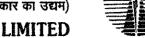
पावर ग्रिड कारपोरेशन ऑफ इंडिया लिमिटेड

(भारत सरकार का उद्यम)



POWER GRID CORPORATION OF INDIA LIMITED

(A Government of India Enterprise)

केन्द्रीय कार्यालय: ''सौदामिनी'' प्लॉट सं० २, सैक्टर-29, गुडगाँव-122 001, हरियाणा फोन : 0124-2571700-719 फैक्स : 0124-2571760, 2571761 तार 'नेटग्रिड' Corporate Office: "Saudamini" Plot No. 2, Sector-29, Gurgaon-122 001. Harvana Tel: 0124-2571700-719 Fax: 0124-2571760, 2571761 Gram: 'NATGRID'

संदर्भ संख्या / Ref. No.

CIN: L40101DL1989GOI038121

Dt: 16.05.2015

C/COS/Listing/NSE/

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.

Sub: Result of Postal Ballot.

In terms of Clause 35A of the Listing Agreement, the results of postal ballot conducted by the Company are detailed below in the prescribed form:

Date of declaration of results of Postal Ballot

: 16.05.2015

Total number of shareholders as on 31st March, 2015

: 7,37,295

(Cut off date for reckoning the voting rights of the Shareholders)

Details of the Agenda:

- To raise funds in INR or any other acceptable foreign currency as permitted by RBI upto ₹13,000 Crore, from domestic / external sources through issue of secured / unsecured, non-convertible, non-cumulative, redeemable, taxable / tax-free Bonds under Private Placement during the Financial Year 2015-16, in upto eight tranches / offers and each tranche / offer shall be upto ₹2000 Crore of Bonds with / without Green Shoe Option.
- To provide any security(ies) / guarantee(s) in connection with loan(s) and/or any form of debt including ECBs and/or provide inter corporate loan(s) on cost to cost basis and back to back servicing, or a combination thereof, upto an amount of ₹1,400 Crore (Rupees One Thousand Four Hundred Crore Only) to Project SPVs acquired / to be acquired by POWERGRID under Tariff based competitive bidding viz., Vindhyachal Jabalpur Transmission Limited, Gadarwara (A) Transco Limited and Gadarwara (B) Transmission Limited.
 - (3) To render all inputs and services as may be required on cost to cost basis to the Project SPVs acquired / to be acquired by POWERGRID under Tariff

based competitive bidding viz., Vindhyachal Jabalpur Transmission Limited, Gadarwara (A) Transco Limited and Gadarwara (B) Transmission Limited.

Resolution required

Special Resolution

Mode of Voting

Postal Ballot / E-voting

Result

Carried with requisite majority

(1) To raise funds in INR or any other acceptable foreign currency as permitted by RBI upto ₹13,000 Crore, from domestic / external sources through issue of secured / unsecured, non-convertible, non-cumulative, redeemable, taxable / tax-free Bonds under Private Placement during the Financial Year 2015-16, in upto eight tranches / offers and each tranche / offer shall be upto ₹2000 Crore of Bonds with / without Green Shoe Option.

The details of the voting are as under:

2407 total number of Ballots received

Promoter/Public	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding shares (3) = [2/1]*100	No. of Votes in favour (4)	No. of votes Against (5)	% of votes in favour on votes Polled (6) = [4/2]*100	% of votes against on votes Polled (7) = [5/2]*100
Promoter and Promoter Group	3028835198	3028835198	100.000	3028835198	0	100.000	0.000
Public - Institutional Holders	1856722375	1576146436	84.889	1574810895	1335541	99.915	0.085
Public - Others	346032075	20501001	5.925	20478434	22567	99.890	0.110
Total	5231589648	4625482635	88,414	4624124527	1358108	99.971	0.029

(2) To provide any security(ies) / guarantee(s) in connection with loan(s) and/or any form of debt including ECBs and/or provide inter corporate loan(s) on cost to cost basis and back to back servicing, or a combination thereof, upto an amount of ₹1,400 Crore (Rupees One Thousand Four Hundred Crore Only) to Project SPVs acquired / to be acquired by POWERGRID under Tariff based competitive bidding viz., Vindhyachal Jabalpur Transmission Limited, Gadarwara (A) Transco Limited and Gadarwara (B) Transmission Limited.

The details of the voting are as under:

2407 total number of Ballots received

Promoter/Public	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding shares (3) = [2/1]*100	No. of Votes in favour (4)	No. of votes Against (5)	% of votes in favour on votes Polled (6) = [4/2]*100	% of votes against on votes Polled (7) = [5/2]*100
Promoter and Promoter Group	3028835198	3028835198	100.000	3028835198	0	100.000	0.000
Public - Institutional Holders	1856722375	1576146436	84.889	1574810895	1335541	99.915	0.085
Public - Others	346032075	20497804	5.924	20468114	29690	99.855	0.145
Total	5231589648	4625479438	88.414	4624114207	1365231	99.970	0.030

(3) To render all inputs and services as may be required on cost to cost basis to the Project SPVs acquired / to be acquired by POWERGRID under Tariff

based competitive bidding viz., Vindhyachal Jabalpur Transmission Limited, Gadarwara (A) Transco Limited and Gadarwara (B) Transmission Limited.

The details of the voting are as under:

2407 total number of Ballots received

Promoter/Public	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstandi ng shares (3) = [2/1]*100	No. of Votes in favour (4)	No. of votes Against (5)	% of votes in favour on votes Polled (6) = [4/2]*100	% of votes against on votes Polled (7) = [5/2]*100
Promoter and Promoter Group	3028835198	3028835198	100.000	3028835198	0	100.000	0.000
Public - Institutional Holders	1856722375	1576101314	84.886	1576101314	О	100.000	0.000
Public - Others	346032075	20493543	5.922	20465293	28250	99.862	0.138
Total	5231589648	4625430055	88.413	4625401805	28250	99.999	0.001

The votes cast "For" the resolutions no. 1 & 2 were about 99.97 and for resolution no. 3 was about 99.99% of the total votes polled, respectively and consequently the Special Resolutions as mentioned in the notice of the postal ballot dt. 8th April, 2015 have been passed with requisite majority.

The above results were announced by Shri R. P. Sasmal, Director (Operations) of the Company on Saturday, 16th May, 2015 at the Registered Office of the Company at B-9, Qutab Institutional Area, Katwaria Sarai, New Delhi – 110 016.

Kindly take the above information on record.

Thanking You,

Yours faithfully,

Dinga Pandon

(Divya Tandon) Company Secretary & Compliance Officer