



**GMR AIRPORTS LIMITED**  
(Formerly GMR Airports Infrastructure Limited)

September 16, 2024

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001  
**Equity Scrip: 532754**  
**Debt Scrip:**  
**975210, 975256, 975366**

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

Dear Sirs,

**Sub: Proceedings of 28<sup>th</sup> Annual General Meeting of GMR Airports Limited (formerly GMR Airports Infrastructure Limited) held today i.e., Monday, September 16, 2024**

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

This is to inform you that the 28<sup>th</sup> Annual General Meeting of GMR Airports Limited (formerly GMR Airports Infrastructure Limited) was held today i.e., 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

This is for your information and records.

Thanking you,

Yours faithfully,  
**For GMR Airports Limited**  
(Formerly GMR Airports Infrastructure Limited)

**T. Venkat Ramana**  
**Company Secretary &**  
**Compliance Officer**





**Summary of proceedings of the 28<sup>th</sup> Annual General Meeting of GMR Airports Limited (formerly GMR Airports Infrastructure Limited) (“the Company”) held on Monday, September 16, 2024**

The 28<sup>th</sup> Annual General Meeting of the Members of the Company was held on Monday, September 16, 2024 at 3:00 p.m. (IST) through Video Conferencing (‘VC’) in accordance with the applicable provisions of the Companies Act, 2013 read with the Rules made thereunder, the applicable provisions of Secretarial Standard- 2 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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)**

<b>Category</b>	<b>Name of the Directors</b>
Promoter Directors	Mr. G. M. Rao (Non-Executive Chairman) Mr. G.B.S. Raju (Vice-Chairman & Non-Executive Director) Mr. Grandhi Kiran Kumar (Managing Director & CEO) Mr. Srinivas Bommidala (Non-Executive Director)
Executive Director	Mr. Indana Prabhakara Rao (Deputy Managing Director) Mr. Alexis Benjamin Riols
Non-Executive Non-Independent Director	Mr. Philippe Pascal
Non-Executive Independent Directors	Mr. Anil Chaudhary Ms. Bijal Tushar Ajinkya Mr. Subba Rao Amarthaluru Dr. Mundayat Ramachandran Mr. Sadhu Ram Bansal Dr. Emandi Sankara Rao Mr. Suresh Lilaram Narang
Chief Financial Officer	Mr. Saurabh Chawla
Company Secretary & Compliance Officer	Mr. T. Venkat Ramana

Mr. Augustin de Romanet de Beaune and Mr. Alexandre Guillaume Roger Ziegler requested for leave of absence from the meeting due to their pre-occupation.

The Chairperson/ Authorised representative(s) of the Audit Committee, Nomination & Remuneration Committee and Stakeholders’ Relationship Committee also attended the meeting.

**Other Representatives in Attendance (through VC)**

- Mr. Anamitra Das, Statutory Auditors – M/s. Walker Chandio & Co LLP
- Mr. V Sreedharan, 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.

The following items of business as stated in the notice of AGM, were thereafter transacted:



S. No.	Particulars	Type of resolutions
<b>Ordinary Business</b>		
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 Resolution
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 Resolution
3.	To re-appoint M/s Walker Chandiook & Co LLP, Chartered Accountants, as the Statutory Auditors of the Company and to fix their remuneration	Ordinary Resolution
<b>Special Business</b>		
4.	Re-appointment of Mr. Grandhi Kiran Kumar (DIN: 00061669) as Managing Director of the Company designated as "Managing Director & CEO	Special Resolution
5.	Appointment of Mr. Indana Prabhakara Rao (DIN: 03482239) as Director of the Company	Ordinary Resolution
6.	Appointment of Mr. Indana Prabhakara Rao (DIN: 03482239), as Whole Time Director of the Company designated as "Deputy Managing Director	Special Resolution
7.	Appointment of Mr. Alexis Benjamin Riols (DIN: 10497928) as Director of the Company	Ordinary Resolution
8.	Appointment of Mr. Alexis Benjamin Riols (DIN:10497928) as an Executive Director of the Company	Special Resolution
9.	Appointment of Mr. Philippe Pascal (DIN: 08903236) as a Non-Executive Non-Independent Director of the Company	Ordinary Resolution
10.	Appointment of Mr. Augustin de Romanet de Beaune (DIN: 08883005) as a Non-Executive Non-Independent Director of the Company	Ordinary Resolution
11.	Re-appointment of Dr. Emandi Sankara Rao (DIN: 05184747) as an Independent Director	Special Resolution
12.	Re-appointment of Dr. Mundayat Ramachandran (DIN: 01573258) as an Independent Director and continuation of Directorship with the Company, post attaining the age of 75 years	Special Resolution
13.	Re-appointment of Mr. Sadhu Ram Bansal (DIN: 06471984) as an Independent Director	Special Resolution
14.	Re-appointment of Mr. Amarthaluru Subba Rao (DIN:00082313) as an Independent Director	Special Resolution
15.	Re-appointment of Ms. Bijal Tushar Ajinkya (DIN:01976832) as an Independent Director	Special Resolution
16.	Re-appointment of Mr. Suresh Lilaram Narang (DIN:08734030) as an Independent Director	Special Resolution
17.	Appointment of Mr. Alexandre Guillaume Roger Ziegler (DIN: 09382849) as an Independent Director	Special Resolution
18.	Appointment of Mr. Anil Chaudhry (DIN: 03213517) as an Independent Director	Special Resolution
19.	Approval for raising of funds through issuance of equity shares and/or other eligible securities through Qualified Institutions Placement and/or Foreign Currency Convertible Bonds	Special Resolution
20.	Alteration of Object Clause and Adoption of New Set of the Memorandum of Association of the Company	Special Resolution



Being interested in Item No. 2 and 4 of the Notice, Mr. G.M Rao, Chairman of the Meeting stepped down from the Chair for the Item nos. 2 to 4 and Mr. Indana Prabhakara Rao, Deputy Managing Director chaired the Meeting with consent of other Directors for item nos. 2 to 4.

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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, 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 attending the AGM and did not cast their votes through remote e-voting were provided an opportunity to cast their votes during the AGM through e-voting facility.

Mr. V. Sreedharan or failing him Mr. Pradeep B. Kulkarni, partners of M/s V. Sreedharan & Associates, Practicing Company Secretaries were appointed as the Scrutinizers for remote e-voting, e-voting during the AGM.

The queries raised by the Shareholders during the AGM were answered/clarified by the Chairman/Directors/ CFO/CS.

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 shall also be posted on the Company's website and will be displayed at the Registered and Corporate office of the Company.

The 28<sup>th</sup> Annual General Meeting of the Company concluded at 05:22 P.M. (IST) and thereafter e-voting was kept open for a further period of 15 minutes.

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