

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



# Annual Return

(other than OPCs and Small Companies)

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L45400MH2019PLC325541

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAHCG8251F

(ii) (a) Name of the company

GMR POWER AND URBAN INF

(b) Registered office address

Naman Centre,701,7thFloor,Opp.Dena Bank,PlotNo.C31 G Block  
,Bandra Kurla ComplexBandra East NA  
Mumbai  
Mumbai City  
Maharashtra  
400051

(c) \*e-mail ID of the company

GPUIL.CS@gmrgroup.in

(d) \*Telephone number with STD code

01142532600

(e) Website

(iii) Date of Incorporation

17/05/2019

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N  
anakramguda, Serili ngampally NA

(vii) \*Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

Yes  No

(f) Specify the reasons for not holding the same

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	F	Construction	F2	Roads, railways, Utility projects	42.37
2	K	Financial and insurance Service	K8	Other financial activities	57.63

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given

76

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	GMR Enterprises Private Limited	U74900TN2007PTC102389	Holding	45.41
2	GMR ENERGY TRADING LIMITED	U31200KA2008PLC045104	Subsidiary	99.42
3	GMR LONDA HYDROPOWER PRIVATE LIMITED	U40101KA2008PTC048190	Subsidiary	82.16
4	GMR GENERATION ASSETS LIMITED	U40104MH2010PLC282702	Subsidiary	82.16
5	GMR HIGHWAYS LIMITED	U45203MH2006PLC287171	Subsidiary	100
6	GMR AMBALA-CHANDIGARH EXPRESSWAY PRIVATE LIMITED	U45203KA2005PTC036773	Subsidiary	99.47
7	GMR POCHANPALLI EXPRESSWAY PRIVATE LIMITED	U45200KA2005PLC049327	Subsidiary	99.98
8	GMR HYDERABAD VIJAYAWADA EXPRESSWAY PRIVATE LIMITED	U45201KA2009PTC050109	Subsidiary	99.83
9	GMR CHENNAI OUTER RING ROAD EXPRESSWAY PRIVATE LIMITED	U45203KA2009PTC050441	Subsidiary	89.47
10	GATEWAYS FOR INDIA AIRPORTS PRIVATE LIMITED	U62100TG2005PTC045123	Subsidiary	86.49
11	GMR CORPORATE SERVICES LIMITED	U70200TG2007PLC054821	Subsidiary	100
12	GMR AVIATION PRIVATE LIMITED	U62200DL2006PTC322498	Subsidiary	100
13	GMR KRISHNAGIRI SIR LIMITED	U45209TN2007PLC064863	Subsidiary	100
14	ADVIKA PROPERTIES PRIVATE LIMITED	U70102TZ2008PTC021691	Subsidiary	100
15	AKLIMA PROPERTIES PRIVATE LIMITED	U70101TZ2008PTC022217	Subsidiary	100
16	AMARTYA PROPERTIES PRIVATE LIMITED	U70101TZ2008PTC022242	Subsidiary	100
17	BARUNI PROPERTIES PRIVATE LIMITED	U45206TZ2008PTC021787	Subsidiary	100
18	BOUGAINVILLEA PROPERTIES PRIVATE LIMITED	U45201TZ2008PTC021770	Subsidiary	100
19	CAMELIA PROPERTIES PRIVATE LIMITED	U70102TZ2008PTC021850	Subsidiary	100
20	DEEPESH PROPERTIES PRIVATE LIMITED	U70102TZ2010PTC021792	Subsidiary	100
21	EILA PROPERTIES PRIVATE LIMITED	U45203TZ2008PTC028473	Subsidiary	100
22	GERBERA PROPERTIES PRIVATE LIMITED	U70101TZ2008PTC021802	Subsidiary	100
23	LAKSHMI PRIYA PROPERTIES PRIVATE LIMITED	U45200TZ2008PTC028181	Subsidiary	100
24	HONEYSUCKLE PROPERTIES PRIVATE LIMITED	U45201TZ2008PTC021847	Subsidiary	100

25	IDIKA PROPERTIES PRIVATE LIM +	U70101TZ2008PTC022222	Subsidiary	100
26	KRISHNAPRIYA PROPERTIES PR +	U70102TZ2007PTC021855	Subsidiary	100
27	LARKSPUR PROPERTIES PRIVA +	U45200TZ2008PTC021848	Subsidiary	100
28	NADIRA PROPERTIES PRIVATE I +	U70109TZ2008PTC022221	Subsidiary	100
29	PADMAPRIYA PROPERTIES PRIV +	U70101TZ2010PTC021798	Subsidiary	100
30	PRAKALPA PROPERTIES PRIVA +	U70109TZ2008PTC022241	Subsidiary	100
31	PURNACHANDRA PROPERTIES +	U70102TZ2007PTC021856	Subsidiary	100
32	SHREYADITA PROPERTIES PRIV +	U70109TZ2008PTC021853	Subsidiary	100
33	PRANESH PROPERTIES PRIVATI +	U70102TZ2011PTC021849	Subsidiary	100
34	SREEPA PROPERTIES PRIVATE L +	U70102TZ2007PTC021852	Subsidiary	100
35	RADHAPRIYA PROPERTIES PRIV +	U70102IZ2011PTC021854	Subsidiary	100
36	ASTERIA REAL ESTATES PRIVA +	U45200TZ2008PTC021712	Subsidiary	100
37	LANTANA PROPERTIES PRIVA +	U74120TZ2012PTC021851	Subsidiary	100
38	NAMITHA REAL ESTATES PRIVA +	U70102KA2008PTC047823	Subsidiary	100
39	HONEYFLOWER ESTATES PRIVA +	U70100KA2003PTC032917	Subsidiary	100
40	GMR SEZ & PORT HOLDINGS LI +	U74900MH2008PLC274347	Subsidiary	100
41	SUZONE PROPERTIES PRIVATE +	U70200KA2011PTC059294	Subsidiary	100
42	LILLIAM PROPERTIES PRIVATE I +	U70100KA2012PTC065861	Subsidiary	100
43	DHRUVI SECURITIES LIMITED	U65900KA2007PLC050828	Subsidiary	100
44	GMR Energy Projects (Mauritiu +		Subsidiary	100
45	GMR Infrastructure (Singapore +		Subsidiary	100
46	GMR Coal Resources Pte Limite +		Subsidiary	100
47	GMR Power and Urban Infra (M +		Subsidiary	100
48	GMR Infrastructure (UK) Limite +		Subsidiary	100
49	GMR Infrastructure Overseas L +		Subsidiary	100

50	GMR Infrastructure (Overseas)		Subsidiary	100
51	GMR SMART ELECTRICITY DIST	U40100KA2005PTC037308	Subsidiary	100
52	GMR Male International Airpor		Subsidiary	76.87
53	PT GMR Infrastructure Indones		Subsidiary	100
54	GMR ENERGY LIMITED	U85110MH1996PLC274875	Subsidiary	94.66
55	GMR Energy (Mauritius) Limite		Subsidiary	94.93
56	GMR Lion Energy Limited		Subsidiary	94.93
57	Karnali Transmission Company		Subsidiary	94.93
58	GMR KAMALANGA ENERGY LIM	U40101KA2007PLC044809	Subsidiary	92.42
59	GMR VEMAGIRI POWER GENER	U23201KA1997PLC032964	Subsidiary	94.66
60	GMR (BADRINATH) HYDRO PO	U40101UR2006PTC031381	Subsidiary	94.66
61	GMR CONSULTING SERVICES L	U74200KA2008PLC045448	Subsidiary	100
62	GMR BAJOLI HOLI HYDROPOW	U40101HP2008PTC030971	Subsidiary	75.6
63	GMR WARORA ENERGY LIMITE	U40100MH2005PLC155140	Subsidiary	87.15
64	GMR BUNDELKHAND ENERGY	U40101KA2010PTC054124	Subsidiary	94.66
65	GMR RAJAM SOLAR POWER PF	U40107KA2010PTC054125	Subsidiary	94.66
66	GMR MAHARASHTRA ENERGY	U40107KA2010PLC053789	Subsidiary	94.66
67	GMR GUJARAT SOLAR POWER	U40100KA2008PLC045783	Subsidiary	94.66
68	GMR INDO-NEPAL POWER COF	U40107KA2010PLC055843	Subsidiary	94.66
69	GMR Upper Karnali Hydropow		Subsidiary	69.3
70	GMR Green Energy Limited	U40106MH2022PLC377550	Subsidiary	100
71	GMR KASHI SMART METERS LIM	U35109HR2023PLC114036	Subsidiary	90
72	GMR TRIVENI SMART METERS L	U35109HR2023PLC114033	Subsidiary	90
73	GMR AGRA SMART METERS LIM	U35109HR2023PLC114135	Subsidiary	90
74	GMR Tenaga Operations and M	U74999DL2018PTC332161	Associate	47.33

75	Megawide GISPL Construction		Associate	45
76	GMR Rajahmundry Energy Lim	U40107KA2009PLC051643	Associate	36.97

#### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### (i) \*SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	1,100,000,000	603,594,528	603,594,528	603,594,528
Total amount of equity shares (in Rupees)	5,500,000,000	3,017,972,640	3,017,972,640	3,017,972,640

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Share of Rs. 5 each				
Number of equity shares	1,100,000,000	603,594,528	603,594,528	603,594,528
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	5,500,000,000	3,017,972,640	3,017,972,640	3,017,972,640

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	0	0		

###### (c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

###### (d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	10	603,594,518	603594528	3,017,972,6	3,017,972,6	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
<b>At the end of the year</b>	10	603,594,518	603594528	3,017,972,6	3,017,972,6	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

Nil

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text"/>
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Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) \*Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

1

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Foreign Currency Conv	275	USD 1000000	275,000,000	USD 1000000	275,000,000
<b>Total</b>	275		275,000,000		275,000,000

V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

7,789,613,916

(ii) Net worth of the Company

107,740,490,023.6

VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	966,007	0.16	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	360,150,507	59.67	0	
10.	Others Trust	400	0	0	
	<b>Total</b>	361,116,914	59.83	0	0

**Total number of shareholders (promoters)**

21

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	130,641,386	21.64	0	
	(ii) Non-resident Indian (NRI)	8,181,065	1.36	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	1,300	0	0	
3.	Insurance companies	9,434,706	1.56	0	

4.	Banks	6,108,175	1.01	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	30,530,725	5.06	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	56,864,834	9.42	0	
10.	Others IEPF, NBFC, CM, Trust	715,423	0.12	0	
	<b>Total</b>	242,477,614	40.17	0	0

**Total number of shareholders (other than promoters)**

369,212

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

369,233

**(c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company**

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
VARANIUM INDIA OPF	C/O Cim Fund Services Ltd 33 Edil		MU	13,477,019	2.23
NOMURA SINGAPORE	10 MARINA BOULEVARD 36 01 MA		SG	4,499,166	0.75
CITRINE FUND LIMITEI	4TH FLOOR RAFFLES TOWER 19 C)		MU	2,900,000	0.48
DESTINATIONS INTERI	1055 Westlakes Drive Suite 250 Be		US	2,773,641	0.46
AVIATOR GLOBAL INV	4th Floor 19 Bank Street Cybercity		MU	2,750,000	0.46
GOVERNMENT PENSIC	Bankplassen 2 P O Box 1179 Sentr		NO	1,491,319	0.25
MORGAN STANLEY AS	23 Church Street 16-01 Capital Sq		SG	1,166,104	0.19
AMICORP CAPITAL (M	SBI-SG GLOBAL SECURITIES SERVIC		IN	480,000	0.08
SOMERVILI F TRADING	JPMorgan Chase Bank, N.A. India S		IN	289,731	0.05
THE BOEING COMPAN	100 N Riverside MC 5003 3015 Chi		US	193,399	0.03
LEGAL AND GENERAL	One Coleman Street London		GB	186,795	0.03
COPTHALL MAURITIUS	C/O CIM CORPORATE SERVICES LT		MU	124,973	0.02
DIMENSIONAL EMERG	251 Little Falls Drive New Castle Co		US	102	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
TRIKUTA PARTNERS M +	UGLAND HOUSE GRAND CAYMAN +		KY	73,220	0.01
LEGAL & GENERAL GL +	50 Bank Street London		GB	50,166	0.01
RESONANCE OPPORTI +	SUITE 320 3RD FLOOR NG TOWER +		MU	50,000	0.01
DOVETAIL INDIA FUNI +	4th Floor 19 Bank Street Cybercity +		MU	10,000	0
BNP PARIBAS FINANCI +	1 RUE LAFFITTE PARIS		FR	4,337	0
ALASKA PERMANENT +	801 WEST 10TH STREET JUNEAU A +		US	3,321	0
COPTHALL MAURITIUS +	C/O IQ EQ CORPORATE SERVICES (C +		MU	2,842	0
MORGAN STANLEY AS +	23 Church Street 16-01 Capital Sq +		SG	2,250	0
AMERICAN CENTURY I +	4500 MAIN STREET KANSAS CITY M +		US	1,505	0
BNP PARIBAS FINANCI +	160 162 BD MACDONALD PARIS		FR	835	0

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	21	21
Members (other than promoters)	330,993	369,212
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	1	2	1	2	0	0.03
<b>B. Non-Promoter</b>	2	7	2	8	0	0
(i) Non-Independent	2	1	2	1	0	0
(ii) Independent	0	6	0	7	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0

(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	3	9	3	10	0	0.03

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 15

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
MALLIKARJUNA RAO	00574243	Director	173,133	
SRINIVAS BOMMIDAL	00061464	Managing Director	45,166	
KIRAN KUMAR GRAN	00061669	Director	87,216	
BODA VENKATA NAG	00051167	Director	18,214	
MADHVA BHIMACHAF	05343139	Whole-time director	0	
SUBBARAO GUNUPU	00064511	Whole-time director	80	
SIVA KAMESWARI VIS	02336249	Director	0	
SURESH LILARAM NA	08734030	Director	0	
SATYANARAYANA BE	09462114	Director	200	
EMANDI SANKARA R/	05184747	Director	0	
SHANTANU GHOSH	00041435	Director	0	
FAREED AHMED	09698462	Director	0	
SUMAN NARESH SAE	10223343	Director	5,000	
SURESH BAGRODIA	ADRPB3174E	CFO	100	
VIMAL PRAKASH	ASHPP9032G	Company Secretar	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

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Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
SUBODH KUMAR G	00492659	Director	28/07/2023	Cessation
VENKATA ILINDRA	01541362	Director	10/07/2023	Cessation
SHANTANU GHOSH	00041435	Additional director	04/08/2023	Appointment
SHANTANU GHOSH	00041435	Director	18/09/2023	Change in designation
FAREED AHMED	09698462	Additional director	04/08/2023	Appointment
FAREED AHMED	09698462	Director	18/09/2023	Change in designation
SUMAN NARESH S	10223343	Additional director	04/08/2023	Appointment
SUMAN NARESH S	10223343	Director	18/09/2023	Change in designation

#### IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

##### A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	18/09/2023	358,133	101	59.85

##### B. BOARD MEETINGS

\*Number of meetings held

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	23/05/2023	12	12	100
2	09/08/2023	13	13	100
3	03/11/2023	13	13	100
4	07/02/2024	13	11	84.62

##### C. COMMITTEE MEETINGS

Number of meetings held

35

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM	22/05/2023	4	4	100
2	AUDIT COMM	08/08/2023	4	4	100
3	AUDIT COMM	02/11/2023	4	4	100
4	AUDIT COMM	21/12/2023	4	4	100
5	AUDIT COMM	06/02/2024	4	4	100
6	AUDIT COMM	29/03/2024	4	4	100
7	NOMINATION	07/08/2023	4	3	75
8	STAKEHOLDER	19/05/2023	3	3	100
9	STAKEHOLDER	30/10/2023	3	3	100
10	STAKEHOLDER	05/02/2024	3	2	66.67

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	MALLIKARJUN	4	4	100	21	21	100	
2	SRINIVAS BO	4	3	75	24	17	70.83	
3	KIRAN KUMA	4	3	75	23	9	39.13	
4	BODA VENKA	4	4	100	23	19	82.61	
5	MADHVA BHI	4	4	100	0	0	0	
6	SUBBARAO C	4	4	100	4	3	75	
7	SIVA KAMESH	4	4	100	9	7	77.78	
8	SURESH LILA	4	4	100	0	0	0	
9	SATYANARA	4	4	100	12	12	100	
10	EMANDI SAN	4	4	100	1	1	100	



11	SHANTANU G	3	3	100	0	0	0	
12	FAREED AHM	3	3	100	6	6	100	
13	SUMAN NARE	3	3	100	7	7	100	

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SRINIVAS BOMMIL	Managing Director	25,305,445	0	0	1,453,098	26,758,543
2	MADHVA BHIMACH	Whole-time director	27,485,479	0	0	3,683,868	31,169,347
3	SUBBARAO GUNU	Whole-time director	11,557,347	0	0	0	11,557,347
	Total		64,348,271	0	0	5,136,966	0

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SURESH BAGROD	CFO	7,960,976	0	0	0	7,960,976
2	VIMAL PRAKASH	Company Secretary	1,879,424	0	0	0	1,879,424
	Total		9,840,400	0	0	0	0

Number of other directors whose remuneration details to be entered

9

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SIVA KAMESWARI	Independent Director	0	0	0	440,000	440,000
2	SURESH LILARAM	Independent Director	0	0	0	160,000	160,000
3	SATYANARAYANA	Independent Director	0	0	0	460,000	460,000
4	EMANDI SANKARA	Independent Director	0	0	0	180,000	180,000
5	SHANTANU GHOSH	Independent Director	0	0	0	120,000	120,000
6	FAREED AHMED	Independent Director	0	0	0	340,000	340,000
7	SUMAN NARESH	Independent Director	0	0	0	360,000	360,000
8	SUBODH KUMAR	Independent Director	0	0	0	80,000	80,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
9	VENKATA ILINDRA	Independent Dir	0	0	0	100,000	100,000
	Total		0	0	0	2,240,000	0

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

#### XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes  No

(In case of 'No', submit the details separately through the method specified in instruction kit)

#### XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Mr. V. Sreedharan

Whether associate or fellow

Associate  Fellow

Certificate of practice number

833

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ..  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director

DIN of the director

**To be digitally signed by**

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

**Attachments**

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

**List of attachments**

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**

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Date: August 23, 2024

**The Registrar of Companies, Mumbai**

100, Everest,  
Marine Drive  
Mumbai- 400002

**Dear Sir/ Madam,**

**Explanatory Notes to Form no. MGT-7 of GMR Power and Urban Infra Limited for the year ended March 31, 2024.**

1. For the **Point No. III** of Form MGT-7 with respect to Particulars of Holding, Subsidiary and Associate Companies (Including Joint Ventures), it may be noted that GMR Enterprises Private Limited (**Holding Company**) holds directly 45.41% equity and along with its subsidiaries holds 59.56%, as on March 31, 2024.

The % of shares held with respect to Subsidiary and Associate Companies (Including Joint Ventures) are calculated based on the effective share capital.

Associates includes associates of subsidiary companies.

2. For the **Point No. IV (iii)** of Form MGT-7 with respect to details of shares/ debenture transfers since closure date of last Financial Year, in terms of decision of SEBI Board Meeting dated March 28, 2018 vide SEBI PR No.09/2018 transfer of shares in physical mode is not permitted. Further, share transfers in electronic mode are captured in the records of the Depositories.
3. After **Point No. IV (i) d** of Form MGT-7 with respect to ISIN of the equity shares of the Company, the same is INE0CU601026. The form is not allowing to mention ISIN, therefore it is mentioned here.
4. For **Point No. IV (v)** of Form MGT-7 with respect to Securities (other than shares and debentures) the detailed note on the FCCBs is provided in **Annexure**.
5. Under **Point No. VI (a)** of Form MGT-7- Shareholding Pattern of Promoters, details of shareholding of Promoters include shareholding of Promoters and Promoters group.

The total Promoters shareholding as on March 31, 2024 is 27,41,09,646 constituting 45.41% and Promoter Group shareholding is 8,60,66,594 constituting 14.42%.

6. For **point No. VIII (B) (i)** of Form MGT-7 with respect to the details of Directors and Key Managerial Personnel as on the closure of Financial Year, shareholding of the Directors provided, includes shares held as Karta of HUF.

7. For the **point No. IX (C)** of Form MGT-7 with respect to the number of committee meetings held during the financial year 2023-24, the form allows to capture the details for maximum 10 meetings. The details of remaining 25 meetings are as follows:

S No.	Type of Meeting	Date of Meeting	Total number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1.	Risk Management Committee	14.08.2023	4	2	50
2.	Risk Management Committee	07.02.2024	4	2	50
3.	Environment Social and Governance Committee	02.08.2023	3	2	66.66
4.	Corporate Social Responsibility Committee	04.08.2023	3	3	100
5.	Management Committee	10.04.2023	4	3	75
6.	Management Committee	06.05.2023	4	3	75
7.	Management Committee	15.05.2023	4	3	75
8.	Management Committee	27.05.2023	4	3	75
9.	Management Committee	13.06.2023	4	4	4
10.	Management Committee	29.06.2023	4	4	4
11.	Management Committee	02.08.2023	4	3	75
12.	Management Committee	14.08.2023	4	3	75
13.	Management Committee	18.09.2023	4	3	75
14.	Management Committee	03.10.2023	4	2	50
15.	Management Committee	01.11.2023	4	4	4
16.	Management Committee	13.11.2023	4	3	75
17.	Management Committee	20.11.2023	4	3	75
18.	Management Committee	12.12.2023	4	2	50
19.	Management Committee	26.12.2023	4	2	50
20.	Management Committee	10.01.2024	4	2	50
21.	Management Committee	25.01.2024	4	3	75
22.	Management Committee	09.02.2024	4	3	75
23.	Management Committee	22.02.2024	4	3	75
24.	Management Committee	14.03.2024	4	2	50
25.	Management Committee	27.03.2024	4	3	75

Thanking you,

Kindly take the same on your record.

**For GMR Power & Urban Infra Limited**

**Vimal Prakash**

Company Secretary

M. Ship. No.: ACS 20876

Add: New Udaan Bhawan, Opp IGI Airport, New Delhi- 110037

Encl.: as above

## Annexure

### (v) Securities (other than shares and debentures)

#### I. FOREIGN CURRENCY CONVERTIBLE BONDS (FCCBs)\*:

Type of Securities	Number of securities	Nominal value of each unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Foreign Currency Convertible Bonds (FCCBs)	275	US\$ 1,000,000	US\$ 275,000,000	US\$ 1,000,000	US\$ 275,000,000

\* GMR Airports Infrastructure Limited (Previously known as GMR Infrastructure Limited) (GIL) the erstwhile Holding Company had on December 10, 2015 issued and allotted US\$ 300,000,000 7.5% Foreign Currency Convertible Bonds (FCCBs) due in 2075 to the Kuwait Investment Authority (KIA).

In terms of the Composite Scheme of Amalgamation and Arrangement ("Scheme") approved by the Hon'ble NCLT, Mumbai, the Demerged Undertaking of GIL comprising of the EPC Business and the Urban Infrastructure Business, were demerged into the Company. Pursuant to the Scheme and in accordance with the requirements of Section 2(19AA) of the Income Tax Act, 1961, and pursuant to the part of liability pertaining to the outstanding FCCBs of GIL attributable to the Demerged Undertaking stood vested to the Company. Accordingly, the FCCBs aggregating US\$ 275,000,000 (United States Dollar Two Hundred and Seventy-Five Million) stood vested to the Company. The tenure of FCCBs was 60 years from the date of allotment by the Company and convertible into 11,12,41,666 equity shares of the Company. These FCCBs were convertible into equity shares of the Company after effective date at the Option of Bondholder /Company.

On July 10, 2024, the Company at the request of KIA transferred the FCCBs to two new investors- Synergy Industrials, Metals and Power Holdings Ltd and Gram Ltd. The new bondholders exercised the right to convert the FCCBs into equity shares of the Company. Accordingly, at the request of the bondholders, the Company allotted 11,12,41,666 equity shares and got the same listed on the Stock Exchanges.

STATE OF CALIFORNIA  
DEPARTMENT OF REVENUE

DATE	DESCRIPTION	AMOUNT	TOTAL
10/10/10	STATE OF CALIFORNIA	100.00	100.00
10/11/10	STATE OF CALIFORNIA	100.00	200.00
10/12/10	STATE OF CALIFORNIA	100.00	300.00
10/13/10	STATE OF CALIFORNIA	100.00	400.00
10/14/10	STATE OF CALIFORNIA	100.00	500.00
10/15/10	STATE OF CALIFORNIA	100.00	600.00
10/16/10	STATE OF CALIFORNIA	100.00	700.00
10/17/10	STATE OF CALIFORNIA	100.00	800.00
10/18/10	STATE OF CALIFORNIA	100.00	900.00
10/19/10	STATE OF CALIFORNIA	100.00	1000.00

The above information was prepared by the Department of Revenue for the State of California. It is subject to audit and verification by the State Auditor General. The Department of Revenue is not responsible for the accuracy or completeness of the information provided herein.

This document is a summary of the information provided to the State of California. It is not intended to be a substitute for the original documents. The Department of Revenue is not responsible for the accuracy or completeness of the information provided herein.

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