



February 24, 2025

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

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

Dear Sir/Madam,

Sub: Results of Postal Ballot

Ref: Voting Results under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

In continuation to our letter dated January 24, 2025, regarding Postal Ballot Notice, please find enclosed herewith the voting results in the prescribed format along with a copy of Scrutinizer's Report pursuant to regulation 44(3) of SEBI Listing Regulations.

We would also like to inform that the items of business forming part of the Notice of Postal Ballot were duly passed by requisite majority by the members through remote e-voting.

The Voting Results along with the Scrutinizer's Report will also be made available on the Company's website at www.gmrpui.com

This is for your information and records.

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



Company Name	GMR POWER AND URBAN INFRA LIMITED
Date of the AGM/EGM	NA(Postal Ballot)
Total number of shareholders on record date	371050
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	NA
Public:	NA
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	NA
Public:	NA

Resolution required: (Ordinary/ Special)	ORDINARY - To Approve Material Related Party Transaction for providing Corporate Guarantee for the credit facilities to be availed by GMR Agra Smart Meters Limited from Indian Renewable Energy Development Agency Limited ("IREDA").							
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	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	E-Voting	241288914	0	0.0000	00	0	0.0000	0.0000
	Poll	241288914	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	241288914	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	45255454	8788388	19.4195	7978321	810067	90.7825	9.2174
	Poll	45255454	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	45255454	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	428291826	98194657	22.9270	98185857	8800	99.9910	0.0089
	Poll	428291826	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	428291826	0	0.0000	00	0	0.0000	0.0000
	Total	714836194	106983045	14.9661	106164178	818867	99.2346	0.7654

Resolution required: (Ordinary/ Special)	ORDINARY - To Approve Material Related Party Transaction for providing Corporate Guarantee for the credit facilities to be availed by GMR Kashi Smart Meters Limited from Indian Renewable Energy Development Agency Limited ("IREDA").							
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	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
	E-Voting	241288914	0	0.0000	00	0	0.0000	0.0000

Promoter and Promoter Group	Poll	241288914	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	241288914	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	45255454	8788388	19.4195	7978321	810067	90.7825	9.2174
	Poll	45255454	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	45255454	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	428291826	98194622	22.9270	98185223	9399	99.9904	0.0095
	Poll	428291826	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	428291826	0	0.0000	00	0	0.0000	0.0000
Total		714836194	106983010	14.9661	106163544	819466	99.2340	0.7660

Resolution required: (Ordinary/ Special)	ORDINARY - To Approve Material Related Party Transaction for providing Corporate Guarantee for the credit facilities to be availed by GMR Triveni Smart Meters Limited from Indian Renewable Energy Development Agency Limited ("IREDA").							
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	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	E-Voting	241288914	0	0.0000	00	0	0.0000	0.0000
	Poll	241288914	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	241288914	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	45255454	8788388	19.4195	7978321	810067	90.7825	9.2174
	Poll	45255454	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	45255454	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	428291826	98194662	22.9270	98186599	8063	99.9917	0.0082
	Poll	428291826	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	428291826	0	0.0000	00	0	0.0000	0.0000
Total		714836194	106983050	14.9661	106164920	818130	99.2353	0.7647

Resolution required: (Ordinary/ Special)	ORDINARY - To Approve Material Related Party Transaction for providing Corporate Guarantee for refinancing of the existing credit facilities to be availed by GMR Warora Energy Ltd.							
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	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	E-Voting	241288914	0	0.0000	00	0	0.0000	0.0000
	Poll	241288914	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	241288914	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	45255454	8788388	19.4195	7978321	810067	90.7825	9.2174
	Poll	45255454	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	45255454	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	428291826	98194657	22.9270	98183760	10897	99.9889	0.0110
	Poll	428291826	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	428291826	0	0.0000	00	0	0.0000	0.0000
Total		714836194	106983045	14.9661	106162081	820964	99.2326	0.7674

Resolution required: (Ordinary/ Special)	ORDINARY - To Approve Material Related Party Transaction for providing corporate guarantee for credit facilities to be availed by GMR Kamalanga Energy Ltd.							
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	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	E-Voting	241288914	0	0.0000	00	0	0.0000	0.0000
	Poll	241288914	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	241288914	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	45255454	8788388	19.4195	7978321	810067	90.7825	9.2174
	Poll	45255454	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	45255454	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	428291826	98193172	22.9267	98185090	8082	99.9917	0.0082
	Poll	428291826	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	428291826	0	0.0000	00	0	0.0000	0.0000
Total		714836194	106981560	14.9659	106163411	818149	99.2352	0.7648

V SREEDHARAN AND ASSOCIATES

Company Secretaries

Plot No. 293, # 201, 2nd Floor, 10th Main Road,
3rd Block, Jayanagar, Bengaluru - 560 011
☎ + 91 80 49594533 ✉ compliance@sreedharancs.com



SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the
Companies (Management and Administration) Rules, 2014]

To

The Chairperson

GMR Power and Urban Infra Limited

Unit no. 12, 18th Floor, Tower A, Building No. 5,

DLF Cyber City, DLF Phase III, DLF QE,

Gurgaon - 122002, Haryana.

Dear Sir,

1. The Board of Directors of the Company vide circular resolution passed on January 21, 2025, appointed me as a Scrutinizer for scrutinizing the postal ballot through remote e-voting process.

2. I submit my report as under:

As per General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 in relation to "Clarification on passing of ordinary and special resolutions by Companies under the Companies Act, 2013" (the "MCA Circulars") and the rules made thereunder by the Ministry of Corporate Affairs, Government of India, the Company has sent the Postal Ballot Notice dated January 24, 2025 on January 24, 2025 by email only to the members whose email ids were available with the Company / Registrar and Share Transfer Agent (RTA).



The notice of postal ballot was sent to the members whose name(s) appeared on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on cut-off date i.e., Friday, January 17, 2025.

- 2.1 Particulars of votes cast through electronic means only have been entered in the register separately maintained for the purpose.
- 2.2 Since there was no voting by physical postal ballot form, the question of keeping them under my safe custody before commencing the scrutiny does not arise.
- 2.3 The votes cast through electronic means were unblocked on February 23, 2025 at 5:04.P.M.
- 2.4 Votes cast through electronic means were scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company / list of beneficiaries as on Friday, January 17, 2025.
- 2.5 Votes cast through electronic means up to 5.00 P.M. on February 23, 2025, being the last time and date fixed by the Company for voting through electronic means were considered for my scrutiny.
- 2.6 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing postal ballot form received after due date and up to the date of this report does not arise.
- 2.7 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing postal ballot forms returned undelivered also does not arise.



- 2.8 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper too does not arise.
3. A summary of votes cast through electronic means is given in Annexure-I.
4. I have emailed all the e-registers and records relating to e-voting for the safe custody to the Company Secretary.
5. You may accordingly declare the result of e-voting done by the members of the Company on the resolution mentioned in the Postal Ballot Notice dated January 24, 2025.

Thanking you,

For V SREEDHARAN & ASSOCIATES



(Pradeep B Kulkarni)
Partner

FCS: 7260; CP No.7835

Address: Plot No. 293, #201, 2nd Floor, 10th Main Road
3rd Block, Jayanagar, Bengaluru-560011



Place: Bengaluru

Date: February 24, 2025

UDIN: F007260F003991999

Peer Review Certificate No. 5543/2024

For GMR Power And Urban Infra Ltd.



Vimal Prakash
Company Secretary

Annexure I

GMR Power and Urban Infra Limited

Regd. Office: Unit no. 12, 18th Floor, Tower A, Building No. 5, DLF Cyber City, DLF Phase III, DLF QE, Gurgaon - 122002, Haryana.

Summary of votes cast through electronic means for the resolution mentioned in the Postal Ballot Notice dated January 24, 2025.

1. To Approve Material Related Party Transaction of providing Corporate Guarantee for the credit facilities being availed by GMR Agra Smart Meters Limited from Indian Renewable Energy Development Agency Limited ("IREDA").

Ordinary Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 17/01/2025) (71,48,36,194 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 5/- each)	
(a) Total e-votes received.	927	10,69,89,816	14.9670
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	24	6,771	0.0009
(c) Net valid e-votes (as per register) *	903	10,69,83,045	14.9661
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	853	10,61,64,178	99.2346
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	56	8,18,867	0.7654

*The total of members as appearing in rows (d) and (e) under the column bearing heading: - "No. of members voted through e-voting system" is not matching to the number as appearing in row (c) under the above said column because 6 members have cast their votes both in favour and against the resolution above.



2. To Approve Material Related Party Transaction of providing Corporate Guarantee for the credit facilities being availed by GMR Kashi Smart Meters Limited from Indian Renewable Energy Development Agency Limited ("IREDA").

Ordinary Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 17/01/2025) (71,48,36,194 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 5/- each)	
(a) Total e-votes received.	927	10,69,89,816	14.9670
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	25	6,806	0.0010
(c) Net valid e-votes (as per register) *	902	10,69,83,010	14.9660
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	851	10,61,63,544	99.2340
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	55	8,19,466	0.7660

*The total of members as appearing in rows (d) and (e) under the column bearing heading: - "No. of members voted through e-voting system" is not matching to the number as appearing in row (c) under the above said column because 4 members have cast their votes both in favour and against the resolution above.



3. To Approve Material Related Party Transaction of providing Corporate Guarantee for the credit facilities being availed by GMR Triveni Smart Meters Limited from Indian Renewable Energy Development Agency Limited ("IREDA").

Ordinary Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 17/01/2025) (71,48,36,194 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 5/- each)	
(a) Total e-votes received.	927	10,69,89,816	14.9670
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	23	6,766	0.0009
(c) Net valid e-votes (as per register) *	904	10,69,83,050	14.9661
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	855	10,61,64,920	99.2353
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	53	8,18,130	0.7647

*The total of members as appearing in rows (d) and (e) under the column bearing heading: - "No. of members voted through e-voting system" is not matching to the number as appearing in row (c) under the above said column because 4 members have cast their votes both in favour and against the resolution above.



4. To Approve Material Related Party Transaction of providing Corporate Guarantee for refinancing of the existing credit facilities to be availed by GMR Warora Energy Ltd.

Ordinary Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 17/01/2025) (71,48,36,194 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 5/- each)	
(a) Total e-votes received.	927	10,69,89,816	14.9670
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	24	6,771	0.0009
(c) Net valid e-votes (as per register) *	903	10,69,83,045	14.9661
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	851	10,61,62,081	99.2326
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	55	8,20,964	0.7674

*The total of members as appearing in rows (d) and (e) under the column bearing heading: - "No. of members voted through e-voting system" is not matching to the number as appearing in row (c) under the above said column because 3 members have cast their votes both in favour and against the resolution above.



5. To Approve Material Related Party Transaction of providing corporate guarantee for credit facilities to be availed by GMR Kamalanga Energy Ltd.

Ordinary Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 17/01/2025) (71,48,36,194 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 5/- each)	
(a) Total e-votes received.	927	10,69,89,816	14.9670
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	26	8,256	0.0012
(c) Net valid e-votes (as per register) *	901	10,69,81,560	14.9658
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	850	10,61,63,411	99.2352
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	54	8,18,149	0.7648

*The total of members as appearing in rows (d) and (e) under the column bearing heading: - "No. of members voted through e-voting system" is not matching to the number as appearing in row (c) under the above said column because 3 members have cast their votes both in favour and against the resolution above.

