



पावर ग्रिड कारपोरेशन ऑफ इंडिया लिमिटेड

(भारत सरकार का उद्यम)

POWER GRID CORPORATION OF INDIA LIMITED

(A Government of India Enterprise)



पावरग्रिड

केन्द्रीय कार्यालय: "सौदामिनी" प्लॉट सं. 2, सैक्टर-29, गुडगाँव-122 001, (हरियाणा) दूरभाष: 0124-2571700-719, फैक्स : 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

## Announcement of Results of Postal Ballot

In accordance with the provisions of Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, Postal Ballot Forms & Postal Ballot Notice dated 3<sup>rd</sup> June, 2014 containing Special Resolutions under the provisions of the Companies Act, 2013 were circulated to the Shareholders of the Company:

- (1) To raise funds upto ₹13,500 crore during the Financial Year 2014-15 from domestic market in upto eight tranches / offers and each tranche / offer shall be of ₹500crore / ₹1000crore of Bonds with Green Shoe Option, by way of private Placement of secured / unsecured, non-convertible, non-cumulative, redeemable, taxable / tax-free Bonds.
- (2) To provide any security(ies) / guarantee(s) in connection with loan(s) and/or any form of debt including ECBs and/or to provide inter corporate loan(s) on cost to cost basis and back to back servicing, or a combination thereof, upto an amount of ₹ 3000 Crores (Rupees Three Thousand Crores Only) to Project SPVs acquired by POWERGRID under Tariff Based Competitive Bidding viz., Vizag Transmission Limited, POWERGRID NM Transmission Limited, Unchahar Transmission Limited and NRSS XXXI (A) Transmission Limited.
- (3) To render all inputs and services as may be required to the Project SPVs acquired by POWERGRID under Tariff Based Competitive Bidding viz., Vizag Transmission Limited, POWERGRID NM Transmission Limited, Unchahar Transmission Limited and NRSS XXXI (A) Transmission Limited on cost to cost basis.

Voting rights have been reckoned on the paid up value of shares registered in the name of the Shareholders as on 30.05.2014. Based on the report dated 21<sup>st</sup> July, 2014 submitted by CS Savita Jyoti, Savita Jyoti Associates, a Practicing Company Secretary, the Scrutinizer, appointed by the Board under Rule 22(5) of the Companies (Management and Administration) Rules, 2014, I declare that the following resolutions are duly passed with requisite majority.

Type of Resolution	Description	Result
Special Resolution	1. To raise funds upto ₹13,500 crore during the Financial Year 2014-15 from domestic market in upto eight tranches / offers and each tranche / offer shall be of ₹500crore / ₹1000crore of Bonds with Green Shoe Option, by way of private Placement of secured / unsecured, non-convertible, non-cumulative, redeemable, taxable / tax-free Bonds.	Carried with requisite majority.
Special Resolution	2. To provide any security(ies) / guarantee(s) in connection with loan(s) and/or any form of debt including ECBs and/or to provide inter corporate loan(s) on cost to cost basis and back to back servicing, or a combination thereof, upto an amount of ₹ 3000 Crores (Rupees Three Thousand Crores Only) to Project SPVs acquired by POWERGRID under Tariff Based Competitive Bidding viz., Vizag Transmission Limited, POWERGRID NM Transmission Limited, Unchahar Transmission Limited and NRSS XXXI (A) Transmission Limited.	Carried with requisite majority.
Special Resolution	3. To render all inputs and services as may be required to the Project SPVs acquired by POWERGRID under Tariff Based Competitive Bidding viz., Vizag Transmission Limited, POWERGRID NM Transmission Limited, Unchahar Transmission Limited and NRSS XXXI (A) Transmission Limited on cost to cost basis.	Carried with requisite majority.

**For Power Grid Corporation of India Limited**

  
(R. N. Nayak)

Chairman & Managing Director

Date : 21.07.2014

Place: New Delhi

# SAVITA JYOTI ASSOCIATES

COMPANY SECRETARIES

---

**CS.SAVITA JYOTI**, B.Com., F.C.S.

## SCRUTINISER'S REPORT

### **The Company Secretary**

Power Grid Corporation of India Ltd  
B-9, Qutab Institutional Area,  
Katwaria Sarai,  
New Delhi - 110 016.

Madam,

The Board of Directors of the Company in its meeting held on **13.05.2014** has appointed me as a Scrutinizer for conducting the postal ballot voting process.

I submit my report as under:

1. The Company has completed the dispatch of postal ballot notice & form through electronic mail on 14.06.2014 and dispatched the same in physical mode along with postage prepaid business reply envelope on 16.06.2014 to its members whose name(s) appeared on the Register of members / list of beneficiaries including by e-mail to all those members who had registered their e-mail ids with the company.
2. Particulars of all postal ballot forms received from the Members including electronic votes (as reported by KARVY, agency facilitating e-voting platform) have been entered in a register separately maintained for the purpose.
3. The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
4. In case of e-voting, Members' demographic details, their voting rights and voting pattern were provided by Karvy Computershare Private Limited.
5. The ballot boxes were opened in my presence.
6. The votes, if any, cast by a Member(s) both in physical and electronically having been identified and in terms of the Postal Ballot Notice dt. 03.06.2014, votes cast through physical postal ballot form were considered valid.
7. The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company.
8. All postal ballot forms including electronic votes received up to the close of working hours on **15.07.2014**, the last date and time fixed by the company for receipt of the forms/electronic votes, were considered for my scrutiny.
9. Envelopes containing postal ballot forms received after **15.07.2014** were not considered for my scrutiny.
10. Envelopes containing postal ballot forms returned undelivered were also not opened and they are separately kept.

A.J.

# SAVITA JYOTI ASSOCIATES

## COMPANY SECRETARIES

**CS. SAVITA JYOTI**, B.Com., F.C.S.

5315 total ballot were received which includes physical postal ballot forms and electronic ballot. The details of voting are as under:

### Resolutions - I:

Promoter/Public	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding shares (3) = $2/1*100$	No. of Votes in favour (4)	No. of votes Against (5)	% of votes in favour on votes Polled (6) = $4/2*100$	% of votes against on votes Polled (7) = $5/2*100$
Promoter and Promoter Group	3028835198	2927565398	96.66%	2927565398	0	100.00%	0.00%
Public Institutional Holders	1821595448	1433855155	78.71%	1424810975	9044180	99.37%	0.63%
Public Others	381159002	10634679	2.79%	10595700	38979	99.63%	0.37%
<b>Total</b>	<b>5231589648</b>	<b>4372055232</b>	<b>83.57%</b>	<b>4362972073</b>	<b>9083159</b>	<b>99.79%</b>	<b>0.21%</b>

### Resolution - II:

Promoter/Public	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding shares (3) = $2/1*100$	No. of Votes in favour (4)	No. of votes Against (5)	% of votes in favour on votes Polled (6) = $4/2*100$	% of votes against on votes Polled (7) = $5/2*100$
Promoter and Promoter Group	3028835198	2927565398	96.66%	2927565398	0	100.00%	0.00%
Public Institutional Holders	1821595448	1433855155	78.71%	1433855155	0	100.00%	0.00%
Public Others	381159002	10613143	2.78%	10572092	41051	99.61%	0.39%
<b>Total</b>	<b>5231589648</b>	<b>4372033696</b>	<b>83.57%</b>	<b>4371992645</b>	<b>41051</b>	<b>100.00%</b>	<b>0.00%</b>

### Resolution - III:

Promoter/Public	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding shares (3) = $2/1*100$	No. of Votes in favour (4)	No. of votes Against (5)	% of votes in favour on votes Polled (6) = $4/2*100$	% of votes against on votes Polled (7) = $5/2*100$
Promoter and Promoter Group	3028835198	2927565398	96.66%	2927565398	0	100.00%	0.00%
Public Institutional Holders	1821595448	1433855155	78.71%	1433855155	0	100.00%	0.00%
Public Others	381159002	10614225	2.78%	10576008	38217	99.64%	0.36%
<b>Total</b>	<b>5231589648</b>	<b>4372034778</b>	<b>83.57%</b>	<b>4371996561</b>	<b>38217</b>	<b>100.00%</b>	<b>0.00%</b>

The postal ballot forms and the related papers / registers and records being handed over for safe custody to the **Company Secretary, Ms. Divya Tandon**.

You may accordingly declare the results of the postal ballot voting.

Thanking you,

Yours faithfully,

For **SAVITA JYOTI ASSOCIATES**

*Savita Jyoti*

**C.S. SAVITA JYOTI**

Scrutinizer

Date: 21.07.2014

SAVITA JYOTI, FCS 3738  
Practicing Company Secretary  
Certificate of Practice No. 1796