

September 27, 2023

BSE Limited  
1<sup>st</sup> Floor, New Trading Ring  
P.J. Towers, Dalal Street  
Mumbai - 400 001

BSE Scrip Code: 958858, 959010, 959011, 959239, 960359, 973389, 974007 and 974216

Sub: Proceeding of 31<sup>st</sup> Annual General Meeting held on Wednesday, September 27, 2023.

Ref: Regulation 51(2) read with Schedule III Part B of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to the provision of Regulation 51(2) read with Schedule III Part B of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the proceedings of 31<sup>st</sup> Annual General Meeting ("AGM") of the Members of the Company held at 03:00 P.M. on Wednesday, September 27, 2023 through video conferencing/ other audio visual means.

This is for your information and records please.

Thanking you,  
For GMR Airports Limited



Sushil Kumar Dudeja  
Company Secretary and Compliance Officer

*Megha.*

Encl: As above



## Annexure

### Proceedings of 31<sup>st</sup> Annual General Meeting of GMR Airports Limited

The 31<sup>st</sup> Annual General Meeting (“AGM”) of the Members of the GMR Airports Limited (“Company”) was held on Wednesday, September 27, 2023 at 03:00 P.M. through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”).

In the absence of the Chairman of the Board, pursuant to the provisions of Article 57 of Articles of Association of the Company, Directors present in the meeting unanimously elected Mr. Subba Rao Amarthaluru - Independent Director and Chairman of Audit Committee & Nomination and Remuneration Committee, as Chairman of the meeting. Thereafter, Mr. Subba Rao Amarthaluru, Chairman occupied the Chair and called the meeting to order as requisite quorum was present.

The following Directors and Members were present in the AGM:

(a) Directors present:

Name of Director	Designation
Mr. Subba Rao Amarthaluru	Independent Director and Chairman of Audit Committee & Nomination and Remuneration Committee
Ms. Bijal Tushar Ajinkya	Independent Director and Chairperson of Stakeholders Relationship Committee and Member of Nomination and Remuneration Committee & Audit Committee

(b) Members present:

Name of Equity Shareholders	Present in Person or through Representative	No. of Equity Shares Holds	Percentage of Holding
Aeroports de Paris	Representative	35,37,83,144	25.15
GMR Airports Infrastructure Limited (formerly known as GMR Infrastructure Limited)	Representative	42,20,00,837	30.00
GMR Infra Services Private Limited	Representative	33,54,84,897	23.85



GMR Infra Developers Limited	Representative	29,54,00,588	21.00
Mr. G R K Babu (Nominee of GMR Infra Services Private Limited)	In Person	1	0.00
<b>Total</b>		<b>1,40,66,69,467</b>	<b>100.00</b>

Mr. Sushil Kumar Dudeja – Company Secretary of the Company:

- (a) on behalf of the Chairman informed that the Meeting was held through VC in compliance with the circulars issued by the Ministry of Corporate Affairs.
- (b) addressed the members and introduced the invitees present at the meeting to the Members present.
- (c) informed the Members that the Statutory Registers and other documents as required under the Companies Act, 2013, were available for inspection throughout the meeting.

With the consent of the Members present at the meeting, the Notice conveying AGM, Directors' Report along with Annexure and the Financial Statements for the year ended March 31, 2023 along with the Auditor's Report were taken as read except the qualification to the Auditors Report. Thereafter, Mr. Sushil Kumar Dudeja, Company Secretary of the Company read the Auditors' qualification and the Board responses on that at the meeting.

The Members were given the opportunity to ask questions or seek clarifications on the Annual Report of the Company.

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

**ORDINARY BUSINESS:**

- (1) To consider and adopt:
  - (a) the Annual Audited Standalone Financial Statements for the year ended March 31, 2023, together with annexures thereto, and the reports of the Directors and Auditors thereon.
  - (b) the Annual Audited Consolidated Financial Statements of the Company for the year ended March 31, 2023, together with annexures thereto and Auditors report thereon.
- (2) To appoint a director in place of Mr. Philippe Pascal (DIN: 08903236), who retires by rotation and being eligible, offers himself for re-appointment.



- (3) To appoint a director in place of Mr. Xavier Hurstel (DIN: 08732167), who retires by rotation and being eligible, offers himself for re-appointment.
- (4) To appoint a director in place of Mr. Fernando Echegaray Del Pozo (DIN: 09168107), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

- (5) To consider and approve the reclassification of Authorised Share Capital of the Company.

All the Resolutions as per the Notice of 31<sup>st</sup> AGM were passed by the Members unanimously by show of hand in the meeting. The AGM of the Company was concluded at 03:35 P.M.

