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September 22, 2018

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 Sir/Madam,

Sub: Submission of disclosures under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR)

Ref: 22nd Annual General Meeting of GMR Infrastructure Limited held on Friday, September 21, 2018

This is to inform you that the 22nd Annual General Meeting of GMR Infrastructure Limited was held on Friday, September 21, 2018 in this regard, please find enclosed following:-

- 1. Summary proceedings as required under Regulation 30, Part A of Schedule III of the SEBI LODR as **Annexure A**.
- 2. Voting results as required under Regulation 44 of the SEBI LODR accompanied with scrutinizer's Report as **Annexure B**.

Kindly take the above on record.

For GMR Infrastructure Limited

T. Venkat Ramana Company Secretary & Compliance Officer

Encl: As above

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

Summary of proceedings of the 22nd Annual General Meeting of GMR Infrastructure Limited held on Friday, September 21, 2018

The 22nd Annual General Meeting of the Members of the Company was held on Friday, September 21, 2018 at 3:00 p.m at Rangsharda Auditorium, Hotel Rangsharda, Near Lilavati Hospital, KC Marg, Bandra Reclamation Flyover, Bandra (West), Mumbai – 400050.

Mr. G.M Rao, Chairman, chaired the meeting and addressed the members, authorised representatives, proxies and invitees and conducted the proceedings of the meeting. 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, 2018 and the Reports of the Board of Directors and Auditors thereon;
- 2. Re-appointment of Mr. Srinivas Bommidala as Director who retires by rotation;
- 3. Ratification of remuneration to Cost Auditor for the financial year ending March 31, 2019;
- 4. Appointment of Mr. Vikas Deep Gupta as a Director of the Company;
- 5. Approval for continuation of Mr. R.S.S.L.N. Bhaskarudu as a Non- Executive Independent Director of the Company beyond the age of 75 years;
- 6. Approval for continuation of Mr. N.C. Sarabeswaran as a Non- Executive Independent Director of the Company beyond the age of 75 years;
- 7. Approval for continuation of Mr. S. Rajagopal as a Non- Executive Independent Director of the Company beyond the age of 75 years;
- 8. Approval for issue and allotment of securities, for an amount upto Rs. 2,500 Crore in one or more tranches;
- 9. Approval for issue and allotment of Optionally Convertible Debentures of upto Rs.402 Crores.

Mr. G.M. Rao, being interested in agenda items no. 2, as mentioned above did not participated in the proceeding. For transacting this agenda item no. 2, Mr. R.S.S.L.N. Bhaskarudu chaired the meeting.

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 18, 2018 (9.00 a.m.) to September 20, 2018 (5.00 p.m.) (remote e-voting). Members who were present at the AGM and did not cast their votes through remote e-voting, were provided an opportunity to cast their votes at the Venue of AGM through e-voting (insta poll).

Mr. V Sreedharan of M/s V. Sreedharan & Associates, Practicing Company Secretary was appointed as the Scrutinizer for remote e-voting, e-voting (insta poll) at the AGM.

The queries raised by the Shareholders at the AGM were answered/clairified by the Chairrman and other Directors.

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 22nd Annual General Meeting of the Company concluded at 6.00 P.M.

ANNEXURE-B

	GMR INFRASTRUCTURE LIMITED
Date of the AGM	21-09-2018
Total number of shareholders on record date	414820
No. of shareholders present in the meeting either in person or through	
Promoters and Promoter Group:	11
Public:	69
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required:	ORDINARY - Ador	tion of Audited financi	al statements (incl	uding consolidated	l financial stateme	nts) of the Compan	v for the financial vea	r ended March 31.
(Ordinary/ Special)		oorts of the Board of Di	•	•		,	,,,,,	
· · · ·								
Whether promoter/ promoter								
group are interested in the								
agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting		3798301776			-		
	Poll	3798301776	0	0.00	00	0	0.00	0.00
	Postal Ballot (if							
Promoter and Promoter Group			0	0.00	00		0.00	
	Total		3798301776				100.00	
	E-Voting	-	909324624	57.14	676231301	233093323	74.37	
	Poll Postal Ballot (if	1591503097	0	0.00	00	0	0.00	0.00
Public- Institutions	applicable)			0.00	00	0	0.00	0.00
	Total		909324624	57.14		233093323	74.37	
	E-Voting		226428	0.04	226028	400	99.82	
	Poll	1	577706		577704	400	100.00	
	Postal Ballot (if	646140402	5.7700	0.05	5.7704		100.00	0.00
Public- Non Institutions	applicable)		o	0.00	00	0	0.00	0.00
	Total		804134	0.12	803732	402	99.95	
Total	Total	6035945275	4708430534	78.01	4475336809	233093725	95.05	4.95

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-a	ppointment of Mr. Srini	vas Bommidala as	Director who retire	es by rotation			
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting		3794986626	99.91	3794986626	0	100.00	0.00
	Poll	3798301776	0	0.00	00	0	0.00	0.00
	Postal Ballot (if	3/98301//6						
Promoter and Promoter Group	applicable)		0	0.00	00	0	0.00	0.00
	Total		3794986626	99.91	3794986626	0	100.00	0.00
	E-Voting		911264101	57.26	850187106		93.30	
	Poll	1591503097	0	0.00	00	0	0.00	0.00
	Postal Ballot (if	1391303097						
Public- Institutions	applicable)		0	0.00	00	0	0.00	0.00
	Total		911264101	57.26	850187106	61076995	93.30	6.70
	E-Voting		226378	0.04	223174	3204	98.58	1.42
	Poll	646140402	577706	0.09	577404	302	99.95	0.05
	Postal Ballot (if	040140402						
Public- Non Institutions	applicable)		0	0.00	00	0	0.00	0.00
	Total		804084	0.12	800578	3506	99.56	i 0.44
Total	Total	6035945275	4707054811	77.98	4645974310	61080501	98.70	1.30

Resolution No.	3							
Resolution required:	-	ication of remuneration	to Cost Auditor fo	or the financial year	rending March 31	2019		
(Ordinary/ Special)				in the initialities year	i chung march 51,	2015		
Whether promoter/ promoter	No							
group are interested in the								
agenda/resolution?								
Category	Mode of Voting	No. of shares held (1)	No. of votes	% of Votes Polled	No. of Votes – in	No. of Votes –	% of Votes in favour	% of Votes against
			polled (2)	on outstanding	favour (4)	against (5)	on votes polled	on votes polled
				shares			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
				(3)=[(2)/(1)]* 100				
	E-Voting		3798301776	100.00	3798301776			0.00
	Poll	3798301776	0	0.00	00	0	0.00	0.00
	Postal Ballot (if	3/30301//0						
Promoter and Promoter Group			0	0.00				0.00
	Total		3798301776	100.00				0.00
	E-Voting	4	911264101	57.26		0		0.00
	Poll	1591503097	0	0.00	00	0	0.00	0.00
	Postal Ballot (if							
Public- Institutions	applicable)		0	0.00				0.00
	Total		911264101	57.26				0.00
	E-Voting	-	226428	0.04				1.09
	Poll Postal Ballot (if	646140402	577706	0.09	577704	2	100.00	0.00
	Postal Ballot IIT						0.00	0.00
Dublic Nen Institutions				0.00				
Public- Non Institutions	applicable)		0	0.00			0.00	
Public- Non Institutions	applicable) Total	6035945275	804134	0.12	801672	2462	99.69	0.31
Public- Non Institutions	applicable)	6035945275	804134		801672	2462	99.69	
Public- Non Institutions Resolution No.	applicable) Total	6035945275	804134	0.12	801672	2462	99.69	0.31
	applicable) Total Total 4	6035945275 Dintment of Mr. Vikas D	804134 4710370011	0.12 78.04	801672 4710367549	2462	99.69	0.31
Resolution No.	applicable) Total Total 4		804134 4710370011	0.12 78.04	801672 4710367549	2462	99.69	0.31
Resolution No. Resolution required:	applicable) Total Total 4 ORDINARY - Appo		804134 4710370011	0.12 78.04	801672 4710367549	2462	99.69	0.31
Resolution No. Resolution required: Whether promoter/ promoter	applicable) Total Total 4 ORDINARY - Appo		804134 4710370011	0.12 78.04	801672 4710367549	2462	99.69	0.31
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the	applicable) Total Total 4 ORDINARY - Appo		804134 4710370011	0.12 78.04	801672 4710367549 any	2462	99.69	0.31
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?	applicable) Total Total 4 ORDINARY - Appo No	bintment of Mr. Vikas D	804134 4710370011 Neep Gupta as a Dir	0.12 78.04 ector of the Compa	801672 4710367549 any	2462 2462	99.69 100.00	0.31
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?	applicable) Total Total 4 ORDINARY - Appo No	bintment of Mr. Vikas D	804134 4710370011 Reep Gupta as a Dir	0.12 78.04 ector of the Compa % of Votes Polled	801672 4710367549 any No. of Votes – in	2462 2462 2462 No. of Votes -	99.69 100.00 % of Votes in favour	0.31 0.00 % of Votes against
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?	applicable) Total Total 4 ORDINARY - Appo No	bintment of Mr. Vikas D	804134 4710370011 Reep Gupta as a Dir	0.12 78.04 ector of the Compa % of Votes Polled on outstanding	801672 4710367549 any No. of Votes – in	2462 2462 2462 No. of Votes -	99.69 100.00 % of Votes in favour on votes polled	0.31 0.00 % of Votes against on votes polled
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?	applicable) Total Total 4 ORDINARY - Appo No	bintment of Mr. Vikas D	804134 4710370011 Reep Gupta as a Dir	0.12 78.04 ector of the Compa % of Votes Polled on outstanding shares	801672 4710367549 any No. of Votes – in	2462 2462 2462 No. of Votes -	99.69 100.00 % of Votes in favour on votes polled	0.31 0.00 % of Votes against on votes polled
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?	applicable) Total Total 4 ORDINARY - Appo No Mode of Voting	bintment of Mr. Vikas D	804134 4710370011 Reep Gupta as a Dir No. of votes polled (2)	0.12 78.04 ector of the Compa % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	801672 4710367549 any No. of Votes – in favour (4)	2462 2462 No. of Votes – against (5)	99.69 100.00 % of Votes in favour on votes polled (6)=[(4)/(2]]*100	0.31 0.00 % of Votes against on votes polled (7)=[(5)/(2)]*100
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?	applicable) Total Total 4 ORDINARY - Appo No Mode of Voting E-Voting	No. of shares held (1)	804134 4710370011 eep Gupta as a Dir No. of votes polled (2) 3798301776	0.12 78.04 ector of the Compa % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00	801672 4710367549 any No. of Votes – in favour (4) 3798301776	2462 2462 No. of Votes – against (5)	99.69 100.00 % of Votes in favour on votes polled (6)=[(4)/(2]]*100 100.00	0.31 0.00 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?	applicable) Total Total 4 ORDINARY - Appo No Mode of Voting	bintment of Mr. Vikas D	804134 4710370011 eep Gupta as a Dir No. of votes polled (2) 3798301776	0.12 78.04 ector of the Compa % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	801672 4710367549 any No. of Votes – in favour (4) 3798301776	2462 2462 No. of Votes – against (5)	99.69 100.00 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00	0.31 0.00 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category	applicable) Total Total 4 ORDINARY - Appo No Mode of Voting E-Voting Poll Postal Ballot (if	No. of shares held (1)	804134 4710370011 eep Gupta as a Dir No. of votes polled (2) 3798301776	0.12 78.04 ector of the Compa % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00	801672 4710367549 any No. of Votes – in favour (4) 3798301776 00	2462 2462 No. of Votes - against (5) 0 0	99.69 100.00 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00	0.31 0.00 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?	applicable) Total Total 4 ORDINARY - Appo No Mode of Voting E-Voting Poll	No. of shares held (1)	804134 4710370011 eep Gupta as a Dir No. of votes polled (2) 3798301776	0.12 78.04 ector of the Compa % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00	801672 4710367549 any No. of Votes - in favour (4) 3798301776 00	2462 2462 No. of Votes - against (5) 0 0 0	99.69 100.00 % of Votes in favour on votes polled (6)=[(4)/(2]]*100 100.00 0.00	0.31 0.00 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category	applicable) Total Total 4 ORDINARY - Appo No Mode of Voting E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1)	804134 4710370011 Heep Gupta as a Dir No. of votes polled (2) 3798301776 0 0	0.12 78.04 ector of the Compa % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.00 0.00	801672 4710367549 any No. of Votes – in favour (4) 3798301776 00 00 3798301776	2462 2462 No. of Votes – against (5) 0 0 0 0 0	99.69 100.00 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00 0.00	0.31 0.00 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category	applicable) Total Total 4 ORDINARY - Appo No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total	No. of shares held (1)	804134 4710370011 leep Gupta as a Dir No. of votes polled (2) 3798301776 0 0 3798301776	0.12 78.04 ector of the Compa % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00 0.00 57.26	801672 4710367549 any No. of Votes – in favour (4) 3798301776 00 00 3798301776 850187106	2462 2462 No. of Votes - against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0	99.69 100.00 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00 0.00 0.00 93.30	0.31 0.00 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category	applicable) Total Total 4 ORDINARY - Appo No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting	No. of shares held (1)	804134 4710370011 Heep Gupta as a Dir No. of votes polled (2) 3798301776 0 0 3798301776 911264101	0.12 78.04 ector of the Compa % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00 0.00 57.26	801672 4710367549 any No. of Votes – in favour (4) 3798301776 00 00 3798301776 850187106	2462 2462 No. of Votes - against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0	99.69 100.00 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00 0.00 93.30	0.31 0.00 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category	applicable) Total Total 4 ORDINARY - Appo No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll	No. of shares held (1)	804134 4710370011 Heep Gupta as a Dir No. of votes polled (2) 3798301776 0 0 3798301776 911264101	0.12 78.04 ector of the Compa % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00 0.00 57.26	801672 4710367549 any No. of Votes - in favour (4) 3798301776 00 3798301776 850187106 00	2462 2462 No. of Votes - against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	99.69 100.00 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00 0.00 93.30	0.31 0.00 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	applicable) Total Total 4 ORDINARY - Appo No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if	No. of shares held (1)	804134 4710370011 eep Gupta as a Dir No. of votes polled (2) 3798301776 0 3798301776 911264101 0	0.12 78.04 ector of the Compa % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.00 0.00 0.00 100.00 57.26 0.00	801672 4710367549 any No. of Votes – in favour (4) 3798301776 00 3798301776 850187106 00 00	2462 2462 No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	99.69 100.00 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00 100.00 93.30 0.00 0.00 0.00	0.31 0.00 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	applicable) Total Total 4 ORDINARY - Appo No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1)	804134 4710370011 Heep Gupta as a Dir No. of votes polled (2) 3798301776 0 0 3798301776 911264101 0 0	0.12 78.04 ector of the Compa % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.00 0.00 100.00 57.26 0.00 0.00	801672 4710367549 any No. of Votes – in favour (4) 3798301776 00 00 3798301776 850187106 00 00 850187106	2462 2462 No. of Votes - against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	99.69 100.00 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.0	0.31 0.00 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	applicable) Total Total 4 ORDINARY - Appo No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total	No. of shares held (1) 3798301776 1591503097	804134 4710370011 Heep Gupta as a Dir No. of votes polled (2) 3798301776 0 0 3798301776 911264101 0 911264101 226439 577206	0.12 78.04 ector of the Compa % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00 100.00 57.26 0.00 0.00 57.26	801672 4710367549 any No. of Votes – in favour (4) 3798301776 00 00 3798301776 850187106 00 00 850187106 224159	2462 2462 2462 2462 2462 2462 2462 2462	99.69 100.00 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.0	0.31 0.00 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	applicable) Total Total 4 ORDINARY - Appo No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting	No. of shares held (1)	804134 4710370011 Heep Gupta as a Dir No. of votes polled (2) 3798301776 0 0 3798301776 911264101 0 911264101 226439 577206	0.12 78.04 ector of the Compa % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.00 100.00 0.00 0.00 0.00 0.00 0.0	801672 4710367549 any No. of Votes – in favour (4) 3798301776 00 00 3798301776 850187106 00 00 850187106 224159	2462 2462 2462 2462 2462 2462 2462 2462	99.69 100.00 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00 100.00 0.00 0.00 0.00 0	0.31 0.00 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	applicable) Total Total A ORDINARY - Appo No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1) 3798301776 1591503097	804134 4710370011 Heep Gupta as a Dir No. of votes polled (2) 3798301776 911264101 0 0 911264101 226439 577706 0	0.12 78.04 ector of the Compa % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00 100.00 0.00 0.00 0.00 0	801672 4710367549 any No. of Votes – in favour (4) 3798301776 000 3798301776 850187106 000 850187106 224159 577704 00	2462 2462 2462 2462 2462 2 30 2 30 0 0 0 0 0 0 0 0 0 0 0 0 0 0	99.69 100.00 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.0	0.31 0.00 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions	applicable) Total Total 4 ORDINARY - Appo No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Postal Ballot (if Postal Ballot (if	No. of shares held (1) 3798301776 1591503097	804134 4710370011 eep Gupta as a Dir No. of votes polled (2) 3798301776 911264101 0 0 911264101 226439 577706 0 804145	0.12 78.04 ector of the Compa % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.00 0.00 0.00 0.00 0.00 0.00 0.00	801672 4710367549 any No. of Votes – in favour (4) 3798301776 00 3798301776 850187106 00 00 850187106 224159 577704 00 801863	2462 2462 2462 2462 2462 2462 2462 2462	99.69 100.00 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.0	0.31 0.00 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00

Resolution No.	5							
Resolution required: (Ordinary/ Special)		al for continuation of M	Ir. R.S.S.L.N. Bhask	arudu as a Non- Ex	ecutive Independe	nt Director of the (Company beyond the a	age of 75 years
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting		3798301776	100.00	3798301776	0	100.00	0.00
	Poll	1	0					0.00
	Postal Ballot (if	3798301776		0.00			0.00	0.00
Promoter and Promoter Group	applicable)		0	0.00	00	0	0.00	0.00
· · · · · ·	Total		3798301776	100.00	3798301776	0	100.00	0.00
	E-Voting		911264101	57.26		253410279	72.19	27.81
	Poll	1591503097	0	0.00	00	0	0.00	0.00
	Postal Ballot (if	1551505057						
Public- Institutions	applicable)		0					0.00
	Total		911264101	57.26				27.81
	E-Voting	-	225989	0.04		7107	96.86	3.14
	Poll Postal Ballot (if	646140402	577706	0.09	577404	302	99.95	0.05
	POSLAI BAIIOL (II			0.00	00	o	0.00	0.00
Public Non Institutions	applicable)							0.00
Public- Non Institutions	applicable)		0					0.02
	Total Total	6035945275	803695	0.12 78.04	796286	7409	99.08	0.92 5.38
Resolution No. Resolution required:	Total Total 6	6035945275 al for continuation of M	803695 4710369572	0.12 78.04	796286 4456951884	7409 253417688	99.08 94.62	5.38
Resolution No.	Total Total 6 SPECIAL - Approv	1	803695 4710369572	0.12 78.04	796286 4456951884	7409 253417688	99.08 94.62	5.38
Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the	Total Total 6 SPECIAL - Approv	1	803695 4710369572 Ir. N.C. Sarabeswar	0.12 78.04	796286 4456951884 utive Independent No. of Votes – in favour (4)	7409 253417688	99.08 94.62	5.38
Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	Total Total 6 SPECIAL - Approv No	al for continuation of M	803695 4710369572 Ir. N.C. Sarabeswar No. of votes	0.12 78.04 an as a Non- Execu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00	796286 4456951884 stive Independent No. of Votes – in favour (4) 3798301776	7409 253417688 Director of the Con No. of Votes – against (5)	99.08 94.62 npany beyond the age % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00	5.38 of 75 Years % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00
Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	Total Total 6 SPECIAL - Approv No Mode of Voting E-Voting Poll	al for continuation of M No. of shares held (1)	803695 4710369572 Ir. N.C. Sarabeswar No. of votes polled (2) 3798301776	0.12 78.04 an as a Non- Execu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00	796286 4456951884 stive Independent No. of Votes – in favour (4) 3798301776	7409 253417688 Director of the Con No. of Votes – against (5)	99.08 94.62 npany beyond the age % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00	5.38 of 75 Years % of Votes against on votes polled (7)=[(5)/(2)]*100
Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Total Total 6 SPECIAL - Approv No Mode of Voting E-Voting Poll Postal Ballot (if	al for continuation of M	803695 4710369572 Ir. N.C. Sarabeswar No. of votes polled (2) 3798301776	0.12 78.04 an as a Non- Exect % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00	796286 4456951884 stive Independent No. of Votes – in favour (4) 3798301776	7409 253417688 Director of the Con No. of Votes – against (5) 0 0	99.08 94.62 94.62 96 of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00	5.38 of 75 Years % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00
Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	Total Total 6 SPECIAL - Approv No Mode of Voting E-Voting Poll Postal Ballot (if applicable)	al for continuation of M No. of shares held (1)	803695 4710369572 Ir. N.C. Sarabeswar No. of votes polled (2) 3798301776 0 0	0.12 78.04 an as a Non- Execu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00	796286 4456951884 stive Independent No. of Votes – in favour (4) 3798301776 00	7409 253417688 Director of the Con No. of Votes – against (5) 0 0 0	99.08 94.62 94.62 94.62 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00	5.38 of 75 Years % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00
Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Total Total G SPECIAL - Approv No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total	al for continuation of M No. of shares held (1)	803695 4710369572 Ir. N.C. Sarabeswar No. of votes polled (2) 3798301776 0 0 3798301776	0.12 78.04 an as a Non- Execu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.00 0.00 0.00 100.00	796286 4456951884 stive Independent No. of Votes – in favour (4) 3798301776 00 00 3798301776	7409 253417688 Director of the Con No. of Votes – against (5) 0 0 0 0	99.08 94.62 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64	5.38 of 75 Years % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00
Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Total Total G SPECIAL - Approv No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting	al for continuation of M No. of shares held (1)	803695 4710369572 Ir. N.C. Sarabeswar No. of votes polled (2) 3798301776 0 0 3798301776 911264101	0.12 78.04 an as a Non- Exect % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00 0.000 57.26	796286 4456951884 stive Independent No. of Votes – in favour (4) 3798301776 000 3798301776 610236413	7409 253417688 Director of the Con No. of Votes – against (5) 0 0 0 0 0 0 0 0	99.08 94.62 94.64	5.38 of 75 Years % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00
Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Total Total 6 SPECIAL - Approv No Mode of Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Poll	al for continuation of M No. of shares held (1)	803695 4710369572 Ir. N.C. Sarabeswar No. of votes polled (2) 3798301776 0 0 3798301776	0.12 78.04 an as a Non- Exect % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00 0.000 57.26	796286 4456951884 stive Independent No. of Votes – in favour (4) 3798301776 000 3798301776 610236413	7409 253417688 Director of the Con No. of Votes – against (5) 0 0 0 0 0 0 0 0	99.08 94.62 94.64	5.38 of 75 Years % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00
Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	Total Total 6 SPECIAL - Approv No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if	al for continuation of M No. of shares held (1) - 3798301776	803695 4710369572 Ir. N.C. Sarabeswar Ir. N.C. Sarabeswar polled (2) 3798301776 0 3798301776 911264101 0	0.12 78.04 an as a Non- Execu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00 100.00 57.26 0.00	796286 4456951884 utive Independent No. of Votes – in favour (4) 3798301776 00 3798301776 610236413 00	7409 253417688 Director of the Con No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	99.08 94.62 94.62 94.62 96 94.62 96 94.62 99 94.62 99 94.62 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64	5.38 of 75 Years % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 0.00
Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Total Total 6 SPECIAL - Approv No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	al for continuation of M No. of shares held (1) - 3798301776	803695 4710369572 Ir. N.C. Sarabeswar No. of votes polled (2) 3798301776 0 0 3798301776 911264101 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0.12 78.04 an as a Non- Execu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.00 0.00 100.00 57.26 0.00 0.00 0.00	796286 4456951884 stive Independent No. of Votes - in favour (4) 3798301776 000 3798301776 610236413 000 000 000 000 000 000 000 000 000 0	7409 253417688 Director of the Con No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	99.08 94.62 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64	5.38 of 75 Years % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00
Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	Total Total Total SPECIAL - Approv No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total	al for continuation of M No. of shares held (1) - 3798301776	803695 4710369572 Ir. N.C. Sarabeswar No. of votes polled (2) 3798301776 0 0 3798301776 911264101 0 0 911264101	0.12 78.04 an as a Non- Exect % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.00 0.00 0.00 57.26 0.00 57.26	796286 4456951884 stive Independent No. of Votes – in favour (4) 3798301776 000 3798301776 610236413 000 000 610236413	7409 253417688 Director of the Con No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	99.08 94.62 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64	5.38 of 75 Years % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00
Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	Total Total 6 SPECIAL - Approv No Mode of Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting	al for continuation of M No. of shares held (1) 3798301776 1591503097	803695 4710369572 Ir. N.C. Sarabeswar Ir. N.C. Sarabeswar No. of votes polled (2) 3798301776 0 0 3798301776 911264101 0 0 911264101 225589 577706	0.12 78.04 an as a Non- Exect % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.00 0.00 0.00 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000	796286 4456951884 stive Independent No. of Votes – in favour (4) 3798301776 610236413 000 610236413 218783	7409 253417688 Director of the Con No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	99.08 94.62 94.62 94.62 96 94.62 97 04 100 98 07 100 98 07 100 98 07 100 98 07 100 100.00 0.00 0.00 0.00 0.00 0.00 0.0	5.38 of 75 Years % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00
Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	Total Total Total 6 SPECIAL - Approv No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll	al for continuation of M No. of shares held (1) - 3798301776	803695 4710369572 Ir. N.C. Sarabeswar Ir. N.C. Sarabeswar No. of votes polled (2) 3798301776 0 0 3798301776 911264101 0 0 911264101 225589 577706	0.12 78.04 an as a Non- Exect % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.00 0.00 0.00 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000	796286 4456951884 stive Independent No. of Votes – in favour (4) 3798301776 610236413 000 610236413 218783	7409 253417688 Director of the Con No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	99.08 94.62 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64 94.64	5.38 of 75 Years % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00
Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	Total Total 6 SPECIAL - Approv No Mode of Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting	al for continuation of M No. of shares held (1) 3798301776 1591503097	803695 4710369572 Ir. N.C. Sarabeswar Ir. N.C. Sarabeswar No. of votes polled (2) 3798301776 0 0 3798301776 911264101 0 0 911264101 225589 577706	0.12 78.04 an as a Non- Execu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.00 100.00 0.00 100.00 0.00 0.00 0	796286 4456951884 stive Independent No. of Votes - in favour (4) 3798301776 610236413 000 610236413 218783 577404	7409 253417688 Director of the Con Director of the Con against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	99.08 94.62 94.62 94.62 96 94.62 97 04 100 98 07 100 98 07 100 98 07 100 98 07 100 100.00 0.00 0.00 0.00 0.00 0.00 0.0	5.38 of 75 Years % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00
Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions	Total Total Total 6 SPECIAL - Approv No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if	al for continuation of M No. of shares held (1) 3798301776 1591503097	803695 4710369572 Ir. N.C. Sarabeswar Ir. N.C. Sarabeswar polled (2) 3798301776 0 0 3798301776 911264101 0 0 911264101 225989 577706	0.12 78.04 an as a Non- Execu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.00 100.00 0.00 100.00 0.00 0.00 0	796286 4456951884 stive Independent No. of Votes – in favour (4) 3798301776 610236413 000 610236413 218783 577404 00	7409 253417688 Director of the Con No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	99.08 94.62 94.62 94.62 94.62 94.62 94.62 94.62 95.02 95.02 95.02 95.02 99.05 99.95 0.00	5.38 of 75 Years % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00

Resolution No.	7							
Resolution required:	SPECIAL - Approv	al for continuation of M	r. S. Rajagopal as a	Non- Executive In	dependent Directo	or of the Company	beyond the age of 75 y	/ears
(Ordinary/ Special)								
Whether promoter/ promoter	No							
group are interested in the								
agenda/resolution?								
Catagory		No. of shares held (1)	No. of votes	% of Votes Polled		No. of Votes –	% of Votes in favour	% of Votes against
Category	Mode of Voting	No. of shares held (1)						•
			polled (2)	on outstanding shares	favour (4)	against (5)	on votes polled	on votes polled
							(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
				(3)=[(2)/(1)]* 100				
	E-Voting		3798301776	100.00	3798301776	0	100.00	0.00
	Poll	3798301776	0	0.00	00	0	0.00	0.00
	Postal Ballot (if	3/98301//6						
Promoter and Promoter Group	applicable)		0	0.00	00	0	0.00	0.00
	Total		3798301776	100.00	3798301776	0	100.00	0.00
	E-Voting		911264101	57.26	665423091	245841010	73.02	26.98
	Poll	1591503097	0	0.00	00	0	0.00	0.00
	Postal Ballot (if	1591505097						
Public- Institutions	applicable)		0	0.00	00	0	0.00	0.00
	Total		911264101	57.26	665423091	245841010	73.02	26.98
	E-Voting		225989	0.04	218633	7356	96.74	3.26
	Poll	646140402	577706	0.09	577404	302	99.95	0.05
	Postal Ballot (if	046140402						
Public- Non Institutions	applicable)		0	0.00	00	0	0.00	0.00
	Total		803695	0.12	796037	7658	99.05	0.95
	Total	6035945275	4710369572	78.04	4464520904	245848668	94.78	5.22

Develoption No.	0							
Resolution No. Resolution required:	8	al for issue and allotme			a 3 500 Creat 's -			
	SPECIAL - Approv	al for issue and allotme	nt of securities, for	r an amount upto R	s. 2,500 Crore in o	ne or more tranche	es	
(Ordinary/ Special) Whether promoter/ promoter	No							
group are interested in the	NO							
agenda/resolution?								
agenua/resolution:								
Category	Mode of Voting	No. of shares held (1)	No. of votes	% of Votes Polled	No. of Votes – in	No. of Votes –	% of Votes in favour	% of Votes against
			polled (2)	on outstanding	favour (4)	against (5)	on votes polled	on votes polled
				shares			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
				(3)=[(2)/(1)]* 100				
	E-Voting	-	3798301776					0.00
	Poll	3798301776	0	0.00	00	0	0.00	0.00
	Postal Ballot (if							
Promoter and Promoter Group	applicable)		0					
	Total		3798301776			0 80280204		
	E-Voting	-	911264101	57.26				
	Poll Postal Ballot (if	1591503097	0	0.00	00	0	0.00	0.00
Public- Institutions	applicable)			0.00	00	0	0.00	0.00
Public- Institutions	Total		911264101	57.26	830983897	80280204		
	E-Voting		225389	0.03	208899			
	Poll	-	577706				100.00	
	Postal Ballot (if	646140402	577700	0.05	577704		100.00	0.00
Public- Non Institutions	applicable)		0	0.00	00	0	0.00	0.00
			ů					
	Total	6035945275	803095	0.12	786603	16492	97.95	2.05
		6035945275	803095		786603	16492	97.95	2.05
Resolution No.	Total	6035945275	803095	0.12	786603	16492	97.95	2.05
	Total Total 9	6035945275 al for issue and allotme	803095 4710368972	0.12 78.04	786603 4630072276	16492	97.95	2.05
Resolution No.	Total Total 9		803095 4710368972	0.12 78.04	786603 4630072276	16492	97.95	2.05
Resolution No. Resolution required:	Total Total 9 SPECIAL - Approv		803095 4710368972	0.12 78.04	786603 4630072276	16492	97.95	2.05
Resolution No. Resolution required: Whether promoter/ promoter	Total Total 9 SPECIAL - Approv		803095 4710368972	0.12 78.04	786603 4630072276	16492	97.95	2.05
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the	Total Total 9 SPECIAL - Approv		803095 4710368972	0.12 78.04	786603 4630072276	16492	97.95	2.05
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the	Total Total 9 SPECIAL - Approv		803095 4710368972	0.12 78.04	786603 4630072276 res	16492	97.95	2.05
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?	Total Total 9 SPECIAL - Approv No	al for issue and allotme	4710368972	0.12 78.04 nvertible Debentu	786603 4630072276 res	16492 80296696	97.95 98.30	2.05
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?	Total Total 9 SPECIAL - Approv No	al for issue and allotme	803095 4710368972 nt of Optionally Co	0.12 78.04 nvertible Debentu % of Votes Polled	786603 4630072276 res No. of Votes - in	16492 80296696 No. of Votes -	97.95 98.30 % of Votes in favour	2.05 1.70 % of Votes against
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?	Total Total 9 SPECIAL - Approv No	al for issue and allotme	803095 4710368972 nt of Optionally Co	0.12 78.04 nvertible Debentu % of Votes Polled on outstanding	786603 4630072276 res No. of Votes - in	16492 80296696 No. of Votes -	97.95 98.30 % of Votes in favour on votes polled	2.05 1.70 % of Votes against on votes polled
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?	Total Total 9 SPECIAL - Approv No	al for issue and allotme	803095 4710368972 nt of Optionally Co	0.12 78.04 Invertible Debentu % of Votes Polled on outstanding shares	786603 4630072276 res No. of Votes - in	16492 80296696 No. of Votes -	97.95 98.30 % of Votes in favour on votes polled	2.05 1.70 % of Votes against on votes polled
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?	Total Total 9 SPECIAL - Approv No Mode of Voting	al for issue and allotme	803095 4710368972 nt of Optionally Co No. of votes polled (2)	0.12 78.04 nvertible Debentu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	786603 4630072276 res No. of Votes – in favour (4)	16492 80296696 No. of Votes – against (5)	97.95 98.30 % of Votes in favour on votes polled (6)=[(4)/(2)]*100	2.05 1.70 % of Votes against on votes polled (7)=[(5)/(2)]*100
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?	Total Total 9 SPECIAL - Approv No Mode of Voting E-Voting	al for issue and allotme	803095 4710368972 nt of Optionally Co No. of votes polled (2) 3798301776	0.12 78.04 Invertible Debentu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	786603 4630072276 res No. of Votes – in favour (4) 3798301776	16492 80296696 No. of Votes – against (5)	97.95 98.30 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00	2.05 1.70 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?	Total Total 9 SPECIAL - Approv No Mode of Voting E-Voting Poll	al for issue and allotme	803095 4710368972 nt of Optionally Co No. of votes polled (2) 3798301776	0.12 78.04 Invertible Debentu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	786603 4630072276 res No. of Votes – in favour (4) 3798301776	16492 80296696 No. of Votes – against (5)	97.95 98.30 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00	2.05 1.70 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category	Total Total 9 SPECIAL - Approv No Mode of Voting E-Voting Poll Postal Ballot (if	al for issue and allotme	803095 4710368972 nt of Optionally Co No. of votes polled (2) 3798301776 0	0.12 78.04 nvertible Debentu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00	786603 4630072276 res No. of Votes – in favour (4) 3798301776 00	16492 80296696 No. of Votes – against (5) 0 0	97.95 98.30 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00	2.05 1.70 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?	Total Total 9 SPECIAL - Approv No Mode of Voting E-Voting Poll Postal Ballot (if applicable)	al for issue and allotme	803095 4710368972 nt of Optionally Co No. of votes polled (2) 3798301776 0	0.12 78.04 nvertible Debentu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00	786603 4630072276 res No. of Votes – in favour (4) 3798301776 00	16492 80296696 No. of Votes - against (5) 0 0	97.95 98.30 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00	2.05 1.70 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category	Total Total 9 SPECIAL - Approv No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total	al for issue and allotme	803095 4710368972 nt of Optionally Co No. of votes polled (2) 3798301776 0 0 3798301776	0.12 78.04 nvertible Debentu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00 0.00	786603 4630072276 res No. of Votes – in favour (4) 3798301776 00 00 3798301776	16492 80296696 No. of Votes – against (5) 0 0 0 0	97.95 98.30 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00 0.00 100.00	2.05 1.70 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category	Total Total 9 SPECIAL - Approv No Mode of Voting Poll Postal Ballot (if applicable) Total E-Voting	al for issue and allotme	803095 4710368972 nt of Optionally Co No. of votes polled (2) 3798301776 0 0 3798301776 911264101	0.12 78.04 nvertible Debentu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00 0.00 57.26	786603 4630072276 res No. of Votes – in favour (4) 3798301776 00 3798301776 904244101	16492 80296696 No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	97.95 98.30 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00 0.00 0.00 100.00 99.23	2.05 1.70 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category	Total Total 9 SPECIAL - Approv No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll	al for issue and allotme	803095 4710368972 nt of Optionally Co No. of votes polled (2) 3798301776 0 0 3798301776	0.12 78.04 nvertible Debentu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00 0.00 100.00 57.26	786603 4630072276 res No. of Votes – in favour (4) 3798301776 00 3798301776 904244101	16492 80296696 No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	97.95 98.30 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00 0.00 0.00 100.00 99.23	2.05 1.70 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	Total Total 9 SPECIAL - Approv No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if	al for issue and allotme No. of shares held (1) - 3798301776	803095 4710368972 nt of Optionally Co No. of votes polled (2) 3798301776 0 3798301776 911264101 0	0.12 78.04 nvertible Debentu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.00 0.00 0.00 100.00 57.26 0.00	786603 4630072276 res No. of Votes – in favour (4) 3798301776 00 3798301776 904244101 00	16492 80296696 No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	97.95 98.30 % of Votes in favour on votes polled (6)=[(4)/(2]]*100 100.00 0.00 0.00 100.00 99.23 0.00	2.05 1.70 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.77 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category	Total Total SPECIAL - Approv No Mode of Voting E-Voting Poll Postal Ballot (if applicable)	al for issue and allotme No. of shares held (1) - 3798301776	803095 4710368972 nt of Optionally Co No. of votes polled (2) 3798301776 0 3798301776 911264101 0 0 0 0 0	0.12 78.04 nvertible Debentu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00 100.00 57.26 0.00 0.00	786603 4630072276 res No. of Votes – in favour (4) 3798301776 000 3798301776 904244101 000	16492 80296696 No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	97.95 98.30 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00 100.00 99.23 0.00 0.00 0.00	2.05 1.70 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	Total Total SPECIAL - Approv No Mode of Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total	al for issue and allotme No. of shares held (1) - 3798301776	803095 4710368972 nt of Optionally Co No. of votes polled (2) 3798301776 911264101 0 0 911264101	0.12 78.04 nvertible Debentu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00 100.00 57.26 0.00 0.00 57.26	786603 4630072276 res No. of Votes – in favour (4) 3798301776 00 00 3798301776 904244101 00 00 904244101	16492 80296696 No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	97.95 98.30 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00	2.05 1.70 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00
Resolution No. Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	Total Total SPECIAL - Approv No Mode of Voting E-Voting Poll Postal Ballot (if applicable)	al for issue and allotme No. of shares held (1) - 3798301776	803095 4710368972 nt of Optionally Co No. of votes polled (2) 3798301776 911264101 0 911264101 225478 577276	0.12 78.04 nvertible Debentu % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 100.00 0.00 0.00 0.00 0.00 0	786603 4630072276 res No. of Votes – in favour (4) 3798301776 00 00 00 3798301776 904244101 00 00 00 00 904244101 220973	16492 80296696 No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	97.95 98.30 % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00	2.05 1.70 % of Votes against on votes polled (7)=[(5)/(2)]*100 0.00

0 4507 **7024507**

0.00 99.44 **99.85**

0.00 0.56 **0.15**

Postal Ballot (if

applicable) Total

Total

Public- Non Institutions

6035945275

0 803184 4710369061

0.00

78.04

00 798677 **4703344554**

V SREEDHARAN AND ASSOCIATES Company Secretaries No. 32/33, 1st and 2nd Floor, GNR Complex, 8th Cross, Wilson Garden, Bengaluru 560 027

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Form No. MGT-13 REPORT OF SCRUTINIZER

[Pursuant to section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the Twenty Second Annual General Meeting of the Equity Shareholders of **"GMR Infrastructure Limited"** held on Friday, September 21, 2018 at 3:00 p.m. at Rangsharda Auditorium, Hotel Rangasharda, Near Lilavati Hospital, KC Marg, Bandra Reclamation Flyover, Bandra (West), Mumbai- 400050, Maharashtra.

Sir,

I, V Sreedharan, Partner of V Sreedharan and Associates, Company Secretaries, Bengaluru, was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of:

Scrutinizing the remote e-voting process under the provisions of Section
 108 of the Companies Act, 2013 read with Rule 20 of the Companies
 (Management and Administration) Rules, 2014 and pursuant to Regulation
 44 of the SEBI (Listing Obligations and Disclosure Requirements)
 Regulations, 2015.



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 (ii) Voting through electronic voting system ("Instapoll") at the Annual General Meeting.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013 and Rules relating to voting by electronic means for the resolutions contained in the Notice of the Twenty Second Annual General Meeting of the Equity Shareholders dated August 14, 2018. My responsibility as a Scrutinizer for the voting process is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the notice of the Annual General Meeting, based on the report generated from the e-voting system and Instapoll provided by Karvy Computershare Private Limited, the Agency Authorised under the Rules and engaged by the Company to provide e-voting facilities for voting through remote e-voting and voting at the General Meeting by Instapoll at the venue of the Annual General Meeting.

We submit our report as under:

A. Relating to E-Voting:

- 1. The remote E-Voting period remained open from 9.00 a.m. Tuesday, September 18, 2018 up to 5.00 p.m. Thursday, September 20, 2018.
- 2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent by electronic mode to those members whose email ids were registered with the Depository Participants and the same were sent to all other members at their registered address in permitted mode.



B. Relating to voting at the AGM:

Instapoll

After the conclusion of the Annual General Meeting, the votes cast through Instapoll were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

- C. Result of Remote E-Voting and Instapoll Voting at AGM is as under:
- The voting rights were reckoned as on Friday, September 14, 2018, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and instapoll at the meeting.
- 2. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on September 21, 2018 at 6.09 P.M. in presence of two witnesses who are not in the employment of the Company.
- 3. Thereafter, Karvy Computershare Private Limited provided the details of equity shareholders, who voted "For" or "Against" through voting at the Annual General Meeting by electronic means (Instapoll).
- 4. The combined result of remote e-voting and poll is as under:

a) **RESOLUTION 1**

Adoption of Audited financial statements (including consolidated financial statements) of the Company for the financial year ended March 31, 2018, and the Reports of the Board of Directors and Auditors thereon.



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(i) Voted in favour of Resolution

	Remote E- voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	211	54	265
Number of votes cast by them	447,47,59,105	5,77,704	447,53,36,809
% of Total Number of valid votes cast	95.05	99.99	95.05

(ii) Voted against the resolution

	Remote E- voting	Instapoll (E- Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	62	2	64
Number of votes cast by them	23,30,93,723	2	23,30,93,725
% of Total Number of valid votes cast	4.95	0.01	4.95

⁽iii) Invalid Votes - NIL

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b) **RESOLUTION 2**

Re-appointment of Mr. Srinivas Bommidala as Director who retires by rotation.

	Remote E- voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	248	52	300
Number of votes cast by them	464,53,96,906	5,77,404	464,59,74,310
% of Total Number of valid votes cast	98.70	99.95	98.71

(i) Voted in favour of Resolution

(ii) Voted against the resolution

	Remote E- voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	15	4	19
Number of votes cast by them	6,10,80,199	302	6,10,80,501
% of Total Number of valid votes cast	1.30	0.05	1.29



c) **RESOLUTION 3**

Ratification of remuneration to Cost Auditor for the financial year ending March 31, 2019.

	Remote E- voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	266	54	320
Number of votes cast by them	470,97,89,845	5,77,704	471,03,67,549
% of Total Number of valid votes cast	99.99	99.99	99.99

(i) Voted in favour of Resolution

(ii) Voted against the resolution

	Remote E- voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	8	2	10
Number of votes cast by them	2,460	2	2,462
% of Total Number of valid votes cast	0.01	0.01	0.01



d) **RESOLUTION 4**

Appointment of Mr. Vikas Deep Gupta as a Director of the Company.

	Remote E- voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	261	54	315
Number of votes cast by them	464,87,13,041	5,77,704	464,92,90,745
% of Total Number of valid votes cast	98.70	99.99	98.70

(i) Voted in favour of Resolution

(ii) Voted against the resolution -

	Remote E- voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	14	2	16
Number of votes cast by them	6,10,79,275	2	6,10,79,277
% of Total Number of valid votes cast	1.30	0.01	1.30



e) RESOLUTION 5 (Special Resolution)

Approval for continuation of Mr. R.S.S.L.N. Bhaskarudu as a Non-Executive Independent Director of the Company beyond the age of 75 years.

	Remote E- voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	195	52	247
Number of votes cast by them	445,63,74,480	5,77,404	445,69,51,884
% of Total Number of valid votes cast	94.62	99.95	94.62

(i) Voted in favour of Resolution

(ii) Voted against the resolution -

	Remote E- voting	Instapoll (E- Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	80	4	84
Number of votes cast by them	25,34,17,386	302	25,34,17,688
% of Total Number of valid votes cast	5.38	0.05	5.38



f) RESOLUTION 6 (Special Resolution)

Approval for continuation of Mr. N.C. Sarabeswaran as a Non-Executive Independent Director of the Company beyond the age of 75 years.

	Remote E- voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	184	52	236
Number of votes cast by them	440,87,56,972	5,77,404	440,93,34,376
% of Total Number of valid votes cast	93.61	99.95	93.61

(i) Voted in favour of Resolution

(ii) Voted against the resolution -

	Remote E- voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	92	4	96
Number of votes cast by them	30,10,34,894	302	30,10,35,196
% of Total Number of valid votes cast	6.39	0.05	6.39



g) RESOLUTION 7 (Special Resolution)

Approval for continuation of Mr. S. Rajagopal as a Non- Executive Independent Director of the Company beyond the age of 75 years.

	Remote E- voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	202	52	254
Number of votes cast by them	446,39,43,500	5,77,404	446,45,20,904
% of Total Number of valid votes cast	94.78	99.95	94.78

(i) Voted in favour of Resolution

(ii) Voted against the resolution -

	Remote E- voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	74	4	78
Number of votes cast by them	24,58,48,366	302	24,58,48,668
% of Total Number of valid votes cast	5.22	0.05	5.22



h) RESOLUTION 8 (Special Resolution)

Approval for issue and allotment of securities, for an amount up to ₹ 2,500 Crore in one or more tranches.

(i) Voted in favour of Resolution

	Remote E- voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	245	54	299
Number of votes cast by them	462,94,94,572	5,77,704	463,00,72,276
% of Total Number of valid votes cast	98.29	99.99	98.30

(ii) Voted against the resolution -

	Remote E- voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	28	2	30
Number of votes cast by them	8,02,96,694	2	8,02,96,696
% of Total Number of valid votes cast	1.71	0.01	1.70



i) RESOLUTION 9 (Special Resolution)

Approval for issue and allotment of Optionally Convertible Debentures

	Remote E- voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	261	54	315
Number of votes cast by them	470,27,66,850	5,77,704	470,33,44,554
% of Total Number of valid votes cast	99.85	99.99	99.85

(i) Voted in favour of Resolution

(ii) Voted against the resolution -

	Remote E- voting	Instapoll (E- Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	10	2	12
Number of votes cast by them	70,24,505	2	70,24,507
% of Total Number of valid votes cast	0.15	0.01	0.15

- (iii) Invalid Votes NIL
- A Compact Disc (CD) containing a list of Equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.



6. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

Thanking You,

Yours faithfully,

For V Sreedharan & Associates

an

(V Sreedharan) Partner FCS 2347; CP No. 833

Date: September 22, 2018 Place: Bengaluru

