

30<sup>th</sup> August, 2025

To  
The General Manager (Listing)  
National Stock Exchange of India Limited  
Exchange Plaza, C 1/G Block,  
Bandra-Kurla Complex,  
Bandra (East), Mumbai.

To  
The General Manager (Listing)  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai.

**Reference: NSE-SCRIP ID: POWERGRID; BSE Scrip Code: 532898**  
**EQ – ISIN: INE752 E01010**

**Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir,

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, ('SEBI LODR'), this is to inform that POWERGRID has received notices from BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') dated 29<sup>th</sup> August, 2025 regarding non-compliance with the provisions of SEBI LODR related to composition of the Board and composition of Statutory Committees viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee during the quarter ended 30<sup>th</sup> June, 2025 and has imposed fine of Rs. 8,24,820/- (incl. GST) each, for such non-compliance.

Details desired under relevant provisions of Regulation 30, read with Schedule III, Para A of Part A are given as under:

<b>Name of the Authority</b>	BSE & NSE
<b>Nature and details of the action(s) taken, initiated or order passed</b>	Imposition of fine of Rs. 8,24,820/- (incl. GST) each by BSE and NSE.
<b>Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority;</b>	29 <sup>th</sup> August, 2025
<b>Details of the violation(s)/ contravention(s) committed or alleged to be committed</b>	Non-compliance of following Regulations of SEBI LODR: Regulation 17(1), 18(1), 19(1)/ 19(2), 20(2)/ (2A) and 21(2)
<b>Impact on financial, operation or other activities of the Company, quantifiable in monetary terms to the extent possible</b>	Financial implication of Rs. 8,24,820 /- (incl. GST) each for BSE and NSE.

The tenure of two Independent directors had completed on 14<sup>th</sup> November, 2024. With effect from 15<sup>th</sup> November, 2024, POWERGRID was not having any Independent Director on the Board. In the beginning of the quarter i.e. as on 01<sup>st</sup> April, 2025, POWERGRID Board comprised of five Executive (functional) directors including the CMD and two Non-Executive (Government Nominee) Directors. Subsequently, two Independent Directors were appointed on 16<sup>th</sup> April, 2025 and one Independent Woman Director was appointed on 16<sup>th</sup> May, 2025. Thereafter, the Statutory Committees viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee were reconstituted as per SEBI LODR in the Board Meeting scheduled on 01<sup>st</sup> May, 2025. No meeting of these Statutory Committees was held till these Committees were reconstituted. Thus, POWERGRID was compliant with the requirement of having Woman director/ Independent Woman Director under Regulation 17(1) and composition requirement of aforesaid Statutory Committees under Regulation 18(1), 19(1)/ 19(2), 20(2)/ (2A) and 21(2) of the SEBI LODR for major part of the quarter ended 30<sup>th</sup> June, 2025.

POWERGRID, being a Government 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. The matter was taken up with Administrative Ministry i.e. Ministry of Power for filling up the vacant posts of Independent Directors (including Independent Woman Director).

In view of the above, POWERGRID vide respective letters dated 30<sup>th</sup> August, 2025 has requested BSE & NSE to grant waiver of fine w.r.t. non-compliance with the aforesaid Regulations of the SEBI LODR.

Kindly take the above on record.

Thanking You,

Yours faithfully,

**(Satyaprakash Dash)**  
**Company Secretary &**  
**Compliance Officer**