

September 15, 2016

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

National Stock Exchange of India Limited
Exchange Plaza
Plot no. C/1, G Block
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051

Dear Sirs,

Sub: Summary of Proceedings of the 20th (Twentieth) Annual General Meeting held on September 14, 2016

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The 20th Annual General Meeting (AGM) of GMR Infrastructure Limited (the 'Company') was held on Wednesday, September 14, 2016 at 3:00 p.m at Rangsharda Auditorium, Hotel Rangsharda, Near Lilavati Hospital, KC Marg, Bandra Reclamation Flyover, Bandra (West), Mumbai – 400050.

Chariman addressed the members and thereafter the following items of business as stated in the notice of AGM, were transacted:

1. Adoption of Audited financial statements (including consolidated financial statement) of the Company for the financial year ended March 31, 2016, and the Reports of the Board of Directors and Auditors thereon.;
2. Re-appointment of Mr. G. B. S. Raju as Director;
3. Re-appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants as Statutory Auditors of the Company.
4. Appointment of Mr. Jayesh Desai as a Director of the Company.
5. Re-appointment of Mrs. Vissa Siva Kameswari as an Independent Director of the Company.
6. Re-appointment of Mr. R.S.S.L.N. Bhaskarudu as an Independent Director of the Company.
7. Re-appointment of Mr. N.C. Sarabeswaran as an Independent Director of the Company.
8. Re-appointment of Mr. S. Sandilya as an Independent Director of the Company.
9. Re-appointment of Mr. S. Rajagopal as an Independent Director of the Company.
10. Re-appointment of Mr. C.R. Muralidharan as an Independent Director of the Company.
11. Ratification of remuneration to Cost Auditor for the financial year ending March 31, 2017.
12. Approval to make investment in securities under Section 186 of the Companies Act, 2013.
13. Ratification of the Material Related Party Transactions entered by the Company for the financial year 2015-16.
14. Approval for issue and allotment of Securities for an amount upto Rs. 2,500 Crore in one or more tranches.



Registered Office:
Naman Centre, 7th Floor
Opp. Dena Bank, Plot No. C-31
G Block, Bandra Kurla Complex
Bandra (East), Mumbai
Maharashtra, India - 400051



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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided members the facility to cast vote electronically from September 11, 2016 (9.00 a.m.) to September 13, 2016 (5.00 p.m.). Members who were present at the AGM and did not cast their votes electronically were provided an opportunity to cast their votes at the Venue of AGM through ballot papers and e voting. Mr. V Sreedharan of M/s V. Sreedharan & Associates, Practicing Company Secretary was appointed as the Scrutinizer for remote e-voting, e voting at AGM and for conduct of ballot at the AGM.

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

The Chairman informed the members that the Voting results of AGM pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 will be submitted to the Stock Exchanges within the prescribed time limit and also posted on the Company's website.

The 20th Annual General Meeting of the Company concluded at 5.30 P.M.

Kindly take the above on records.

Thanking you,

Yours faithfully,

For **GMR Infrastructure Limited**

A. S. Cherukupalli
Company Secretary & Compliance Officer

