

August 22, 2025

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400001
Scrip: 543490

National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400051
Symbol: GMRP&UI

Dear Sir/Madam,

Sub: Outcome of Board Meeting-August 22, 2025

Ref: Intimation under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations, 2015, this is to inform that the Board of Directors of the Company at its meeting held on August 22, 2025, (commenced at 4:00 P.M. and concluded at 5:00 P.M.) has inter-alia approved the following items:-

1. Enabling Resolution for raising of funds up to ₹3,000 crore in one or more tranche(s), through issue of securities including fully paid-up Equity Shares, Non-convertible debentures along with warrants and/or convertible securities other than warrants and/or any other securities either through Qualified Institutions Placement or any other method and/or issue of Foreign Currency Convertible Bonds and recommended the same to shareholders of the Company for approval, subject to other regulatory and/or statutory approvals, as applicable.
2. Re-appointment of Mr. Shantanu Ghosh (DIN: 00041435), Dr. Fareed Ahmed (DIN: 09698462) and Ms. Suman Naresh Sabnani (DIN:10223343) as Independent Directors of the Company, on the basis of recommendation of the Nomination and Remuneration Committee, for the second term of five (5) years to be effective from the conclusion of 6th Annual General Meeting ("AGM") or upto the conclusion of 11th AGM, whichever is earlier, and recommended to the shareholders of the Company for their approval in the ensuing AGM.

Detailed information as required under SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 November 11, 2024, as amended from time to time, is enclosed as Annexure.

Please take the same on the record.

Thanking you,

For **GMR Power and Urban Infra Limited**
Vimal Prakash
Company Secretary & Compliance Officer

Encl: As above

GMR Power & Urban Infra Limited

Corporate Office: New Udaan Bhawan, Opp. Terminal 3, Indira Gandhi International Airport, New Delhi - 110 037
Registered Office: Unit No. 12, 18th Floor, Tower A, Building No. 5, DLF Cyber City, DLF Phase-III, Gurugram- 122002, Haryana, India

CIN L45400HR2019PLC125712 **T** +91 124 6637750, **E** GPUIL.CS@gmrgroup.in **W** www.gmrpui.com



Annexure

Detailed information as required under Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 November 11, 2024, as amended from time to time.

S. No	Particulars	Details
1.	Reason for Change viz. appointment, re-appointment, resignation, removal, death or otherwise	Re-appointment as Independent Director
2.	Date of appointment/re-appointment/cessation (as applicable) and term of appointment/re-appointment	The Board of Directors of the Company, on the recommendation of Nomination and Remuneration Committee, has approved the re-appointment for the second term of five (5) years to be effective from the conclusion of 6 th Annual General Meeting ("AGM") or upto the conclusion of 11 th AGM, whichever is earlier, and recommended to the shareholders of the Company for their approval in the ensuing AGM.
3.	Brief Profile: (In case of Appointment of Director)	a) Mr. Shantanu Ghosh has held many key positions in various Indian and Overseas Banks in his career experience of 40 years. He held the position of Country Head of Retail & Commercial Banking of ING Vysya Bank. He was member of the startup team at C level in Bank Sohar and Bank Nizwa in Sultanate of Oman for over 11 years and has experience of Start Up and Mergers in the Financial Sector. He has rich experience in financial leadership roles, Business Strategy, Consulting, General Management, HRD, Information Technology and investment banking. Currently he advises on Digital Transformation and Growth. b) Dr. Fareed Ahmed has experience of working in banking sector, at both operational and administrative levels. He had served with Punjab & Sind Bank as Executive Director for over 3.5 years. Prior to this, he started his career as an Agricultural Field Officer in May 1983 and reached to the level of General Manager with Corporation Bank with which his association was for 34 years. He has been a regular contributor as an author for International Journals of Research.

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		Dr. Fareed Ahmed has also been associated with various Banks' Staff Training colleges as a Guest Faculty, Mentor and Coach and has conducted a number of sessions on Banking, Leadership and Team Performance. c) Ms. Suman Naresh Sabnani brings over 30 years of managerial experience, primarily with HSBC, where she held a series of senior leadership positions. Her most recent role was a global role with HSBC, UK. In this capacity, she was responsible for coordinating with Regional Third-Party Risk Officers across Asia Pacific, the UK, Europe, and North America to ensure the comprehensive and accurate resolution of all identified third-party risks.
4.	Disclosure of relationship between directors: (In case of Appointment of Director)	Mr. Shantanu Ghosh, Dr. Fareed Ahmed and Ms. Suman Naresh Sabnani are not related to any Director of the Company and all of them meet the criteria of Independence under the provisions of Companies Act, 2013 and the SEBI Listing Regulations and are not debarred from holding the office of Director by virtue of any order of SEBI or any other such authority.
5.	Information as required pursuant to BSE Circular no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Limited Circular with ref. no NSE/CML/2018/24 dated June 20, 2018, regarding the director not being debarred from holding the office by virtue of any SEBI order or any other such authority.	

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