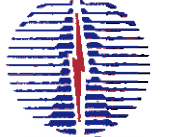


पावर ग्रिड कारपोरेशन ऑफ इंडिया लिमिटेड

(भारत सरकार का उद्यम)

POWER GRID CORPORATION OF INDIA LIMITED

(A Government of India Enterprise)



पावरग्रिड

केन्द्रीय कार्यालय : "सौदामिनी" प्लॉट सं. 2, सेक्टर-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, Haryana
Tel. : 0124-2571700-719, Fax : 0124-2571760, 0124-2571761 Gram : 'NATGRID'

दर्भ संख्या / Ref. No

CIN: L40101DL1989GOI038121

Dt: 13.04.2016

C/COS/Listing

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: **Quarterly Compliance.**

Enclosed please find the following reports in compliance with the SEBI (Listing Obligations and Disclosures) Regulations, 2015:

- A) Quarterly Compliance Reports on Corporate Governance for Quarter ended 31.03.2016, [Reg. 27(2) (a)]
- B) Shareholding Pattern for the Quarter ended 31.03.2016, [Reg. 31 (1) (b)]
- C) Reconciliation of Share Capital Audit Report for the Quarter ended 31.03.2016,
- D) A statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter for the quarter ended 31.03.2016. [Reg. 13 (3)] and
- E) A compliance certificate duly signed by both the compliance officer and the authorised representative of the share transfer agent under Regulation 7 (3).
- F) Certificate from Practicing Company Secretary under Regulation 40(9) for the half year ended 31.03.2016.

Thanking You,

Yours faithfully,


(Divya Tandon)

Company Secretary &
Compliance Officer

Encl: a/a

SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., FCS

CERTIFICATE UNDER REGULATION 40(9) OF THE SECURITIES AND EXCHANGE
BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)
REGULATIONS, 2015 FOR THE HALF YEAR ENDED, 1st OCTOBER, 2015 to 31st
MARCH, 2016

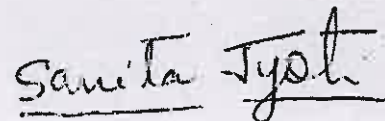
I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to **POWER GRID CORPORATION OF INDIA LIMITED** maintained by **KARVY COMPUTERSHARE PVT LTD** pertaining to transfer of equity shares of the company for the period from **1st Oct, 2015 to 31st March, 2016**, for the purpose of issuing a Certificate as per regulation 40(9) of the Securities and Exchange Board of India (Listing obligations and disclosure requirements) Regulations, 2015 and based on the information provided by the Company, I hereby certify that the Company has delivered during half year ended on 31st March, 2016.

Share/Debenture Certificate(s) relating to the transfer of Shares/Debentures received during the period from **1st Oct, 2015 to 31st March, 2016**, as entered in the Memorandum of Transfers have been issued within thirty days of the date of lodgment for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies from respective date of lodgment of each deed excepting those rejected on technical grounds.

Date : 07.04.2016

SAVITA JYOTI ASSOCIATES

Place: Secunderabad



CS. SAVITA JYOTI
CP No.1796

SAVITA JYOTI, FCS 3786
Practising Company Secretary
Certificate of Practice No. 1796