



## GMR AIRPORTS INFRASTRUCTURE LIMITED

(Formerly known as GMR Infrastructure Limited)

December 02, 2023

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001  
Scrip: 532754

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 NCLT Convened Meeting of Equity Shareholders of GMR Airports Infrastructure Limited (Formerly GMR Infrastructure Limited) held on Saturday, December 02, 2023**

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

Please find attached the proceedings of the National Company Law Tribunal (NCLT) Convened Meeting of Equity Shareholders of GMR Airports Infrastructure Limited (Formerly GMR Infrastructure Limited) held today, i.e. Saturday, December 02, 2023 through Video Conferencing ('VC') in accordance with the order of Hon'ble NCLT, Chandigarh bench dated October 10, 2023, circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, in compliance with Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and records.

Thanking you,

Yours faithfully,

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

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



**Summary of proceedings of the NCLT Convened Meeting of Equity Shareholders of GMR Airports Infrastructure Limited (Formerly GMR Infrastructure Limited) ("the Company") held on Saturday, December 02, 2023.**

The NCLT Convened Meeting ("NCM") of the Equity Shareholders of the Company was held on Saturday, December 02, 2023 at 10:00 a.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 order of Hon'ble NCLT, Chandigarh Bench, circular(s) issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India towards conduct of the Meeting through Video Conference were observed and followed.

**Chairperson, Directors and KMPs in Attendance (through VC)**

<b>Category</b>	<b>Name of the Directors</b>
Chairperson of the NCM	Mr. Balvinder Singh
Alternate Chairperson of the NCM	Mr. Ranvijay Singh Rana
Directors of the Company	Mr. G. M. Rao (Chairman) Mr. Grandhi Kiran Kumar (Managing Director and CEO) Mr. Srinivas Bommidala Mr. G.B.S. Raju Mr. B.V.N. Rao Mr. Madhva B. Terdal 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

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

- Mr. K.V. Singhal – Scrutinizer for the NCM
- Statutory Auditors – M/s. Walker Chandiook & Co LLP



- Secretarial Auditors – M/s V. Sreedharan & Associates

Mr. Balvinder Singh, chaired the NCM. The requisite quorum being present, the Chairperson called the meeting to order. The Chairperson informed that the Meeting was held through VC in compliance with the Order of Hon'ble NCLT, Chandigarh bench, circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India from time to time. The Company Secretary made all necessary announcements and briefed the members on the VC procedures. The Chairperson addressed the members and thereafter a detailed presentation was made by the Chief Financial Officer ("CFO") and the Company Secretary of the Company.

The below mentioned item of business as stated in the Notice of NCM, was thereafter transacted:

1. Approval of the proposed composite scheme of amalgamation and arrangement amongst GMR Airports Limited ("Transferor Company 1") and GMR Infra Developers Limited ("Transferor Company 2") and GMR Airports Infrastructure Limited (formerly GMR Infrastructure Limited) ("Transferee Company") and their respective shareholders and creditors, pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013.

The Company in compliance with the 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 Wednesday, November 29, 2023 (9.00 a.m. IST) to Friday, December 01, 2023 (5.00 p.m. IST) (remote e-voting). Members who were attending the NCM and did not cast their votes through remote e-voting were provided an opportunity to cast their votes during the NCM through e-voting facility.

Mr. K.V. Singhal, advocate, was appointed as the Scrutinizer for remote e-voting, e-voting during the NCM.

The queries raised by the Shareholders during NCM were answered/clarified by the CFO/Company Secretary.

The Chairperson informed the members that the Voting results of NCM 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 NCLT Convened Meeting of the Company concluded at 11:13 A.M. and thereafter e-voting was kept open for a further period of 15 minutes.

