Dear Sir/Madam,

Sub: Proceedings of 40th Annual General Meeting ("AGM") as per Regulation 30, Part A of Schedule - III.

Ref.: Scrip Code - 533761; NSE Symbol - GPTINFRAISIN: INE390G01014

The 40th Annual General Meeting of the Members of the Company was held on Friday, 21st day of August, 2020 at 3.00 p.m. through Video Conferencing.

Mr. Dwarika Prasad Tantia, Chairman of the Company, chaired the proceedings of the Meeting.

The Chairman welcomed the shareholders and directors and informed that the meeting was held through video conference in accordance with the circular issued by the Ministry of Corporate Affairs (MCA) and SEBI. Participation of members through video conference was reckoned for the purpose of quorum as per the circulars issued by MCA and Section 103 of the Companies Act, 2013. The requisite quorum was present through video conference and called the meeting to order.

The relevant Registers and other statutory records as per the provisions of the Companies Act, 2013 and rules thereof were available for inspection by the member’s electronically.

There were in total 59 members attended the meeting through Video Conference.

The following Directors and Key Managerial Personnel were present through Video Conference form their respective locations:

- Mr. Dwarika Prasad Tantia - Chairman & Chairman of Stakeholders’ Relationship Committee
- Mr. Kashi Prasad Khandelwal - Independent Director & Chairman of Audit Committee
- Mr. Shree Gopal Tantia - Managing Director
- Mr. Atul Tantia - Executive Director & CFO
- Mr. Vaibhav Tantia - Director & COO
- Mr. Sunil Patwari - Independent Director & Chairman of Nomination & Remuneration Committee
- Dr. Mamta Binani - Independent Director
- Mr. A.B Chakrabarty - Company Secretary & Compliance Officer

The Chairman also acknowledged the attendance of Authorized Representative of the Statutory Auditors and Mr. Ashok Kumar Daga, Practicing Company Secretary, the Scrutinizer as well as the Secretarial Auditor of the Company. Mr. S.J.Deb, Independent Director could not attend due to some preoccupation.

The Chairman declared with the permission of the members that the notice convening the 40th Annual General Meeting and the Directors’ Report having been circulated already, be taken as read. The Auditors Report has qualifications, which was read as required under the provisions of the Companies Act, 2013.

The Chairman briefed the procedure for participation of the meeting through Video Conference. He then mentioned that some of the shareholders had registered as speaker shareholders to raise questions and provide feedback during the AGM. The non-speaker shareholders were also given the facility to raise questions through
the chat box provided. All the shareholders were in mute mode and speaker shareholders were un-muted when their turn for raising questions came up.

Thereafter, the Chairman addressed the members. He pointed out the achievements made by the Company since the last Annual General Meeting. He explained the Company’s policy in formulating plans for the growth of the Company in this COVID-19 Pandemic situation. He also explained about the industry outlook. He extends his condolences to those who have lost a loved one due to COVID-19 pandemic.

The Chairman took up following agendas one by one as contained in the Notice of 40th Annual General Meeting of the Company.

**ORDINARY BUSINESSES:**
1. Adoption of the Financial Statements for the year ended March 31, 2020 together with Reports of Board of Directors and Auditors thereon.
2. The payment of dividend @ 15% on equity shares for the financial year ended 31 March, 2020
3. To appoint Mr. Shree Gopal Tantia, who retires by rotation and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESSES:**
5. Reappointment of Mr. Shankar Jyoti Deb as Non-Executive Independent Director for another term of 5 consecutive years. (Special Resolution)
6. Payment of Commission @ 1% of the Net Profit of the Company to Mr. Dwarika Prasad Tantia, Non-Executive Chairman of the Company. (Special Resolution)

The Company had provided the facility of remote e-voting to the members through Link Intime e-voting system, to enable them to cast their vote electronically. The remote e-voting was open from Tuesday, 18th August, 2020 (at 9.00 a.m. IST) and ended on Thursday, 20th August, 2020 (at 5.00 p.m. IST). The members who had not casted their vote through remote e-voting process, were given facilities for casting their votes using e-voting facility of Link Intime during the AGM.

After the above resolutions were being briefed and deemed to be read, the Chairman invited members who would like to make comments, make observations and seek clarifications.

Some Members addressed the Meeting as speaker. The Company Secretary also shared the questions received through the chat box and all the questions were responded appropriately.

The Chairman thanked the Members for the kind words and appreciation and state that their suggestions and feedback would be evaluated.

The Chairman thanked all Directors, Statutory Auditors, Registrar, Scrutinizer and Members who had joined the meeting. Further, he stated that the voting module was extended for another 15 minutes to enable the members to cast their votes. The Chairman informed that the result of the voting along with Scrutinizer report would be placed on the website of the Company and Stock Exchanges. He stated that the meeting would stand concluded at the end of 15 minutes.

The Company Secretary then proposed formal vote of thanks to the Chairman.

The meeting was concluded at 4.12 p.m.

Thanking You

Yours faithfully

For GPT Infraprojects Limited
ANATHA BANDHABA CHAKRABARTTY
A.B.Chakrabarty (Company Secretary- FCS 7184)