पावर व्रिड कारपोरेशन ऑफ इंडिया



POWER GRID CORPORATION OF INDIA LIMITED

(A Government of India Enterprise)

केन्द्रीय कार्यालयः "सौदामिनी" प्लॉट सं. २, सैक्टर—29, गूडगाँव—122 001, (हरियाणा) दरमाषः 0124-2571700-719, फैक्स : 0124-2571 "Saudamini" Plot No. 2, Sector-29, Gurgaon-122 001, (Haryana) Tel.: 0124-2571700-719, Fax: 0124-2571762, Web.: www.poweroridindja.c

CIN: L40101DL1989GOI03812

C/COS/Listing

Dt: 16.09.2016

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,

Proceedings of 27th Annual General Meeting held on 16th September. 2016 and Declaration of Results of Remote E-voting and Ballot Papers at 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 27th Annual General Meeting (AGM).

The remote e-voting was open from Tuesday, 13th September, 2016 at 9:00 a.m. to Thursday, 15th September, 2016 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 27th AGM conducted voting through Ballot Paper.

The Board of Directors had appointed Mr. P. K. Mittal. Advocate. M/s PKMG Law Chambers as Scrutinizer to scrutinize the remote e-voting and voting through ballot paper at the AGM in a fair & transparent manner. The Scrutinizer carried out the scrutiny of all the electronic votes received upto 5:00 p.m. on Thursday, 15th September, 2016 and ballot papers received till the conclusion of the meeting.

- a. In terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting results of the 27th Annual General Meeting held at 11.00 a.m. on 16.09.2016 in the prescribed format are enclosed.
- b. As per the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of 27th Annual General Meeting held at 11.00 a.m. on 16.09.2016 are enclosed please.

Thanking You,

Yours faithfully,

(Divwa Tandon) Company Secretary & Compliance Officer

1.	Date of the AGM	16.09.2016.
2.	Total number of shareholders on record date	6,75,841 (as at the closure of the business hours on 9 th September, 2016 as per details furnished by the depositories.)

No. of shareholders present in the meeting either in person or through proxy:

Shareholders	Present in person	Present through Proxy	Total
Promoters and	2	0	2
Promoter Group			
Public	33851	428	34279
Total	33853	428	34281

No. of Shareholders attended the meeting through Video Conferencing: No video conferencing facility was made available

Promoters and Promoter Group:	N/A
Public:	



Resolution required:	ORDINARY - To receive, conside	eceive, conside financial vear e	r and adopt the ended 31 st Marc	Audited Financi th, 2016, the Reg	al Statements (i	ncluding conso	ORDINARY - To receive, consider and adopt the Audited Financial Statements (including consolidated financial statements) of the company for the financial year ended 31st March, 2016, the Report of the Board of Directors and Auditors thereon.	atements) of the
+								
promoter group								
the								
agenda/resolution?	No							
				% of Votes				
				outstanding			% of Votes in	% of Votes
		No. of		shares	No. of Votes	No. of	ravour on votes	poiled
	Mode of	shares held	No. of votes	(5)=[(2)/(1)]" 100	(4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
Category	Voting	(1)			00		0.0000	0.0000
	E-Voting	3028835198	0	00000	3		100 0000	00000
	Poll		3028835198	100.0000	3028835198	0	100,000	00000
Promoter and	Postal Ballot		(0	0	0.0000	0.0000
Promoter Group	(if applicable)		0	0.0000			100	
	Total	3028835198	3028835198	100	3028835198		PAT .	0000
	E-Voting	1828989291	1539405899	84.1670	1539405899	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot		C	0.0000	00	0	0.0000	0.0000
Public- Institutions	(it applicable)	1978080701	1539405899	84.167	1539405899	0	100	0
	Lotai	373765159	40176287	10.7491	40176218	69	866.66	0.0001
	Poll		36762	0.0098	36762	0	100.0000	0.0000
Public- Non	Postal Ballot		0	0.0000	00	0	0.0000	
Institutions	(ii applicable)	273765159	40213049	10.7589	40212980	69	199 9998	0.0001
		5231580648	SAG	88.0890	4508454077	69	100,000	00000
	lotal	OFOCOCLCSC						Barden

* A P

Resolution required: (Ordinary/Special)	ORDINARY - To	note the payme	nt of interim div	vidend and deck	are final dividen	d for the Finan	ORDINARY - To note the payment of interim dividend and declare final dividend for the Financial Year 2015-16.	
Whether								
promoter/								
promoter group								
the								
agenda/resolution?	No							
0				% of Votes				
	PER NOV			outstanding			% of Votes in	% of Votes
		No. of		shares	No. of Votes	No. of	favour on votes	against on votes
	Mode of	shares held	No. of votes	(3)=[(2)/(1)]*	- in favour	Votes –	polled (6)=[(4)/(2)]*100	polled (7)=[(5)/(2)]*100
Category	Voting	3028835198	police (2)	0.0000	00	0	0.0000	0.0000
	E-VOUIIB			0000	2000011400	-	100 000	00000
	Poll		3028835198	100.000	3028833198	0	TOO.OOOT	20000
Promoter and	Postal Ballot						0000	0000
Promoter Group	(if applicable)		0	0.0000	20		0.0000	00000
	Total	3028835198	3028835198	100	3028835198	0	100	5
	E-Voting	1828989291	1541174923	84.2637	1541174923	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot							0000
Public- Institutions	(if applicable)		0	0.0000	00	0	0.0000	0.000
	Total	1823989291	1541174923	84.2637	1541174923	0	100	0
	E-Voting	373765159	40176287	10.7491	40176176	111	99.9997	0.0002
	Poll		36762	0.0098	36762	0	100.0000	0.0000
Public- Non	Postal Ballot					•	0000	0000
Institutions	(if applicable)		0	0.0000		0	0.0000	0.000
	Total	373765159	40213049	10.7589	40212938	111	199 9997	0.0002
1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Total	5231589648	4610223170	88,1228	4610223059	1111	100.0000	0.0000
	TOTAL STREET					人のたいなが		

A Mod

Resolution required:	ORDINARY - To appoint a Director offers himself for reappointment.	appoint a Direct	or in place of Dort.	r. Pradeep Kuma	ır (DIN: 0512526	9), who retires	ORDINARY - To appoint a Director in place of Dr. Pradeep Kumar (DIN: 05125269), who retires by rotation and being eligible, offers himself for reappointment.	ing eligible,
Whether								٨
promoter/	0	20					53	
are interested in								
the								
agenda/resolution?	No							
				% of Votes Polled on				
				outstanding			% of Votes in	% of Votes
		No. of		shares	No. of Votes	No. of	ravour on votes	agamst on votes
	Mode of	shares held	No. of votes	$(3)=[(2)/(1)]^{*}$	- In ravour	votes – against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Category	Voting	3078835198	polica (z)	0.0000	00	0	0.0000	0.0000
	E-Vouing		20100025100	0000001	302835198	0	100.0000	0.0000
	Poll		3020033130	Tooroom	200000			
Promoter and	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
FIGURE GLOUP	Total	3028835198	3028835198	100	3028835198	0	100	0
	FVoting	1828989291	1537731603	84.0755	845815658	691915945	55.0041	44.9958
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	Total	1828989291	1537731603	84.0755	845815658	691915945	55,0041	44.9958
	E-Voting	373765159	40175704	10.7489	40174962	742	99.9981	0.0018
	Poll		36762	0.0098	36762	0	100.000	0.0000
Public- Non	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
	Total	373765159	40212466	10,7587	40211724	742	100 0081	0 0018
	Total	5231589648	4606779267	88.0570	3914862580	691916687	84.9805	15.0195
	1		1			CRINC		

* Edition of

Resolution				()	MI. 002E2071)	who retires hy r	otation and being	eligible, offers
required:	ORDINARY - To a	ppoint a Directo	or in place of ivi	S. Jyou Arora (D	IN. 0000000 1/,	. (2.5)	ORDINARY - To appoint a Director in place of Ivis. Jyou Aford (Director IV), with fellings of formal and the control of the co	
(Ordinary/ Special)	herself for reappointment.	ointment.						
Whether	1							
promoter/								
promoter group								
are interested in			-					
the								
agenda/resolution?	No							
				% of Votes			E TO THE	
				outstanding			% of Votes in	% of Votes
		No of		shares	No. of Votes	No. of	favour on votes	against on votes
	, (P.	rhares held	No of votes	(3)=[(2)/(1)]*	- in favour	Votes -	polled	polled
	Wode of	(1)	nolled (2)	100	(4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
Category	Voting TVoting	3028835198	0	0.0000	00	0	0.0000	0.0000
	E-Voting		3028835198	100.0000	3028835198	0	100.0000	0.0000
	FOIL							
Promoter and	Postal Ballot		c	0000	00	0	0.0000	0.0000
Promoter Group	(if applicable)			400	2010025100	C	100	0
	Total	3028835198	3028835198	MT	2020023120		2000 47	AE OEC2
	E-Voting	1828989291	1537731603	84.0755	844886611	692844992	54.9436	45.0565
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot		o	0.000	00	0	0.0000	0.0000
Public- Institutions	(II applicable)	1878989791	1537731603	84.0755	844886611	692844992	54.9436	45.0563
	- Otal	373765159	40175704	10.7489	40175017	687	99.9982	0.0017
	Poll		36762		36762	0	100.0000	0.0000
Public- Non	Postal Ballot			0.000	00	0	0.0000	0.0000
Institutions	(IT applicable)	373765150	PECTON		40211779	687	199.9982	0.0017
	lotai	E221E80EA9	A.	25 H	3913933588	692845679	84.9603	15.0397
The state of the s	Total	5/31289040	HODOVICE AND	- CONTRACTOR		lb/		

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TO ME

Recolution								
required.								
(Ordinary/ Special)	ORDINARY - To fix the remuneration of the Statutory Auditors for the Financial Year 2016-17.	fix the remunera	ation of the Star	tutory Auditors	for the Financial	Year 2016-17.		
Whether								
promoter/								
promoter group								
are interested in								
the								
agenda/resolution?	No							
				% of Votes		The same		
				Polled on				
			THE PARTY OF	outstanding			% of Votes in	% of Votes
		No of		shares	No. of Votes	No. of	favour on votes	against on votes
	30 of 0 0	charac hold	No of votes	(3)=[(2)/(1)]*	- in favour	Votes -	polled	polled
	Wating	(1)	nolled (2)	100	(4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Category	E-Voting	3028835198	0	0.0000	00	0	0.0000	0.0000
	Poll		3078835198	100.0000	3028835198	0	100.0000	0.0000
Promoter and	Postal Ballot		c	0000	9	0	0.0000	0.0000
Promoter Group	(it applicable)			0,000	3	The same of the sa	007	C
	Total	3028835198	3028835198	100	3028835198	0	100	0
	E-Voting	1828989291	1541174923	84.2637	1473526604	67648319	92.6106	4.3893
	Poll		0	0.0000	00	0	0.0000	0.0000
		1						
O. His intitude	Postal Ballot		0	0.0000	8	0	0.0000	0.0000
Table IIIshan	Total	1828989291	1541174923	84.2637	1473526604	67648319	95.6106	4.3893
	E-Voting	373765159	40176287	10.7491	40175918	369	99.9990	0.0009
	Poll		36762		36762	0	100.000	0.0000
	5							
Public- Non	Postal Ballot		0	0.0000	8		0.0000	0.0000
Institutions	(iii appilicable)				DODCECON	350	100 000	ט טטטט
	Total	373765159	40213049	10.7589	40212000	coc	and the same	2000
	Total	5231589648	4610223170	88.1228	4542574482	67648688	98.5326	1.45/4
	100000				CGKIN S			

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ARY - To approve the appoor of shares held (1) p (1) p p p (1) p p p (1) p p p (1) p p p p (1) p p p p p p p p p p p p p p p p p p p						
ether moter group interested in nda/resolution? egory moter and moter and moter Group filic- Institutions blic- Non titutions						
egory egory egory omoter and omoter Group blic- Institutions titutions	approve the appointment of	Shri Jagdish Ishwa	rbhai Patel (DIN:	02291361) as	an Independent Dii	rector.
moter froup interested in nda/resolution? No egory egory moter and moter and moter and moter and postal Ballot F-Voting poll postal Ballot postal Ballot postal Ballot poll postal Ballot poll postal Ballot poll postal Ballot fitapplicable) Total poll postal Ballot fortal postal Ballot postal Ballot fortal poll postal Ballot fortal Total Total Total Total poll postal Ballot fitutions Total						
nda/resolution? No mda/resolution? No egory woting moter and moter and poll moter Group Total Poll Postal Ballot Postal Ballot Postal Ballot Total E-Voting Poll Postal Ballot Total E-Voting Total Postal Ballot (if applicable) Postal Ballot (if applicable) Total Postal Ballot (if applicable) Total Total F-Voting Total To		-				
nda/resolution? No egory egory moter and moter Group Total Postal Ballot Postal Ballot F-Voting F-Voting Poll Postal Ballot Foll Postal Ballot Foll Postal Ballot Foll Postal Ballot Foll Postal Ballot (if applicable) Forting Foll Postal Ballot (if applicable) Forting Foll Forting Fort						
egory Mode of shares held No. of No. of Shares held Noting (1) pp Poll Noting (1) pp Poll Poll Total 3028835198 F-Voting Poll Postal Ballot Postal Ballot Postal Ballot (if applicable) Postal Ballot Postal Ballot Postal Ballot (if applicable) Poll Postal Ballot (if applicable) Poll Postal Ballot (if applicable) Poll Postal Ballot (if applicable) Postal Ballot (if applicable) Postal Ballot (if applicable) Total ST3765159						
No. of No. of No. of No. of No. of No. of Shares held No. of No. o						
No. of No. of No. of No. of No. of Shares held No. of No. o						
Mode of shares held No. of		% of Votes				
Mode of Shares held No. of Shares held Voting (1) Poll		outstanding			% of Votes in	% of Votes
Mode of Shares held Noting (1) Poll Postal Ballot (if applicable) Total Postal Ballot Postal Ballot Postal Ballot (if applicable) Total Postal Ballot Total Total Total Total Total Total Poll Poll Poll Poll Postal Ballot (if applicable) Poll Postal Ballot (if applicable) Total	No. of	shares	No. of Votes	No. of	favour on votes	against on votes
Voting	shares held No. of votes	(3)=[(2)/(1)]*	- in favour	Votes -	polled	polled
r and Postal Ballot (if applicable) r Group (if applicable) Total 3028835198 E-Voting 1828989291 Poll Postal Ballot (if applicable) Total 1828989291 Fe-Voting 373765159 Poll Postal Ballot (if applicable) Total 373765159 Poll (if applicable) Total 1828989291 Foll (if applicable) Total 373765159		100	(4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
Poll Postal Ballot (if applicable) 3028835198 E-Voting 1828989291 Postal Ballot (if applicable) Total 1828989291 E-Voting 373765159 Poll Postal Ballot (if applicable) Total 1828989291 E-Voting Applicable Applicab		000000	00	0	0.0000	0.0000
Postal Ballot (if applicable) 3028835198 Total 3028835198 E-Voting 1828989291 Postal Ballot 1828989291 E-Voting 373765159 Postal Ballot (if applicable) Total 373765159 Fotal 373765159 Total 373765159	3028835198	100.0000	3028835198	0	100.0000	0.0000
(if applicable) Total 3028835198 E-Voting 1828989291 Poll 1828989291 Total 1828989291 E-Voting 373765159 Poll Postal Ballot (if applicable) 373765159 Total 373765159			S	c	0000	0000
Total 3028835198 E-Voting 1828989291 Postal Ballot (if applicable) E-Voting 373765159 Poll Postal Ballot (if applicable) Total 373765159 Total 373765159		0.0000	8	0	0.000	0.000
E-Voting 1828989291 Poll Postal Ballot (if applicable) Total 1828989291 E-Voting 373765159 Poll Postal Ballot (if applicable) Total 373765159 Poll 373765159	3028835198 3028835198	8 100	3028835198	0	100	0
Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total 373765159	1828989291 1537103337	7 84.0411	1526635499	10467838	99.3189	0.6810
Postal Ballot (if applicable) Total 1828989291 E-Voting 373765159 Poll 90ll Postal Ballot (if applicable) Total 373765159		0 0.0000	00	0	0.0000	0.0000
Total 1828989291 E-Voting 373765159 Poll Postal Ballot (if applicable) Total 373765159		0.0000	8	0	0.0000	0.0000
E-Voting 373765159 Poll Postal Ballot (if applicable) Total 373765159	1828989291 1537103337	7 84 0411	1526635499	10467838	99.3189	0.681
Poll Postal Ballot (if applicable) Total 373765159	373765159 40175704	4 10.7489	40174839	865	99.9978	0.0021
Postal Ballot (if applicable) Total 373765159	36762	2 0.0098	36762	0	100.0000	0.0000
Total 373765159		00000	00	0	0.0000	0.0000
O SOCIAL CONTRACT	4021246	1	40211601	865	199,9978	0.0021
	2 100	10	A595587798	10468703	TCTT 99	0.2273
	2231363648 4606131001		10.77	0		

Resolution								
required:			1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1	A complete A state of the	Initiation Change	Voor 2016-17		
(Ordinary/ Special)	ORDINARY - Ratification of remuneration of the Cost Auditors for the Financial fear 2010-17	itication of rem	uneration of the	e Cost Auditors	OI LITE FINANCIAL	Teal SUTU-IV.		,
Whether							(4	
promoter/								
promoter group								
are interested in					4			
the								
agenda/resolution?	No							
				% of Votes				
		10 1-10 Care		outstanding			% of Votes in	% of Votes
		No of		shares	No. of Votes	No. of	favour on votes	against on votes
	Mode of	shares held	No. of votes	(3)=[(2)/(1)]*	- in favour	Votes -	polled	polled
Categon	Voting	(1)	polled (2)	100	(4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
100000	E-Voting	3028835198	0	0.0000	00	0	0.0000	0.0000
	Poll		3028835198	100.0000	3028835198	0	100.0000	0.0000
Promoter and	Postal Ballot							
Promoter Group	(if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	3028835198	3028835198	100	3028835198	0	100	0
	E-Voting	1828989291	1541174923	84.2637	1535610344	5564579	99.6389	0.3610
	Poll		0	0.0000	00	0	0.0000	0.0000
A Control of the Cont	Postal Ballot		0	00000	8	0	0.0000	0.0000
rubiic- iiistirutioiis	Total	1828989291	1541174923	84.2637	1535610344	5564579	686389	0.361
	E-Voting	373765159	40176287	10.7491	40175816	471	99.9988	0.0011
	Poll		36762	0.0098	36762	0	100.0000	0.0000
Public- Non	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
	Total	373765159	40213049	10.7589	40212578	471	199 9988	0.0011
SHAN TANK	Total	5231589648	4610223170	88.1228	4604658120	5565050	99.8793	0.1207
	III WAXANIII				(CS)	5		

	SPECIAL - To raise funds in INR Crore, from domestic / Exter	se funds in INR omestic / Extern	or any other acc	ceptable foreign sources through	currency as per h issue of secur	mitted by Resered / unsecure	SPECIAL - To raise funds in INR or any other acceptable foreign currency as permitted by Reserve Bank of India (RBI) up to ₹14,000 Crore, from domestic / External / Overseas sources through issue of secured / unsecured, non-convertible, noncumulative, the fire the Eigenstell veer 2017-18 in the following the fol	\$81) up to ₹14,000 e, noncumulative, r2017-18 in up to
Resolution	redeemable, ta	xable / tax-free	Rupee Linked	Bonds/Bonds u	nger Private Pis ch tranche/offer	cement outing	redeemable, taxable / tax-free Rupee Linked Bonds/Bonds under Private Piacement unfinig the Financial yearzout - 1.5 mars 1.5 mars with without Groon shop Ontion and each transhe/offer shall be of up to ₹ 2.000 Crore of Bonds, exclusive	f Bonds, exclusive
required:	eight tranches/	oners with with	וסמר פובבוו אווסר	c Option and ca		L	1	
(Ordinary/ Special)	of Green Shoe Option.	Jption.						
Whether		·						
promoter/						·		
promoter group							4	
are interested in								
the								
agenda/resolution?	No							
				% of Votes				
				outstanding			% of Votes in	% of Votes
		9 0 2		shares	No of Votes	No of	favour on votes	against on votes
		No. 01		/// /// //////////////////////////////	in formur	Votes -	polled	nolled
THE PARTY OF	Mode of	shares held	No. of votes	(3)=[(±)/(±)].	(4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Category	VOLING	700001400		ш	00		ט טטטט ט	00000
	E-Voting	3028833138		0.000	3		2000:0	
	Poll	11	3028835198	100.0000	3028835198	0	100.0000	0.0000
Promoter and	Postal Ballot							
Promoter Group	(if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	3028835198	3028835198	100	3028835198	0	100	0
	F-Voting		1541174923	84.2637	1515809231	25365692	98.3541	1.6458
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot							
Public- Institutions	(if applicable)	1828989291	0	0.0000	8	0	00000	0.0000
	Total	1828989291	1541174923	84.2637	1515809231	25365692	98.3541	1.6458
	E-Voting		40175972	10.7490	40174501	1471	99.9963	0.0036
	Poll		36762	0.0098	36762	0	100.0000	0.0000
Public- Non	Postal Ballot	272765159	0	0.0000	00	0	0.0000	0.0000
INSTITUTIONS	(iii appilicabie)	STORES	ACTURCOL		A0111762	1471	199 9963	0.0036
	Total	3/3/65159	40212734		CONTRACT	Theres	00 4400	0 5500
	Total	5231589648	4610222855	88.1228	4584855692	7	33.4438	70000
					(2)	To all a	~ 4	

(S) (M) (M) (condendary)

(i) Date of the Meeting: 16th September, 2016

34,281 Members present, in person or through proxy, marked their attendance (33,853 Members - in person + 428 Members - through proxy). These included two Nominees of the Government of India holding **57.89%** 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 Statutory Auditors, Cost Auditors, Secretarial Auditor 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 26th May, 2016.
- 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 and results thereof:

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, 2016, the Report of the Board of Directors and Auditors thereon.
- 2. To note the payment of interim dividend and declare final dividend for the Financial Year 2015-16.
- 3. To appoint a Director in place of Dr. Pradeep Kumar (DIN: 05125269), who retires by rotation and being eligible, offers himself for re-appointment.
- 4. To appoint a Director in place of Ms. Jyoti Arora (DIN: 00353071), who retires by rotation

and being eligible, offers herself for re-appointment.

5. To fix the remuneration of the Statutory Auditors for the Financial Year 2016-17.

SPECIAL BUSINESS:

- 6. To approve the appointment of Shri Jagdish Ishwarbhai Patel (DIN: 02291361) as an Independent Director. (Ordinary Resolution)
- 7. Ratification of remuneration of the Cost Auditors for the Financial Year 2016-17. (Ordinary Resolution)
- 8. To raise funds in INR or any other acceptable foreign currency as permitted by Reserve Bank of India (RBI) up to ₹ 14,000 Crore, from domestic / External / Overseas sources through issue of secured / unsecured, non-convertible, non-cumulative, redeemable, taxable / tax-free, Rupee Linked Bonds/Bonds under Private Placement during the Financial year 2017-18 in up to eight tranches/offers and each tranche/offer shall be of up to ₹ 2,000 Crore of Bonds, with/without Green Shoe Option. (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.

On the basis of the Scrutinizer's Report of the remote e-voting dated 16th September, 2016, results of voting through Ballot Paper at the venue of AGM and Consolidated Report of the Scrutinizer dated 16th September, 2016, the Chairman & Managing Director declared the Results of the voting on 16th September, 2016 that all the items of business as set out in the Notice of the 27th Annual General Meeting of the Company have been duly passed by the requisite majority.

- (iii) Manner of approval of proposed items: Through remote e-voting which was open from Tuesday, 13th September, 2016 at 9:00 a.m. to Thursday, 15th September, 2016 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 on 16th September, 2016.

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

Thereafter the closure of 27th Annual General Meeting of the Company was announced at 12.30 p.m.

पावर ग्रिड कारपोरेशन ऑफ इंडिया



POWER GRID CORPORATION OF INDIA LIMITED

(A Government of India Enterprise)

केन्द्रीय कार्यालयः "सौदामिनी" प्लॉट सं. २, सैक्टर-29, गूडगाँव-122 001, (हरियाणा) दूरमाषः 0124-2571700-719, फैक्स : 0124-25717 "Saudamini" Plot No. 2. Sector-29. Gurgaon-122 001. (Haryana) Tel. ; 0124-2571700-719. Fax ; 0124-2571762. Web.; www.powergridindia.cc

CIN: L40101DL1989GOI03812

27TH ANNUAL GENERAL MEETING HELD ON FRIDAY 16TH SEPTEMBER, 2016

Declaration of Results of remote e-voting and Ballot Papers

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 evoting to the Shareholders to enable them to cast their vote electronically on the items of business proposed in the Notice of the 27th Annual General Meeting (AGM).

The remote e-voting was open from Tuesday, 13th September, 2016 at 9:00 a.m. to Thursday, 15th September, 2016 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 27th AGM conducted voting through Ballot Paper.

The Board of Directors had appointed Mr. P. K. Mittal, Advocate, M/s PKMG Law Chambers as Scrutinizer to scrutinize the remote e-voting and voting by ballot papers at the AGM in a fair & transparent manner. The Scrutinizer has carried out the scrutiny of all the electronic votes received upto 5:00 p.m. on Thursday, 15th September, 2016 and ballot papers received till the conclusion of the meeting and submitted their Report on 16th September, 2016.

The Consolidated Results, as per the Scrutinizer's Report dated 16th September, 2016 are as follows:

SI. No.	Resolutions	Type of Resolution	% of votes in favour (Approx.)	% of votes against (Approx.)
Ordi	nary 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, 2016, the Report of the Board of Directors and Auditors thereon.	Ordinary Resolution	100.00	0.00
2.	To note the payment of interim dividend and declare final dividend for the Financial Year 2015-16.	Ordinary Resolution	100.00	0.00
3.	To appoint a Director in place of Dr. Pradeep Kumar (DIN: 05125269), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution	84.98	15.02

4.	To appoint a Director in place of Ms. Jyoti Arora (DIN: 00353071), who retires by rotation and being eligible, offers herself for reappointment.	Ordinary Resolution	84.96	15.04
5.	To fix the remuneration of the Statutory Auditors for the Financial Year 2016-17.	Ordinary Resolution	98.53	1.47
Spe	cial Business			
6.	To approve the appointment of Shri Jagdish Ishwarbhai Patel (DIN: 02291361) as an Independent Director.		99.77	0.23
7.	Ratification of remuneration of the Cost Auditors for the Financial Year 2016-17.	Ordinary Resolution	99.88	0.12
8.	To raise funds in INR or any other acceptable foreign currency as permitted by Reserve Bank of India (RBI) up to ₹ 14,000 Crore, from domestic / External / Overseas sources through issue of secured / unsecured, non-convertible, noncumulative, redeemable, taxable / tax-free Rupee Linked Bonds/Bonds under Private Placement during the Financial year 2017-18 in up to eight tranches/offers with/without Green Shoe Option and each tranche/offer shall be of up to ₹ 2,000 Crore of Bonds, exclusive of Green Shoe Option.	Special Resolution	99.45	0.55

Based on the consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 27th Annual General Meeting have been duly approved by the Shareholders with requisite majority.

For Power Grid Corporation of India Limited

I. S. Jha Chairman & Managing Director (DIN: 00015615)

Date: 16th September, 2016