

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, सेक्टर-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

C/COS/Listing

Dt: 19.09.2018

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: **Proceedings of 29th Annual General Meeting held on 18th September, 2018.**

As per the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of 29th Annual General Meeting of POWERGRID held at 11.00 a.m. on 18.09.2018 are enclosed please.

Thanking You,

Yours faithfully,


(Divya Tandon)

General Manager & Company Secretary -
Compliance Officer

निकुत कार्यालय: बी-9, कुतब इंस्टीट्यूशनल एरिया, कटवारिया सराय, नई दिल्ली-110016 दूरभाष: 011-26560112, 26560121, 26564812, 26564892, फैक्स: 011-26601081
gd. Office: B-9, Qutab Institutional Area, Katwaria Sarai, New Delhi-110016 Tel.: 011-26560112, 26560121, 26564812, 26564892, Fax: 011-26601081, Web.: www.powergridindia.com

स्वहित एवं राष्ट्रहित में ऊर्जा बचाएं
Save Energy for Benefit of Self and Nation

POWER GRID CORPORATION OF INDIA LIMITED

PROCEEDINGS OF 29th ANNUAL GENERAL MEETING OF THE MEMBERS OF POWER GRID CORPORATION OF INDIA LIMITED HELD ON TUESDAY, 18th SEPTEMBER, 2018 AT 11:00 A.M. AT "MANEKSHAW CENTRE, PARADE ROAD, DELHI CANTT., NEW DELHI - 110 010".

(i) Date of the Meeting: 18th September, 2018

29,245 Members present, in person or through proxy, marked their attendance (29,183 Members - in person + 62 Members - through proxy). These included two Nominees of the Government of India holding 56.34% of shares of the Company.

Shri I. S. Jha, Chairman & Managing Director took the Chair. Quorum of the Meeting being present as per the Companies Act, 2013, the Chairman & Managing Director declared the meeting open.

Thereafter, the Company Secretary introduced the Members of the Board. She also informed about the presence of Auditors and Scrutinizer appointed for remote e-voting and voting by ballot paper at the venue of AGM.

The Chairman & Managing Director informed that Statutory and the Proxy Registers were available for inspection of the Members during the Meeting.

1. With the consent of all the Members present, the notice of Annual General Meeting and Directors' Report, which were with the shareholders for some time, were taken as read.
2. Thereafter, the Chairman & Managing Director delivered his speech.
3. The Chairman & Managing Director thereafter requested Company Secretary to read out the Independent Auditors' Report.
4. The Company Secretary read the Auditors' Report dated 29th May, 2018.
5. The Company Secretary explained the voting arrangement made through Ballot papers at the venue of the AGM.
6. The Chairman & Managing Director requested Company Secretary to read the Items of Businesses to be transacted for the Annual General Meeting.

The Company Secretary then read the Items of the Business to be transacted at the Annual General Meeting, as under:

(ii) Brief details of items deliberated:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended 31st March, 2018, the Reports of the Board of Directors and Auditors thereon.

2. To note the payment of interim dividend and declare final dividend for the Financial



Year 2017-18.

3. To appoint a Director in place of Shri K. Sreekant (DIN 06615674), who retires by rotation and being eligible, offers himself for re-appointment.
4. To fix the remuneration of the Statutory Auditors for the Financial Year 2018-19.

SPECIAL BUSINESS:

5. To appoint Ms. Seema Gupta (DIN 06636330) as a Director liable to retire by rotation. (Ordinary Resolution)
6. To approve appointment of Shri Manoj Kumar Mittal (DIN: 07937052) as an Independent Director. (Ordinary Resolution)
7. To approve appointment of Shri Sunil Kumar Sharma (DIN: 03614952) as an Independent Director. (Ordinary Resolution)
8. To approve appointment of Smt. A. R. Mahalakshmi (DIN: 08187493) as an Independent Director. (Ordinary Resolution)
9. Ratification of remuneration of the Cost Auditors for the Financial Year 2018-19. (Ordinary Resolution)
10. To raise funds up to ₹20,000 Crore, from domestic market through issue of secured / unsecured, non-convertible, non-cumulative/cumulative, redeemable, taxable / tax-free Debentures/Bonds under Private Placement during the Financial Year 2019-20 in upto twenty tranches/offers. (Special Resolution)

The Chairman & Managing Director announced that the voting through Ballot paper was open for 30 minutes from the time of announcement.

The Chairman & Managing Director then ordered the voting through Ballot paper.

(iii) Manner of approval of proposed items: Through remote e-voting which was open from Saturday, 15th September, 2018 at 9:00 a.m. to Monday, 17th September, 2018 upto 5:00 p.m. and ballot paper at the venue of AGM.

1. During the voting through ballot paper, the Chairman & Managing Director invited Shareholders to raise queries, if any.

The Members congratulated the Chairman & Managing Director and the Board of Directors for the good performance of the Company. They expressed happiness over the performance of the Company and efficient shareholders services.

2. After 30 minutes from the opening of voting by Ballot, voting through Ballot paper was declared as completed and the ballot boxes were sealed by the Scrutinizer.



3. The Chairman & Managing Director then stated that since the counting of the votes and verification of the ballot papers would take some time, the result of the poll along with the result of remote e-voting would be uploaded on the website of the Company at www.powergridindia.com and on the website of RTA at the URL <http://evoting.karvy.com>.

Shri K. Sreekant, Director (Finance) presented the vote of thanks.

Thereafter the closure of 29th Annual General Meeting of the Company was announced at 12.25 p.m.


(Divya Pandan)
General Manager & Company Secretary -
Compliance Officer
19/9/2018