



POWER GRID CORPORATION OF INDIA LIMITED

(A Government of India Enterprise)

पावरग्रिड

केन्द्रीय कार्यालय: "सौदामिनी" प्लॉट सं. 2, सेक्टर-29, गुडगाँव-122 001, (हरियाणा) दूरभाष: 0124-2571700-719, फ़ैक्स : 0124-2571762, "Saudamini" Plot No. 2, Sector-29, Gurgaon-122 001. (Haryana) Tel. : 0124-2571700-719, Fax : 0124-2571762, Web.: www.powergridindia.com

CIN : L40101DL1989GOI038121

C/COS/Listing

Dt: 15.01.2018

The GM (Listing)
National Stock Exchange of India Ltd.,
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East)
Mumbai

Ref: Symbol: POWERGRID; Series: EQ; ISIN: INE752E01010

Dear Sir,

Sub: **Quarterly Compliance.**

Enclosed please find the following reports in compliance with the SEBI (Listing Obligations and Disclosures) Regulations, 2015:

- A) Quarterly Compliance Reports on Corporate Governance for Quarter ended 31.12.2017, [Reg. 27(2) (a)]
- B) Shareholding Pattern for the Quarter ended 31.12.2017, [Reg. 31 (1) (b)]
- C) Reconciliation of Share Capital Audit Report for the Quarter ended 31.12.2017, and
- D) A statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter for the quarter ended 31.12.2017. [Reg. 13 (3)]

Thanking You,

Yours faithfully,


(Divya Tandon)

General Manager - Company Secretary &
Compliance Officer

Encl: a/a

1. Name of Listed Entity
2. Quarter ending

POWER GRID CORPORATION OF INDIA LIMITED
31st DECEMBER, 2017

1. Composition of Board of Directors

Title (Mr./Ms.)	Name of the Director	PAN ^s & DIN		Category (Chairperson/Executive/ Non- Executive/Independent Nominee) ^a	Date of Appointment in the current term /cessation	Tenure [*]	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
		PAN	DIN						
Mr.	I. S. Jha	ADKPJ7443F	00015615	Chairperson/Executive	10/11/2015	-	1	NIL	NIL
Mr.	K. Sreekant	AAFPK3748Q	06615674	Executive	1/9/2016	-	1	1	NIL
Mr.	Ravi P. Singh	AEZPS1659G	05240974	Executive	1/4/2012	-	2	2	NIL
Mr.	R. P. Sasnal	AAAPSO228E	02319702	Executive	1/8/2012	-	1	2	NIL
Mr.	Prabhakar Singh	AEFFPS8930L	01391766	Executive	8/2/2017	-	1	NIL	NIL
Ms.	Bharati	AJLPB3351R	07925607	Non-Executive/Nominee ^a	31/08/2017	-	1	NIL	NIL
Mr.	Jagdish Ishwarbhai Patel	ABRPP6481G	02291361	Independent	17/11/2015	2 years & 1.5 Months	1	2	2
Mr.	Tse Ten Dorji	ATHPD1349M	03469466	Independent	16/02/2017	10.5 Months	1	1	NIL
Mr.	Manoj Kumar Mittal	ACNPM3218P	07937052	Independent	12/9/2017	3.5 Months	1	2	NIL

^a Nominated by Government of India

^b PAN number of any director would not be displayed on the website of Stock Exchange

^c Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

^d to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

^e # Date of Cessation.



II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) *
1. Audit Committee	Mr. Jagdish I. Patel	Independent (Chairperson)
	Mr. Tse Ten Dorji	Independent
	Mr. Manoj Kumar Mittal	Independent
2. Stakeholders Relationship Committee	Mr. Jagdish I. Patel	Independent (Chairperson)
	Mr. Manoj Kumar Mittal	Independent
	Mr. K. Sreekant	Executive
	Mr. Ravi P. Singh	Executive
3. Nomination and Remuneration Committee	Mr. Jagdish I. Patel	Independent (Chairperson)
	Mr. Tse Ten Dorji	Independent
	Mr. Manoj Kumar Mittal	Independent
	Ms. Bharati Mr. I. S. Jha	Non-Executive Executive
4. Risk Management Committee	Mr. R. P. Sasmal	Executive (Chairperson)
	Mr. K. Sreekant	Executive
	Mr. Ravi P. Singh	Executive

* Category of directors means executive/non-executive/independent/nominee, if a director fits into more than one category write all categories separating them with hyphen



III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
01-Aug-17	-	-
16-Aug-17	-	14
19-Sep-17	-	33
-	02-Nov-17	43
-	08-Dec-17	35

IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days *
Audit Committee			
	Mr. Jagdish I. Patel - Present Mr. Tse Ten Dorji - Present Mr. R. P. Sasnal - Present	01-Aug-17	-
	Mr. Jagdish I. Patel - Present Mr. Tse Ten Dorji - Present Mr. R. P. Sasnal - Present	19-Sep-17	48
02-Nov-17	Mr. Jagdish I. Patel - Present Mr. Tse Ten Dorji - Present Mr. R. P. Sasnal - Present	-	43
Stakeholders Relationship Committee			
28-Nov-17	Mr. Jagdish I. Patel - Present Mr. Ravi P. Singh - Present Mr. K. Sreekant - Present	-	-
Nomination and Remuneration Committee			
	NIL	-	-



Risk Management Committee

NIL	
-----	--

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Note

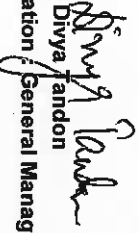
- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A... For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.



VI. Affirmations

<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p>	<p>NO - As on 31.12.2017, POWERGRID had 5 Executive Directors (including Chairperson), 1 Non-Executive Director and 3 Independent Directors. The composition also includes a Woman Director. POWERGRID, being a Govt. Company within the meaning of Section 2 (45) of the Companies Act, 2013, the power to appoint functional/ Official Part-time Directors / non-Official Part-time Directors (Independent Directors) vests with the President of India.</p>
<p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p>	
<p>a. Audit Committee</p>	<p>Yes</p>
<p>b. Nomination & remuneration committee</p>	<p>Yes</p>
<p>c. Stakeholders relationship committee</p>	<p>Yes</p>
<p>d. Risk management committee (applicable to the top 100 listed entities)</p>	<p>Yes</p>
<p>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p>	<p>Yes</p>
<p>4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p>	<p>Yes</p>
<p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:</p>	<p>The report submitted in the previous quarter was placed before Board of Directors in its meeting held on 08.12.2017. This report will be submitted to the Board in the forthcoming meeting.</p>

Name : Divya Fandoni



Designation : General Manager - Company Secretary & Compliance Officer

