



Dt: 6th 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: Annual Report for the Financial Year 2021-22 and Notice of 33rd
Annual General Meeting.**

Dear Sir,

Please find enclosed the Annual Report for the Financial Year 2021-22 and Notice of 33rd Annual General Meeting of Power Grid Corporation of India Limited scheduled to be held on Monday, the 29th August, 2022 at 11.00 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Circular dated 5th May, 2022 read with circular dated 5th May, 2020 of Ministry of Corporate Affairs (MCA) and circular dated 13th May, 2022 of Securities and Exchange Board of India (SEBI).

This is being sent in terms of Regulations 29, 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking You,

Yours faithfully,

(Mrinal Shrivastava)
Company Secretary &
Compliance Officer

मृणाल श्रिवस्तव / MRINAL SHRIVASTAVA
कम्पनी सॉचिव / 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, गुरुग्राम-122 001 (हरियाणा)
Plot No.-2, Sector-29, Gurgaon- 122 001 (Haryana)

Encl: a/a

Power Grid Corporation of India Limited

(A Government of India Enterprise) CIN: L40101DL1989GOI038121
Regd. Office: B-9, Qutab Institutional Area, Katwaria Sarai, New Delhi- 110 016.
Phone No.: 011-26560112, 26560115 & 26560193
Corp. Off.: "Saudamini", Plot No. 2, Sector-29, Gurgaon-122 001 (Haryana)
Phone No.: 0124-2822999 & 2823999
Website: www.powergrid.in, Email ID: investors@powergrid.co.in

NOTICE

NOTICE is hereby given that the **33rd Annual General Meeting** of the Members of Power Grid Corporation of India Limited will be held on **Monday, 29th August, 2022 at 11.00 a.m. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")** to transact the following business:

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.**

To consider and if thought fit, to pass with or without modification, the following resolution as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Chetan Bansilal Kankariya (DIN:09402860) who was appointed as an Additional Director-Independent Director w.e.f. 17.11.2021 (i.e. the date of allotment of DIN) for a period of three years w.e.f. the date of notification of appointment in terms of Ministry of Power Order No 25-12/13/2015-PG-Part (2) dt. 15.11.2021 and shall hold office up to the date of ensuing Annual General Meeting under Section 161 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation."

7. To approve the appointment of Shri Onkarappa K N (DIN:09403906) as an Independent Director.

To consider and if thought fit, to pass with or without modification, the following resolution as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Onkarappa K N (DIN:09403906) who was appointed as an Additional Director-Independent Director w.e.f. 17.11.2021 (i.e. the date of allotment of DIN) for a period of three years w.e.f. the date of notification of appointment in terms of Ministry of Power Order No 25-12/13/2015-PG-Part (2) dt. 15.11.2021 and shall hold office up to the date of ensuing Annual General Meeting under Section 161 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation."

8. To approve the appointment of Shri Ram Naresh Tiwari (DIN: 09405377) as an Independent Director.

To consider and if thought fit, to pass with or without modification, the following resolution as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Ram Naresh Tiwari (DIN:09405377) who was appointed as an Additional Director-Independent Director w.e.f. 18.11.2021 (i.e. the date of allotment of DIN) or a period of three years w.e.f. the date of notification of appointment in terms of Ministry of Power Order No 25-12/13/2015-PG-Part (2) dt. 15.11.2021 and shall hold office up to the date of ensuing Annual General Meeting under Section 161 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation."

9. To approve appointment of Shri Dilip Nigam (DIN: 02990661) as a Government Nominee Director.

To consider and if thought fit, to pass with or without modification, the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies