



GMR Hyderabad International Airport Limited

CIN: U62100TG2002PLC040118

Regd. Office: GMR Aero Towers, Rajiv Gandhi International Airport
Shamshabad, Hyderabad – 500108, Telangana, India

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TRANSCRIPT OF THE PROCEEDINGS OF 19TH ANNUAL GENERAL MEETING

The 19th Annual General Meeting (AGM) of the Members of the GMR Hyderabad International Airport Limited ("Company") was held on Thursday, September 15, 2022 at 11:00 A.M. (IST) through Video Conferencing ("VC").

- In the absence of the Chairman of the Board, pursuant to the provisions of the Articles of Association of the Company and with the consent of the Directors and the Members present, Mr. A. Subba Rao – Independent Director and Chairman of Audit Committee and Corporate Social Responsibility Committee, chaired the meeting. The Chairman called the meeting to order as requisite quorum was present.
- The details of members present in the AGM are as under:

Name of Equity Shareholders	Present in Person or Representative	No. of Equity Shares	Percentage of Holding
Airports Authority of India	Representative	4,91,40,000	13.000
Government of Telangana	Representative	4,91,40,000	13.000
GMR Airports Limited	Representative	23,81,38,995	63.000
GMR Corporate Affairs Limited	Representative	1	-----
GMR Business Process and Services Private Limited	Representative	1	-----
GMR Aerostructure Services Limited	Representative	1	-----
GMR Infrastructure Limited	Representative	1000	-----
Dhruvi Securities Limited	Representative	1	-----
Malaysia Airports Holdings Berhad	Representative	6,460	0.002
MAHB (Mauritius) Private Limited	Representative	4,15,73,540	10.998
Total		37,79,99,999	100.000

- Mr. Kiran Kumar Manikwar - Company Secretary of the Company, on behalf of the Chairman informed that the Meeting was held through VC in compliance with the circulars issued by the Ministry of Corporate Affairs. He addressed the members and introduced the Directors, Key Managerial Personnel and Auditors of the Company, who were participating in the meeting.
- Mr. Kiran Kumar Manikwar informed that the Company had received authorisation letters from all the members nominating their respective authorised representatives for the meeting and thereafter, as requested, all the said authorized representatives made roll call stating their name, the name of the member they were representing and location from where they were participating in the meeting.
- The Chairman welcomed the participants to the 19th AGM and informed the Members that the Statutory Registers and other documents as required under the Companies Act, 2013, were available for inspection throughout the meeting.

For GMR Hyderabad International Airport Limited


Kiran Kumar Manikwar
Company Secretary

- With the consent of the Members present at the meeting, the Notice convening the AGM, Directors' Report along with Annexure(s) and the Auditor's Reports on the financial statements for the financial year ended March 31, 2022 were taken as read.
- The Members were given the opportunity to ask questions or seek clarifications on the Annual Report of the Company and the items of business as stated in the notice of AGM.
- The following items of business as stated in the notice of AGM, were thereafter transacted:

ORDINARY BUSINESS:

1. To consider and adopt the standalone audited financial statements of the Company for the financial year ended March 31, 2022 together with the reports of the Board of Directors and Statutory Auditors thereon. (as an Ordinary Resolution)
2. To consider and adopt the consolidated audited financial statements of the Company for the financial year ended March 31, 2022 and the report of Statutory Auditors thereon. (as an Ordinary Resolution)
3. To appoint a Director in place of Mr. Srinivas Bommidala (DIN: 00061464), who retires by rotation and being eligible, offers himself for re-appointment. (as an Ordinary Resolution)
4. To appoint a Director in place of Mr. K. Ramakrishna Rao, IAS (DIN: 05148824), who retires by rotation and being eligible, offers himself for re-appointment. (as an Ordinary Resolution)
5. To appoint a Director in place of Mr. Jayesh Ranjan, IAS (DIN: 00003692), who retires by rotation and being eligible, offers himself for re-appointment. (as an Ordinary Resolution)
6. To reappoint M/s. K. S. Rao & Co., Chartered Accountants [Firm Registration No.003109S] as one of the Joint Statutory Auditors of the Company for a term of five (5) consecutive years. (as an Ordinary Resolution)

SPECIAL BUSINESS:

7. To ratify the remuneration of Rs.5,25,000/- plus applicable taxes and reimbursement of out of pocket expenses, payable to M/s. Narasimha Murthy & Co., Cost Accountants, Cost Auditors of the Company for the financial year 2022-23. (as an Ordinary Resolution)
8. To appoint Mr. Dharmendra Bhojwani (DIN:08826067), who was appointed as an additional Director of the Company with effect from January 06, 2022 by the Board of Directors and who holds office upto the date of 19thAGM, as a Director liable to retire by rotation. (as an Ordinary Resolution)
9. To appoint Mr. Iskandar Mizal bin Mahmood (DIN: 09479519), who was appointed as an additional Director of the Company with effect from February 02, 2022 by the Board of Directors and who holds office upto the date of 19thAGM, as a Director liable to retire by rotation. (as an Ordinary Resolution)
10. To consider and reappoint Mr. Madhu Ramachandra Rao (DIN: 02683483) as an Independent Director of the Company for the second term. (as a Special Resolution)
11. To appoint Mrs. Bijal Tushar Ajinkya (DIN: 01976832) as an Independent Director of the Company. (as an Ordinary Resolution)

For GMR Hyderabad International Airport Limited


Kiran Kumar Manikwar
Company Secretary

All the Resolutions as per the Notice of 19th AGM were passed by the Members by requisite majority by way of show of hands in the meeting. The AGM of the Company concluded at 11.30 A.M. (IST) with a vote of thanks to the Chairman of the Meeting.

For GMR Hyderabad International Airport Limited


Kiran Kumar Manikwar
Company Secretary 