

# GMR POWER & URBAN INFRA

September 28, 2022

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 3<sup>rd</sup> Annual General Meeting of GMR Power and Urban Infra Limited held on September 27, 2022**

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

This is to inform you that the 3<sup>rd</sup> Annual General Meeting of GMR Power and Urban Infra Limited was held on Tuesday, September 27, 2022 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 following: -

1. Summary of proceedings as required under Regulation 30, Part A of Schedule III of the SEBI LODR as '**Annexure A**'.
2. Voting results as required under Regulation 44 of the SEBI LODR accompanied with scrutinizer's Report as '**Annexure B**'.

The Voting Results along with the Scrutinizer's Report is made available on the Company's website at [www.gmrpui.com](http://www.gmrpui.com).

This is for your information and record.

**For GMR Power and Urban Infra Limited**

VIMAL  
PRAKASH

Digitally signed by Vimal Prakash  
DN: cn=Vimal Prakash, email=vimal.prakash@gmrgroup.in, o=GMR Power & Urban Infra Limited, ou=Company Secretaries, c=IN  
Date: 2022.09.28 12:05:30 +05'30'

**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. CIN

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## Annexure A

### Summary of proceedings of the 3<sup>rd</sup> Annual General Meeting of GMR Power and Urban Infra Limited held on Tuesday, September 27, 2022

The 3<sup>rd</sup> Annual General Meeting of the Members of the Company was held on Tuesday, September 27, 2022 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').

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.

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. The requisite quorum being present, the Chairman called the meeting to order. 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.

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, 2022, and the Reports of the Board of Directors and Auditors thereon.

#### Special Business:

2. Appointment of Mr. G. M. Rao (DIN: 00574243) as Director of the Company.
3. Appointment of Mr. Srinivas Bommidala (DIN: 00061464) as Director of the Company.
4. Appointment of Mr. Srinivas Bommidala (DIN: 00061464) as Managing Director of the Company.
5. Appointment of Mr. Grandhi Kiran Kumar (DIN: 00061669) as Director of the Company.
6. Appointment of Mr. B.V.N Rao (DIN: 00051167) as Director of the Company
7. Appointment of Mr. Madhva Bhimacharya Terdal (DIN: 05343139) as Director of the Company.
8. Appointment of Mr. Madhva Bhimacharya Terdal (DIN: 05343139) as Executive Director of the Company.
9. Appointment of Mr. Subba Rao Gunuputi (DIN: 00064511) as Director of the Company.
10. Appointment of Mr. Subba Rao Gunuputi (DIN: 00064511) as Executive Director of the Company.
11. Appointment of Mrs. Vissa Siva Kameswari (DIN: 02336249) as an Independent Director.
12. Appointment of Mr. Suresh Narang (DIN: 08734030) as an Independent Director.

13. Appointment of Dr. Satyanarayana Beela (DIN: 09462114) as an Independent Director.
14. Appointment of Mr. Subodh Kumar Goel (DIN: 00492659) as an Independent Director
15. Appointment of Dr. Emandi Sankara Rao (DIN: 05184747) as an Independent Director.
16. Appointment of Mr. I.V. Srinivasa Rao (DIN: 01541362) as an Independent Director.
17. Ratification of remuneration to Cost Auditors of the Company for the Financial Year ended March 31, 2023.
18. Approval for raising of funds through issuance of equity shares and/or other eligible securities through Qualified Institutions Placement and/or Foreign Currency Convertible Bond.
19. Approval for Material Related Party Transaction(s) with the GILSIL JV.
20. Approval for Material Related Party Transaction(s) with GMR Energy Limited, a subsidiary of the Company.
21. Approval for Material Related Party Transaction(s) with GMR Generation Assets Limited Limited, a subsidiary of the Company.
22. Approval for Related Party Transactions between GMR Kamalanga Energy Limited and GMR Energy Trading Limited, subsidiaries of the Company.
23. Approval for Related Party Transactions between GMR Warora Energy Limited and GMR Energy Trading Limited.

Being interested in Item No. 6 of the Notice, Mr. BVN Rao stepped down from the Chair for the item No. 6 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 Friday, September 23, 2022 (9.00 a.m. IST) to Monday, September 26, 2022 (5.00 p.m. IST) (remote e-voting). Members who were present at the AGM and did 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 was 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 3<sup>rd</sup> Annual General Meeting of the Company concluded at 12:42 P.M. and thereafter voting was kept one for further 15 minutes.

Based on the Report received from Mr. V. Sreedharan, Scrutinizer the aforesaid business items were approved by requisite majority.