



September 18, 2023

BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400001.  
**Scrip: 543490**

National Stock Exchange of India Limited  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex, Bandra (E)  
Mumbai - 400051.  
**Symbol: GMRP&UI**

**Sub: Proceedings of 4<sup>th</sup> Annual General Meeting of GMR Power and Urban Infra Limited held on September 18, 2023**

**Ref: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

This is to inform you that the 4<sup>th</sup> Annual General Meeting of GMR Power and Urban Infra Limited was held on Monday, September 18, 2023 through Video Conferencing ('VC') in accordance with the circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India. In this regard, please find enclosed the summary of proceedings as required under Regulation 30, Para A, Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and records.

**For GMR Power and Urban Infra Limited**

**Vimal Prakash**  
**Company Secretary &**  
**Compliance Officer**

Encl: as above

## **GMR Power & Urban Infra Limited**

**Corporate Office:** New Udaan Bhawan, Opp. Terminal 3, Indira Gandhi International Airport, New Delhi - 110 037  
**Registered Office:** Plot No. C-31, G Block, 701, 7th Floor, Naman Centre, Bandra Kurla Complex (Opp. Dena Bank), Bandra (East), Mumbai - 400 051

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## **Summary of proceedings of the 4<sup>th</sup> Annual General Meeting of GMR Power and Urban Infra Limited held on Monday, September 18, 2023**

The 4<sup>th</sup> Annual General Meeting of the Members of the Company was held on Monday, September 18, 2023 at 11:00 a.m. (IST) through Video Conferencing ('VC') in accordance with the applicable provisions of the Companies Act, 2013 read with the Rules issued thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. ('Listing Regulations').

Mr. G.M. Rao, Chairman of the Board having not attended the meeting, Mr. B.V.N Rao, Director, chaired the meeting with the consent of all the Directors present at the Meeting. All the requirements and procedures to be followed pursuant to the circular(s) issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India towards conduct of the Annual General Meetings through Video Conference were observed and followed.

The Chairman apprised that the representatives of M/s Walker Chandiook & Co., LLP, Statutory Auditors and M/s V. Sreedharan & Associates, Secretarial auditors were also attending the meeting through VC.

The Company Secretary informed that the company had also received authorized representation letters along with Board Resolution from certain Corporate shareholders appointing and authorizing their representatives under section 113 of the Companies Act, 2013.

The Chairman informed that the Meeting was held through VC in compliance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. The Company Secretary made all necessary announcements and briefed the members on the VC procedures. The Chairman addressed the members and thereafter a detailed presentation was made by the Chief Financial Officer ("CFO") of the Company.

The following items of business as stated in the notice of AGM, were thereafter transacted:

### **Ordinary Business:**

1. To consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2023, and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Grandhi Kiran Kumar (DIN: 00061669), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Boda Venkata Nageswara Rao (DIN: 00051167), who retires by rotation and being eligible, offers himself for re-appointment.

### **Special Business:**

4. Appointment of Mr. Shantanu Ghosh (DIN: 00041435) as an Independent Director.
5. Appointment of Dr. Fareed Ahmed (DIN: 09698462) as an Independent Director.
6. Appointment of Mrs. Suman Naresh Sabnani (DIN:10223343) as an Independent Director.
7. Ratification of remuneration to Cost Auditors of the Company for the Financial Year ended



March 31, 2024.

8. Approval for raising of funds through issuance of equity shares and/or other eligible securities through Qualified Institutions Placement and/or Foreign Currency Convertible Bonds.
9. Approval for Material Related Party Transaction with the GIL SIL JV.
10. Approval for shifting of the registered office of the Company from the State of Maharashtra to the State of Haryana and consequent alteration in the Memorandum of Association of the Company.

Being interested in Item No. 3 of the Notice, Mr. BVN Rao stepped down from the Chair for the item No. 3 and Mr. G Subba Rao, Director chaired the Meeting with consent of other Directors.

The Company in compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and applicable provisions of the Listing Regulations had provided members the facility to cast vote electronically from Thursday, September 14, 2023 (9.00 a.m. IST) to Sunday, September 17, 2023 (5.00 p.m. IST) (remote e-voting). Members who were present at the AGM and who had not cast their votes through remote e-voting were provided an opportunity to cast their votes at the AGM through e-voting (insta poll).

Mr. V. Sreedharan or failing him Mr. Pradeep B. Kulkarni or failing him Ms. Devika Sathyanarayana, Practicing Company Secretary had been appointed as the Scrutinizer for remote e-voting, e-voting (insta poll) at the AGM.

The queries raised by the Shareholders at the AGM were answered/clarified by the Chairman/ Directors.

The Chairman informed the members that the Voting results of AGM pursuant to Regulation 44(3) of Listing Regulations will be submitted to the Stock Exchanges within the prescribed time limit and also posted on the Company's website.

The 4<sup>th</sup> Annual General Meeting of the Company concluded at 12:57 P.M. and thereafter voting was kept open for a further 15 minutes.

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