



**Power Grid Corporation of India Limited**  
**(A Government of India Enterprise)**

CIN: L40101DL1989GOI038121

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**POLICY ON DIVERSITY OF BOARD OF DIRECTORS**

Power Grid Corporation of India Limited (POWERGRID), the Central Transmission Utility (CTU) of the country under Ministry of Power is one amongst the largest Power Transmission utilities in the world. POWERGRID is playing a vital role in the growth of Indian power sector by developing a robust Integrated National Grid and associating in the flagship programme of Govt. of India to provide Power for all.

**1. INTRODUCTION:**

This Policy deals with diversity of Board of Directors of Power Grid Corporation of India Limited in terms of Schedule II Part D (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**2. POLICY:**

Power Grid Corporation of India Limited (POWERGRID) is a Government Company within the meaning of Section 2 (45) of the Companies Act, 2013. POWERGRID being a Central Transmission Utility (CTU) of the country and a Navratna PSE operating under Ministry of Power, the President of India from time to time determine the number of Directors of the Company which shall not be less than 4 (four) and not more than 18 (eighteen). These Directors may either be whole time Directors or part-time Directors.

As per Article 31 (i) (a) of the Articles of Association the Chairman shall be appointed by the President. All other members of the Board of Directors including Vice-Chairman shall be appointed by the President in consultation with the Chairman of the Company. No such consultation will be necessary in case of appointment of Directors representing the Government and Nominee Directors appointed by Financial Institutions / Banks.

The President may, from time to time, appoint the Chairman or any of the Directors to the Office of Managing Director(s) of the Company for such term and such remuneration

(whether by way of salary or otherwise) as he may think fit and may from time to time remove or dismiss him or them from office and appoint another or others in his or their place or places. Any such Chairman/Director appointed to any such office shall, if he ceases to hold the office of Chairman/Director from any cause, ipso facto, immediately cease to be Managing Director(s).

The composition of board of directors shall have an optimum combination of executive and non-executive directors with at least one woman director and not less than fifty per cent of the board of directors shall comprise of non-executive directors; where the chairperson of the board of directors is an executive chairperson, at least half of the board of directors shall comprise of independent directors.

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