

Dt: 30th August, 2022

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: Proceedings of 33rd Annual General Meeting held on 29th August, 2022.

Dear Sir,

As per the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of 33rd Annual General Meeting of POWERGRID held at 11.00 a.m. on 29th August, 2022 are enclosed please.

Thanking You,

Yours faithfully,


(Mrinal Shrivastava)
Company Secretary &
Compliance Officer
मृगाल श्रीवास्तव / MRINAL SHRIVASTAVA
कम्पनी 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 सं०-2, सेक्टर-29, गुडगाँव-122 001 (हरियाणा)
Plot No.-2, Sector-29, Gurgaon- 122 001 (Haryana)

POWER GRID CORPORATION OF INDIA LIMITED

PROCEEDINGS OF 33RD ANNUAL GENERAL MEETING OF THE MEMBERS OF POWER GRID CORPORATION OF INDIA LIMITED HELD ON MONDAY, 29TH AUGUST, 2022 AT 11:00 A.M. (IST) THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM")

(i) **Date & time of the Meeting:** 29th August, 2022 at 11.00 a.m. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

94 Members were present in the meeting through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

Shri K. Sreekant, Chairman & Managing Director took the Chair. The Directors present included the Chairman – Audit Committee and Stakeholders' Relationship Committee. The Auditors were also present through VC. 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.

1. With the consent of all the Members present, the notice of Annual General Meeting and Directors' Report 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 21st May, 2022.
4. The Company Secretary informed that the facility for voting through electronic voting system (Insta Poll) was made available at the AGM and explained its procedure. He also informed about the presence of Scrutinizer appointed for remote e-voting and voting through electronic voting system (Insta Poll) during the 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:



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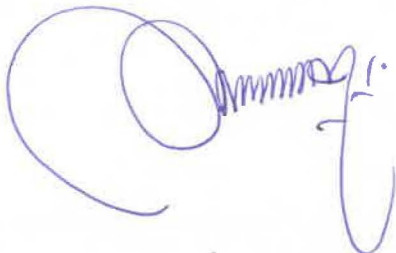
(ii) Brief details of items deliberated:

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, 2022, together with the Board's Report, the Auditors' Report thereon and comments of the Comptroller and Auditor General of India.
2. To take note of payment of 1st and 2nd interim dividend and declare final dividend for the Financial Year 2021-22.
3. To appoint a Director in place of Shri Abhay Choudhary (DIN:07388432), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Dr. Vinod Kumar Singh (DIN: 08679313); who retires by rotation and being eligible, offers himself for re-appointment.
5. To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors for the Financial Year 2022-23.

SPECIAL BUSINESS:

6. To approve the appointment of Shri Chetan Bansilal Kankariya (DIN:09402860) as an Independent Director. (Special Resolution)
7. To approve the appointment of Shri Onkarappa K N (DIN:09403906) as an Independent Director. (Special Resolution)
8. To approve the appointment of Shri Ram Naresh Tiwari (DIN: 09405377) as an Independent Director. (Special Resolution)
9. To approve appointment of Shri Dilip Nigam (DIN: 02990661) as a Government Nominee Director. (Ordinary Resolution)
10. To approve appointment of Shri Raghuraj Madhav Rajendran (DIN: 07772370) as a Government Nominee Director. (Ordinary Resolution)
11. Ratification of remuneration of the Cost Auditors for the Financial Year 2022-23. (Ordinary Resolution)
12. To raise funds up to ₹ 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 2023-24 in upto twenty tranches/offers. (Special Resolution)



2023

The Chairman & Managing Director announced that the polling process is open since start of the meeting and will close after 15 minutes on the conclusion of this meeting. Those, who have not cast their votes may exercise their voting right.

(iii) Manner of approval of proposed items: Through remote e-voting which was open from Friday, 26th August, 2022 at 9:00 a.m. to Sunday, 28th August, 2022 up to 5:00 p.m. Voting through electronic voting system (Insta Poll) was made available at 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. The queries of the members were answered by the Management.

2. Since, the counting of the votes would take some time; 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.powergrid.in and on the website of RTA at the URL <http://evoting.kfintech.com>.

Dr. V. K. Singh, Director (Personnel) presented the vote of thanks.

Thereafter the closure of 33rd Annual General Meeting of the Company was announced at 12:00 PM.


(Mrinal Shrivastava)
Company Secretary &
Compliance Officer
मृगाल श्रिवस्तव / MRINAL SHRIVASTAVA
कम्पनी सचिव / Company Secretary
पावर ग्रिड कॉर्पोरेशन ऑफ इंडिया लिमिटेड
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