

Dt: 27th September, 2021

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: Declaration of Results of Remote E-voting and voting through electronic voting system (Insta Poll) at the venue of AGM.

Dear Sir,

As per the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting to the Shareholders to enable them to cast their vote electronically on the items of business proposed in the Notice of the 32nd Annual General Meeting (AGM).

The remote e-voting was open from Tuesday, 21st September, 2021 at 9:00 a.m. to Thursday, 23rd September, 2021 upto 5:00 p.m. in line with the provisions of the Companies Act, 2013 and in terms of the notification dt. 19.03.2015 issued by MCA. The Company at its 32nd AGM provided facility of voting through electronic voting system (Insta Poll) to the members who did not cast their vote through remote e-voting.

The Board of Directors had appointed Smt. Savita Jyoti of M/s Savita Jyoti Associates, Company Secretaries as Scrutinizer to scrutinize the remote e-voting and voting through electronic voting system (Insta Poll) at the venue of the AGM. The Scrutinizer carried out the scrutiny of all the electronic votes received upto 5:00 p.m. on Thursday, 23rd September, 2021 and votes cast through electronic voting system (Insta Poll) till the conclusion of the meeting.

In terms of Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the voting results in respect of items of business transacted at the 32nd Annual General Meeting held at 11.00 a.m. on 24.09.2021 in the prescribed format are enclosed please.

Thanking You,

Yours faithfully,


(Mrinal Shrivastava)
Company Secretary &
Compliance Officer
मृणाल श्रिवास्तव / MRINAL SHRIVASTAVA
कंपनी सचिव / Company Secretary
पावर ग्रिड कॉर्पोरेशन ऑफ इंडिया लिमिटेड
Power Grid Corporation of India Ltd.
(भारत सरकार का उद्यम) / (A Govt. of India Enterprise)
प्लॉट नं. 2, सेक्टर-29, गुरुग्राम-122001, (हरियाणा) / Plot No. 2, Sector-29, Gurugram-122001, (Haryana)
दूरभाष नं. 011-26560112, 26564812, 26564812, 26564892, सीआईएन : L40101DL1989GOI038121
P.O. Qutab Institutional Area, Katwaria Sarai, New Delhi-110016
Tel. : 011-26560112, 26564812, 26564812, 26564892, CIN : L40101DL1989GOI038121

केन्द्रीय कार्यालय : "सौदामिनी" प्लॉट सं. 2, सेक्टर-29, गुरुग्राम-122001, (हरियाणा), दूरभाष नं. 011-26560112, 26564812, 26564812, 26564892, सीआईएन : L40101DL1989GOI038121
Corporate Office : "Saudamini", Plot No. 2, Sector-29, Gurugram-122001, (Haryana) Tel. : 011-26560112, 26564812, 26564812, 26564892, CIN : L40101DL1989GOI038121

पंजीकृत कार्यालय : बी-9, कुतुब इंस्टीट्यूशनल एरिया, कटवारिया सराय, नई दिल्ली-110016 011-26560112, 26564812, 26564812, 26564892, सीआईएन : L40101DL1989GOI038121
Registered Office : B-9, Qutab Institution Area, Katwaria Sarai, New Delhi-110016. Tel. : 011-26560112, 26564812, 26564812, 26564892, CIN : L40101DL1989GOI038121
Website : www.powergridindia.com

32ND ANNUAL GENERAL MEETING HELD ON FRIDAY, 24TH SEPTEMBER, 2021.
Declaration of Results of remote e-voting and voting through electronic voting system (Insta Poll) at the AGM

As per the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting to the Shareholders to enable them to cast their vote electronically on the items of business proposed in the Notice of the 32nd Annual General Meeting (AGM).

The remote e-voting was open from Tuesday, 21st September, 2021 at 9:00 a.m. to Thursday, 23rd September, 2021 upto 5:00 p.m. in line with the provisions of the Companies Act, 2013 and in terms of the notification dt. 19.03.2015 issued by MCA. The Company at its 32nd AGM provided facility of voting through electronic voting system (Insta Poll) to the members who did not cast their vote through remote e-voting.

The Board of Directors had appointed Smt. Savita Jyoti of M/s Savita Jyoti Associates, Company Secretaries as Scrutinizer to scrutinize the remote e-voting and voting through electronic voting system (Insta Poll) at the venue of AGM. The Scrutinizer has carried out the scrutiny of all the electronic votes received upto 5:00 p.m. on Thursday, 23rd September, 2021 and votes cast through electronic voting system (Insta Poll) at 32nd AGM till 15 minutes after conclusion of the said meeting and submitted her Report on 24th September, 2021.

The Consolidated Results, as per the Scrutinizer's Report dated 24th September, 2021 are as follows:

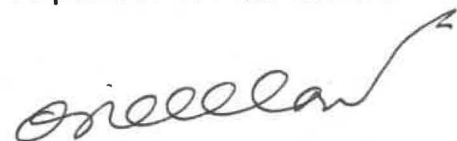
Sl. No.	Resolutions	Type of Resolution	% of votes in favour (Approx.)	% of votes against (Approx.)
Ordinary Business				
1.	To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the Financial Year ended 31 st March, 2021, together with the Board's Report, the Auditors' Report thereon and comments of the Comptroller and Auditor General of India.	Ordinary Resolution	99.8454	0.1546
2.	To take note of payment of 1 st and 2 nd interim dividend and declare final dividend for the Financial Year 2020-21.	Ordinary Resolution	99.8074	0.1926




3.	To appoint a Director in place of Shri Vinod Kumar Singh (DIN 08679313), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	78.3399	21.6601
4.	To appoint a Director in place of Shri M. Taj Mukarrum (DIN 08097837), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	78.3547	21.6453
5.	To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors for the Financial Year 2021-22.	Ordinary Resolution	99.2267	0.7733
Special Business				
6.	To appoint Shri Abhay Choudhary (DIN 07388432) as a Director liable to retire by rotation.	Ordinary Resolution	78.3359	21.6641
7.	Ratification of remuneration of the Cost Auditors for the Financial Year 2021-22.	Ordinary Resolution	99.9995	0.0005
8.	To raise funds up to ₹ 6,000 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 2022-23 in upto twenty tranches / offers.	Special Resolution	99.9995	0.0005

Based on the consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 32nd Annual General Meeting have been duly approved by the Shareholders with requisite majority.

For Power Grid Corporation of India Limited



K. Sreekant
Chairman & Managing Director
(DIN: 06615674)

Date: 27th September, 2021

कै. श्रीकांत
K. SREEKANT
अध्यक्ष एवं प्रबंध निदेशक
Chairman & Managing Director
पावरग्रिड / POWERGRID

CS. SAVITA JYOTI, B.Com, FCS

Scrutinizer's Report

Name of the Company	Power Grid Corporation of India Limited
Meeting	32nd Annual General Meeting
Day, Date & Time	Friday, September 24, 2021 at 11:00 A.M (IST)
Deemed Venue	Registered office situated at New Delhi
Mode	Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

1. Appointment of Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by members during the 32nd Annual General Meeting ("AGM") of Power Grid Corporation of India Limited (hereinafter referred to as the Company) scheduled on Friday, September 24, 2021 at 11.00 AM (IST) held through Video Conference ("VC") / Other Audio Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Cut-off date

Voting rights were reckoned as on September 17, 2021 being cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.

3. Remote e-voting

3.1 Agency

The Company appointed **KFin Technologies Private Limited ("KFINTECH")**, as the agency for providing the platform for remote e-voting and e-voting during the AGM.

3.2 Remote e-voting period

Remote e-voting platform was open from Tuesday, 21st September, 2021 (9:00 a.m.) and ended on Thursday, the 23rd September, 2021 (5:00 p.m.) and members were required to cast their votes electronically conveying their assent and dissent in respect of the resolutions on the remote e-voting platform provided by KFINTECH.

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SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com. FCS

4. Counting process

On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the KFINTECH e-voting platform and downloaded results.

5. Results

5.1 We observed that:

- a) 3287 members had cast their votes through remote e-voting; and
- b) 8 members had cast their votes through e-voting during the AGM.

5.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated August 26, 2021 is enclosed herewith.

5.3 Based on the aforesaid results, we report that all the resolutions as set out in Item Nos. 1 to 8 of the Notice of the AGM dated August 26, 2021 have been **passed with the requisite majority.**

Thanking you,

Yours faithfully,
for **Savita Jyoti Associates**

Savita Jyoti

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

[Handwritten Signature]
CMD

CS Savita Jyoti
Scrutinizer
FCS 3738; CP 1796



SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com, FCS

CONSOLIDATED RESULTS

Item No. 1: To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2021 together with the Board's Report, the Auditors' Report thereon and comments of the Comptroller and Auditor General of India.

Particulars	Remote e-voting		Voting at AGM		Total		Percentage (%)
	Number of Members Voted	Votes	Number of Members Voted	Votes	Number of Members Voted	Votes	
Assent	3189	6500946920	8	28039	3197	6500974959	99.8454
Dissent	62	10067289	0	0	62	10067289	0.1546
Total	3251	6511014209	8	28039	3259	6511042248	100
Invalid/ Abstained	41	3732000	1	380	42	3732380	

Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in Item No. 1 of the Notice of the AGM dated August 26, 2021 has been passed with requisite majority.

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SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

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

Item No. 2: To take note of payment of 1st and 2nd interim dividend and declare final dividend for the Financial Year 2020-21

Particulars	Remote e-voting		Voting at AGM		Total		Percentage (%)
	Number of Members Voted	Votes	Number of Members Voted	Votes	Number of Members Voted	Votes	
Assent	3203	6500030695	8	28047	3211	6500058742	99.8074
Dissent	60	12540138	0	0	60	12540138	0.1926
Total	3263	6512570833	8	28047	3271	6512598880	100

Invalid/ Abstained	32	2175383	1	372	33	2175755
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Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in Item No. 2 of the Notice of the AGM dated August 26 2021 has been passed with requisite majority.

Item No. 3: To appoint a Director in place of Shri Vinod Kumar Singh (DIN 08679313), who retires by rotation and being eligible, offers himself for re-appointment

Particulars	Remote e-voting		Voting at AGM		Total		Percentage (%)
	Number of Members Voted	Votes	Number of Members Voted	Votes	Number of Members Voted	Votes	
Assent	2485	5101882352	8	28094	2493	5101910446	78.3399
Dissent	765	1410620669	0	0	765	1410620669	21.6601
Total	3250	6512503021	8	28094	3258	6512531115	100

Invalid/ Abstained	55	2243150	1	325	56	2243475
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Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in Item No. 3 of the Notice of the AGM dated August 26, 2021 has been passed with requisite majority.

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SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com FCS

Item No. 4: To appoint a Director in place of Shri M. Taj Mukarrum (DIN 08097837), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-voting		Voting at AGM		Total		Percentage (%)
	Number of Members Voted	Votes	Number of Members Voted	Votes	Number of Members Voted	Votes	
Assent	2475	5102845404	8	28045	2483	5102873449	78.3547
Dissent	771	1409655573	0	0	771	1409655573	21.6453
Total	3246	6512500977	8	28045	3254	6512529022	100

Invalid/ Abstained	60	2244596	1	374	61	2244970
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Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in Item No. 4 of the Notice of the AGM dated August 26, 2021 has been passed with requisite majority.

Item No. 5: To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors for the Financial Year 2021-22.

Particulars	Remote e-voting		Voting at AGM		Total		Percentage (%)
	Number of Members Voted	Votes	Number of Members Voted	Votes	Number of Members Voted	Votes	
Assent	3080	6462199445	8	28045	3088	6462227490	99.2267
Dissent	176	50364456	0	0	176	50364456	0.7733
Total	3256	6512563901	8	28045	3264	6512591946	100

Invalid/ Abstained	48	2182078	1	374	49	2182452
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Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in Item No. 5 of the Notice of the AGM dated May 28, 2021 has been passed with requisite majority.

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SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com. FCS

Item No. 6: To appoint Shri Abhay Choudhary (DIN 07388432) as a Director liable to retire by rotation.

Particulars	Remote e-voting		Voting at AGM		Total		Percentage (%)
	Number of Members Voted	Votes	Number of Members Voted	Votes	Number of Members Voted	Votes	
Assent	2494	5100649632	8	28039	2502	5100677671	78.3359
Dissent	746	1410608661	0	0	746	1410608661	21.6641
Total	3240	6511258293	8	28039	3248	6511286332	100
Invalid/ Abstained	64	3487650	1	380	65	3488030	

Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in Item No. 6 of the Notice of the AGM dated August 26, 2021 has been passed with requisite majority.

Item No. 7: Ratification of remuneration of the Cost Auditors for the Financial Year 2021-22.

Particulars	Remote e-voting		Voting at AGM		Total		Percentage (%)
	Number of Members Voted	Votes	Number of Members Voted	Votes	Number of Members Voted	Votes	
Assent	3119	6512531699	8	28134	3127	6512559833	99.9995
Dissent	128	33076	0	0	128	33076	0.0005
Total	3247	6512564775	8	28134	3255	6512592909	100
Invalid/ Abstained	49	2181484	1	285	50	2181769	

Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in Item No. 7 of the Notice of the AGM dated August 26, 2021 has been passed with requisite majority.

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SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com. FCS

Item No. 8: To raise funds up to Rs 6,000 Crore, from domestic market through issue of secured / unsecured, non-convertible, noncumulative/ cumulative, redeemable, taxable / tax-free Debentures/Bonds under Private Placement during the Financial Year 2022-23 in upto twenty tranches/offers.

Particulars	Remote e-voting		Voting at AGM		Total		Percentage (%)
	Number of Members Voted	Votes	Number of Members Voted	Votes	Number of Members Voted	Votes	
Assent	3124	6512815810	8	28134	3132	6512843944	99.9995
Dissent	139	29415	0	0	139	29415	0.0005
Total	3263	6512845225	8	28134	3271	6512873359	100
Invalid/ Abstained	36	1900712	1	285	37	1900997	

Based on the aforesaid results, we report that the **Special Resolution** as set out in Item No. 8 of the Notice of the AGM dated August 26, 2021 has been passed with requisite majority.

Thanking you,

Yours faithfully,
for **Savita Jyoti Associates**

Savita Jyoti

CS Savita Jyoti
Practicing Company Secretary
FCS 3738; CP 1796
UDIN: F003738C001004276

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

Witness:

1

Vishva

2

Sonam

Place: Hyderabad

Dated: September 24, 2021

Countersigned by:

for **Power Grid Corporation of India Limited**

K. Sreekant

Chairman and Managing Director

K. SREEKANT

अध्यक्ष एवं प्रबंध निदेशक
Chairman & Managing Director

