GMR Infrastructure Limited

Corporate Office:
IBC Knowledge Park, Phase 2,
"D" Block, 10th Floor, 4/1,
Bannerghatta Road, Bangalore 560 029
T +91 80 40432000
F +91 80 40432333
W www.gmrgroup.in

September 18, 2013

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400001

National Stock Exchange of India Ltd.
Exchange Plaza
Plot no. C/1, G Block
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051

Dear Sirs,

**Sub: Clause 35A of the Listing Agreement- Details of Voting Results at the 17th Annual General Meeting of the Company**

Pursuant to Clause 35A of the Listing Agreement, details of the voting results at the 17th Annual General Meeting of the Company held on Tuesday, September 17, 2013 at 2.30 p.m. at Convention Centre, NIMHANS, Hosur Road, Bengaluru - 560 029, Karnataka are enclosed as per the prescribed format.

Please take the same on record.

Thanking you,

Yours faithfully,
For GMR Infrastructure Limited

C.P. Sounderarajan
Company Secretary & Compliance Officer

Encl: As above



Regd. Office:
25/1, Skip House,
Museum Road, Bangalore 560 025

## Details of Voting Results

| Sl. No. | Description | | Particulars | |
|---|---|---|---|---|
| A | **Date of Annual General Meeting:** | | **September 17, 2013** | |
| B | **Total number of shareholders on Record date:**<br>**[Book Closure date: September 10, 2013 to September 17, 2013 (Both days inclusive)]** | | **436370** | |
| C | **No of shareholders present in the meeting either in person or through proxy:** | | | |
| | **Shareholders** | **Present in person** | **Present through Proxy** | **Total** |
| | Promoters and Promoter Group: | **10** | **2** | **12** |
| | Public: | **229** | **64** | **293** |
| | Total | **239** | **66** | **305** |
| D | **No. of shareholders attended the meeting through Video conferencing:**<br>Promoters and Promoter Group:<br>Public: | | **Not arranged** | |

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## Agenda- Wise

| Item Nos. | Details of the Agenda | Resolution required [Ordinary / Special] | Mode of voting: [Show of hands / Poll / Postal ballot / E-voting] | Remarks |
|---|---|---|---|---|
| 1 | Adoption of Balance sheet as at March 31, 2013 and Statement of Profit and Loss for the year ended on that date together with the reports of the Board of Directors and the Auditors thereon. | Ordinary | Show of hands | The resolution was passed unanimously |
| 2 | Declaration of Dividend @ 10% i.e. Re. 0.10/- (Ten Paise only) per equity share for the financial year ended March 31, 2013. | Ordinary | Show of hands | The resolution was passed with requisite majority |
| 3 | Reappointment of Mr. G.B.S. Raju as a Director. | Ordinary | Show of hands | The resolution was passed unanimously |
| 4 | Reappointment of Mr. B.V.N. Rao as a Director. | Ordinary | Show of hands | The resolution was passed unanimously |
| 5 | Appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration. | Ordinary | Show of hands | The resolution was passed unanimously |
| 6 | Retirement of Mr. K. R. Ramamoorthy as a Director. | Ordinary | Show of hands | The resolution was passed unanimously |
| 7 | Appointment of Mr. S. Sandilya as a Director. | Ordinary | Show of hands | The resolution was passed with requisite majority |
| 8 | Appointment of Mr. S. Rajagopal as a Director. | Ordinary | Show of hands | The resolution was passed unanimously |
| 9 | Appointment of Mr. K. V. V. Rao as a Director. | Ordinary | Show of hands | The resolution was passed unanimously |
| 10 | Appointment of Mr. V. Santhanaraman as a Director. | Ordinary | Show of hands | The resolution was passed unanimously |
| 11 | Appointment of Mr. C. R. Muralidharan as a Director. | Ordinary | Show of hands | The resolution was passed unanimously |
| 12 | Reappointment of Mr. G.M. Rao as Executive Chairman of the Company and approval for payment of Remuneration. | Special | Show of hands | The resolution was passed unanimously |

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|---|---|---|---|---|
| 13 | Appointment of Mr. Kiran Kumar Grandhi as Managing Director of the Company and approval for payment of Remuneration. | Special | Show of hands | The resolution was passed unanimously |

**In case of Poll/Postal Ballot/E-voting:**

**NOT APPLICABLE**

| Promoter / Public | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)] *100 | No. of Votes – in 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 |
|---|---|---|---|---|---|---|---|
| Promoter and Promoter Group | - | - | - | - | - | - | - |
| Public – Institutional holders | - | - | - | - | - | - | - |
| Public-Others | - | - | - | - | - | - | - |
| Total | - | - | - | - | - | - | - |

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