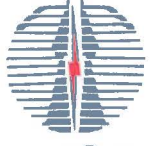


पावर ग्रिड कारपोरेशन ऑफ इंडिया लिमिटेड

(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, 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: 28.08.2019

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 30th Annual General Meeting held on 27th August, 2019.**

As per the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of 30th Annual General Meeting of POWERGRID held at 11.00 a.m. on 27.08.2019 are enclosed please.

Thanking You,

Yours faithfully,


(Divya Tandon)

General Manager & Company Secretary -
Compliance Officer

POWER GRID CORPORATION OF INDIA LIMITED

PROCEEDINGS OF 30th ANNUAL GENERAL MEETING OF THE MEMBERS OF POWER GRID CORPORATION OF INDIA LIMITED HELD ON TUESDAY, 27th AUGUST, 2019 AT 11:00 A.M. AT "MANEKSHAW CENTRE, PARADE ROAD, DELHI CANTT., NEW DELHI - 110 010".

(i) Date & time of the Meeting: 27th August, 2019 at 11.00 a.m.

17,556 Members present, in person or through proxy, marked their attendance (17,550 Members - in person + 6 Members - through proxy).

Shri K. Sreekant, Chairman & Managing Director took the Chair. The Directors present included the Chairman – Audit Committee; Stakeholders' Relationship Committee and Nomination and Remuneration Committee. The Auditors were also present. Quorum of the Meeting being present as per the Companies Act, 2013, the Chairman & Managing Director called the meeting in order.

Thereafter, the Company Secretary introduced the Members of the Board.

The Chairman informed that the Company had provided one-way live webcast of the proceedings of the Meeting to its members.

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. The Chairman & Managing Director delivered his speech.
3. The Chairman & Managing Director thereafter requested Company Secretary to read out the Independent Auditors' Report. The Company Secretary read the Auditors' Report dated 29th May, 2019.
4. The Company Secretary informed that the facility for voting through electronic voting system (Insta Poll) was made available at the venue of the AGM and its procedure. She also informed about the presence of Scrutinizer appointed for remote e-voting and voting through electronic voting system (Insta Poll) at the venue of AGM.
5. The Chairman & Managing Director requested Company Secretary to read the Items of Businesses to be transacted at 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, 2019, 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 2018-19.
3. To appoint a Director in place of Ravi P. Singh (DIN 05240974), who retires by rotation and being eligible, offers himself for re-appointment.
4. To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors for the Financial Year 2019-20.

SPECIAL BUSINESS:

5. To appoint Shri Rajeev Kumar Chauhan (DIN 02018931) as a Director liable to retire by rotation. (Ordinary Resolution)
6. To approve the reappointment of Shri Jagdish Ishwarbhai Patel (DIN: 02291361) as an Independent Director. (Special Resolution)
7. To approve the appointment of Shri M. N. Venkatesan (DIN: 02126022) as an Independent Director. (Ordinary Resolution)
8. Ratification of remuneration of the Cost Auditors for the Financial Year 2019-20. (Ordinary Resolution)
9. To raise funds up to ₹10,000 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 2020-21 in upto twenty tranches/offers. (Special Resolution)

The Chairman & Managing Director announced that the voting through electronic voting system (Insta Poll) was open for 30 minutes from the time of announcement.

The Chairman & Managing Director then ordered the voting through electronic voting system (Insta Poll).

(iii) Manner of approval of proposed items: Through remote e-voting which was open from Saturday, 24th August, 2019 at 9:00 a.m. to Monday, 26th August, 2019 upto 5:00 p.m. Voting through electronic voting system (Insta Poll) was made available at the venue of the AGM.

1. During the voting through electronic voting system (Insta Poll), the Chairman & Managing Director invited Shareholders to share their views/raise queries, if any.

The Members congratulated the Chairman & Managing Director and the Board of Directors for the performance and achievements made by the Company over the years. They appreciated for efficient services provided to shareholders.

2. After 30 minutes from the opening of voting by electronic voting system (Insta Poll), voting was declared as completed.



3. Since, the counting of the votes would take sometime; the result of the Insta 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>.

Mrs. Seema Gupta, Director (Operations) presented the vote of thanks.

Thereafter the closure of 30th Annual General Meeting of the Company was announced at 12.05 p.m.




(Divya Tandon)
**Chief General Manager & Company Secretary -
Compliance Officer**