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Indira Gandhi International Airport
New Delhi-110037
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April 1, 2020

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400001.

National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400051.

Dear Sir/Madam,

Sub: Results of Postal Ballot and e-voting

Ref: Intimation under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")

In continuation to our letter dated February 29, 2020 with regards to 'Postal Ballot Notice dated February 29 2020, please find enclosed herewith the voting results as required under Regulation 44 of the SEBI LODR as **Annexure A**.

The resolutions set out in the Postal Ballot Notice have been approved by Members with requisite majority, and shall be deemed to have been passed on March 30, 2020, being the last date of receipt of postal ballot forms/e-voting.

In this connection, please find attached the copy of Report of Scrutinizer's dated March 31, 2020 as **Annexure B**.

The above information will also be made available on the website of the Company: www.gmrgroup.in

This is for your information and records.

Thanking you,

Yours sincerely

for **GMR Infrastructure Limited**

sd/-

T. Venkat Ramana
Company Secretary &
Compliance Officer

Encl: As above

Registered Office:
Plot No. 301, G Block
7th Floor, Naman Centre
Bandra Kurla Complex (Opp. Dena Bank)
Bandra(East), Mumbai-400 051

Company Name	GMR INFRASTRUCTURE LIMITED
Date of the AGM/EGM	
Total number of shareholders on record date	369663
No. of shareholders present in the meeting either in person or Promoters and Promoter Group:	Not Applicable (Postal Ballot)
Public:	
No. of Shareholders attended the meeting through Video	Not Applicable (Postal Ballot)
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	SPECIAL - Approve divestment of minority equity stake in GMR Airports Limited and accord consent in terms of section 180(1)(a) of the Companies Act, 2013 and Regulation 24 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3838692751	3838692751	100.0000	3838692751	0	100.0000	0.0000
	Poll	3838692751	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	3838692751	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	1552657733	1071133381	68.9871	1065436016	5697365	99.4680	0.5319
	Poll	1552657733	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	1552657733	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	644594791	102346396	15.8776	102271854	74542	99.9271	0.0728
	Poll	644594791	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	644594791	0	0.0000	00	0	0.0000	0.0000
Total		6035945275	5012172528	83.0387	5006400621	5771907	99.8848	0.1152

Resolution required: (Ordinary/ Special)	SPECIAL - Approve divestment of entire equity stake in GMR Kamalanga Energy Limited held by GMR Energy Limited, a subsidiary of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3838692751	3838692751	100.0000	3838692751	0	100.0000	0.0000
	Poll	3838692751	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	3838692751	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	1552657733	1071133381	68.9871	1065436016	5697365	99.4680	0.5319
	Poll	1552657733	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	1552657733	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	644594791	102346395	15.8776	102340011	6384	99.9937	0.0062
	Poll	644594791	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	644594791	0	0.0000	00	0	0.0000	0.0000
Total		6035945275	5012172527	83.0387	5006468778	5703749	99.8862	0.1138

For GMR Infrastructure Limited

Sd/-
T. Venkat Ramana
Company Secretary



SCRUTINIZER'S REPORT

March 31, 2020

The Chairman

GMR Infrastructure Limited

Regd. Office: Plot No. 301, G Block

7th Floor, Naman Centre

Bandra Kurla Complex (Opp. Dena Bank)

Bandra (East), Mumbai- 400 051

Sir,

1. The Board of Directors of the company at its meeting held on February 20, 2020 appointed me as a Scrutinizer for scrutinizing the postal ballot voting including e voting process.

2. I submit my report as under:

The Company has completed the despatch of postal ballot forms along with postage prepaid business reply envelope on February 29, 2020 by permitted mode to those members who have not registered their email ids with the Company / RTA and completed the despatch of postal ballot notice by email on February 29, 2020 to those members who have registered their email ids with the Company / RTA.

The notice of postal ballot (physical) was sent to the members whose name(s) appeared on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on Monday, February 24, 2020.

2.1 Particulars of votes cast through electronic means have been entered in the register separately maintained for the purpose. I have been informed by Kfin Technologies Private Limited that they did not receive any postal ballot form up to 5.00 PM of March 30, 2020 being the last time and date fixed by the Company for the receipt of postal ballot forms.

2.2 Since there was no postal ballot form received, the question of keeping them under my safe custody before commencing the scrutiny does not arise.

2.3 The votes cast through electronic means were unblocked on March 30, 2020 at 5.01 P.M.

2.4 Votes cast through electronic means were scrutinized and the shareholding was matched/confirmed with the Register of Members of the company / list of beneficiaries as on Monday, February 24, 2020.

2.5 Votes cast through electronic means up to 5.00 PM of March 30, 2020 being the last time and date fixed by the company for voting through electronic means were considered for my scrutiny.

2.6 No envelope containing postal ballot form was received after March 30, 2020 up to the date of this report.

2.7 No envelope containing postal ballot forms were returned undelivered up to the date of this report.

2.8 I did not find any defaced or mutilated ballot paper.

3. A summary of votes cast through electronic means is given in **Annexure I**.

4. I have emailed all the e-registers and records relating to e-voting for the safe custody to the Company Secretary.

5. You may accordingly declare the result of e-voting done by the members of the Company for the resolutions mentioned in the Postal Ballot Notice dated February 29, 2020.

Thanking you,

For **V. Sreedharan & Associates**

Countersigned by
For GMR Infrastructure Limited

Sd/-
(Pradeep B Kulkarni)
Partner
FCS 7260; CP No. 7835

Sd/-
G M Rao
Chairman
DIN: 00574243

Place: Bengaluru

Date: March 31, 2020.

UDIN: F007260A000628265

Annexure I

GMR INFRASTRUCTURE LIMITED
 Regd. Office: Plot No. 301, G Block
 7th Floor, Naman Centre
 Bandra Kurla Complex (Opp. Dena Bank)
 Bandra (East), Mumbai- 400 051

Summary of votes cast through electronic means for the resolutions mentioned in the Postal Ballot Notice dated February 29, 2020

1. Approve divestment of minority equity stake in GMR Airports Limited and accord consent in terms of section 180(1)(a) of the Companies Act, 2013 and Regulation 24 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e. 24/02/2020) (603,59,45,275 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast (Equity Shares of Re. 1/- each)	
(a) Total e-votes received	315	503,43,12,639	83.41
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	5	2,21,40,111	0.37
(c) *Net valid e-votes (as per register)	310	501,21,72,528	83.04
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	284	500,64,00,621	99.88
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	27	57,71,907	0.12

* The total of row (d) and (e) for the column No. of members voted through e-voting system is not equal to the row (c) as one member has voted both in favour and against.

2. Approve divestment of entire equity stake in GMR Kamalanga Energy Limited held by GMR Energy Limited, a subsidiary of the Company

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e. 24/02/2020) (603,59,45,275 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast (Equity Shares of Re. 1/- each)	
(a) Total e-votes received	315	503,43,12,639	83.41
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	5	2,21,40,112	0.37
(c) *Net valid e-votes (as per register)	310	501,21,72,527	83.04
(f) e-votes with assent for the Resolution as a percentage of net valid e-votes	284	500,64,68,778	99.89
(d) e-votes with dissent for the Resolution as a percentage of net valid e-votes	27	57,03,749	0.11

* The total of row (d) and (e) for the column No. of members voted through e-voting system is not equal to the row (c) as one member has voted both in favour and against.