however constitute an offer to sell or an invitation to subscribe for the NCDs offered hereby in any jurisdiction other than India to any person to whom it is unlawful to make an offer or invitation in such jurisdiction. Any person into whose possession this Document comes is required to inform himself or herself about, and to observe, any such restrictions.

DISCLAIMER IN RESPECT OF THE TRUSTEE

The Debenture Trustee does not guarantee the terms of payment regarding the issue as stated in this Document and shall not be held liable for any default in the same. The Debenture Trustee ipso facto does not have the obligations of a borrower or a principal debtor or a guarantor as to the monies paid/invested by the subscribers to the NCDs.

DISCLAIMER IN RESPECT OF THE CREDIT RATING AGENCIES

Credit ratings should not be treated as recommendation to buy, sell or hold the rated debt instruments. Credit ratings are subject to a process of surveillance, which may lead to revision in ratings. Credit rating is a symbolic indicator of Credit Rating Agency's current opinion on the relative capability of the issuer concerned to timely service debts and obligations, with reference to the instrument rated. Please visit websites of credit rating agencies for the latest information on outstanding ratings. All information contained herein has been obtained by Credit Rating Agencies from sources believed by them to be accurate and reliable, including the rated issuer. Rating agencies however has not conducted any audit of the rated issuer or of the information provided by it. While reasonable care has been taken to ensure that the information herein is true, such information is provided 'as is' without any warranty of any kind, and Credit Rating Agencies in particular, make no representation or warranty, express or implied, as to the accuracy, timeliness or completeness of any such information. All information contained herein must be construed solely as statements of opinion, and Credit Rating Agencies shall not be liable for any losses incurred by users from any use of this publication or its contents.

III. **GENERAL INFORMATION**

Name and address of the registered and corporate office of the issuer

Name of the Issuer	NTPC Green Energy Limited
Registered	NTPC Bhawan, Core -7, SCOPE Complex 7 Institutional Area, Lodi Road, New Delhi-110003.
Corporate Office	E 3, Ecotech 2, Udyog Vihar, Greater Noida, Uttar Pradesh 201306
Telephone Number	91-11-24360959
Website	www.ngel.in
E-mail	ngel@ntpc.co.in

Date of Incorporation

Our Company was incorporated on April 7, 2022. The Company attained the status of a listed company upon its listing on the National Stock Exchange (NSE) and the Bombay Stock Exchange (BSE) on November 27, 2024.

Business carried on by the company and its subsidiaries with the details of branches or units

NGEL is a diversified power major with presence in the entire value chain of the power generation business. Apart from power generation, which is the mainstay of the company, NGEL has also ventured into consultancy, project management & supervision services etc.

Subsidiaries

The activities of Company's subsidiaries are briefly discussed here:

a) NTPC Renewable Energy Limited ("NREL")

NREL was incorporated on October 7, 2020, under the Companies Act, 2013, as a wholly owned subsidiary of NTPC Limited. Pursuant to the Share Purchase Agreement dated July 8, 2022, it was subsequently acquired by our Company on February 28, 2023, and is now a wholly owned subsidiary of NGEL. NREL is engaged in the business of planning, promoting, and organizing an integrated development of power generation through non-conventional/renewable energy sources. Its major source of revenue is renewable energy projects. The CIN of NREL is U40107DL2020GOI371032.

Office of NREL

Registered Office: NTPC Bhawan, Core -7, SCOPE Complex, 7 Institutional Area, Lodi Road, New Delhi-110003, Delhi, India

b) Green Valley Renewable Energy Limited ("GVREL")

GVREL, a public limited company, was incorporated on August 25, 2022, under the Companies Act, 2013. A subsidiary of NGEL in joint venture with Damodar Valley Corporation with equity contribution in the ratio of 51:49 respectively. GVREL is engaged in the business of planning, promoting and organizing an integrated development of power generation through non-conventional/renewable energy sources. The CIN of GVREL is U40100DL2022GOI403638.

Office of GVREL

Registered Office: NTPC Bhawan, Core -7, SCOPE Complex, 7 Institutional Area, Lodi Road, New Delhi-110003, Delhi, India

c) NTPC Rajasthan Green Energy Limited (NRGEL)

NRGEL, a public limited company, was incorporated on January 08, 2025, under the Companies Act, 2013. A subsidiary of NGEL in joint venture with Rajasthan Rajya Vidyut Utpadan Nigam Limited (RVUNL) with equity contribution in the ratio of 74:26 respectively. The NRGEL has been established for the development of energy projects, including solar, wind, and hybrid solutions, with or without storage, up to a cumulative capacity of 25 GW. Additionally, NRGEL shall undertake the development of green hydrogen and its derivatives, such as green ammonia and green methanol, up to a production capacity of 1 million tons, through an appropriate and suitable model. The CIN of NRGEL is U42201DL2025GOI440891.

Office of NRGEL

Registered Office: NTPC Ltd, Scope Office, C, 7th Floor, Scope Complex, Lodi Road, New Delhi-110003.

d) NTPC UP Green Energy Limited (NUGEL)

NUGEL, a public limited company, was incorporated on January 01, 2025, under the Companies Act, 2013. The Company is a subsidiary of NGEL, which holds a 51% stake, while the remaining 49% is held by Uttar Pradesh Rajya Vidyut Utpadan Nigam Limited (UPRVUNL). The NUGEL shall supply renewable power to UPDISCOM/Other DISCOMs, C&I Customers etc. anywhere in India. The CIN of NUGEL is U35105DL2025GOI440599.

Office of NUGEL

Registered Office: NTPC Bhawan Core 7 Scope, Complex 7 Inst. Area, Lodi Road, New delhi-110003

e) NTPC-Mahapreit Green Energy Limited (NMGEL)

NMGEL, a public limited company, was incorporated on April 08, 2025 under the Companies Act, 2013. The Company is a subsidiary of NTPC Green Energy Limited (NGEL), which holds a 74% stake, while the remaining 26% is held by Mahatma Phule Renewable Energy and Infrastructure Technology Limited (MAHAPREIT). NMGEL will be engaged in the business of developing, operating and maintaining Renewable Energy Parks including UMREPP/ RE Projects comprising of Solar/Wind/Hybrid with or without Storage up to 10 GW capacities in Maharashtra and any other state in India. The CIN of NMGEL is U35105DL2025GOI446024.

Office of NMGEL

Registered Office: NTPC Bhawan, Core - 7, SCOPE Complex, 7, Institutional Area, Lodi Road, New Delhi – 110003.

f) Chhattisgarh NTPC Green Energy Limited (CNGEL)

CNGEL, a public limited company, was incorporated on December 05, 2025 under the Companies Act, 2013. The Company is a subsidiary of NTPC Green Energy Limited (NGEL), which holds a 74% stake, while the remaining 26% is held by Chhattisgarh State Power Generation Company Limited (CSPGCL). CNGEL will be engaged in the business of developing, operating and maintaining Renewable Energy Park including UMREPP and Project(s) in state of Chhattisgarh or any other identified locations comprising of Solar/Wind/Hybrid up to 2 GW capacities and identification of reservoirs for Development of Floating Solar Projects.
The CIN of CNGEL is U42201DL2025GOI458934.

Office of CNGEL

Registered Office: NTPC Bhawan, Core 7, Scope Complex, Lodi Road, New Delhi – 110003.

Joint Ventures*:*

Refer Section III of the General Information Document for details of Company's Joint Ventures.

Other Branches and Units

Refer Section III of the General Information Document for details of Other Branches and Units.

Compliance officer and Company Secretary	Nodal Officer
Mr. Deepak C S **Company Secretary & Compliance Officer** NTPC Green Energy Limited E 3, Ecotech 2, Udyog Vihar, Greater Noida, Uttar Pradesh 201306 Tel No.: 91-120-2356728 E-mail: deepakcs@ntpc.co.in	**Shri Neeraj Sharma** **Chief Financial Officer** NTPC Green Energy Limited E 3, Ecotech 2, Udyog Vihar, Greater Noida, Uttar Pradesh 201306 Tel: 91-120-2356645 Email: neerajsharma@ntpc.co.in

The investors can contact the Compliance Officer/Nodal Officer in case of any pre-issue/ post-issue related problems such as non-credit of letter(s) of allotment/ debenture certificate(s) in the DEMAT account, non-receipt of refund order(s), interest warrant(s)/ cheque(s) etc.

Director (Finance)	**Shri Jaikumar Srinivasan** **Director (Finance)** NTPC Bhawan, SCOPE Complex,7, Institutional Area, Lodhi Road, New Delhi 110 003
Trustee for the Debenture holders	**Beacon Trusteeship Ltd.** Registered Office: 5W, 5th Floor, The Metropolitan, Bandra Kurla Complex, Bandra (East), Mumbai - 400051 Email: contact@beacontrustee.co.in
Registrar and Transfer Agent to Issue	**KFin Technologies Limited** Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 Email: srinivassudheer.venkatapuram@kfintech.com

Names and addresses of the credit rating agencies for the Issue, Weblink of Ratings press release, Declaration	
CRISIL Limited	CRISIL House, Central Avenue, Hiranandani Business Park, Powai, Mumbai - 400 076 ***https://www.crisilratings.com/mnt/winshare/Ratings/RatingList/RatingDocs/NTPCGreenEnergyLimited_June%2002_%202026_RR_397730.html***
India Ratings & Research	Wockhardt Tower, Level 4, West Wing, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 ***https://www.indiaratings.co.in/pressrelease/83457***
It is hereby declared and confirmed that all the ratings assigned vide press release (s) mentioned above are valid as on date. The ratings provided above may be suspended, withdrawn or revised at any time by the assigning rating agency and should be evaluated independently of any other rating. These ratings are not a recommendation to buy, sell or hold the Bonds and investors should take their own decisions. The press releases mentioned above are not	

older than one year from the date of this General Information Document. The relevant Key Information Document for each Series (Issue) shall contain the updated rating letters and if applicable, the updated press release, which shall be valid as on the date of issue and listing of the relevant Series of Debentures.
Arranger (s) to the Issue
1. PNB Gilts Limited
2. SBI Capital Markets Limited
3. Trust Investment Advisors Private Limited
4. ICICI Bank Limited
5. A.K. Capital Services Limited
6. Nuvama Wealth Management Limited
7. Tipsons Consultancy Services Pvt. Ltd.
8. Yes Bank Limited

Consent of directors, auditors, bankers to issue, trustees, solicitors or advocates to the issue, legal advisors to the issue, lead managers to the issue, Registrar to the Issue, and lenders (if required, as per the terms of the agreement) and experts.
Requisite consents from directors, statutory auditors, trustee and registrar to the Issue are available. Consents from bankers to issue, solicitors or advocates to the issue, legal advisors to the issue, lead managers to the issue, and lenders (if required, as per the terms of the agreement) and experts are not applicable.

Names and address of Statutory Auditors
Refer Section III of the General Information Document for Names and address of Statutory Auditors.
Note: The appointment of auditor is being done by C&AG on year-to-year basis. Our statutory auditor hold valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India (“**ICAI**”).

Details of change in Auditors since last three years
Refer Section III of the General Information Document Details for change in Auditors since last three years.

IV. EXPENSES OF THE ISSUE

Particulars of Expenses Head	**Amount (in Rs.) (Excluding applicable taxes)**	**Percentage of total Issue Expenses**	**Percentage of total Issue Size**
Lead Manager(s) fees	-	-	-
Underwriting commission	-	-	-
Brokerage, selling commission and upload fees	-	-	-
Fees payable to the registrars to the issue	5,000	0.38%	0.00%
Fees payable to the legal Advisors	-	-	-
Advertising and marketing expenses	-	-	-
Fees payable to the regulators including stock exchanges	85,000	6.26%	-
Stamp Duty	12,50,000	92.04%	0.005%
Settlement Guarantee Fund	NA	NA	NA
Expenses incurred on printing and distribution of issue stationary	-	-	-
Others, if any (Corporate Action, Credit Ratings, Advisors, etc.)	18,000	1.32%	0.000%
Total Expenses	13,58,000	100%	0.0054%

Note: Considering Issue Size of Rs. 2,500 crore with a maturity period of 10 years.

V. OUR MANAGEMENT

Presently, there are 6 Directors on the Board, of which 3 are whole-time Directors including CMD and 3 Independent Directors who act as part-time non-official Directors on the Board. The details of the Board of Directors are set forth below:

S. No.	Name, Designation, Occupation and DIN	Age	Address	Director since	List of other Directorships
1	Shri Gurdeep Singh Chairman & Managing Director DIN: 00307037	60 years	A-5, Niti Bagh, New Delhi – 110049	09/09/2024	**Indian Companies** - NTPC Limited - North Eastern Electric Power Corporation Limited
2.	Shri Jaikumar Srinivasan Director (Finance) DIN:01220828	59 Years	House No. 151/153, Madan Lal Block, Asian Games Village, Khel Gaon, New Delhi - 110049	09/08/2022	**Indian Companies** - NTPC Limited - Green Valley Renewable Energy Limited - Indian Oil NTPC Green Energy Pvt. Ltd. - NTPC Rajasthan Green Energy Limited - MAHAGENCO NTPC Green Energy Private Limited - ONGC NTPC Green Private Limited
3.	Shri K. Shanmugha Sundaram Director (Projects) DIN: 10347322	59 Years	Flat No. 10-2-241/1/C, Laxmi Tower, West Merredpally, Secunderabad - 500026	11/01/2024	**Indian Companies:** - NTPC Limited - NTPC Parmanu Urja Nigam Limited - NTPC UP Green Energy Limited - PATRATU Vidyut Utpadan Nigam Limited - Meja Urja Nigam Private Limited - NTPC Renewable Energy Limited - Anushakti Vidhyut Nigam Limited - AP NGEL Harit Amrit Limited - NTPC Rajasthan Green Energy Limited
4.	Smt Phalguni Patra Independent Director DIN: 11099115	51 Years	Vill Mamudpur, P.O. Kuliagarh District North 24 Parganas, Gorifa, West Bengal - 743166	14/05/2025	-
5.	Shri Deepak Babu Independent Director DIN: 11100474	65 Years	C91 Gandhi Nagar, Moradabad, Uttar Pradesh - 244001	14/05/2025	**Indian Companies:** - NTPC Renewable Energy Limited
6.	Shri Brajesh Kumar Singh Independent Director DIN: 11101010	55 Years	Giriraj Sadan, Road no. 7, Sanjay Gandhi Nagar Near Prasad Apartment, Patna, Bihar - 800020	14/05/2025	-

Details of change in directors in last three financial years including any change in the current year

Name	DIN	Designation	Appointment/ Cessation/ Designation change	Date of Change	Date of joining Board in case of cessation	Reason
2023-24						
Ms. Shoba Pattabhiraman	08600761	Non-Executive Director	Appointment	July 25, 2023	-	Appointed pursuant to NTPC letter dated 02.06.2023
Ms. Shoba Pattabhiraman	08600761	Non-Executive Director	Cessation	November 10, 2023	July 25, 2023	Withdrawal of nomination by NTPC
Ms. Sangeeta Kaushik	09157948	Non-Executive Director	Appointment	December 08, 2023	-	Appointed pursuant to NTPC letter dated 09.11.2023

Shri Gurdeep Singh	00307037	Chairman & Non-Executive Director	Cessation	January 08,2024	August 09,2022	Withdrawal of nomination by NTPC
Shri Shanmugha Sundaram Kothandpani	10347322	Director (Projects)	Appointment	January 11, 2024		Appointed pursuant to NTPC letter dated 08.01.2024
			2024-25			
Shri Gurdeep Singh	00307037	Chairman and Managing Director	Appointment	September 09, 2024	-	Appointment pursuant to office order no. 8/4/2020-Th-I dated 28.08.2024 from Ministry of Power
Shri Jaikumar Srinivasan	01220828	Director (Finance)	Designation Change	September 09, 2024	-	Re-designated Pursuant to Office Order no. 8/4/2020-Th-I dated 28.08.2024 from Ministry of Power
Shri Shanmugha Sundaram Kothandpani	10347322	Director (Projects)	Designation Change	September 09, 2024		Re-designated pursuant to office order no. 8/4/2020-Th-I dated 28.08.2024 from Ministry of Power
Ms. Ritu Arora	00002455	Non-Executive Director	Appointment	September 09, 2024	-	Pursuant to NTPC letter dated 02.09.2024
Shri Viveka Nand Paswan	09397615	Independent Director	Appointment	November 5, 2024	-	Pursuant to office order no. 8/4/2020-Th-I (part- I) dated 04.11.2024 from Ministry of Power
Shri Bimal Chand Oswal	03286483	Independent Director	Appointment	November 5, 2024	-	Pursuant to office order no. 8/4/2020-Th-I (part- I) dated 04.11.2024 from Ministry of Power
Ms. Sajal Jha	09402663	Independent Director	Appointment	November 04,2024	-	Pursuant to office order no. 8/4/2020-Th-I (part- I) dated

						04.11.2024 from Ministry of Power
Ms. Ritu Arora	00002455	Non-Executive Director	Cessation	November 4, 2024	September 09, 2024	Withdrawal of nomination by NTPC
Ms. Sangeeta Kaushik	09157948	Non-Executive Director	Cessation	November 4, 2024	December 08, 2023	Withdrawal of nomination by NTPC
Shri Ajay Dua	08084037	Non-Executive Director	Cessation	November 4, 2024	February 17, 2023	Withdrawal of nomination by NTPC
2025-26						
Shri Viveka Nand Paswan	09397615	Independent Director	Cessation	May 8, 2025	November 5, 2024	Pursuant to office order no. 8/4/2020-Th-I (part- III) (276348) dated 08.05.2025 from Ministry of Power
Shri Bimal Chand Oswal	03286483	Independent Director	Cessation	May 8, 2025	November 5, 2024	Pursuant to office order no. 8/4/2020-Th-I (part- III) (276348) dated 08.05.2025 from Ministry of Power
Smt. Sajal Jha	09402663	Independent Director	Cessation	May 8, 2025	November 4, 2024	Pursuant to office order no. 8/4/2020-Th-I (part- III) (276348) dated 08.05.2025 from Ministry of Power
Shri Deepak Babu	11100474	Independent Director	Appointment	May 14, 2025	-	Pursuant to office order no. 8/4/2020-Th-I (part- III) (276348) dated 08.05.2025 from Ministry of Power
Shri Brajesh Kumar Singh (Also known as Brajesh Raman)	11101010	Independent Director	Appointment	May 14, 2025	-	Pursuant to office order no. 8/4/2020-Th-I (part- III) (276348) dated 08.05.2025 from Ministry of Power
Smt. Phalguni Patra	11099115	Independent Director	Appointment	May 14, 2025	-	Pursuant to office order no.

						8/4/2020-Th-I (part- III) (276348) dated 08.05.2025 from Ministry of Power

It is further confirmed that Permanent Account Number of directors and NTPC Limited (Issuer's Promoter in addition to Government of India) have been submitted to all the stock exchanges on which the non-convertible securities may be listed.
Note: Permanent Account Number, Aadhaar Number, Driving License Number, Bank Account Number(s) and Passport Number of the Government of India (Promoter) is not applicable.

VI. MANAGEMENT PERCEPTION OF RISK FACTORS

Undertaking by NTPC Green Energy Limited
Investors are advised to read the risk factors carefully before taking an investment decision in this issue. For taking an investment decision, investors must rely on their own examination of NTPC Green Energy Limited and the offer including the risks involved. The securities have not been recommended or approved by the any regulatory authority in India, including the Securities and Exchange Board of India (SEBI) nor does SEBI guarantee the accuracy or adequacy of this document. Specific attention of investors is invited to the statement of 'Risk factors' given below.

NTPC Green Energy Limited, having made all reasonable inquiries, accepts responsibility for, and confirms that this Document contains all information with regard to NTPC Green Energy Limited and the issue, that the information contained in the document is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

The issuer has no side letter with any debt securities holder except the one(s) disclosed in the Offer document. Any covenants later added shall be disclosed on the stock exchange website where the debt is listed.

You should carefully consider all the information in this Key Information Document and General Information Document, including the risks and uncertainties described below before making an investment in the Debentures. Additional risks and uncertainties not known to us or that we currently believe to be immaterial may also have an adverse effect on our business, financial condition and prospects. If any of the following or any other risks actually occur, our business, financial condition and prospects may be adversely affected and the price and value of your investment in the Debentures could decline such that you may lose all or part of your investment.

RISKS RELATING TO OUR BUSINESS
Section VI of the General Information Document may be referred for the Risks relating to our Business.

RISKS RELATING TO INDIA
Section VI of the General Information Document may be referred for the Risks relating to India.

GENERAL RISK
Investment in non-convertible securities involve a degree of risk and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their examination of the issue including the risks involved in it. Specific attention of investors is invited to statement of risk factors mentioned above. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor's decision to purchase such securities.

VII. BRIEF SUMMARY OF THE BUSINESS/ACTIVITIES OF THE ISSUER AND ITS LINE OF BUSINESS

Overview: Business of the Company
Section VII of the General Information Document may be referred for the Overview of the Business of the Company.

Corporate Structure
Section VII of the General Information Document may be referred for the broad illustrative organization structure of NGEL.

Ownership

Section VII of the General Information Document may be referred for the details of changes in the Ownership of the Company since its inception.

Company's Dividend Policy
Section VII of the General Information Document may be referred for the details of Company's Dividend Policy.

Key Operational and Financial Parameters on standalone and consolidated (Consol.) basis

(In Rs. Crore, unless stated otherwise)

For Non-Financial Sector Entities	2025-26		2024-25*		2023-24	
Particulars	**Standalone**	**Consolidated**	**Standalone**	**Consolidated**	**Standalone**	**Consolidated**
Balance Sheet						
Property, Plant and Equipment (including Capital Work in Progress and Investment Property)	14,700.71	53,393.59	15,338.81	35,799.37	15,468.07	24,711.08
Intangible Assets (including Intangible Assets under Development)	1.34	1.34	0.00	0.00	0.00	0.00
Financial Assets (Current and Non-Current)	16,684.20	1,511.85	14,873.62	4,282.87	2,618.06	1,303.40
Other Non-Current assets	142.99	5,379.67	180.81	5,281.72	206.87	1,159.05
Current assets and Asset held for sale	63.14	95.34	32.30	57.48	28.83	32.90
Total Assets	31,592.38	60,381.79	30,425.54	45,421.44	18,321.83	27,206.43
Financial Liabilities (Current and Non-Current)						
- Borrowings (including interest)	8,921.62	29,312.47	8,092.51	17,989.17	8,163.16	12,797.39
- Other Financial Liabilities	640.25	7,637.59	902.16	5,039.44	1,199.01	4,911.22
Non-Current Liabilities	1,469.28	2,443.56	1,436.66	2,283.69	1,394.84	1,934.36
Current Liabilities	115.54	228.12	98.97	168.22	70.26	101.21
Provisions	1.04	1.04	0.27	0.27	0.08	0.08
Deferred tax liabilities (net)	1,552.18	1,569.78	1,408.47	1,408.47	1,229.96	1,229.96
Total Liabilities	12,699.91	41,192.56	11,939.04	26,889.26	12,057.31	20,974.22
Equity (Equity Share Capital and Other Equity)	18,892.47	19,189.23	18,486.50	18,532.18	6,264.52	6,232.21
Total Equity & Liabilities	31,592.38	60,381.79	30,425.54	45,421.44	18,321.83	27,206.43
Profit and Loss						
Total revenue from operations	1,966.67	2,858.42	2,022.54	2,209.64	1,951.13	1,962.60
Other Income	176.91	176.70	250.60	256.06	77.56	75.06
Total Income	2,143.58	3,035.12	2,273.14	2,465.70	2,028.69	2,037.66
Total Expenses	1,593.90	2,372.31	1,605.37	1,811.84	1,515.38	1,551.95
Exceptional Items	0.00	0.00	0.00	0.00	0.00	0.00
Share of net profits of JVs	0.00	19.85	0.00	(1.23)	0.00	0.00
Profit before tax	549.68	682.66	667.77	652.63	513.31	485.71

Tax expense	143.71	161.31	178.51	178.51	142.84	142.85
Profit for the period	405.97	521.35	489.26	474.12	370.47	342.86
Other Comprehensive income	0.00	2.25	0.00	0.00	0.00	0.00
Total Comprehensive Income	405.97	523.60	489.26	474.12	370.47	342.86
Earnings per equity share (Basic & Diluted)	0.48	0.62	0.69	0.67	0.78	0.72
Cash Flow						
Net cash from/(used in) operating activities	1,773.19	2,386.20	1,887.81	2,050.81	1,568.45	1,579.06
Net cash from/(used in) investing activities	(1,931.51)	(12,116.83)	(13,013.27)	(17,845.20)	(5,371.44)	(9,847.34)
Net cash from/(used in) financing activities	236.34	9,796.20	11,012.84	15,714.70	3,906.30	8,311.16
Net Increase/ (decrease) in cash & cash equivalents	78.02	65.57	(112.62)	(79.58)	103.31	42.88
Opening cash & cash equivalents	0.83	36.04	113.45	115.62	10.14	72.74
Closing cash & cash equivalents	78.85	101.61	0.83	36.04	113.45	115.62
Additional information						
Net worth	18892.47	19,189.23	18,486.50	18,532.18	6,264.52	6,232.21
Cash & Cash Equivalents	78.85	101.61	0.83	36.04	113.45	115.62
Current Investments	0.00	0.00	0.00	0.00	0.00	0.00
Net Sales	1895.04	2770.89	1,947.02	2,134.12	1,886.04	1,897.51
EBITDA	1843.21	2671.61	1,991.44	2,171.56	1,825.45	1,819.03
EBIT	1176.08	1569.66	1,324.17	1,413.31	1,192.36	1,128.46
Dividend amounts	0.00	0.00	0.00	0.00	0.00	0.00
Debt equity ratio	0.47	1.54	0.44	0.97	1.30	2.05
Debt service coverage ratio	1.34	1.58	1.40	1.38	1.68	1.60
Interest service coverage ratio	2.71	2.83	2.76	2.62	2.48	2.43
Current ratio	0.81	0.24	2.61	0.91	0.68	0.27
Long term debt to working capital	23.56	**	2.55	89.30	185.53	**
Current liability ratio	0.10	0.15	0.13	0.17	0.15	0.22
Total debts to total assets	0.28	0.48	0.27	0.40	0.45	0.47

**Reclassified wherever considered necessary*
***Not disclosed as denominator is negative.*

Audited Financials for three years (2023-24, 2024-25 and 2025-26) as filed with exchanges along-with the Auditor's Report, footnotes etc., Cash Flow Statement along-with latest results for stub period filed with exchanges, if any.
Placed as Annexure**.**

Investors can also visit the following link (s) on our website for:
Detailed information on financials: https://www.ngel.in/page/financial-results
Annual Reports: https://www.ngel.in/page/annual-reports

Change in Accounting Policies during the last three years and their effect on profit and the Reserves of the Company (wherever applicable)
Placed as Annexure**.** Investors can also visit the following link on our website for detailed information on financials: https://www.ngel.in/page/financial-results

Details of contingent liabilities based on the last audited financial statements including amount and nature of liability.
In one of the cases, Power Grid Corporation of India Ltd. has filed petition with CERC for determination of transmission charges for the period 01 April 2019 till 31 March 2024. The Company is one of the respondent in these petitions. The amount of obligation in this regard can not be measured with sufficient reliability at this stage and in the opinion of the management, the same will also not be material.

Amount of corporate guarantee or letter of comfort issued by NTPC Green Energy Limited along with details of the counterparty (viz. name and nature of the counterparty, whether a subsidiary, joint venture entity, group company etc.) on behalf of whom it has been issued.
The Issuer has not issued any corporate guarantee or letter of comfort on behalf of any subsidiaries / JVs/ group company.

VIII. BRIEF HISTORY OF ISSUER SINCE INCORPORATION, DETAILS OF ACTIVITIES INCLUDING ANY REORGANIZATION, RECONSTRUCTION OR AMALGAMATION, CHANGES IN CAPITAL STRUCTURE, (AUTHORIZED, ISSUED AND SUBSCRIBED) AND BORROWINGS

HISTORY & BACKGROUND
Section VIII of the General Information Document may be referred for the brief history of the Company since Incorporation.

Capital structure (As on 31st Mar 2026)

Particulars	Amount (Rs.in crore)
1. SHARE CAPITAL	
a. Authorised Equity Share Capital	
10,00,00,00,000 Equity Shares of Rs. 10/- each	10,000.00
b. Issued Equity Share Capital	
8,42,63,29,669 Equity Shares of Rs. 10/- each	8,426.33
c. Subscribed & Paid-up Equity Share Capital	
8,42,63,29,669 Equity Shares of Rs. 10/- each	8,426.33

Notes:
Since the present offer comprises of issue of non-convertible debt securities as par, it shall not affect the paid-up equity share capital and securities premium of the Company after the offer.

Changes in its capital structure for last three years

In Rs. Crore	2025-26	2024-25	2023-24
Authorized Share Capital	10,000.00	10,000.00	10,000.00
Issued, Subscribed & Paid-Up Capital	8,426.33	8,426.33	5,719.61

Equity Shares Capital History of the Company

Year of Allotment	No. of Equity Shares	Face Value (Rs.)	Issue price (Rs.)	Consideration in Cash/ other than cash	Nature of allotment	Cumulative Equity Share Capital (Rs.)
2022-23	50,000	10	10	Cash	Subscription to Equity Shares on signing of the Memorandum of Association	5,00,000
	4,119,561,035	10	10	Cash	Rights Issue	41,196,110,350
	600,000,000	10	10	Cash	Rights Issue	47,196,110,350
2023-24	1,000,000,000	10	10	Cash	Rights Issue	57,196,110,350
2024-25	1,780,388,965	10	10	Cash	Rights Issue	75,000,000,000
	92,63,29,669	10	108	Cash	Initial Public Offer	84,26,32,96,690

Details of any Reorganization or Reconstruction in the last 1 year

Type of Event	Date of Announcement	Date of Completion	Details
NA	NA	NA	NA

Details of any Acquisition of or Amalgamation with any entity in the last 1 year

Our Joint Venture with ONGC Green Limited, ONGPL acquired 100% equity stake in Ayana Renewable Power Private Limited ('Ayana'), a leading renewable energy platform, acquiring 2123 MW of operating capacity and Contracted & Awarded Projects of 1989 MW.

Statement showing Shareholding Pattern as on 31 Mar 2026

Category	Category of Shareholder	No. of Shareholders (Folio-wise)	Total No. of Shares Held	Shareholding as a % of total no. of shares	Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
					No.	As a % of total Shares held	
(A)	Promoter & Promoter Group	1	7,50,00,00,000	89.01	-	-	7,50,00,00,000
(B)	Public	13,01,462	92,63,29,669	10.99	NA	NA	92,63,29,469
(C)	Non-Promoter-Non-Public						
(C1)	Shares underlying DRs	-	-	-	NA	NA	-
(C2)	Shares held by Employees Trusts	-	-	-	NA	NA	-
	Total:	**13,01,463**	**8,42,63,29,669**	**100.00**			**8,42,63,29,469**

Pre-issue & post-issue share capital will remain same as this is an issue of Debentures.

1. No Equity Shares held by our Promoter are pledged or otherwise encumbered.
2. Our Company (standalone) has not issued any Equity Shares for consideration other than cash, whether in whole or part.

Top 10 Equity Shareholders as on 31.05.2026

Sl. No.	Name of Shareholder	Category	Holding	%
1	NTPC LIMITED	PROMOTER	7,50,00,00,000	89.01
2	NIPPON LIFE INDIA TRUSTEE LTD - -A/C NIPPON INDIA ETF NIFTY MIDCAP 150	MUTUAL FUND	25,70,10,064	3.05
3	LIFE INSURANCE CORPORATION OF INDIA	QIB	10,12,24,114	1.20
4	KOTAK EQUITY SAVINGS FUND	MUTUAL FUND	1,76,88,737	0.21
5	CANADA PENSION PLAN INVESTMENT BOARD	FPC	1,67,42,741	0.20
6	BOWHEAD INDIA FUND	FPC	1,52,74,322	0.18
7	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	FPC	1,35,45,038	0.16
8	HSBC MUTUAL FUND - HSBC MIDCAP FUND	MUTUAL FUND	1,35,04,807	0.16

9	VANGUARD EMERGING MARKETS STOCK INDEX FUND	FPC	1,30,62,538	0.16
10	GOLDMAN SACHS FUNDS	FPC	1,22,97,412	0.15

*The investments by above entities with same PAN have been clubbed. All the above-mentioned top 10 shareholders are holding their shares in Demat form only.

IX. **FINANCIAL INDEBTEDENESS - DETAILS OF OTHER BORROWINGS (DETAILS OF SECURED & UNSECURED LOAN FACILITIES, NON-CONVERTIBLE DEBENTURES (NCDs), CPs, PARTICULARS OF DEBT SECURITIES ISSUED FOR CONSIDERATION OTHER THAN CASH OR AT A PREMIUM OR DISCOUNT OR IN PURSUANCE OF AN OPTION, DEBENTURE HOLDERS, DEFAULTS etc.)**

Set forth below is a summary of our outstanding long-term standalone borrowings as at 31st March 2026:-

S. No.	Category of Borrowing	Outstanding Amount (in Rs. crore)
1.	Unsecured domestic loans	7,421.78
2.	Non-Convertible Debentures (Unsecured)	1,500.00
	Total	**8,921.78**

1. Unsecured Domestic Loans (Type of Facility: Unsecured Rupee Term Loans) (Rs. in crore) as at 31st Mar 2026

Name of the Lender	Sanctioned Amount	Outstanding as on 31.03.2026	Repayment Mechanism
Axis Bank-I Unsecured	2000.00	1,655.17	Repayable in 29 equal half-yearly installments commencing from March 2024
UBI-I Unsecured	4500.00	3,697.64	Repayable in 29 equal half-yearly installments commencing from March 2024
BOI-I Unsecured	2500.00	2,068.97	Repayable in 29 equal half-yearly installments commencing from March 2024
Sub-Total	**9000.00**	**7,421.78**	

2. Details of Domestic Unsecured NCDs (Rs. in crore) as at 31st March 2026

Series	ISIN	Tenor/ Period of Maturity	Coupon (%)	Amount Outstanding (in Rs. crore)	Deemed Date of Allotment	Redemption Date/ Schedule	Credit Rating
1(1)	INE0ONG08016	10 years and 1 day	7.01	1,500.00	11 Nov 2025	Redeemable on 12 Nov 2035	CRISIL AAA IND AAA (Stable)

(1) The Series I issue consisted of a Base Issue Size of ₹500 crore and a Green Shoe Option of ₹1,000 crore, which was fully exercised, resulting in a total issue size of ₹1,500 crore. These bonds/debentures are listed on NSE.

3. Details of outstanding secured loan facilities: NIL

4. Details of commercial paper issuances as at the end of the last quarter: NIL

5. List of top ten holders of Commercial Paper in terms of value (in cumulative basis): NIL

Holders of domestic bonds/debentures as on 31.03.2026

S. No.	Name of Debenture Holders	Category	Amt. (Rs. Crore)	% holding
1	CBT EPFO	Trust	1,085.00	72.34%
2	GENERAL INSURANCE CORPORATION OF INDIA	Insurance Co.	150.00	10.00%
3	NPS TRUST	Trust	125.00	8.33%
4	HDFC MUTUAL FUND	Mutual Fund	90.00	6.00%
5	THE NEW INDIA ASSURANCE COMPANY LIMITED	Insurance Co.	50.00	3.33%

Particulars of debt securities issued (i) for consideration other than cash, whether in whole or part, (ii) at a premium or discount, or (iii) in pursuance of an option

The Company confirms that out of the debt securities outstanding, it has not issued any debt securities or agreed to issue debt securities for consideration other than cash, whether in whole or in part, in pursuance of an option or at a premium or discount.

Short-term Working Capital Loan outstanding as at 31.03.2026 (Rs. in Crore)

S. No.	Bank	Sanctioned	Outstanding Amount	Repayment Mechanism
1	SBI	300	0.00	Repayable on demand.
2	Axis Bank	150	0.00	Repayable on demand.

Other borrowings (standalone) (including hybrid debt like foreign currency convertible bonds ("FCCBs"), optionally convertible bonds/ debentures/ preference shares)

The Issuer has not issued/raised any other borrowings including any hybrid debt like Foreign Currency Convertible Bonds ("FCCBs"), Optionally Convertible Bonds / Debentures/ Preference Shares etc.

As at the date of this Document, there has been no default in payment of principal or interest on any existing secured or unsecured term loan by our Company (standalone) in the past 3 years.

X. DISLCOSURES WITH REGARD TO DEFAULT IN STATUTORY DUES OR DEBT SERVICING, INTEREST OF DIRECTORS, LITIGATION ETC.

Details of all default/s and/or delay in payments of interest and principal of any kind of term loans, debt securities, commercial paper (including technical delay) and other financial indebtedness including corporate guarantee or letters of comfort issued by the company, in the preceding three years and the current financial year.

NIL

Any financial or other material interest of the directors, promoters or key managerial personnel or senior management in the offer and the effect of such interest in so far as it is different from the interests of other persons.

NIL

Any material event/ development or change having implications on the financials/credit quality (e.g., any material regulatory proceedings against the issuer/promoters, litigations resulting in material liabilities, corporate restructuring event etc.) at the time of issue which may affect the issue or the investor's decision to invest / continue to invest in the non-convertible securities/ commercial paper.

NIL

Details of any litigation or legal action pending or taken by any Ministry or Department of the Government or a statutory authority or a regulatory body against any promoter of the offeree company during the last three years immediately preceding the year of the circulation of the Document and the current financial year and any

direction issued by such Ministry or Department or statutory authority upon conclusion of such litigation or legal action.

Not Applicable

Details of default and non-payment of statutory dues for the preceding three financial years.

No undisputed statutory dues are generally overdue for payment. However, the relevant page numbers of the Annual Report which sets out the details of statutory dues are as under:

Annual Report for Financial Year	Relevant Page No. (s)
2025-26	Will be published within timelines as prescribed under SEBI (LODR) Regulations
2024-25	Page 197-198
2023-24	Page 87-88

Details of pending litigation involving the issuer, promoter, director, subsidiaries, group companies or any other person, whose outcome could have material adverse effect on the financial position of the issuer, which may affect the issue or the investor's decision to invest / continue to invest in the debt securities.

NIL

Disclosure Summary of reservations or qualifications or adverse remarks of auditors during last three financial years

No reservations or qualifications or adverse remarks of statutory auditors on Accounts during last three financial years.

Details of any inquiry, inspections or investigations initiated or conducted under the securities law or the Companies Act, 2013 (18 of 2013) or any previous company law in the last three years till date in the case of company and all of its subsidiaries. Also, if there were any prosecutions filed (whether pending or not), compounding of offences in the last three years immediately preceding the year of this Document and if so, section-wise details thereof for the company and all of its subsidiaries.

There was no inquiry, inspections or investigations initiated or conducted under the securities law, the Companies Act, 2013 or any previous company law in the last three years till date in the case of company and all of its subsidiaries. Also, there was no prosecutions filed (whether pending or not), compounding of offences in the last three years immediately preceding the year of this Document.

Details of acts of material frauds committed against the issuer in the preceding three financial years and current financial year, if any, and if so, the action taken by the issuer

NIL

Details of pending proceedings initiated against the Issuer for economic offences.

NIL

XI. DETAILS OF DIRECTORS' REMUNERATION, AND SUCH PARTICULARS OF THE NATURE AND EXTENT OF THEIR INTERESTS IN THE ISSUER (DURING THE PRECEDING THREE FINANCIAL YEARS):

Sitting Fees paid to directors during the period 01.04.2025 – 31.03.2026			
Name of Directors	**Sitting Fees (Excluding GST) (INR)**		**Total**
	Board Meeting	**Committee Meeting**	
Deepak Babu	2,50,000	4,00,000	**6,50,000**
Phalguni Patra	2,50,000	3,70,000	**6,20,000**
Brajesh Kumar Singh	2,50,000	1,80,000	**4,30,000**
Viveka Nand Paswan	30,000	30,000	**60,000**
Bimal Chand Oswal	30,000	30,000	**60,000**
Sajal Jha	30,000	-	**30,000**

Sitting Fees paid to directors during the period 01.04.2024 – 31.03.2025			
Name of Directors	**Sitting Fees (Excluding GST) (INR)**		**Total**
	Board Meeting	**Committee Meeting**	
Viveka Nand Paswan	3,60,000	2,70,000	**6,30,000**
Bimal Chand Oswal	3,30,000	2,40,000	**5,70,000**
Sajal Jha	3,60,000	90,000	**4,50,000**

No sitting fee was paid in earlier years since the company got listed in the financial year 2024-25 and the independent directors were appointed in the financial year 2024-25.

Shareholding of the director (s) in the Company

Name of CMD & Directors	31.03.2026	31.03.2025	31.03.2024	31.03.2023
Shri Gurdeep Singh	NIL	NIL	*	NIL
Shri Jaikumar Srinivasan	NIL	NIL	100	100
Shri K.S. Sundaram	NIL	NIL	NIL	*
Shri Deepak Babu	NIL	*	*	*
Shri Brajesh Kumar Singh	NIL	*	*	*
Ms. Phalguni Patra	NIL	*	*	*
Shri Ajay Dua	*	*	NIL	NIL
Smt. Sangeeta Kaushik	*	*	100	*
Shri Viveka Nand Paswan	*	NIL	*	*
Shri Bimal Chand Oswal	*	NIL	*	*
Smt. Sajal Jha	*	NIL	*	*

*Shareholding of Directors have been indicated against the dates on which they were Director of the Company. None of the Directors hold any shares in subsidiaries and associate companies except for those required to be held statutorily as a Nominee Director of the Company.

Details of appointment of any relatives of Directors of the Issuer to an office or place of profit with the Issuer, its subsidiaries, and associate companies

None of our Directors' relatives have been appointed to an office or place of profit of our Company, its subsidiaries and associate companies.

Details of other interest of Directors of the Issuer in (a) in promotion of the Issuer; (b) in any immovable property by in the two years preceding the date of the issue document or any immoveable property proposed to be acquired by it; or (c) being a member of a company, for all sums paid or agreed to be paid to him or company in cash or shares or otherwise by any person either to induce him to become, or to help him qualify as a director, or otherwise for services rendered by him or by the company, in connection with the promotion or formation of the Issuer

None of the directors have an interest in any immoveable property acquired by the Company in the two years preceding or proposed to be acquired by the Company as on the date of this General Information Document.

None of the directors have an interest in the Company in form of sums paid or agreed to be paid to the director of the Company in cash or shares or otherwise provided by any person either to induce the director to become, or to help the Director qualify as a director, or otherwise for services rendered by the Director or by the Company, in connection with the promotion or formation of the Company.

XII. **RELATED PARTY TRANSACTIONS DURING LAST THREE FINANCIAL YEARS INCLUDING WITH REGARD TO LOANS MADE, GUARANTEES GIVEN OR SECURITIES PROVIDED.**

Link for related party transactions: https://www.ngel.in/page/related-party-transactions

Reference to the relevant page number of the Annual Report which sets out the details of the related party transactions entered during the three financial years immediately preceding the issue of issue document.

Annual Report for Financial Year	Relevant Page No. (s)
2025-26	Will be published within timelines as prescribed under SEBI (LODR) Regulations
2024-25	168-171
2023-24	65-68

XIII. **TERMS OF OFFER (DETAILS OF DEBT SECURITIES PROPOSED TO BE ISSUED, MODE OF ISSUANCE, ISSUE SIZE, UTILIZATION OF ISSUE PROCEEDS, STOCK EXCHANGE(S) WHERE SECURITIES ARE PROPOSED TO BE LISTED, REDEMPTION AMOUNT, PERIOD OF MATURITY, YIELD ON REDEMPTION, DISCOUNT AT WHICH OFFER IS MADE AND EFFECTIVE YIELD FOR INVESTOR)**

Issue Size
Private Placement by NTPC Green Energy Limited of Unsecured, non-cumulative, non-convertible, redeemable, taxable debentures of face value of Rs. 1,00,000 each for an amount of Rs. 500 crore with green shoe of Rs. 2,000 crore aggregating to Rs. 2,500 crore (Series 2).

Eligibility to make the Issue
Our Company and persons in control of our Company have not been restrained, prohibited, or debarred by SEBI from accessing the securities market or dealing in securities and no such order or direction is in force.

Registration, Government Approvals and Resolutions

The Issue is being made under SEBI NCS Regulations and Companies (Prospectus and Allotment of Securities) Rules, 2014 as amended from time to time. The Company can undertake the activities proposed by it in view of the present approvals and no further approval from any government authority is required by it to undertake the proposed activities save and except those approvals which may be required to be taken in the normal course of business from time to time.

The present issue is being made pursuant to the following:

Resolution of the Board of Directors of the Company passed in its 51st meeting held on 22 May 2026 wherein the Chief Executive Officer has been authorized to decide the final terms and conditions of each tranche of the Debentures including timing, structure, mode etc., execute documents and deeds as may be necessary in respect of the allotment of Debentures and all other details with regard to issuance of debentures.

Objects of the Issue
100% of the funds raised through this issue shall be utilized for, inter alia**,** financing capital expenditure, including refinancing and recoupment of capital expenditure already incurred by the Company, as well as for extending such financing for capital expenditure to its subsidiaries and joint ventures through inter-corporate loans, and for other general corporate purposes.

The main objects of the Memorandum of Association of our Company enable us to undertake the activities for which the funds are being raised in the Issue. Further, we confirm that the activities we have been carrying out until now are in accordance with the objects specified in our Memorandum of Association.

Utilization of Issue Proceeds

Purpose of the placement: Financing capital expenditure, including refinancing and recoupment of capital expenditure already incurred by the Company, as well as for extending such financing for capital expenditure to its subsidiaries and joint ventures through inter-corporate loans, and for other general corporate purposes.

Minimum Subscription
In terms of the SEBI NCS Regulations, the Issuer may decide the amount of minimum subscription which it seeks to

raise by issue of Debentures and disclose the same in the GID and/or KID. The Issuer has decided not to stipulate any minimum subscription for the present Issue and therefore the Issuer shall not be liable to refund the issue subscription(s)/ proceed(s) in the event of the total issue collection falling short of issue size or certain percentage of issue size.

Underwriting
The present Issue of Debentures is on private placement basis and is not underwritten.

Nature of Debentures
The Debentures are to be issued in the form of Unsecured, Non-Cumulative, Non-Convertible, Redeemable, Taxable Debentures. The Debentures shall be issued under the Debenture Trust Deed which will be executed in favour of the Debenture Trustee and by payment of stamp duty on Debentures itself.

Principle terms of Security
Debentures are Unsecured, Senior and Unsubordinated.

Face Value, Issue Price, Effective Yield for Investor
Each Debenture has a face value of Rs. 1,00,000/- each and is issued at par. Since there is no premium or discount on either issue price or on redemption value of the Debentures, the effective yield for the investors shall be the same as the coupon rate on the respective debenture series.

Terms and Mode of Payment
The full-face value of the Debentures applied for is to be paid through RTGS/other permitted electronic banking channels.

Face Value per Debenture	Amount Payable on Application per Debenture
Rs. 1,00,000/-	Rs. 1,00,000/-

Deemed Date of Allotment
Interest on Debentures shall accrue to the Debenture holder(s) from and including Deemed Date of Allotment. All benefits relating to the Debentures will be available to the investor(s) from the Deemed Date of Allotment. The actual allotment of Debentures may take place on a date other than the Deemed Date of Allotment. The Company reserves the right to modify allotment date/ deemed date of allotment at its sole and absolute discretion without any notice. In case if the issue closing date is changed (preponed / postponed), the Deemed Date of Allotment may also be changed (preponed/ postponed) by the Company at its sole and absolute discretion.

Issue of Letter of Allotment(s)/Debenture(s)
The beneficiary account of the investor(s) with National Securities Depository Ltd. (NSDL)/ Central Depository Services (India) Ltd. (CDSL)/ Depository Participant will be given initial credit within 2 working days from the Deemed Date of Allotment. The initial credit in the account may be akin to the Letter of Allotment. On completion of all statutory formalities, such credit in the account will be akin to Debentures. The Debentures since issued in electronic (dematerialized) form, will be governed as per the provisions of The Depository Act, 1996, Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996, rules notified by NSDL/ CDSL/ Depository Participant from time to time and other applicable laws and rules notified in respect thereof.

DEBENTURE REDEMPTION RESERVE ("DRR") : According to the Companies (Share Capital and Debentures) Rules, 2014, or NBFCs registered with the RBI under Section 45-1A of the RBI (Amendment) Act, 1997 no DRR is required in Case of privately placed debentures. Therefore, creation of DRR is not envisaged against the Debentures being issued under the terms of this Key Information Document.

Delay in Listing: The Issuer shall complete all the formalities and seek listing permission from stock exchanges within the period specified under SEBI regulations and Circulars, as amended. In case of delay in listing of the Bonds within the prescribed period from the Deemed Date of Allotment, the issuer shall pay penal interest of one percent per annum over the coupon/ dividend rate for the period of delay,in accordance with SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and SEBI circulars, as amended from time to time.

Delay in Execution of Debenture Trust Deed: In case of delay in execution of the Debenture Trust Deed within the period prescribed under SEBI NCS Regulations, 2021 as amended, the issuer shall pay interest of two percent per annum or such other rate, as specified by the Board to the bondholder of debt securities, over and above the agreed coupon rate, till the execution of Trust deed.

Delay in allotment of Debenture (s)
NTPC Green Energy Limited agrees that allotment of securities to the investors shall be made within stipulated timelines. In case of delay of allotment of debt securities beyond the stipulated time, the Issuer will comply with applicable regulatory requirements, if any, with respect to such delay.

Creation of recovery expense fund: The issuer has created a recovery expense fund with the NSE as the Designated Stock Exchange, in the manner as specified by the SEBI Master Circular number SEBI/HO/DDHS-PoD3/P/CIR/2024/46dated May 16, 2024 as amended from time to time and informed the debenture trustee about the same.

Registrar & Transfer Agent & Depository Arrangements
The Company has appointed KFin Technologies Limited, Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 [Tel: 040- 67162222; Fax No. 040-23001153; Email: srinivassudheer.venkatapuram@kfintech.com] as Registrars & Transfer Agent for the present debenture issue. The Company has made necessary depository arrangements with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) for issue and holding of Debentures in dematerialised form. Investors can hold the debentures only in dematerialised form and deal with the same as per the provisions of Depositories Act, 1996 as amended from time to time.

Market Lot
The market lot will be one debenture (“Market Lot”). Since the debentures are being issued only in dematerialised form, the odd lots will not arise either at the time of issuance or at the time of transfer.

Trading of Debentures
The marketable lot for the purpose of trading shall be one debenture i.e., in denomination of Rs 1 lakh. Trading would be permitted in DEMAT mode only and such trades shall be cleared and settled in recognised stock exchange(s) subject to conditions specified by SEBI. In case of trading which has been made over the counter, the trades shall be executed and reported on a recognized stock exchange having a nationwide trading terminal or such other platform as may be specified by SEBI.

Mode of Transfer
Debentures shall be transferred subject to and in accordance with the rules/ procedures as prescribed by the NSDL/ CDSL/ Depository Participant of the transferor/ transferee and any other applicable laws and rules notified in respect thereof. The normal procedure followed for transfer of securities held in dematerialized form shall be followed for transfer of these Debentures held in electronic form. The seller should give delivery instructions containing details of the buyer’s DP account to his depository participant. The provisions of The Depositories Act,1996 read with the Companies Act shall apply for transfer and transmission of Debentures.

The transferee(s) should ensure that the transfer formalities are completed prior to the Record Date. In the absence of the same, interest will be paid/ redemption will be made to the person whose name appears in the records of the Depository. In such cases, claims, if any, by the transferee(s) would need to be settled with the transferor(s) and not with the Issuer. Transfer of Debentures to and from NRIs/ OCBs, in case they seek to hold the Debentures and are eligible to do so, will be governed by the then prevailing guidelines of RBI.

Fictitious Applications
In terms of the Section 38 of the Companies Act, 2013, any person who makes, in fictitious name, any application to a body corporate for acquiring, or subscribing to, the Debentures, or otherwise induced a body corporate to allot, register any transfer of Debentures therein to them or any other person in a fictitious name, shall be punishable under the extant laws.

Determination of Coupon: The Coupon has been decided based on bids received on EBP.

Basis of Allocation / Allotment: As approved by Competent Authority of the Company in line with EBP operating guidelines.

Interest on Application Money
Interest at the respective Coupon Rates (subject to deduction of income tax under the provisions of the Income Tax Act, 1961, or any other statutory modification or re-enactment thereof, as applicable) will be paid to the investor(s) on face value of Debentures for the period starting from and including the date of realization of application money in Issuer's Bank Account up to one day prior to the Deemed Date of Allotment. Such interest would be paid on all the valid allotted applications. To clarify in case the deemed date of allotment and date of receipt of application money is same no interest on application money will be payable. The interest cheque(s)/ demand draft(s) for interest on application money (along with Refund Orders, in case of refund of application money, if any) shall be dispatched by the NTPC Green Energy Limited within 7 days from the Deemed Date of Allotment, as the case may be, will be dispatched by registered post/courier/speed post to the sole/ first applicant, at the sole risk of the applicant. Alternatively, the payment towards interest on application money/refund of application money, if any, will be credited to the applicant's account within 7 days from the deemed date of allotment. The investor is requested to furnish complete details of their Bank Account including IFSC code if they desire to have payment through RTGS/EFT/NECS.

Interest on the Debentures
The Debentures shall carry interest at the Coupon Rate from, and including, the Deemed Date of Allotment up to, but excluding the Redemption Date. Interest shall be payable on the "Coupon Payment Dates", excluding such coupon payment date, on the outstanding face value amount of Debentures till Redemption Date, to the holders of Debentures as on the relevant Record Date. Interest on Debentures will cease from the Redemption Date in all events. For Coupon Payment Dates refer the Term Sheet. In case of a leap year, if February 29 falls during the tenor of a security, then the number of days shall be reckoned as 366 days (Actual/Actual day count convention) for a whole one-year period, irrespective of whether the interest is payable annually, half yearly, quarterly or monthly etc. It is thus emphasized that for a half yearly interest payment, 366 days would be reckoned twice as the denominator; for quarterly interest, four times and for monthly interest payment, twelve times.

Computation of Interest:

Convention
The interest shall be computed on the basis of Actual/Actual day convention.

Effect of Holidays
If the interest payment date falls on a holiday, the payment may be made on the following working day however the dates of the future coupon payments would be as per the schedule originally stipulated at the time of issuing the security. In other words, the subsequent coupon schedule would not be disturbed merely because the payment date in respect of one particular coupon payment has been postponed earlier because of it having fallen on a holiday.

If the Redemption Date (also being the last Coupon Payment Date) falls on a day that is not a Working Day, the redemption proceeds (including coupon payment) shall be paid on the immediately preceding Working Day along with interest accrued until but excluding the date of such payment. The interest/redemption payments shall be made only on the days when the commercial banks are functioning in Delhi. For the purpose of interest and redemption payment refer working day definition in term sheet. An illustration for guidance in this regard is as per table below:

Cash Flow Illustration
The following table is indicative and only for illustration, does not reflect actual amount and dates. For convenience, the cash flows have been reflected for face value of security i.e., of Rs. 1 lakh each. Also, only second and fourth Saturdays and all Sundays have been considered as holidays, the actual holidays may differ from year to year.

Company	NTPC Green Energy Limited
Face Value (per security)	1,00,000
Deemed Date of Allotment	09.07.2026
Redemption Date	09.07.2036
Coupon Rate	**7.27%**
Frequency of the Interest Payment	Annually corresponding to the Deemed Date of Allotment

Day Count Convention		Actual / Actual					
Cash Flows	**Date**	**Day**	**Effective Date**	**Effective Day due to holiday**	**Days for relevant period**	**Base days for the Interest Period**	**Amount (in Rupees)**
Coupon 1	09-07-2027	Friday	09-07-2027	Friday	365	365	7,270.00
Coupon 2	09-07-2028	Sunday	10-07-2028	Monday	366	366	7,270.00
Coupon 3	09-07-2029	Monday	09-07-2029	Monday	365	365	7,270.00
Coupon 4	09-07-2030	Tuesday	09-07-2030	Tuesday	365	365	7,270.00
Coupon 5	09-07-2031	Wednesday	09-07-2031	Wednesday	365	365	7,270.00
Coupon 6	09-07-2032	Friday	09-07-2032	Friday	366	366	7,270.00
Coupon 7	09-07-2033	Saturday	11-07-2033	Monday	365	365	7,270.00
Coupon 8	09-07-2034	Sunday	10-07-2034	Monday	365	365	7,270.00
Coupon 9	09-07-2035	Monday	09-07-2035	Monday	365	365	7,270.00
Coupon 10	09-07-2036	Wednesday	09-07-2036	Wednesday	366	366	7,270.00
Maturity	09-07-2036	Wednesday	09-07-2036	Wednesday			1,00,000.00

Record Date
Date falling 15 days prior to the relevant Coupon Payment Date or the Redemption Date on which interest amount or the Maturity Amount respectively, is due and payable. If the Record Date falls on a day on which commercial banks are closed in Delhi, the preceding working day or a date notified by the Company to the stock exchanges shall be considered as the Record Date.

Working Day: When the commercial banks are open and functioning in Delhi.

Tax Benefits: The holder(s) of the Debentures are advised to consider in their own case, the tax implications in respect of subscription to the Debentures after consulting their own tax advisor/ counsel.

Deduction of Tax at Source
Tax as applicable under the Income Tax Act, 1961, or any other statutory modification or re-enactment thereof will be deducted at source from Interest on Application Money and/or Interest on Debentures, as applicable. For seeking TDS exemption/ lower rate of TDS, relevant tax exemption certificate/ declaration of non-deduction of tax at source on interest on application money, should be submitted along with the application form. Where any deduction of Income Tax is made at source, the Company shall send to the Debenture holder(s) a Certificate of Tax Deduction at Source. Regarding deduction of tax at source and the requisite declaration forms to be submitted, prospective investors are advised to consult their own tax consultant(s).

Redemption
Debentures will be redeemed at par on the Redemption Dates. The Debenture will not carry any obligation, for interest or otherwise, after the date of redemption. The Debentures shall be taken as discharged on payment of the redemption amount by the Company on maturity to the registered Debenture holders whose name appear in the Register of Debenture holders on the record date. Such payment will be a legal discharge of the liability of the Company towards the Debenture holders.

Settlement/ Payment on Redemption
Payment on redemption will be made by way of cheque(s)/ redemption warrants(s)/ demand draft(s)/ credit through RTGS system/ECS in the name of the Debenture holders whose name appear on the List of Beneficial Owners given by Depository to the Company as on the Record Date/ Book Closure Date. The Debentures shall be taken as discharged on payment of the redemption amount by the Company on maturity to the list of Beneficial Owners as provided by NSDL/ CDSL/ Depository Participant. Such payment will be a legal discharge of the liability of the Company towards the Debenture holders. On such payment being made, the Company shall inform NSDL/ CDSL/ Depository Participant and accordingly the account of the Debenture holders with NSDL/ CDSL/ Depository Participant shall be adjusted (debited).
The Company's liability to the Debenture holders towards all their rights including for payment or otherwise shall

cease and stand extinguished from the due date of redemption in all events. Further the Company will not be liable to pay any interest or compensation after the date of redemption. On the Company dispatching/ crediting the amount to the Beneficiary (s) as specified above in respect of the Debentures, the liability of the Company shall stand extinguished.

List of Beneficial Owners /Register of Beneficial Owners

The Company shall request the Depository to provide a list of Beneficial Owners as at the end of the Record Date. This shall be the list, which shall be considered for payment of interest or repayment of principal amount, as the case may be. The depositories shall maintain a register and an index of Beneficial Owners in the manner provided in relevant provisions of the Companies Act, 2013.

Succession

In the event of the demise of the sole/first holder of the Debenture (s) or the last survivor, in case of joint holders for the time being, the Issuer shall recognize the executor or administrator of the deceased Debenture holder, or the holder of succession certificate or other legal representative as having title to the Debenture (s).The Issuer shall not be bound to recognize such executor or administrator, unless such executor or administrator obtains probate, wherever it is necessary, or letter of administration or such holder is the holder of succession certificate or other legal representation, as the case may be, from a Court in India having jurisdiction over the matter. The Issuer may, in its absolute discretion, where it thinks fit, dispense with production of probate or letter of administration or succession certificate or other legal representation, in order to recognize such holder as being entitled to the Debenture (s) standing in the name of the deceased Debenture holder on production of sufficient documentary proof or indemnity.

Who can apply?

The following categories are eligible to apply for this private placement of Debentures:
All QIBs, and any non-QIB Investors specifically mapped by the Issuer on the EBP Platform, are eligible to bid / invest / apply for this Issue. All participants are required to comply with the relevant regulations/ guidelines applicable to them for investing in this Issue. Applicants are advised to ensure that Applications made by them do not exceed the investment limits that they are subject to under applicable statutory and/or regulatory provisions. Applicants are advised to ensure that they have obtained the necessary statutory and/or regulatory permissions/consents/approvals in connection with applying for or subscribing to the Debentures pursuant to the Issue. However, out of the aforesaid class of investors eligible to invest, this document is intended solely for the use of the person to whom it has been sent by the Company for the purpose of evaluating a possible investment opportunity by the recipient(s) in respect of the securities offered herein, and it is not to be reproduced or distributed to any other persons (other than professional advisors of the prospective investor receiving this document from the Company).

Documents to be provided by applicant

Investors need to submit duly certified true copies of the following documents, as may be applicable to them, along with the Application Form: -

- Memorandum and Articles of Association/ Constitution/ Bye-laws/ Trust Deed;
- Board Resolution authorizing the investment and containing operating instructions;
- Power of Attorney/ relevant resolution/ authority to make application;
- Specimen signatures of the authorized signatories (ink signed), duly certified by an appropriate authority;
- Copy of Permanent Account Number Card (“PAN Card”) issued by the Income Tax Department;
- Copy of a cancelled cheque for ECS payments;
- Necessary forms for claiming exemption from deduction of tax at source on interest on application money, wherever applicable.

In addition to above, the investors may also attach such other documents as may be considered necessary by them. For investments made under Power of Attorney, certified true copy of notarized/registered Power of Attorney or other authority may also be submitted.

Application under Power of Attorney

In case of application made under a Power of Attorney, the relevant Power of Attorney or the relevant resolution or authority to make the application, as the case may be, together with the certified true copy thereof along with the certified copy of the Memorandum and Articles of Association and/or Bye-Laws , as the case may be and the tax exemption certificate must be attached to the Application Form or lodged for scrutiny separately with the photocopy of the application form, quoting the serial number of the application form and the Bank’s branch where the application has been submitted, at the office of the Registrars to the Issue after submission of the application form to the Banker to the issue or directly to Company as mentioned in the general instructions annexed to the Application Form, failing which the application is liable to be rejected. Further modifications/ additions in the power of attorney or authority should be notified to the Company or to its Registrars or to such other person(s) at such other address(es) as may be specified by the Company from time to time through a suitable communication.

Mode of Subscription/ How to Apply
This being a private placement, who has been addressed through this communication directly, only are eligible to apply.

Payment Mechanism
Successful bidders should do the funds pay-in to the bank account of the clearing corporation of the designated EBP. Successful bidders must do the subscription amount payment to the Designated Bank Account on or before 10:30 a.m. on the Pay-in Date ("Pay-in Time"). Successful bidders should ensure to make payment of the subscription amount for the Debentures from their same bank account which is updated by them in the designated EBP Platform while placing the bids. In case of mismatch in the bank account details between designated EBP Platform and the bank account from which payment is done by the successful bidder, the payment would be returned.

Note: In case of failure of any successful bidders to complete the subscription amount payments by the Pay-in Time or the funds are not received in the Designated Bank Account by the Pay-in Time for any reason whatsoever, the bid will be liable to be rejected and NTPC Green Energy Limited shall not be liable to issue Debentures to such successful bidders.
Funds payment to the Issuer would be made by clearing corporation to the following bank account of NTPC Green Energy Limited:
Bank: SBI
Branch: CAG Branch, New Delhi
Bank Account No.: 41588762781
IFSC Code No.: SBIN0017313
Mode: RTGS/Other permitted electronic banking channels

Application
Application complete in all respects (along with all necessary documents as detailed in this KID and the referred GID) must be submitted on /before the last date indicated in the issue timetable or such extended time as decided by the Issuer, accompanied by details/proof of remittance of the application money. Application for the Debentures must be in the prescribed format and completed in BLOCK LETTERS in English. The name of the applicant's bank, type of account and account number must be filled in the Application Form. This is required for the applicant's own safety and these details will be printed on the refund orders and interest/ redemption warrants. The applicant should mention their Permanent Account Number (PAN) allotted under the Income-Tax Act, 1961 or where the same has not been allotted, the GIR No. and the Income tax Circle/Ward/District. As per the provision of Section 139A (5A) of the Income Tax Act, PAN/GIR No. needs to be mentioned on the TDS certificates. Hence, the investor should mention his PAN/GIR No. if the investor does not submit Form 15AA/other evidence, as the case may be for non-deduction of tax at source. In case neither the PAN nor the GIR Number has been allotted, the applicant shall mention "Applied for" and in case the applicant is not assessed to income tax, the applicant shall mention 'Not Applicable' (stating reasons for non-applicability) in the appropriate box provided for the purpose. Application Form without this information will be considered incomplete and are liable to be rejected. Applicants are requested to tick the relevant column "Category of Investor" in the Application.

Force Majeure
The Company reserves the right to withdraw the issue prior to the closing date in the event of any unforeseen development adversely affecting the economic and regulatory environment. The Company reserves the right to change the Issue Schedule.

Right to Accept or Reject Applications
The Issuer reserves its full, unqualified and absolute right to accept or reject any Application, in part or in full, without assigning any reason thereof. The rejected applicants will be intimated along with the refund if applicable, sent. The Application forms that are not complete in all respects are liable to be rejected and will not be paid any

interest on the Application money. Application would be liable to be rejected on one or more technical grounds, including but not restricted to:
(i) Number of Debentures applied for is less than the minimum application size;
(ii) Applications exceeding the issue size;
(iii) Debenture holder account details not given;
(iv) Details for issue of Debentures in dematerialized form not given; PAN/GIR and IT Circle/Ward/District not given;
(v) In case of Applications under power of attorney by limited companies, corporate bodies, trusts, etc., if relevant documents not submitted.

In the event, if any Debenture(s) applied for is/are not allotted in full, the excess application monies of such Debentures will be refunded, as may be permitted.

Signatures

Signatures should be made in English or in any of the Indian Languages. Thumb impressions must be attested by an authorized official of a Bank or by a Magistrate/ Notary Public under his/her official seal.

Debenture holder not a Shareholder

The Debenture holders will not be entitled to any of the rights and privileges available to the shareholders. If, however, any resolution affecting the rights attached to the Debentures is placed before the members of the Company, such resolution will first be placed before the Debenture holders for their consideration.

Modification of Rights

The rights, privileges, terms and conditions attached to the Debentures may be varied, modified or abrogated with the consent, in writing, of those holders of the Debentures who hold at least three fourth of the outstanding amount of the Debentures or with the sanction accorded pursuant to a resolution passed at a meeting of the Debenture holders, provided that nothing in such consent or resolution shall be operative against the Company where such consent or resolution modifies or varies the terms and conditions of the Debentures, if the same are not acceptable to the Company.

Future Borrowings

The Company will be entitled to borrow/raise loans or avail of Financial Assistance in whatever form and to issue Debentures/Bonds/Notes/other Securities in any manner and to change its capital structure, including issue of shares of any class or redemption or reduction of any class of paid-up capital on such terms and conditions as the Company may think appropriate without any consent of Bond/Debenture holders under any series.

Disputes & Governing laws and jurisdiction

Debentures shall be construed to be governed in accordance with Indian laws and rules framed there under. The Courts in New Delhi alone shall have exclusive jurisdiction in connection with any dispute/difference between the Company and the Beneficial Owners of Debentures under these presents.

Notices

The notices to the Beneficial Owners of Debentures required to be given by the Company shall be deemed to have been given if sent by Registered Post/ Speed Post/ Courier/Ordinary Post to the Registered Beneficial Owner of Debentures and /or if an advertisement is given in one All India English daily newspaper and one regional language newspaper and/ or if communication in this regard has been effected to the depositories. All notices to be given by the Beneficial Owners of Debentures shall be sent by Registered Post or by Hand Delivery to the Company or such persons, at such address, as may be notified by the Company from time to time.

XIV. SUMMARY TERM SHEET

Security Name	7.27% NGEL Series-2-2036
Issuer	NTPC Green Energy Limited
Type of Instrument	Unsecured, Non-Cumulative, Non-Convertible, Redeemable, Taxable Debentures
Nature of Instrument	Unsecured
Seniority	Senior
Eligible Investors	All QIBs, and any non-QIB Investors specifically mapped on the EBP Platform, are eligible to bid / invest / apply for this Issue. All participants are required to comply with the relevant regulations/ guidelines applicable to them for investing in this Issue.

Listing	Proposed to be listed on NSE. NSE is proposed to be designated Stock Exchange.
Rating of the Instrument	"CRISIL AAA/Stable" by CRISIL Limited, & "Ind AAA/Stable" by India Ratings
Issue Size	Rs. 500 crore with green shoe option of Rs. 2,000 crore aggregating to Rs. 2,500 crore
Minimum Subscription	Not Applicable
Option to retain oversubscription	Yes. Green shoe option of Rs. 2,000 crore.
Objects of the Issue	100% of the funds raised through this issue shall be utilized for, inter alia**,** financing capital expenditure, including refinancing and recoupment of capital expenditure already incurred by the Company, as well as for extending such financing for capital expenditure to its subsidiaries and joint ventures through inter-corporate loans, and for other general corporate purposes.
Details of the utilization of proceeds	Utilization Certificate will be submitted to the Trustee in compliance with applicable SEBI Regulations.
Coupon Rate	7.27% per annum
Step Up/ Step Down Coupon Rate	Not Applicable
Coupon Payment Frequency	Annual
Coupon Payment Dates	Annually on 9 July (subject to effect of holidays) and along with Redemption payment on 9 July 2036
Coupon Type	Fixed
Coupon Reset Process (including rates, spread, effective date, interest rate cap and floor etc.)	Not Applicable
Day Count Basis	Actual/ Actual
Interest on Application Money	Not Applicable
Default Interest Rate	In case of default (including delay) in payment of Interest and/or principal redemption on the due dates, additional interest of 2% shall be payable by the Issuer in accordance with SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and SEBI circulars, as amended from time to time. The Issuer shall make listing application to NSE as per the SEBI Master Circular dated May 22, 2024, bearing reference SEBI/HO/DDHS/PoD1/P/CIR/2024/54 and receive listing approval from NSE within timelines mentioned in the SEBI Master Circular. In case of delay in listing of the Bonds beyond the timelines mentioned in the SEBI Master Circular, the Issuer shall pay penal interest of 1 % in accordance with SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and SEBI circulars, as amended from time to time. If the Company fails to execute the debenture trust deed within the prescribed timelines under the applicable law, the Company shall also pay interest of 2%, over and above the agreed coupon rate in accordance with SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and SEBI circulars, as amended from time to time, till the execution of the trust deed.
Tenor	10 Years
Redemption Date	09.07.2036
Redemption Amount	At par
Redemption Premium / Discount	Not Applicable
Issue Price	Rs. 1 lakh per Debenture
Discount at which security is issued and the effective yield	Not Applicable

as a result of such discount	
Premium/Discount at which security is redeemed and the effective yield as a result of such premium/discount	Not Applicable
Put Date	Not Applicable
Put Price	Not Applicable
Call Date	Not Applicable
Call Price	Not Applicable
Put Notification Time	Not Applicable
Call Notification Time	Not Applicable
Face Value	Rs. 1 lakh per Debenture
Minimum Application and in multiples of thereafter	1 Debenture and in multiples of 1 Debenture thereafter
Issue Opening Date	07.07.2026
Issue Closing Date	07.07.2026
Date of earliest closing of the issue if any	Not Applicable
Pay-in Date	09.07.2026
Deemed Date of Allotment	09.07.2026
Settlement Mode of the Instrument	Through clearing corporation of EBP. For further details please refer para on payment mechanism provided elsewhere in this document.
Depository	National Securities Depository Limited and Central Depository Services (India) Limited
Record Date	Date falling 15 days prior to the relevant Coupon Payment Date or the Redemption Date on which interest amount or the Maturity Amount respectively, is due and payable. In the event that the Record Date does not fall on a Working Day, the preceding Working Day or a date notified by the Company to the stock exchanges shall be considered as the Record Date.
All Covenants of the issue (including side letters, accelerated payment clause, etc.)	In addition to those set out in this summary term sheet, the covenants in relation to the Tranche Issue of NCDs under a Series are as set out in Annexure-VI to this Key Information Document titled Covenants of the Issue.
Description regarding Security	Not Applicable
Replacement of security, interest to the debenture holder over and above the coupon rate as specified in the Trust Deed and disclosed in the issue document	Not Applicable
Transaction Documents	The Company has executed/ shall execute the documents including but not limited to the following in connection with the Issue: 1. Debenture Trustee Agreement; 2. Debenture Trust Deed; 3. Tripartite Agreement between the Issuer; Registrar and NSDL for issue of Bonds/Debentures in dematerialized form; 4. Tripartite Agreement between the Issuer, Registrar and CDSL for issue of Bonds/Debentures in dematerialized form; 5. Application to stock exchange for seeking in-principle approval for listing of Debentures; 6. Consents from Registrar and Trustee to the Issue. 7. Any other document as indicated by Debenture Trustee.
Conditions precedent to subscription of Debentures	The following conditions precedents shall be required to be complied by Company: 1. Certified true copy of the constitutional documents and authorizations of the

	Company; 2. Certified true copy of Board resolutions/ approvals and other statutory compliances; 3. Obtaining consent letter of Debenture Trustee to act as Debenture Trustee; 4. Rating Letters and Press Release from the rating agencies for credit ratings for the issue of Debentures; 5. Execution of the General Information Document / relevant Key Information Document, Debenture Trustee Agreement; 6. Receipt of the in-principle approval from NSE for listing of Debentures; and 7. Any other documents required as per SEBI's Regulations and other applicable laws.
Conditions subsequent to subscription of Debentures	The following conditions subsequent shall be required to be complied by Company as per time frame mentioned: 1. Filing a return of allotment of Debentures in Form PAS-3 with the Registrar of Companies within fifteen days of the Deemed Date of Allotment along with fees as provided in the Companies (Registration Offices and Fees) Rules, 2014; 2. Credit of Debentures to the DEMAT account(s) of the allottee(s) within the timeframe allowed under SEBI Debt Regulations; 3. Making listing application to NSE and obtaining listing permissions within the timeframe allowed under SEBI NCS Regulations; 4. Execution of Debenture Trust Deed within time frame prescribed in the relevant regulations/ act/ rules etc.; 5. The Company shall, till the redemption of Debentures, submit its latest audited/ limited review half yearly consolidated (wherever available) and standalone financial information and auditor qualifications, if any, to the Trustee within the timelines as specified in SEBI LODR. Besides, the Issuer shall within 180 days from the end of the financial year, submit a copy of the latest annual report to the Trustee; 6. End use certificate to be provided to the Debenture Trustee within timelines as per applicable laws; and 7. The Company shall perform all mandatory activities as applicable.
Events of Default (including manner of voting/ conditions of joining Inter Creditor Agreement)	If the Company commits a default in making payment of any installment of interest or repayment of principal amount of the Debentures on the respective due date(s), the same shall constitute an "Event of Default" by the Company. Excluding in cases of technical errors due to reasons beyond the control of company. Manner of voting/ conditions of joining Inter Creditor Agreement is mentioned in the Annexure-VI to this Key Information Document titled Covenants of the Issue.
Creation of recovery expense fund	Created vide BG No. 1731325BG0Y01075 dated 02.07.2025 amounting to Rs.25,00,000/- issued by State Bank of India in favor of NSE.
Conditions for breach of covenants	As set out in the Annexure to this Key Information Document titled Covenants of the Issue.
Provisions related to Cross Default Clause	Not Applicable
Role and Responsibilities of Debenture Trustee	The Trustees shall protect the interest of the Debenture holders in the event of default by the Company about timely payment of interest and repayment of principal and shall take necessary action at the cost of the Company. No Debenture holder shall be entitled to proceed directly against the Company unless the Trustees, having become so bound to proceed, fail to do so. The Trustees shall carry out its duties and perform its functions as required to discharge its obligations under the terms of SEBI NCS Regulations, the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, the Debenture Trusteeship Agreement, the Debenture Trust Deed, Disclosure Document and all other related transaction documents, with due care, diligence and loyalty.

	The Trustees shall ensure disclosure of all material events on an ongoing basis.
Risk factors pertaining to the issue	Mentioned at Chapter on "Management perception to Risks Factors".
Governing Law and Jurisdiction	The Debentures are governed by and shall be construed in accordance with the existing laws of India. Any dispute arising thereof shall be subject to the jurisdiction of district courts of Delhi.
Manner of bidding	Closed Bidding
Manner of Allotment	Uniform Yield
Payment of Interest and Redemption	Payment of interest and repayment of principal shall be made by way direct credit/ NECS/ RTGS/ NEFT mechanism and any other electronic payment mode to bank account of Investor (s).
Business Days/Working Days	When the commercial banks are functioning in Delhi.
Effect of Holidays	If the interest payment date falls on a holiday, the payment would be made on the following working day however the dates of the future coupon payments would be as per the schedule originally stipulated at the time of issuing the security. In other words, the subsequent coupon schedule would not be disturbed merely because the payment date in respect of one particular coupon payment has been postponed earlier because of it having fallen on a holiday. If the Redemption Date (also being the last Coupon Payment Date) of any Series of the Debentures falls on a day that is not a Working Day, the redemption proceeds (including the coupon payment) shall be paid on the immediately preceding Working Day along with interest accrued on the Debentures until but excluding the date of such payment.

The Issuer reserves its sole and absolute right to modify (pre -pone/ postpone) the issue schedule without giving any reasons or prior notice. The issuer also reserves its sole and absolute right to change the Deemed Date of Allotment/Pay in date without giving any reasons or prior notice.

XV. CREDIT RATING & RATING RATIONALE

CRISIL

CRISIL vide press release dated **02 June 2026** has assigned "CRISIL AAA/Stable" (pronounced "CRISIL triple A rating with stable outlook") rating to the Debentures. This rating indicates highest safety with regard to timely payment of interest and principal on the instrument. Weblink of the press release is mentioned on the front page of this Document.

India Ratings & Research

India Ratings & Research vide press release dated **17 June 2026** has assigned "Ind AAA/Stable" (pronounced "IND triple A rating with stable outlook") rating to the Debentures. This rating indicates highest safety with regard to timely payment of interest and principal on the instrument. Weblink of the press release is mentioned on the front page of this Document.
Above ratings are not a recommendation to buy, sell or hold securities and investors should take their own decision. The ratings may be subject to revision or withdrawal at any time by the assigning rating agencies and each rating should be evaluated independently of any other rating. The ratings obtained are subject to revision at any point of time in the future. The rating agencies have the right to suspend, withdraw the rating at any time on the basis of new information etc. Rating Rationale are as per Annexure.

XVI. DEBENTURE TRUSTEE

In accordance with the provisions of the Section 71 of Companies Act, 2013, Rules made there under and Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, the Company has appointed **Beacon Trusteeship Limited**, to act as Trustees ("Trustees") for and on behalf of the holder(s) of the Debentures. The Debenture Trustee has given his consent for his appointment under applicable rules regulations of the Companies Act and regulations of SEBI, copy of letter bearing no. BTL/DEB/EL/25-26/79 dated 26/05/2025, conveying their consent to act as Trustee for the current issue of Debentures is enclosed elsewhere in this Document. The Company hereby undertakes that a Trust Deed will be executed by it in favor of the Trustees. The Trust Deed will contain such clauses or be as near thereto as possible as may be prescribed under the Companies Act, 2013 and rules made there under and those mentioned in the Securities and Exchange Board of India (Debenture Trustees) Regulations. Further the Trust Deed shall not contain any clause which has the effect of

(i) limiting or extinguishing the obligations and liabilities of the Trustees or the Company in relation to any rights or interests of the holder(s) of the Debentures,

(ii) limiting or restricting or waiving the provisions of the Securities and Exchange Board of India Act, 1992 (15 of 1992); Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and circulars or guidelines issued by SEBI,

(iii) indemnifying the Trustees or the Company for loss or damage caused by their act of negligence or commission or omission.

The Debenture holder(s) shall, without further act or deed, be deemed to have irrevocably given their consent to the Trustees or any of their agents or authorized officials to do all such acts, deeds, matters and things in respect of or relating to the Debentures as the Trustees may in their absolute discretion deem necessary or require to be done in the interest of the holder(s) of the Debentures. Any payment made by the Company to the Trustees on behalf of the Debenture holder(s) shall discharge the Company pro tanto to the Debenture holder(s). The Trustees shall protect the interest of the Debenture holders in the event of default by the Company in regard to timely payment of interest and repayment of principal and shall take necessary action at the cost of the Company. No Debenture holder shall be entitled to proceed directly against the Company unless the Trustees, having become so bound to proceed, fail to do so. All disclosures made in this Key Information Document with respect to creation of security are in conformity with the clauses of transaction documents.

Process of due diligence carried out by the debenture trustee: The Debenture Trustee has carried out due diligence in accordance with the manner prescribed in the SEBI Operation circular for debenture trustee bearing reference number SEBI/HO/DDHS/P/CIR/2023/50 dated March 31, 2023.

XVII. STOCK EXCHANGE(s) WHERE SECURITIES ARE PROPOSED TO BE LISTED

Debentures are proposed to be listed on NSE.

In connection with listing with stock exchange(s), the Company hereby undertakes that:

a) It shall comply with conditions of listing as may be specified in the Listing Agreement with Stock Exchange(s).

b) Credit Ratings obtained by the Company shall be periodically reviewed by the credit rating agencies and any revision in the rating shall be promptly disclosed by the Company to Stock Exchange(s).

c) Any change in rating shall be promptly disseminated to the holder(s) in such manner as Stock Exchange(s) may determine from time to time.

d) The Company, the Trustees and Stock Exchange(s) shall disseminate all information and reports including compliance reports filed by the Company and the Trustees regarding the Debentures to the holder(s) and the general public by placing them on their websites.

e) Trustees shall disclose the information to the holder(s) and the general public by issuing a press release in any of the following events:
   (i) default by the Company to pay interest or redemption amount;
   (ii) revision of rating assigned;

f) The information referred to in para (e) above shall also be placed on the websites of the Trustees, Company and Stock Exchange(s).

g) Issuer would, till the redemption of the debt securities, submit the Latest Audited / Limited Review, Consolidated (wherever available) and Standalone Financial Results and auditor qualifications, if any to the Trustee within the timelines as provided in SEBI(LODR) for furnishing / publishing its half yearly/ annual result. Further, the Issuer shall within 180 days from the end of the financial year, submit a copy of the latest annual report to the Trustee and the Trustee shall be obliged to share the details submitted under this clause with all 'Qualified Institutional Buyers' (QIBs) and other existing debenture-holders within two working days of their specific request.

XVIII. SERVICING BEHAVIOR ON EXISTING DEBT SECURITIES AND OTHER BORROWINGS

The Company hereby confirms that:

a) The main constituents of the Company's borrowings have been in the form of borrowings from Banks and Financial Institutions.

b) The Company has been servicing all its principal and interest liabilities on time and there has been no instance of delay or default.

c) The Company has neither defaulted in repayment/ redemption of any of its borrowings nor effected any kind of roll over against any of its borrowings in the past.

XIX. UNDERTAKING REGARDING COMMON FORM OF TRANSFER

The Debentures shall be transferred subject to and in accordance with the rules/ procedures as prescribed by the NSDL/ CDSL/ Depository Participant of the transferor/ transferee and any other applicable laws and rules notified in respect thereof. The normal procedure followed for transfer of securities held in dematerialized form shall be followed for transfer of these Debentures held in electronic form. The seller should give delivery instructions containing details of the buyer's DP account to his depository participant. The transferee(s) should ensure that the transfer formalities are completed prior to the Record Date. In the absence of the same, interest will be paid/ redemption will be made to the person, whose name appears in the records of the Depository. In such cases, claims, if any, by the transferee(s) would need to be settled with the transferor(s) and not with the Company. The Company undertakes that it shall use a common form/ procedure for transfer of Debentures issued under terms of this Document.

XX. ABRIDGED AUDITED CONSOLIDATED AND STANDALONE FINANCIAL INFORMATION / SUMMARY OF FINANCIAL POSITION

Refer Annexure attached to the document. Investors can also visit the following link on our website for detailed information on financials, auditor reports and comments: https://ngel.in/page/financial-results

XXI. MATERIAL EVENT, DEVELOPMENT OR CHANGE AT THE TIME OF ISSUE

The Company hereby declares that there has been no material event, development or change at the time of issue which may affect the issue or the investor's decision to invest/ continue to invest in the debt securities of the Company.

XXII. PERMISSION/ CONSENT FROM PRIOR CREDITORS

The Company hereby confirms that it is entitled to raise money through current issue of Debentures without the consent/permission/approval from the Debenture holders/Trustees/Lenders/other creditors of the Company.

XXIII. MATERIAL CONTRACTS & AGREEMENTS INVOLVING FINANCIAL OBLIGATIONS OF THE ISSUER

By very nature and volume of its business, the Company is involved in a large number of transactions involving financial obligations and therefore it may not be possible to furnish details of all material contracts and agreements involving financial obligations of the Company. However, the contracts referred to in Para A below (not being contracts entered into in the ordinary course of the business carried on by the Company) which are or may be deemed to be material have been entered into by the Company. Copies of these contracts together with the copies of documents referred to in Para B may be inspected at the Corporate Office of the Company between 10.00 a.m. and 2.00 p.m. on any working day until the issue closing date.

A. MATERIAL CONTRACTS

a. Appointment Letter of Registrar and Transfer Agent dated 30 June 2025.
b. Engagement Letter of Trustee dated 26 May 2025.

B. DOCUMENTS

a. Memorandum and Articles of Association of the Company as amended from time to time.
b. Board Resolution dated 22 May 2026 authorizing issue of Debentures offered under terms of this Document and to sign the attestation / declarations on behalf of the Board of Directors of the Company as required under SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021.
c. Consent Letters of Debenture Trustee & RTA to the Issue as applicable, in their respective capacities.
d. Board Resolution dated 22nd May 2026 authorizing CEO and CFO or Company Secretary to attest the offer document of non-convertible debentures in terms of provisions of SEBI (ILNCS) Regulations 2021 or amendments thereof.
e. Tripartite Agreement dated 02 September 2024 between the NGEL, NSDL and KFin Technologies Limited for issue of Bonds/Debentures in dematerialized form.
f. Tripartite Agreement dated 11 September 2024 between the NGEL, CDSL and KFin Technologies Limited for issue of Bonds/Debentures in dematerialized form.
g. General Information Document dated 11 July 2025.
h. In-principle approval dated 17 July 2025 for the GID dated 11 July 2025.

Any of the contracts or documents mentioned in this Information Memorandum may be amended or modified at any time if so, required in the interest of the Company or if required by the other parties, without reference to the

Debenture holders subject to compliance of the provisions contained in the Companies Act and other relevant statutes.

XXIV. DISCLOSURES PERTAINING TO WILFUL DEFAULTER

a. Name of the bank declaring the entity as a willful defaulter: [NA]
b. The year in which the entity is declared as willful defaulter: [NA]
c. Outstanding amount when the entity is declared as willful defaulter: [NA]
d. Name of the entity declared as a willful defaulter: [NA]
e. Steps taken, if any, for the removal form the list of willful defaulter: [NA]
f. Other disclosures, as deemed fit by the Issuer in order to enable investors to take informed decisions: [NA]
g. Any other disclosure as specified by the board: [NA]

XXV. OTHER CONFIRMATIONS

Our Company confirms that it will not utilize the proceeds of the Issue towards full or part consideration for the purchase of any business or in purchase of an interest in any business or any other purchase or acquisition of any immoveable property (Land and/or Building) including indirect acquisition of immoveable property (Land and/or Building). Our Company confirms that it will not use the proceeds from the Issue, directly or indirectly, for the purchase of any business or in the purchase of any interest in any business whereby our Company shall become entitled to an interest in either the capital or profit or losses or both in such business exceeding 50% thereof, the purchase or acquisition of any immovable property (Land and/or Building) (direct or indirect) or acquisition of securities of any other body corporate.

XXVI. BROAD LENDING & BORROWING POLICY

Refer Section XXVI of the General Information Document for Broad Lending & Borrowing Policy of the Company.

XXVII. DECLARATION

We, the undersigned, have been authorized by the Board of Directors of NTPC Green Energy Limited, in its 51st meeting held on 22nd May 2026 to attest on behalf of Board of Directors of the Company and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with.
We confirm that:
a) NTPC Green Energy Limited is in compliance with the provisions of Securities Contracts (Regulation) Act, 1956 (42 of 1956), the Securities and Exchange Board of India Act, 1992 (15 of 1992), and the Companies Act,2013 (18 of 2013) and the rules and regulations made thereunder.
b) the compliance with the Act and the rules does not imply that payment of interest or repayment of debentures, is guaranteed by the Central Government.
c) the monies received under the offer shall be used only for the purposes and objects indicated in the General Information Document and relevant Key Information Document.
d) whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association
e) this Document contains full disclosures in conformity with Form PAS-4 prescribed under section 42 of the Companies Act, 2013 read with Companies (Prospectus and Allotment of Securities) Rules, 2014, SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 issued vide Notification No. SEBI/LAD-NRO/GN/2021/39 dated 9 August 2021, as amended from time to time and such other circulars applicable for issue of Non-Convertible Securities issued by SEBI from time to time.
f) all the requirements of Companies Act, 2013 and the rules made there under in respect of the subject matter of this form and matters incidental thereto have been complied with.
g) the Company accepts no responsibility for the statement made otherwise than in this Document or in any other material issued by or at the instance of the Company and that anyone placing reliance on any other source of information would be doing so at his own risk.
h) the contents of the document have been perused by the Board of Directors, and the final and ultimate responsibility of the contents mentioned herein shall also lie with the Board of Directors
i) We are duly authorized to attest this document by the Board of directors, by a resolution, a copy of which is also disclosed in this KID as Annexure.

Investment in non-convertible securities involve a degree of risk and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their examination of the issue including the risks involved in it. Specific attention of investors is invited to statement of risk factors contained under Section

"Management perception of Risk Factors" of this Key Information Document. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor's decision to purchase such securities.

For and on behalf of NTPC Green Energy Limited

NEERAJ SHARMA Digitally signed by NEERAJ SHARMA Date: 2026.07.07 14:47:56 +05'30'

Name: Neeraj Sharma
Designation: Chief Financial Officer
Place: New Delhi
Date: 07.07.2026

Deepak Charuvil Sankunni

Name: Deepak C S
Designation: Company Secretary
Place: New Delhi
Date: 07.07.2026