



September 16, 2024

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 5th Annual General Meeting of GMR Power and Urban Infra Limited held on September 16, 2024

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

This is to inform you that the 5th Annual General Meeting of GMR Power and Urban Infra Limited was held on Monday, September 16, 2024 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.

Further to above this is to inform you that events in respect of Regulation 30 of SEBI Listing Obligations and Disclosure Requirements Regulations, 2015 will be disclosed to the stock exchanges once the scrutinizer report (along with result) is available with the Company.

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. DenaBank), Bandra (East), Mumbai - 400 051

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Summary of proceedings of the 5th Annual General Meeting of GMR Power and Urban Infra Limited held on Monday, September 16, 2024

The 5th Annual General Meeting of the Members of the Company was held on Monday, September 16, 2024 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.

Directors and KMPs in Attendance (through VC)

Category	Name of the Directors
Promoter Directors	Mr. G. M. Rao (Non-Executive Chairman) Mr. Srinivas Bommidala (Managing Director) Mr. Grandhi Kiran Kumar (Non-Executive Director)
Executive/ Non-Executive Non-Independent Directors	Mr. G. Subba Rao (Executive Director) Mr. B.V. N. Rao (Non- Executive Director) Mr. Madhva B. Terdal (Executive Director)
Non-Executive Independent Directors	Dr. Siva Kameswari Vissa Mr. Suresh Lilaram Narang Ms. Suman Naresh Sabnani Dr. Satyanarayana Beela Dr. Emandi Sankara Rao Dr. Fareed Ahmed Mr. Shantanu Ghosh
Chief Financial Officer	Mr. Suresh Bagrodia
Company Secretary & Compliance Officer	Mr. Vimal Prakash

Chairman of the respective Committees i.e. Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee were present at the Annual General Meeting.

Other Representatives in Attendance (through VC)

- Statutory Auditors – M/s. Walker Chandiok & Co LLP
- Secretarial Auditors and Scrutinizer– M/s V. Sreedharan & Associates\

Members (through VC)

Members attended the meeting through VC

Mr. G.M. Rao chaired 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 (“CFO”) of the Company.

Thereafter the following items of business as stated in the notice of AGM, were transacted at the meeting:

S. No.	Particulars	Type of resolutions
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, 2024, and the Reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To appoint a Director in place of Mr. G M Rao (DIN: 00574243), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
3.	To appoint a Director in place of Mr. Srinivas Bommidala (DIN:00061464), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
Special Business		
4.	Re-appointment of Mr. Srinivas Bommidala (DIN: 00061464) as Managing Director of the Company.	Special
5.	Re-appointment of Mr. Subbarao Gunuputi (DIN: 00064511) as an Executive Director of the Company.	Special
6.	Re-appointment of Mr. Madhva Bhimacharya Terdal (DIN: 05343139) as an Executive Director of the Company.	Special
7.	Alteration of Articles of Association of the Company	Special
8.	Ratification of remuneration to Cost Auditors of the Company for the Financial Year ended March 31, 2025.	Ordinary
9.	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.	Special
10.	Approval for Related Party Transactions between GMR Warora Energy Limited and GMR Energy Trading Limited.	Ordinary

Being interested in Item Nos. 2 to 4 of the Notice, Mr. G.M. Rao vacated the Chair and, in his place, Mr. B.V.N. Rao, Director took the Chair with the 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 12, 2024 (9.00 a.m. IST) to Sunday, September 15, 2024 (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, 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/ CFO/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 will also be posted on the Company's website.

The 5th Annual General Meeting of the Company concluded at 12:57 P.M. and thereafter voting was kept open for a further 15 minutes.
