

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L45203HR1996PLC113564

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCG8889P

(ii) (a) Name of the company

GMR AIRPORTS INFRASTRUCTURE

(b) Registered office address

Unit no. 12, 18th Floor, Tower A, Building No. 5 DLF Cyber City,
DLF Phase III DLF QE
Gurgaon, Haryana-122002

(c) *e-mail ID of the company

Gil.Cosecy@gmrgroup.in

(d) *Telephone number with STD code

01246637750

(e) Website

(iii) Date of Incorporation

10/05/1996

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serili ngampally NA

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM 18/09/2023

(b) Due date of AGM 30/09/2023

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 3

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	F	Construction	F2	Roads, railways, Utility projects	0.7
2	K	Financial and insurance Service	K8	Other financial activities	36.7
3	N	Support service to Organizations	N7	Other support services to organizations	62.6

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 41

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
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1	GMR ENTERPRISES PRIVATE LIM	U74900TN2007PTC102389	Holding	44.48
2	GMR HYDERABAD INTERNATIC	U62100TG2002PLC040118	Subsidiary	32.13
3	GMR HYDERABAD AEROTROP	U45400TG2007PLC054827	Subsidiary	32.13
4	GMR HYDERABAD AVIATION S	U45209TG2007PLC056527	Subsidiary	32.13
5	GMR AIR CARGO AND AEROSP	U45201TG2008PLC067141	Subsidiary	32.13
6	GMR AERO TECHNIC LIMITED	U35122TG2010PLC070489	Subsidiary	32.13
7	GMR AIRPORT DEVELOPERS LI	U62200HR2008PLC098389	Subsidiary	32.13
8	GMR HOSPITALITY AND RETAIL	U52100TG2008PLC060866	Subsidiary	32.13
9	GMR VISAKHAPATNAM INTERN	U74999AP2020PLC114561	Subsidiary	51
10	DELHI INTERNATIONAL AIRPOI	U63033DL2006PLC146936	Subsidiary	32.64
11	DELHI AIRPORT PARKING SERV	U63030DL2010PTC198985	Subsidiary	36.73
12	GMR AIRPORTS LIMITED	U65999HR1992PLC101718	Subsidiary	51
13	GMR CORPORATE AFFAIRS LIM	U74999KA2006PLC041279	Subsidiary	100
14	GMR BUSINESS PROCESS AND	U74900KA2011PTC060052	Subsidiary	100
15	GMR GOA INTERNATIONAL AIF	U63030GA2016PLC013017	Subsidiary	50.49
16	GMR INFRA DEVELOPERS LIMIT	U74999HR2017PLC113214	Subsidiary	100
17	RAXA SECURITY SERVICES LIM	U74920KA2005PLC036865	Subsidiary	100
18	GMR HOSPITALITY LIMITED	U55101HR2022PLC105440	Subsidiary	35.7
19	GMR NAGPUR INTERNATIONAL	U63090PN2019PLC186235	Subsidiary	51
20	GMR KANNUR DUTY FREE SERV	U74999KL2019PLC060429	Subsidiary	51
21	DELHI DUTY FREE SERVICES PR	U52599DL2009PTC191963	Subsidiary	24.96
22	GMR AIRPORTS INTERNATIONAL		Subsidiary	50.99
23	GMR AIRPORTS (MAURITIUS) L		Subsidiary	51
24	GMR AIRPORTS NETHERLANDS		Subsidiary	51
25	GMR AIRPORTS (SINGAPORE) F		Subsidiary	50.99

26	GMR AIRPORT GREECE SINGE M		Subsidiary	50.99
27	INDOSPACE PARK SHAMSHAB	U70109TG2020PLC146262	Subsidiary	32.13
28	DELHI AVIATION SERVICES PRIV	U24233DL2007PTC165308	Associate	16.32
29	DELHI AVIATION FUEL FACILIT	U74999DL2009PTC193079	Associate	8.48
30	ESR GMR LOGISTICS PARK PRIV	U70109MH2018PTC390921	Associate	9.64
31	CELEBI DELHI CARGO TERMINA	U74900DL2009FTC191359	Associate	8.48
32	TRAVEL FOOD SERVICES (DELH	U55101DL2009PTC196639	Associate	13.05
33	TIM DELHI AIRPORT ADVERTISI	U74999DL2010PTC203419	Associate	16.28
34	GMR BAJOLI HOLI HYDROPOW	U40101HP2008PTC030971	Associate	6.57
35	LAQSHYA HYDERABAD AIRPOI	U74300MH2007PTC176612	Associate	15.74
36	GMR MEGAWIDE CEBU AIRPOF		Associate	17
37	GLOBEMERCHANTS INC.		Associate	17
38	HERAKLION CRETE INTERNATIO		Associate	11.04
39	PT ANGKASA PURA AVIASI		Associate	24.99
40	MEGAWIDE GMR CONSTRUCTI		Associate	25.5
41	DIGI YATRA FOUNDATION	U63030DL2019NPL346327	Associate	4.83

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	13,550,000,000	6,035,945,275	6,035,945,275	6,035,945,275
Total amount of equity shares (in Rupees)	13,550,000,000	6,035,945,275	6,035,945,275	6,035,945,275

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY				

Number of equity shares	13,550,000,000	6,035,945,275	6,035,945,275	6,035,945,275
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	13,550,000,000	6,035,945,275	6,035,945,275	6,035,945,275

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	1,000,000	0	0	0
Total amount of preference shares (in rupees)	1,000,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
PREFERENCE				
Number of preference shares	1,000,000	0	0	0
Nominal value per share (in rupees)	1,000	1,000	1,000	1,000
Total amount of preference shares (in rupees)	1,000,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	232,281	6,035,712,960	6,035,945,275	6,035,945,275	6,035,945,275	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0

vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				0	0	
Conversion from Physical to Demat during the year						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
Shareholders holding shares in physical mode						
At the end of the year	232,281	6,035,712,9	6035945275	6,035,945,2	6,035,945,	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE776C01039

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

- Nil
 [Details being provided in a CD/Digital Media] Yes No Not Applicable
- Separate sheet attached for details of transfers Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

2

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Foreign Currency Conv	25	USD 1000000	25,000,000	USD 1000000	25,000,000
Foreign Currency Conv	330,817	EUR 1000	330,817,000	EUR 1000	330,817,000
Total	330,842		355,817,000		355,817,000

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

1,019,400,000

(ii) Net worth of the Company

42,420,100,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	9,660,070	0.16	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	3,551,505,106	58.84	0	
10.	Others Trusts	4,000	0	0	
	Total	3,561,169,176	59	0	0

Total number of shareholders (promoters)

21

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	334,776,914	5.55	0	
	(ii) Non-resident Indian (NRI)	15,892,492	0.26	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	13,000	0	0	
3.	Insurance companies	103,673,136	1.72	0	
4.	Banks	74,088,444	1.23	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	1,711,968,838	28.36	0	
7.	Mutual funds	69,953,437	1.16	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	156,785,909	2.6	0	
10.	Others NBFCs, Trusts, Clearing Mer	7,623,929	0.13	0	

	Total	2,474,776,099	41.01	0	0
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Total number of shareholders (other than promoters)

465,865

**Total number of shareholders (Promoters+Public/
Other than promoters)**

465,886

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

137

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ASN INVESTMENTS LIM	c/o Intertrust Corporate Services L			439,069,922	7.27
VEDA INVESTORS FUN	c/o Cogency Global Inc. 850 New E			204,011,194	3.38
NOMURA SINGAPORE	10 MARINA BOULEVARD 36 01 MA			199,130,930	3.3
VARANIUM INDIA OPF	SBI SG GLOBAL SECURITIES SERVIC			139,004,685	2.3
DECCAN VALUE INVES	c/o Cogency Global Inc. 850 New E			113,988,382	1.89
A/D INVESTORS FUND	c/o Cogency Global Inc. 850 New E			75,649,350	1.25
DVG 1740 FUND L.P.	c/o Cogency Global Inc. 850 New E			72,346,704	1.2
LETKO BROSSAU EMI	155 WELLINGTON STREET WEST 21			50,000,000	0.83
GOVERNMENT PENSIC	Bankplassen 2 P O Box 1179 Sentri			46,792,956	0.78
VANGUARD EMERGIN	JPMORGAN CHASE BANK N.A. IND			34,230,991	0.57
MAYBANK SECURITIES	HDFC BANK LIMITED CUSTODY OF			32,540,443	0.54
VANGUARD TOTAL IN	100 VANGUARD BOULEVARD MAL			32,068,298	0.53
GENERAL ORGANIZAT	PO BOX 2963 KING ABDULAZIZ RC			30,725,362	0.51
ISHARES CORE MSCI E	400 HOWARD STREET SAN FRANCI			22,988,752	0.38
AVIATOR GLOBAL INV	4th Floor 19 Bank Street Cybercity			20,784,287	0.34
DECCAN VALUE INVES	c/o Cogency Global Inc. 850 New E			17,967,878	0.3
VANGUARD FIDUCIAR	JPMORGAN CHASE BANK N.A. IND			14,918,400	0.25
THE WELLINGTON TRU	DEUTSCHE BANK AG DB HOUSE, H			13,616,598	0.23
WELLINGTON MANAG	CITIBANK N.A. CUSTODY SERVICES			8,799,189	0.15
EMERGING MARKETS S	JPMORGAN CHASE BANK N.A. IND			7,246,945	0.12

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
C/D INVESTORS FUND	c/o Cogency Global Inc. 850 New E			7,022,233	0.12
QUADRATURE CAPITA	Suite #7 Grand Pavilion Commerc			6,596,721	0.11
ISHARES CORE MSCIT	1209 The Corporation Trust Comp			6,345,631	0.11
H/D INVESTORS FUND	c/o Cogency Global Inc. 850 New E			6,207,088	0.1
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			5,745,795	0.1

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	21	21
Members (other than promoters)	517,146	465,865
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	3	1	3	0.01	0.05
B. Non-Promoter	1	7	0	8	0	0
(i) Non-Independent	1	1	0	2	0	0
(ii) Independent	0	6	0	6	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0

Total	2	10	1	11	0.01	0.05
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Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 14

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
MALLIKARJUNA RAO (00574243	Director	1,731,330	
KIRAN KUMAR GRAND	00061669	Managing Director	872,160	
SRINIVAS BOMMIDALA	00061464	Director	451,660	
BUCHISANYASI RAJU	00061686	Director	544,160	
BODA VENKATA NAGE	00051167	Director	182,142	
MADHVA BHIMACHAR	05343139	Director	10,000	
SURESH LILARAM NAI	08734030	Director	0	
SUBBA RAO AMARTHA	00082313	Director	0	
MUNDAYAT RAMACHA	01573258	Director	0	
BIJAL TUSHAR AJINKY	01976832	Director	0	
EMANDI SANKARA RA	05184747	Director	0	
SADHU RAM BANSAL	06471984	Director	0	
SAURABH CHAWLA	AAGPC5387G	CFO	1,100	
VENKAT RAMANA TAN	ACJPT2600E	Company Secretar	330,000	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

1

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
MADHVA BHIMACHAR	05343139	Whole-time directo	07/08/2022	Change in designation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENEED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	27/09/2022	503,917	101	58.2

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	17/05/2022	12	11	91.67
2	29/07/2022	12	11	91.67
3	02/09/2022	12	11	91.67
4	14/11/2022	12	9	75
5	14/02/2023	12	12	100
6	17/03/2023	12	11	91.67
7	19/03/2023	12	11	91.67

C. COMMITTEE MEETINGS

Number of meetings held

25

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	14/04/2022	4	4	100
2	Audit Committee	16/05/2022	4	4	100
3	Audit Committee	29/07/2022	4	4	100
4	Audit Committee	30/08/2022	4	4	100
5	Audit Committee	11/11/2022	4	4	100
6	Audit Committee	13/02/2023	4	4	100
7	Audit Committee	17/03/2023	4	4	100
8	Audit Committee	19/03/2023	4	4	100
9	Risk Management	01/08/2022	4	3	75

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
10	Risk Manager	24/01/2023	4	3	75

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	18/09/2023
								(Y/N/NA)
1	MALLIKARJUN	7	6	85.71	8	8	100	Yes
2	KIRAN KUMAR	7	7	100	11	6	54.55	Yes
3	SRINIVAS BO	7	5	71.43	8	5	62.5	Yes
4	BUCHISANYA	7	5	71.43	8	6	75	Yes
5	BODA VENKA	7	7	100	17	15	88.24	Yes
6	MADHVA BHI	7	7	100	0	0	0	Yes
7	SURESH LILA	7	5	71.43	0	0	0	Yes
8	SUBBA RAO	7	7	100	14	14	100	Yes
9	MUNDAYAT F	7	7	100	9	9	100	Yes
10	BIJAL TUSHA	7	6	85.71	0	0	0	Yes
11	EMANDI SAN	7	7	100	12	12	100	Yes
12	SADHU RAM	7	7	100	13	12	92.31	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	KIRAN KUMAR GR	Managing Direct	22,350,000	0	0	1,650,000	24,000,000
2	MADHVA BHIMACH	Whole Time Dire	9,697,805	0	0	39,600	9,737,405
	Total		32,047,805	0	0	1,689,600	33,737,405

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SAURABH CHAWL	Chief Financial C	50,387,551	0	0	909,636	51,297,187
2	VENKAT RAMANA	Company Secre	10,507,127	0	0	0	10,507,127
	Total		60,894,678	0	0	909,636	61,804,314

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SURESH LILARAM	Director	0	0	0	200,000	200,000
2	SADHU RAM BANS	Director	0	0	0	720,000	720,000
3	MUNDAYAT RAMA	Director	0	0	0	640,000	640,000
4	EMANDI SANKARA	Director	0	0	0	700,000	700,000
5	SUBBA RAO AMAF	Director	0	0	0	740,000	740,000
6	BIJAL TUSHAR.AJI	Director	0	0	0	260,000	260,000
	Total		0	0	0	3,260,000	3,260,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Mr. V Sreedharan

Whether associate or fellow

Associate Fellow

Certificate of practice number

833

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

KIRAN
KUMAR
GRANDHI

DIN of the director

00061669

To be digitally signed by

VENKAT
RAMANA
TANGIRALA

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

MGT-8-GIL_22-23.pdf
Cover letter and Annexures.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



GMR AIRPORTS INFRASTRUCTURE LIMITED

(Formerly known as GMR Infrastructure Limited)

Date: November 16, 2023

Sh. Pranay Chaturvedi
The Registrar of Companies, Delhi
4th Floor, IFCI Tower, 61,
Nehru Place, New Delhi-110019

Dear Sir,

Sub: Explanatory Note to the Form MGT-7 of GMR Airports Infrastructure Limited (Formerly GMR Infrastructure Limited) for the year ended March 31, 2023

This is to inform that:

1. For the Point No. II of Form MGT-7 with respect to the Principal Business Activities of the Company, 62.6% of the total Turnover of the Company pertains to Management Services and accordingly the same has been mentioned in the Form under the head "Support service to Organizations".
2. For the Point No. III of Form MGT-7 with respect to Particulars of Holding, Subsidiary and Associate Companies (including Joint Ventures), a clarification is provided in **Annexure I**.
3. For the Point No. IV (iii) of Form MGT-7 with respect to details of shares/ debenture transfers since closure date of last Financial Year, in terms of decision of SEBI Board Meeting dated March 28, 2018 vide SEBI PR No.09/2018 transfer of shares in physical mode is not permitted. Further, share transfers in electronic mode are captured in the records of the Depositories.
4. For the Point No. IV (v) of Form MGT-7 with respect to Share Capital, Debentures and other Securities of the Company, a clarification on Foreign Currency Convertible Bond has been provided in **Annexure II** due to difference in the Currency i.e, US Dollar and Euro.
5. For the Point No. VI (a) of Form MGT-7 with respect to the details of Shareholding Pattern of Promoters, a clarification is provided in **Annexure III** where shareholding of Promoter includes shareholding of Promoter group.
6. For the Point No. VI (b) of Form MGT-7 with respect to the column Total Number of shareholders (Promoters), Total Number of shareholders (other than Promoters) and Total Number of shareholders (Promoters + Public/ other than Promoters), the number of shareholders have been considered on PAN basis.
7. For the Point No. VI (c) of Form MGT-7 with respect to the Details of Foreign Institutional Investors (FIIs) holding shares of the Company, there is provision to fill the details of only 25 FIIs. Since the company had more than 25 FIIs, we have provided the details of remaining 113 FIIs in **Annexure-IV**.



Corporate Office: New Udaan Bhawan, Opp. Terminal 3, Indira Gandhi International Airport, New Delhi - 110 037
Registered Office: Unit No. 12, 18th Floor, Tower A, Building No. 5, DLF Cyber City, DLF Phase- III, Gurugram- 122002, Haryana, India

CIN L45203HR1996PLC113564 T +91 124 6637750 E gil.cosecy@gmrgroup.in W www.gmrinfra.com



8. For the point No. VIII (B) (i) of Annual Return with respect to the details of Directors and Key Managerial Personnel as on the closure of Financial Year, shareholding of the Directors includes shares held as Karta of HUF.
Further, please note that Mr. Grandhi Kiran Kumar is holding the position of Managing Director as well as the Chief Executive Officer of the Company.
9. For the Point No. IX (a) with respect to Members/Class /Requisitioned/NCLT/Court Convened Meetings, Total Number of Members entitled to attend meeting is mentioned as 503917 which is calculated on Folio basis.
10. For the Point No. IX (c) of Form MGT-7 with respect to Committee Meetings, there is provision to fill the details for only 10 Committee Meetings. Since the company had more than 10 Committee Meetings, we have provided in **Annexure V** containing details as required.
11. For the point no. X of Form MGT-7 with respect to the Remuneration of Directors and Key Managerial Personnel, under the heading "Number of other Directors whose remuneration details to be entered" represents Sitting fees paid to the Independent Directors.

Request you to take the same on your records.

Thanking You,

For **GMR Airports Infrastructure Limited**
(Formerly GMR Infrastructure Limited)


T. Venkat Ramana
Company Secretary
ACS 13979



Address: New Udaan Bhawan,
Opp. Terminal-3, IGI Airport,
New Delhi- 110037

Encl: as above

III. Particulars of Holding, Subsidiary and Associate Companies (including Joint Ventures)

Number of Companies for which information is to be given in the Form is mentioned as **41**.

As on March 31, 2023, GMR Hyderabad Airport Assets Limited (GHAAL) was the Step-down Subsidiary of the Company, being a Subsidiary of GMR Hyderabad International Airport Limited (GHIAL). However, on June 06, 2023, GHIAL sold its entire stake held in GHAAL, and consequently GHAAL ceased to be the Step-down Subsidiary of the Company. Post such divestment, the name of GHAAL has been changed to "Indospace Park Shamshabad Limited". Accordingly, the new name, of GHAAL, i.e., Indospace Park Shamshabad Limited is mentioned in this Form.

Further, GMR Enterprises Private Limited (Holding Company) holds 44.48% Equity Shares, directly, and along with its subsidiaries (including Trusts) holds 58.84% Equity Shares of GMR Airports Infrastructure Limited.

Further please note that the particulars of Subsidiary and Associate Companies includes Step down Subsidiaries and Associate Companies.



IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY**(v) Securities (other than shares and debentures)****I. FOREIGN CURRENCY CONVERTIBLE BONDS (FCCBs):**

Considering that the two FCCBs mentioned below are in different currencies and per unit denominations are also different, it is not possible to provide totals as required in the Form MGT-7.

Type of Securities	Number of securities	Nominal value of each unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Foreign Currency Convertible Bonds (FCCBs)	25	US\$ 1,000,000	US\$ 25,000,000	US\$ 1,000,000	US\$ 25,000,000
Foreign Currency Convertible Bonds (FCCBs)	330,817	EUR 1000	EUR 330,817,000	EUR 1000	EUR 330,817,000



VI. (a) SHARE HOLDING PATTERN – Promoters*

*The total Promoters shareholding as on March 31, 2023 is 2,685,096,480 constituting 44.48% and Promoter Group shareholding is 876,072,696 constituting 14.52%. Accordingly, the shareholding of Promoters and Promoter Group collectively is 59%.



IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

C. Committee Meetings detail- Contd.

S. No	Type of Meeting	Date of Meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
11.	Corporate Social Responsibility Committee	29/08/2022	3	3	100
12.	Nomination & Remuneration Committee	29/08/2022	3	3	100
13.	Environment, Social and Governance Committee	24/01/2023	4	3	75
14.	Stakeholders' Relationship Committee	13/05/2022	3	3	100
15.	Stakeholders' Relationship Committee	28/07/2022	3	3	100
16.	Stakeholders' Relationship Committee	07/11/2022	3	3	100
17.	Stakeholders' Relationship Committee	08/02/2023	3	3	100
18.	Management Committee	05/04/2022	5	3	60
19.	Management Committee	10/06/2022	5	3	60
20.	Management Committee	25/08/2022	5	3	60
21.	Management Committee	26/09/2022	5	2	40
22.	Management Committee	27/10/2022	5	5*	100
23.	Management Committee	17/12/2022	5	5*	100
24.	Management Committee	24/01/2023	5	5*	100
25.	Management Committee	24/03/2023	5	5*	100

*Includes participation through Audio Conferencing.



GMR AIRPORTS INFRASTRUCTURE LIMITED (FORMERLY GMR INFRASTRUCTURE LIMITED)

List of FI Shareholders as on 31/03/2023 ((FI, FPC))

VI) c

Details of Foreign institutional investors' (FIIs) holding shares of the company

SlNO	NAME/JOINT NAME(S)	ADDRESS	HOLDING	% TO EQT
26	INDIA OPPORTUNITIES GROWTH FUND LTD - PINEWOOD STRATEGIC	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	5550000	0.09
27	ISHARES CORE MSCI EM IMI UCITS ETF	JP MORGAN HOUSE IFSC DUBLIN 1	5128887	0.08
28	VANGUARD FTSE ALL-WORLD EX-US INDEX FUND, A SERIES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI	4896277	0.08
29	SOCIETE GENERALE	29 BOULEVARD HAUSSMANN PARIS	4794065	0.08
30	CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM	400 Q STREET LPE ROOM 4800 SACRAMENTO CA	4639281	0.08
31	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	4598667	0.08
32	ABU DHABI INVESTMENT AUTHORITY - MONSOON	211 CORNICHE STREET PO BOX 3600 ABU DHABI	4576194	0.08
33	BNP PARIBAS ARBITRAGE	160 162 BD MACDONALD PARIS	4268091	0.07
34	INTERNATIONAL MONETARY FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	4078496	0.07
35	STATE STREET GLOBAL SMALL CAP EQUITY EX-U.S. INDEX NON-LENDING SERIES FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W/E HIGHWAY GOREGAON EAST MUMBAI	3977445	0.07
36	SCHWAB EMERGING MARKETS EQUITY ETF	211 MAIN STREET SAN FRANCISCO CA	3335078	0.06
37	LEGAL AND GENERAL ASSURANCE (PENSION MANAGEMENT) LIMITED	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	2633222	0.04
38	ISHARES MSCI INDIA SMALL-CAP ETF	400 HOWARD STREET SAN FRANCISCO CA 94105	2461065	0.04
39	BAYVKA A2 FONDS	BNP PARIBAS HOUSE 1 NORTH AVENUE, MAKER MAXITY BANDRA KURLA COMPLEX, BANDRA EAST MUMBAI	2354254	0.04
40	COLLEGE RETIREMENT EQUITIES FUND - STOCK ACCOUNT	730 THIRD AVENUE NEW YORK NEW YORK	2060258	0.03
41	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	2016439	0.03
42	NORTHERN TRUST COLLECTIVE EMERGING MARKETS SMALL CAP INDEX FUND- NON LENDING	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	1974498	0.03
43	SYNERGY METALS AND MINING INVESTMENT HOLDINGS LIMITED	ICICI BANK LTD SMS DEPT 15TH FLOOR EMPIRE COMPLEX 414 S B MARG LOWER PAREL MUMBAI MAHARASHTRA	1839374	0.03
44	MERCER UCITS COMMON CONTRACTUAL FUND - MERCER PASSIVE GLOBAL LISTED INFRASTRUCTURE UCITS CCF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	1817583	0.03
45	MANAGED PENSION FUNDS LIMITED	20 CHURCHILL PLACE CANARY WHARF LONDON	1805832	0.03
46	WELLINGTON INDIA OPPORTUNITIES FUND, LTD	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O. BOX NO. 1142, FORT MUMBAI	1766853	0.03



47	ISHARES II PUBLIC LIMITED COMPANY - ISHARES GLOBAL INFRASTRUCTURE UCITS ETF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	1760271	0.03
48	LEGAL & GENERAL GLOBAL INFRASTRUCTURE INDEX FUND	50 Bank Street London London	1495127	0.02
49	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFO LIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFAI DG)	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	1347764	0.02
50	BLACKROCK COLLECTIVE INVESTMENT FUNDS - ISHARES EM ERGING MARKETS EQUITY INDEX FUND (UK)	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	1304327	0.02
51	MANULIFE GLOBAL FUND - INDIA EQUITY FUND	ATRIUM BUSINESS PARK 31 Z A BOURMICH	1166998	0.02
52	VANGUARD TOTAL WORLD STOCK INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	1118695	0.02
53	INTEGRATED CORE STRATEGIES ASIA PTE LTD	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	1072131	0.02
54	NORDEA 1 SICAV - INDIAN EQUITY FUND	562 RUE DE NEUDORF	965227	0.02
55	ISHARES MSCI EMERGING MARKETS SMALL-CAP ETF	400 HOWARD STREET SAN FRANCISCO CA 94105	962869	0.02
56	VANGUARD FUNDS PUBLIC LIMITED COMPANY - VANGUARD F TSE EMERGING MARKETS UCITS ETF	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	950752	0.02
57	FIDELITY SALEM STREET TRUST FIDELITY TOTAL INTERNA TIONAL INDEX FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	839875	0.01
58	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX SECURITIES LENDING FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	779022	0.01
59	UPS GROUP TRUST	55 GLENLAKE PKWY NE ATLANTA GEORGIA	775820	0.01
60	ISHARES IV PUBLIC LIMITED COMPANY- ISHARES MSCI EM IMI ESG SCREENED UCITS ETF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	773882	0.01
61	PGGM WORLD EQUITY II B. V.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	769825	0.01
62	HSBC BANK PLC AS TRUSTEE OF STATE STREET AUT EMERG ING MARKET SCREENED (EX CONTROVERSIES AND CW) INDE X EQUITY FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	757078	0.01
63	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX NON- LENDING COMMON TRUST FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	717022	0.01
64	BVK PERSONALVORSORGE DES KANTONS ZURICH	STAMPFENBACHSTRASSE 63 8006 ZURICH	704466	0.01
65	PUB EQUITIES EMERGING MARKETS 2	UETLIBERGSTRASSE 231 ZURICH	691487	0.01
66	DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIM ENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	689090	0.01
67	EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF D FA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	649783	0.01
68	VANGUARD FUNDS PUBLIC LIMITED COMPANY - VANGUARD F TSE ALL-WORLD UCITS ETF	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	640114	0.01

69	LEGAL & GENERAL GLOBAL EMERGING MARKETS INDEX FUND	50 Bank Street London	637472	0.01
70	SSGA SPDR ETFs EUROPE II PLC-SPDR MORNINGSTAR MULT I-ASSET GLOBAL INFRASTRUCTURE UCITS ETF	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	634533	0.01
71	ISHARES MSCI EM SMALL CAP UCITS ETF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	628919	0.01
72	SPDR S AND P EMERGING ASIA PACIFIC ETF	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	552354	0.01
73	STATE STREET GLOBAL ALL CAP EQUITY EX-US INDEX PORTFOLIO	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	532807	0.01
74	FRANKLIN LIBERTYSHARES ICAV - FRANKLIN FTSE INDIA UCITS ETF	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	525280	0.01
75	PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	277 EAST TOWN STREET COLUMBUS OH 43215 USA	475211	0.01
76	DIMENSIONAL WORLD EX U.S. CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	467387	0.01
77	HSBC POOLED INVESTMENT FUND - HSBC POOLED ASIA PACIFIC EX JAPAN EQUITY INDEX TRACKING FUND	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI	451410	0.01
78	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKET S EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	442219	0.01
79	THE REGENTS OF THE UNIVERSITY OF CALIFORNIA - STATE STREET GLOBAL ADVISORS	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	409083	0.01
80	SSGA SPDR ETFs EUROPE I PUBLIC LIMITED COMPANY - S PDR MSCI EMERGING MARKETS SMALL CAP UCITS ETF	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	408720	0.01
81	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND B	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	407982	0.01
82	MERCER QIF FUND PLC-MERCER INVESTMENT FUND 1	70 SIR JOHN ROGERSON'S QUAY DUBLIN 2	383910	0.01
83	CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN	360 E Second Street Suite 600 Los Angeles CA	305996	0.01
84	ALASKA PERMANENT FUND	801 WEST 10TH STREET JUNEAU ALASKA	293568	0.00
85	MERCER UCITS COMMON CONTRACTUAL FUND - NFU MUTUAL GLOBAL REGIONAL CORE FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	262130	0.00
86	EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	250055	0.00
87	FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE INDIA ETF	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	247032	0.00
88	UTAH STATE RETIREMENT SYSTEMS	540 East 200 South Salt Lake City Utah	243916	0.00
89	DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	241506	0.00
90	WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	224422	0.00

91	EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	219841	0.00
92	ISHARES CORE MSCI EMERGING MARKETS IMI INDEX ETF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	193217	0.00
93	PEOPLE'S BANK OF CHINA	NO 32 CHENG FANG STREET XICHENG DISTRICT BEIJING	171446	0.00
94	PUB EQUITIES EMERGING MARKETS 1	UETLIBERGSTRASSE 231 ZURICH	166136	0.00
95	STICHTING SHELL PENSIOENFONDS	BOGAARDPLEIN 41 RIJSWIJK ZH	164814	0.00
96	DFA INTERNATIONAL CORE EQUITY FUND	SUITE 1520 - 1500 WEST GEORGIA STREET VANCOUVER BRITISH COLUMBIA	159848	0.00
97	UNIVERSAL - INVESTMENT - GESELLSCHAFT MBH ON BEHALF OF FOERUKA PENSION UNIVERSAL	JPMORGAN CHASE BANK N.A., INDIA SUB CUSTODY, 6th FLOOR, PARADIGM B, MINDSPACE, MALAD W, MUMBAI	154728	0.00
98	VANGUARD INVESTMENTS FUNDS ICVC-VANGUARD FTSE GLOBAL ALL CAP INDEX FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	153171	0.00
99	NORTHERN TRUST COMMON ALL COUNTRY WORLD EX-US INVESTABLE MARKET INDEX FUND-NON LENDING	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	132302	0.00
100	HSBC INDEX TRACKER INVESTMENTS FUNDS FTSE ALL-WORLD INDEX FUND	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	131294	0.00
101	WULAR INDIA FUND	4th Floor 19 Bank Street Cybercity Ebene	120533	0.00
102	BNYM MELLON DB SL ACWI EX-U.S. SMALL CAP FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	116815	0.00
103	DFA INTERNATIONAL VECTOR EQUITY FUND	SUITE 1520 - 1500 WEST GEORGIA STREET VANCOUVER BRITISH COLUMBIA	114631	0.00
104	UBS ASSET MANAGEMENT LIFE LTD	5 BROADGATE LONDON	112786	0.00
105	CITRINE FUND LIMITED	4TH FLOOR RAFFLES TOWER 19 CYBERCITY EBENE	100000	0.00
106	DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	25/28 NORTH WALL QUAY DUBLIN 1	98733	0.00
107	VANGUARD ASIA EX JAPAN SHARES INDEX FUND	LEVEL 34 FRESHWATER PLACE 2 SOUTH BANK BOULEVARD SOUTH BANK VICTORIA	95401	0.00
108	GOLDMAN SACHS (SINGAPORE) PTE. - ODI	STANDARD CHARTERED BANK SECURITIES SERVICES OPERATIONS 3RD FLOOR, 23-25, M.G ROAD FORT, MUMBAI, INDIA	89754	0.00
110	NORTHERN TRUST COLLECTIVE EMERGING MARKETS EX CHINA INVESTABLE MARKET INDEX FUND - NON-LENDING	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	83929	0.00
111	WELLINGTON MASTER EMERGING ALTERNATIVES FUND (CAYMAN) L.P.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	80572	0.00
112	GOLDMAN SACHS INVESTMENTS (MAURITIUS) I LTD	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23-25, MAHATMA GANDHI ROAD FORT, MUMBAI	79398	0.00
113	STATE STREET IRELAND UNIT TRUST STATE STREET IUT EMERGING MARKET EQUITY INDEX FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	75986	0.00
114	WORLD ALLOCATION 60/40 FUND OF DIMENSIONAL FUNDS PLC	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	73760	0.00

115	ALLIANZ GLOBAL INVESTORS GMBH ACTING ON BEHALF OF ALLIANZGI-FONDS DSPT	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	69402	0.00
116	JOHN HANCOCK FUNDS II EMERGING MARKETS FUND	601 CONGRESS STREET BOSTON MA 02210 2805 USA	68540	0.00
117	ISHARES EMERGING MARKETS IMI EQUITY INDEX FUND	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	68437	0.00
118	SHELL PENSIONS TRUST LIMITED AS TRUSTEE OF THE SHELL CONTRIBUTORY PENSION FUND	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	65395	0.00
119	PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF NEW MEXICO	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI	58068	0.00
120	FLEXSHARES MORNINGSTAR EMERGING MARKETS FACTOR TILT INDEX FUND	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	48418	0.00
121	ULLICO DIVERSIFIED INTERNATIONAL EQUITY FUND, L.P.	8403 COLESVILLE ROAD 13TH FLR SILVER SPRING MD 20910 UNITED STATES	48276	0.00
122	AUSTRALIAN RETIREMENT TRUST MANAGED BY STATE STREET GLOBAL ADVISORS, AUSTRALIA LIMITED - SUQP	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	44666	0.00
123	REASSURE LIMITED	WINDSOR HOUSE IRONMASTERS WAY TELFORD	41421	0.00
124	AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARKETS EQUITY FUND	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	35363	0.00
125	BLACKROCK AQUILA EMERGING MARKETS FUND	12 THROGMORTON AVENUE LONDON	34752	0.00
126	MORGAN STANLEY ASIA (SINGAPORE) PTE.	23 Church Street 16-01 Capital Square	22500	0.00
127	WISDOMTREE INDIA EX-STATE-OWNED ENTERPRISES FUND	245 PARK AVENUE 35TH FLOOR NEW YORK N Y 10167	20660	0.00
128	AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EMERGING MARKETS EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	19819	0.00
129	BLACKROCK STRATEGIC FUNDS - BLACKROCK ASIA PACIFIC DIVERSIFIED EQUITY ABSOLUTE RETURN FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	16228	0.00
130	AVIATOR EMERGING MARKET FUND	8TH FLOOR EBENE TOWER 52 CYBERCITY EBENE MAURITIUS	15000	0.00
131	COPTHALL MAURITIUS INVESTMENT LIMITED - NON ODI ACCOUNT	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	14115	0.00
132	STATE STREET MSCI ACWI EX USA IMI SCREENED NON-LENDING COMMON TRUST FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	14070	0.00
133	BOFA SECURITIES EUROPE SA	51 rue La Boetie Paris	12001	0.00
134	FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE ASIA EX JAPAN ETF	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	11893	0.00
135	THE INCUBATION FUND, LTD.	89 NEXUS WAY CAMANA BAY GRAND CAYMAN	9292	0.00
136	CC&L Q EMERGING MARKETS EQUITY UCITS FUND, A SUB-FUND OF CONNOR, CLARK & LUNN UCITS ICAV	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	7139	0.00
137	WISDOMTREE EMERGING MARKETS EX-CHINA FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	4465	0.00

138	WISDOMTREE ISSUER ICAV - WISDOMTREE EMERGING MARKE TS EX-STATE-OWNED ENTERPRISES ESG SCREENED UCITS E TF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	1693	0.00
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**Form No. MGT-8**

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies
(Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **GMR AIRPORTS INFRASTRUCTURE LIMITED** (*formerly known as GMR INFRASTRUCTURE LIMITED*) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on March 31, 2023. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:
1. Its status under the Act;
 2. Maintenance of registers/records & making entries therein within the time prescribed therefor;
 3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Court or other authorities within the prescribed time. The Company was not required to file any form or return with the Central Government during the period under review.

VISHWANATHAN
HAN
SREEDHARAN
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VISHWANATHAN
SREEDHARAN
Date: 2023.11.16
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4. Calling / convening/ holding meetings of Board of Directors or its committees, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5. Closure of Register of Members from September 20, 2022 to September 27,2022 (both days inclusive) for the financial year ending on March 31,2023. There was no closure of register of other security holders during the period under review;
6. Advances/loans to its directors and/or persons or firms or companies referred to in section 185 of the Act. **(Not applicable to the Company during the financial year under review)**;
7. Contracts/arrangements with related parties as specified in section 188 of the Act;
8. Issuance of Foreign Currency Convertible Bonds ("FCCB"), re-denomination of FCCB and issuance of Duplicate share certificates. There was no allotment, transmission/ buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/conversion of shares/ securities during the period under review.
9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act. **(Not applicable to the Company during the financial year under review)**;
10. Declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act. **(Not applicable to the Company during the financial year under review)**;
11. Signing of audited financial statement and report of directors as per the provisions of section 134 of the Companies Act, 2013;
12. Constitution and disclosures of the Directors, Key Managerial Personnel (KMP) and the remuneration paid to them. There was no appointment / re-appointment / retirement/ filling up of casual vacancy of directors and KMP during the period under review;

13. Appointment of auditors as per the provisions of section 139 of the Act. There was no casual vacancy of auditors during the year;
14. Approvals required to be taken from the Registrar of Companies, Regional Director, Court or such other authorities under the various provisions of the Act. There were no approvals required to be taken from the Central Government during the period under review.
15. Acceptance/ renewal/ repayment of deposits; **(Not applicable to the Company during the financial year under review);**
16. Borrowings from public financial institution and others, modification and satisfaction of charge in respect thereof. The Company has not borrowed any amount from its directors and members. There was no creation charge made during the period under review.
17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act. **(Not applicable to the Company during the financial year under review);**
18. Alteration of the provisions of the Memorandum of Association and Articles of Association of the Company.

For **V. Sreedharan & Associates**

VISHWANATHAN
SREEDHARAN

(V. Sreedharan)

Partner

FCS 2347; CP No.833

Place: Bengaluru.

Date: November 16,2023

UDIN : F002347E001911353

Peer Review Certificate No. 589/2019

Address: Plot No. 293 ,#201,2nd Floor, 10th Main Road, 3rd Block, Jayanagar-560011.

This certificate is to be read with Annexure which forms an integral part of this certificate.

Annexure

To,

GMR Airports Infrastructure Limited

(formerly known as GMR Infrastructure Limited),

Our certificate in Form MGT 8 on the Annual Return (MGT-7) for the financial year ended on March 31, 2023 is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Annual Return (Form MGT-7). We believe that the process and practices we followed provide a reasonable basis for our opinion.
3. The compliance of the provisions of the Companies Act 2013, rules, regulations and standards is the responsibility of the Management. Our examination was limited to the verification of records on test basis.

For V. Sreedharan & Associates

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VISHWANATHAN
SREEDHARAN
Date: 2023.11.16
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(V. Sreedharan)

Partner

FCS 2347; CP No.833

Place: Bengaluru.

Date: November 16,2023

UDIN : F002347E001911353

Peer Review Certificate No. 589/2019

Address: Plot No. 293, #201, 2nd Floor, 10th Main Road, 3rd Block, Jayanagar-560011.