

Form No. MGT-7**Annual Return (other than OPCs and Small Companies)**

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi**I REGISTRATION AND OTHER DETAILS**

i *Corporate Identity Number (CIN)

L45400HR2019PLC125712

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

☒ Original☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	GMR POWER AND URBAN INFRA LIMITED	GMR POWER AND URBAN INFRA LIMITED
Registered office address	Unit no. 12, 18th Floor,Tower A, Building No. 5,DLF Cyber City, DLF Phase III,DLF QE,Dlf Qe,Gurgaon,Haryana,India,122002	Unit no. 12, 18th Floor,Tower A, Building No. 5,DLF Cyber City, DLF Phase III,DLF QE,Dlf Qe,Gurgaon,Haryana,India,122002
Latitude details	28.490555	28.490555
Longitude details	77.09278	77.09278

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Photograph.pdf

(b) *Permanent Account Number (PAN) of the company

[REDACTED]

(c) *e-mail ID of the company

*****.CS@gmrgroup.in

(d) *Telephone number with STD code

+91*****50

(e) Website	www.gmrpui.com											
iv *Date of Incorporation (DD/MM/YYYY)	17/05/2019											
v (a) *Class of Company (as on the financial year end date) (Private company/Public Company/One Person Company)	Public company											
(b) *Category of the Company (as on the financial year end date) (Company limited by shares/Company limited by guarantee/Unlimited company)	Company limited by shares											
(c) *Sub-category of the Company (as on the financial year end date) (Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)	Indian Non-Government company											
vi *Whether company is having share capital (as on the financial year end date)	☒ Yes ☐ No											
vii (a) Whether shares listed on recognized Stock Exchange(s)	☒ Yes ☐ No											
(b) Details of stock exchanges where shares are listed												
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S. No.</th> <th style="width: 50%;">Stock Exchange Name</th> <th style="width: 40%;">Code</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>National Stock Exchange (NSE)</td> <td>A1024 - National Stock Exchange (NSE)</td> </tr> <tr> <td style="text-align: center;">2</td> <td>Bombay Stock Exchange (BSE)</td> <td>A1 - Bombay Stock Exchange (BSE)</td> </tr> </tbody> </table>				S. No.	Stock Exchange Name	Code	1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)	2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
S. No.	Stock Exchange Name	Code										
1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)										
2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)										
viii Number of Registrar and Transfer Agent	1											
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 25%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 25%;">Name of the Registrar and Transfer Agent</th> <th style="width: 25%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 25%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">L72400MH2017PLC444072</td> <td style="text-align: center;">KFIN TECHNOLOGIES LIMITED</td> <td>301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, Mumbai, Maharashtra, India, 400070</td> <td style="text-align: center;">INR000000221</td> </tr> </tbody> </table>				CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent	L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, Mumbai, Maharashtra, India, 400070	INR000000221	
CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent									
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, Mumbai, Maharashtra, India, 400070	INR000000221									
ix * (a) Whether Annual General Meeting (AGM) held	☒ Yes ☐ No											
(b) If yes, date of AGM (DD/MM/YYYY)	29/09/2025											
(c) Due date of AGM (DD/MM/YYYY)	30/09/2025											
(d) Whether any extension for AGM granted	☐ Yes ☒ No											
(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension												

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

2

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	F	Construction	42	Civil Engineering	39.41
2	K	Financial and insurance activities	66	Other financial activities	60.59

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

74

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U74900TN2007PTC102389		GMR ENTERPRISES PRIVATE LIMITED	Holding	21.56
2	U31200KA2008PLC045104		GMR ENERGY TRADING LIMITED	Subsidiary	100
3	U40101KA2008PTC048190		GMR LONDA HYDROPOWER PRIVATE LIMITED	Subsidiary	88.14
4	U40104MH2010PLC282702		GMR GENERATION ASSETS LIMITED	Subsidiary	88.14
5	U45203MH2006PLC287171		GMR HIGHWAYS LIMITED	Subsidiary	100
6	U45203KA2005PTC036773		GMR AMBALA-CHANDIGARH EXPRESSWAYS PRIVATE LIMITED	Subsidiary	100

7	U45200KA2005PLC049327		GMR POCHANPALLI EXPRESSWAYS LIMITED.	Subsidiary	100
8	U45201KA2009PTC050109		GMR HYDERABAD VIJAYAWADA EXPRESSWAYS PRIVATE LIMITED	Subsidiary	99.83
9	U45203KA2009PTC050441		GMR CHENNAI OUTER RING ROAD PRIVATE LIMITED	Subsidiary	90
10	U62100TG2005PTC045123		GATEWAYS FOR INDIA AIRPORTS PRIVATE LIMITED	Subsidiary	86.49
11	U70200TG2007PLC054821		GMR CORPORATE SERVICES LIMITED	Subsidiary	100
12	U62200DL2006PTC322498		GMR AVIATION PRIVATE LIMITED	Subsidiary	100
13	U45209TZ2007PLC031219		GMR KRISHNAGIRI SIR LIMITED	Subsidiary	100
14	U70102TZ2008PTC021691		ADVIKA PROPERTIES PRIVATE LIMITED	Subsidiary	100
15	U70101TZ2008PTC022217		AKLIMA PROPERTIES PRIVATE LIMITED	Subsidiary	100
16	U70101TZ2008PTC022242		AMARTYA PROPERTIES PRIVATE LIMITED	Subsidiary	100
17	U45206TZ2008PTC021787		BARUNI PROPERTIES PRIVATE LIMITED	Subsidiary	100
18	U45201TZ2008PTC021770		BOUGAINVILLEA PROPERTIES PRIVATE LIMITED	Subsidiary	100
19	U70102TZ2008PTC021850		CAMELIA PROPERTIES PRIVATE LIMITED	Subsidiary	100
20	U70102TZ2010PTC021792		DEEPESH PROPERTIES PRIVATE LIMITED	Subsidiary	100
21	U45203TZ2008PTC028473		EILA PROPERTIES PRIVATE LIMITED	Subsidiary	100
22	U70101TZ2008PTC021802		GERBERA PROPERTIES PRIVATE LIMITED	Subsidiary	100
23	U45200TZ2008PTC028181		LAKSHMI PRIYA PROPERTIES PRIVATE LIMITED	Subsidiary	100
24	U45201TZ2008PTC021847		HONEYSUCKLE PROPERTIES PRIVATE LIMITED	Subsidiary	100

25	U70101TZ2008PTC022222		IDIKA PROPERTIES PRIVATE LIMITED	Subsidiary	100
26	U70102TZ2007PTC021855		KRISHNAPRIYA PROPERTIES PRIVATE LIMITED	Subsidiary	100
27	U45200TZ2008PTC021848		LARKSPUR PROPERTIES PRIVATE LIMITED	Subsidiary	100
28	U70109TZ2008PTC022221		NADIRA PROPERTIES PRIVATE LIMITED	Subsidiary	100
29	U70101TZ2010PTC021798		PADMAPRIYA PROPERTIES PRIVATE LIMITED	Subsidiary	100
30	U70109TZ2008PTC022241		PRAKALPA PROPERTIES PRIVATE LIMITED	Subsidiary	100
31	U70102TZ2007PTC021856		PURNACHANDRA PROPERTIES PRIVATE LIMITED	Subsidiary	100
32	U70109TZ2008PTC021853		SHREYADITA PROPERTIES PRIVATE LIMITED	Subsidiary	100
33	U70102TZ2011PTC021849		PRANESH PROPERTIES PRIVATE LIMITED	Subsidiary	100
34	U70102TZ2007PTC021852		SREEPA PROPERTIES PRIVATE LIMITED	Subsidiary	100
35	U70102TZ2011PTC021854		RADHAPRIYA PROPERTIES PRIVATE LIMITED	Subsidiary	100
36	U45200TZ2008PTC021712		ASTERIA REAL ESTATES PRIVATE LIMITED	Subsidiary	100
37	U74120TZ2012PTC021851		LANTANA PROPERTIES PRIVATE LIMITED	Subsidiary	100
38	U70100KA2003PTC032917		HONEYFLOWER ESTATES PRIVATE LIMITED	Subsidiary	100
39	U74900TZ2008PLC029825		GMR SEZ & PORT HOLDINGS LIMITED	Subsidiary	100
40	U70200TZ2011PTC031850		SUZONE PROPERTIES PRIVATE LIMITED	Subsidiary	100
41	U70100TZ2012PTC031851		LILLIAM PROPERTIES PRIVATE LIMITED	Subsidiary	100

42	U65900KA2007PLC050828		DHRUVI SECURITIES LIMITED	Subsidiary	100
43		C099459	GMR Energy Projects (Mauritius) Limited (GEPML)	Subsidiary	100
44		200902416Z	GMR Infrastructure (Singapore) Pte Limited (GISPL)	Subsidiary	100
45		201011900H	GMR Coal Resources Pte Limited (GCRPL)	Subsidiary	100
46		C076416	GMR Power and Urban Infra (Mauritius) Limited (GPUIML)	Subsidiary	100
47		C59841	GMR Infrastructure Overseas Limited, Malta (GIOL)	Subsidiary	100
48		C096089	GMR Infrastructure (Overseas) Limited (GI(O)L)	Subsidiary	100
49	U40100KA2005PTC037308		GMR SMART ELECTRICITY DISTRIBUTION PRIVATE LIMITED	Subsidiary	100
50		C0490/2010	GMR Male International Airport Private Limited (GMIAL)	Subsidiary	76.87
51		1266000472593	PT GMR Infrastructure Indonesia	Subsidiary	99.99
52	U85110MH1996PLC274875		GMR ENERGY LIMITED	Subsidiary	100
53		C078266	GMR Energy (Mauritius) Limited (GEML)	Subsidiary	100
54		C078363	GMR Lion Energy Limited (GLEL)	Subsidiary	100
55		72522/066/067	Karnali Transmission Company Private Limited (KTCPL)	Subsidiary	100
56	U40101KA2007PLC044809		GMR KAMALANGA ENERGY LIMITED	Subsidiary	97.63

57	U23201KA1997PLC032964		GMR VEMAGIRI POWER GENERATION LIMITED	Subsidiary	100
58	U40101UR2006PTC031381		GMR (BADRINATH) HYDRO POWER GENERATION PRIVATE LIMITED	Subsidiary	100
59	U74200KA2008PLC045448		GMR CONSULTING SERVICES LIMITED	Subsidiary	100
60	U40101HP2008PTC030971		BAJOLI HOLI HYDROPOWER PRIVATE LIMITED	Subsidiary	79.86
61	U40100MH2005PLC155140		GMR WARORA ENERGY LIMITED	Subsidiary	92.07
62	U40101KA2010PTC054124		GMR BUNDELKHAND ENERGY PRIVATE LIMITED	Subsidiary	100
63	U40107KA2010PTC054125		GMR RAJAM SOLAR POWER PRIVATE LIMITED	Subsidiary	100
64	U40107KA2010PLC053789		GMR MAHARASHTRA ENERGY LIMITED	Subsidiary	100
65	U40100KA2008PLC045783		GMR GUJARAT SOLAR POWER LIMITED	Subsidiary	100
66	U40107KA2010PLC055843		GMR INDO-NEPAL POWER CORRIDORS LIMITED	Subsidiary	100
67		1064/064/065	GMR Upper Karnali Hydropower Limited (GUKPL)	Subsidiary	73
68	U40106MH2022PLC377550		GMR GREEN ENERGY LIMITED	Subsidiary	100
69	U35109HR2023PLC114036		GMR KASHI SMART METERS LIMITED	Subsidiary	90
70	U35109HR2023PLC114033		GMR TRIVENI SMART METERS LIMITED	Subsidiary	90
71	U35109HR2023PLC114135		GMR AGRA SMART METERS LIMITED	Subsidiary	90
72	U74999DL2018PTC332161		GMR OPERATIONS AND MAINTENANCE PRIVATE LIMITED	Subsidiary	100
73	U40107KA2009PLC051643		GMR RAJAHMUNDRY ENERGY LIMITED	Associate	39.66
74	U41000MH2024PTC422768		PORTUS VENTURES PRIVATE LIMITED	Associate	26

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY**i SHARE CAPITAL****(a) Equity share capital**

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	1100000000.00	714836194.00	714836194.00	714836194.00
Total amount of equity shares (in rupees)	5500000000.00	3574180970.00	3574180970.00	3574180970.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
EQUITY SHARES				
Number of equity shares	1100000000	714836194	714836194	714836194
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	5500000000.00	3574180970.00	3574180970	3574180970

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

Number of classes

0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	10	603594518	603594528.00	3017972640	3017972640	
Increase during the year	0.00	111241676.00	111241676.00	556208380.00	556208380.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
x Others, specify Dematerialisation of 10 equity shares and conversion of 7.5% US\$ 275 Mn FCCBs into 11,12,41,666 no. of equity shares of Rs.5 each	0	111241676	111241676.00	556208380	556208380	
Decrease during the year	10.00	0.00	10.00	50.00	50.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Dematerialisation of 10 equity shares	10	0	10.00	50	50	
At the end of the year	0.00	714836194.00	714836194.00	3574180970.00	3574180970.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify Not Applicable	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
iv Others, specify						
Not Applicable	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE0CU601026

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
Before split / Consolidation		
	Number of shares	
	Face value per share	
After split / consolidation		
	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☒ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

1

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Listed, Rated , Secured and Redeemable NCDs	15026	3234.60	48603099.60
Total	15026.00	3234.60	48603099.60

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Listed Non-Convertible Debentures	0	15026	0	15026.00
Total	0.00	15026.00	0.00	15026.00

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year

Total				
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(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	15026.00	0.00	15026.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	15026.00	0.00	15026.00

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

4808896845.01

ii * Net worth of the Company

133865290174.01

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	966007	0.14	0	0.00

	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	360322507	50.41	0	0.00
10	Others	400	0.00	0	0.00
	Trusts				
	Total	361288914.00	50.55	0.00	0

Total number of shareholders (promoters)

23

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	123791232	17.32	0	0.00

	(ii) Non-resident Indian (NRI)	6460673	0.90	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	1302	0.00	0	0.00
3	Insurance companies	9434706	1.32	0	0.00
4	Banks	2824276	0.40	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	35697955	4.99	0	0.00
7	Mutual funds	2389684	0.33	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	170572244	23.86	0	0.00
10	Others	2375208	0.33	0	0.00
	IEPF, NBFC etc.				
	Total	353547280.00	49.45	0.00	0

Total number of shareholders (other than promoters)

360397

Total number of shareholders (Promoters + Public/Other than promoters)

360420.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	97574
2	Individual - Male	261563
3	Individual - Transgender	1
4	Other than individuals	1282
	Total	360420.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Red Bay Limited	C/O CODAN (MAURITIUS) LIMITED LEVEL 3 TOWER I NEXTERACOM TOWERS CYBERCITY EBENE	12/11/2009	Mauritius	6189	4.99

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	21	23
Members (other than promoters)	369212	360397
Debenture holders	0	1

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	0	1	0	1	0	0.02

B Non-Promoter	3	9	3	9	0.00	0.02
i Non-Independent	3	2	3	2	0	0.02
ii Independent	0	7	0	7	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	3	10	3	10	0.00	0.04

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

15

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
GRANDHI MALLIKARJUNA RAO	00574243	Director	173133	
SRINIVAS BOMMIDALA	00061464	Managing Director	45166	
KIRAN KUMAR GRANDHI	00061669	Director	87216	
BODA VENKATA NAGESWARA RAO	00051167	Director	18214	
SUBBARAO GUNUPUT	00064511	Whole-time director	37600	
MADHVA BHIMACHARYA TERDAL	05343139	Whole-time director	0	
EMANDI SANKARA RAO	05184747	Director	0	
SATYANARAYANA BEELA	09462114	Director	200	
SIVA KAMESWARI VISSA	02336249	Director	0	
SURESH LILARAM NARANG	08734030	Director	0	

SUMAN NARESH SABNANI	10223343	Director	5000	
FAREED AHMED	09698462	Director	0	
SHANTANU GHOSH	00041435	Director	0	
SURESH BAGRODIA		CFO	100	
VIMAL PRAKASH		Company Secretary	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	16/09/2024	371415	111	44.4

B BOARD MEETINGS

*Number of meetings held

5

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	17/05/2024	13	11	84.62

2	14/08/2024	13	12	92.31
3	25/10/2024	13	13	100
4	17/01/2025	13	12	92.31
5	29/01/2025	13	12	92.31

C COMMITTEE MEETINGS

Number of meetings held

34

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	16/05/2024	4	4	100
2	Audit Committee	14/08/2024	4	4	100
3	Audit Committee	25/10/2024	4	4	100
4	Audit Committee	29/01/2025	4	4	100
5	Audit Committee	28/03/2025	4	4	100
6	Nomination and Remuneration Committee	12/08/2024	4	4	100
7	Stakeholders' Relationship Committee	15/05/2024	3	3	100
8	Stakeholders' Relationship Committee	13/08/2024	3	3	100
9	Stakeholders' Relationship Committee	22/10/2024	3	2	66.67
10	Stakeholders' Relationship Committee	27/01/2025	3	2	66.67
11	Risk Management Committee	12/08/2024	4	4	100
12	Risk Management Committee	07/03/2025	4	3	75
13	Environment Social and Governance Committee	27/03/2025	4	3	75
14	Corporate Social Responsibility Committee	13/08/2024	3	3	100

15	Management Committee	15/04/2024	4	4	100
16	Management Committee	27/04/2024	4	4	100
17	Management Committee	04/06/2024	4	4	100
18	Management Committee	06/06/2024	4	4	100
19	Management Committee	05/07/2024	4	4	100
20	Management Committee	10/07/2024	4	4	100
21	Management Committee	10/07/2024	4	4	100
22	Management Committee	26/07/2024	4	4	100
23	Management Committee	11/09/2024	4	4	100
24	Management Committee	27/09/2024	4	4	100
25	Management Committee	30/09/2024	4	4	100
26	Management Committee	16/10/2024	4	4	100
27	Management Committee	07/11/2024	4	4	100
28	Management Committee	17/12/2024	4	4	100
29	Management Committee	27/12/2024	4	4	100
30	Management Committee	06/01/2025	4	4	100
31	Management Committee	30/01/2025	4	4	100
32	Management Committee	25/02/2025	4	4	100
33	Management Committee	28/03/2025	4	4	100
34	Management Committee	29/03/2025	4	4	100

D ATTENDANCE OF DIRECTORS

S. N o	Name of the Director	Board Meetings	Committee Meetings	Whether attended AGM held on
--------------	----------------------------	----------------	--------------------	------------------------------------

		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	29/09/2025 (Y/N/NA)
1	GRANDHI MALLIKARJUNA RAO	5	5	100	20	20	100	Yes
2	SRINIVAS BOMMIDALA	5	4	80	23	21	91	Yes
3	KIRAN KUMAR GRANDHI	5	4	80	22	22	100	Yes
4	BODA VENKATA NAGESWARA RAO	5	5	100	22	22	100	Yes
5	SUBBARAO GUNUPUTI	5	4	80	5	3	60	Yes
6	MADHVA BHIMACHARYA TERDAL	5	4	80	0	0	0	Yes
7	EMANDI SANKARA RAO	5	5	100	1	1	100	Yes
8	SATYANARAYANA BEELA	5	5	100	12	12	100	Yes
9	SIVA KAMESWARI VISSA	5	5	100	8	8	100	Yes
10	SURESH LILARAM NARANG	5	4	80	0	0	0	Yes
11	SUMAN NARESH SABNANI	5	5	100	10	10	100	Yes
12	FAREED AHMED	5	5	100	6	6	100	Yes
13	SHANTANU GHOSH	5	5	100	0	0	0	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SRINIVAS BOMMIDALA	Managing Director	31334501	0	0	1930113	33264614.00
2	MADHVA BHIMACHARYA TERDAL	Whole-time director	33817141	0	0	750000	34567141.00

3	SUBBARAO GUNUPUTI	Whole-time director	12764103	0	0	0	12764103.00
	Total		77915745.00	0.00	0.00	2680113.00	80595858.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SURESH BAGRODIA	CFO	8093001	0	0	0	8093001.00
2	VIMAL PRAKASH	Company Secretary	2220934.12	0	0	0	2220934.12
	Total		10313935.12	0.00	0.00	0.00	10313935.12

C *Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SIVA KAMESWARI VISSA	Director	0	0	0	460000	460000.00
2	EMANDI SANKARA RAO	Director	0	0	0	220000	220000.00
3	SATYANARAYANA BEELA	Director	0	0	0	520000	520000.00
4	SURESH LILARAM NARANG	Director	0	0	0	160000	160000.00
5	SHANTANU GHOSH	Director	0	0	0	200000	200000.00
6	FAREED AHMED	Director	0	0	0	420000	420000.00
7	SUMAN NARESH SABNANI	Director	0	0	0	480000	480000.00
	Total		0.00	0.00	0.00	2460000.00	2460000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/
DIRECTORS/OFFICERS

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

360421

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholders_1.xlsm
Details of Shareholders_2.xlsm
Details of Shareholders_3.xlsm
Details of Debenture holder.xlsm

(b) Optional Attachment(s), if any

Clarification Letter.pdf
MGT-8_GPUIL.pdf

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of GMR POWER AND URBAN INFRA LIMITED as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the

provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Digitally signed by
VISHWANATHA VISHWANATHAN
N SREEDHARAN
DN: 2025.12.24
15:56:42 +05'30'

Name

V. Sreedharan

Date (DD/MM/YYYY)

24/12/2025

Place

Bengaluru

Whether associate or fellow:

☐ Associate ☒ Fellow

Certificate of practice number

8*3

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

[REDACTED]

*(b) Name of the Designated Person

VIMAL PRAKASH

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 04 dated*

(DD/MM/YYYY) 05/06/2021 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

*To be digitally signed by

SUBBARA
O
GUNUPUTI

*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0*0*4*1*

***To be digitally signed by**

VIMAL
PRAKASH

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

2*8*6

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AC0258074

eForm filing date (DD/MM/YYYY)

24/12/2025

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

GMR POWER & URBAN INFRA

Dated: December 22, 2025

To,
The Registrar of Companies, Delhi & Haryana
4th Floor, IFCI Tower, 61,
Nehru Place, New Delhi-110019

Dear Sir,

Sub: Explanatory Note to the e-Form MGT-7 of GMR Power and Urban Infra Limited for the financial year ended March 31, 2025

This is to inform that:

1. For the Point No. III of e-Form MGT-7 with respect to Particulars of Holding, Subsidiary and Associate Companies (including Joint Ventures), it may be noted that GMR Enterprises Private Limited (**Holding Company**) holds directly 21.56% equity and along with its subsidiaries holds 50.54%, as on March 31, 2025.

It may be noted that the particulars of Subsidiary and Associate Companies includes Step down Subsidiaries and Associates of Subsidiary Companies and thus the % of shares held with respect to Subsidiary and Associate Companies are calculated based on the effective share capital.

Further, GMR Vemagiri Power Generation Limited ("GVPG") ceased to be subsidiary of GMR Energy Limited (wholly owned subsidiary of the Company ("GEL")) and of the Company consequent to transfer of 51% of the stake held in the Company by GEL to Synergy Investments Holding Limited ("Synergy") w.e.f July 02, 2025.

GMR Bajoli Holi Hydropower Pvt. Ltd. ("GBHHPL") also ceased to be subsidiary of GEL and of the Company consequent to transfer of 70% shares of GBHHPL held by GEL to Synergy dated May 08, 2025.

The status of GMR Rajahmundry Energy Limited ("GREL") changed from an Associate Company to a subsidiary of the Company w.e.f June 20, 2025, on account of the 45% equity stake of GREL held by the major consortium lenders of GREL, being transferred to the group entities. Further, effective July 31, 2025, 51% of the equity stake of GREL was divested to Synergy, and accordingly GREL once again became an Associate Company.

The name of GMR Tenaga Operations and Maintenance Private Limited was changed to GMR Operations and Maintenance Private Limited with effect from June 9, 2025 and the name of GMR Bajoli Holi Hydropower Private Limited was changed to Bajoli Holi Hydropower Private Limited with effect from September 25, 2025.

2. For the Point No. IV (iii) of e-Form MGT-7 with respect to details of shares/ debenture transfers since closure date of last Financial Year, in terms of the provisions of Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations,

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GMR POWER & URBAN INFRA

2015, transfer of shares/debentures in physical mode is not permitted. Further, share/debentures transfers in electronic mode are captured in the records of the Depositories.

3. The Company had issued 15,026 Secured, rated, redeemable Non-Convertible Debentures ("NCDs") of Rs. 1,00,000 each on a private placement basis, at the coupon /interest rate of 10.9277% (ten decimal nine two seven seven per cent) per annum. These NCDs issued by the Company were having the maturity period of more than one year and the same were listed on the National Stock Exchange of India Limited with effect from June 10, 2024.

The details of said NCDs as on March 31, 2025, were as indicated below:

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Listed, Rated, Secured and Redeemable NCDs	15026	3234.60	48603099.60*
Total	15026.00	3234.60	48603099.60

**Due to reasons of rounding off, the total value of NCDs outstanding as on March 31, 2025, is shown as Rs. 48603099.60 in the e-Form. However, the actual amount outstanding as on March 31, 2025, is Rs. 4,86,03,080, as also intimated to the National Stock Exchange of India Limited.*

Further, subsequent to the end of the Financial year, the said NCDs issued by the Company were fully redeemed on June 11, 2025 and consequently were delisted from the National Stock Exchange of India Limited.

4. For the Point No. IV (v) of e-Form MGT-7 with respect to Securities (Other than Shares and Debentures) of the Company, a clarification on Foreign Currency Convertible Bond has been provided in **Annexure I**.
5. For the Point No. VI of e-Form MGT-7 with respect to the column Total Number of shareholders (Promoters), Total Number of shareholders (other than Promoters) and Total Number of shareholders (Promoters + Public/ other than Promoters), the number of shareholders have been considered on PAN basis.
6. For the Point No. VI (A) of e-Form MGT-7 with respect to the details of Shareholding Pattern of Promoters, details of shareholding of Promoters include shareholding of Promoters and Promoters group.

As on March 31, 2025, the total no. of Promoters of the Company are 2 and the total no. of Promoter Group Members / Shareholders (other than above 2) are 21.

The total Promoters' Shareholding (comprising of 2 Promoters) as on March 31, 2025 is 15,41,09,646 Shares, constituting 21.56% of total share capital of the Company and Promoter Groups' Shareholding (comprising of 21 Promoter Group Members) is 20,71,79,268 Shares, constituting 28.98% of total share capital of the Company.

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Accordingly, the Shareholding of Promoters and Promoter Group collectively is 50.54% of total share capital of the Company.

Further, it may be noted that the total promoter & Promoter group shareholding in the Company was 36,12,88,914 shares constituting 50.54% of the total share capital. Further, the public shareholding was 35,35,47,280 constituting 49.46%. However, due to rounding off reasons, the form is calculating the promoter & promoter group shareholding and public shareholding as 50.55% and 49.45% respectively.

7. For the Point No. VI (B) of e-Form MGT-7 with respect to the details of Shareholding Public/Other than Promoters, the bifurcation of details of shares mentioned in sub point no. 10. (others) are:

S.No	Particulars	No. of Shares held
1.	NBFC	24195
2.	Clearing Members	194
3.	Alternative investment fund	1736507
4.	I E P F	603016
5.	Trusts	11296

8. For the Point No. VI of e-Form MGT-7 with respect to details of "Break-up of total no. of shareholders (Promoters + Other than Promoters)", since the complete details regarding break-up of number of shareholders in the category of Male/Female/transgender/etc. are not available neither with the Company nor with RTA, we have filled the relevant data on the basis of following calculation/assumptions:

- i. The data as received from the RTA were as follows:

GMR POWER AND URBAN LIMITED			
Gender Summary of MGT-7 Data as on 31/03/2025			
Sl. No	CATEGORY	NO. OF CASES	NO OF SHARES
1	Individual - Female	55353	20033172
2	Individual - Male	148383	40801779
3	Individual - Not applicable	162318	429711461
4	Individual - Transgender	1	28000
5	Entity - Not applicable	1282	224261782

In the above-mentioned data, the details regarding the gender for the category of shareholders mentioned at Sl. no. 3 above i.e., "Individual - Not applicable" were not available neither with the Company nor with RTA, therefore, we have divided the said unidentified category in the ratio of Female and Male shareholders as appearing at Sl. no. 1 & 2 above, respectively and clubbed the same in the respective categories .

- ii. Furthermore, since the above details of shareholders were mentioned on Folio

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basis and as the e-Form MGT-7 auto reconcile this data with the data mentioned in Point No. VI (B), which is on the basis of PAN, therefore, this data has been proportionately divided/converted on PAN Basis.

9. For the Point No. VI (C) of e-Form MGT-7 with respect to the Details of Foreign Institutional Investors (FIIs) holding shares of the Company, we have attached the complete list of FIIs (Total 80 FIIs representing 4.99% of shareholding of the Company) in **Annexure-II**.

Further, in the aforementioned point of e-Form MGT-7, the "% of shares held" field cannot be left blank and as per the requirement of the e-Form, total % of shareholding by FIIs is required to be mentioned, therefore, the total shareholding of 80 FIIs aggregating to 4.99% has been mentioned against one of the FIIs, Red Bay Limited.

Furthermore, the complete details regarding "Date of Incorporation" and "Country of incorporation" of FIIs are not mentioned in the aforesaid list, since the same are not available with the Company/RTA. In this regard, it may be noted that the Company has sent emails to FIIs of the Company, requesting the aforesaid details.

10. For the point No. VIII (B)(i) of e-Form MGT-7 with respect to the details of shareholding of Directors wherever required, the shares held by Directors in their capacity as karta of HUF has also been included.
11. For the Point No. VIII (B)(i) of e-Form MGT-7, please note that the Designation of Mr. Madhva Bhimacharya Terdal (DIN: 05343139) changed from Executive Director to Non-Executive Non-Independent Director w.e.f. July 31, 2025 and designation of Mr. Boda Venkata Nageswara Rao (DIN:00051167) changed from Non-Executive Non-Independent Director to Executive Director w.e.f. November 15, 2025.
12. For the Point No. IX (A) of e-Form MGT-7 with respect to Members/Class /Requisitioned/NCLT/Court Convened Meetings, the Total Number of Members entitled to attend meeting(s) are calculated on Folio basis.
13. For the Point No. IX (C) and IX (D) of e-Form MGT-7 with respect to "Committee Meetings" and "Attendance of Directors", respectively, the details mentioned regarding attendance of Directors in the Meetings of Management Committee, includes participation through Audio Conferencing.
14. For the point no. X of e-Form MGT-7 with respect to the Remuneration of Directors and Key Managerial Personnel, the break-up of remuneration under the heading "others" includes Sitting fees paid to the Directors, and / or perquisites paid to Executive Directors.
15. For Point No. XIII of e-Form MGT-7 regarding 'Details of Shareholders/Debenture Holders,' we have reported a total of 3,60,421 holders in the form, comprising 3,60,420 shareholders (calculated on a PAN basis) and 1 debenture holder, as on March 31, 2025.

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16. For the Point No. XIV(a) of e-Form MGT-7 with respect to the attachment regarding List of shareholders, as provided by RTA of the Company, the number of shareholders have been considered on Folio basis.

Further, it may be noted that in aforesaid List of shareholders, the shareholders who are the members of Promoter Group (not being Promoters) are mentioned in the category of "Other than promoters".

Request you to take the same on your records.

Thanking You,

For **GMR Power and Urban Infra Limited**


Vimal Prakash
Company Secretary
A20876



Address: New Udaan Bhawan,
Opp. Terminal-3, IGI Airport,
New Delhi- 110037

Encl: as above

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(v) Securities (other than shares and debentures)

I. FOREIGN CURRENCY CONVERTIBLE BONDS (FCCBs)*:

Type of Securities	Number of securities	Nominal value of each unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Foreign Currency Convertible Bonds (FCCBs)	275	US\$ 1,000,000	US\$ 275,000,000	US\$ 1,000,000	US\$ 275,000,000

* GMR Airports Limited (Previously known as GMR Airports Infrastructure Limited) (GIL) the erstwhile Holding Company had on December 10, 2015 issued and allotted US\$ 300,000,000 7.5% Foreign Currency Convertible Bonds (FCCBs) due in 2075 to the Kuwait Investment Authority (KIA).

In terms of the Composite Scheme of Amalgamation and Arrangement ("Scheme") approved by the Hon'ble NCLT, Mumbai, the Demerged Undertaking of GIL comprising of the EPC Business and the Urban Infrastructure Business, were demerged into the Company. Pursuant to the Scheme and in accordance with the requirements of Section 2(19AA) of the Income Tax Act, 1961, and pursuant to the part of liability pertaining to the outstanding FCCBs of GIL attributable to the Demerged Undertaking stood vested to the Company. Accordingly, the FCCBs aggregating US\$ 275,000,000 (United States Dollar Two Hundred and Seventy-Five Million) stood vested to the Company. The tenure of FCCBs was 60 years from the date of allotment by the Company and convertible into 11,12,41,666 equity shares of the Company. These FCCBs were convertible into equity shares of the Company after effective date at the Option of Bondholder /Company.

On July 10, 2024, the Company at the request of KIA transferred the FCCBs to two new investors- Synergy Industrials, Metals and Power Holdings Ltd and Gram Ltd. The new bondholders exercised the right to convert the FCCBs into equity shares of the Company. Accordingly, at the request of the bondholders, the Company allotted 11,12,41,666 equity shares and got the same listed on the Stock Exchanges.

Thus, there are no FCCBs outstanding as on March 31, 2025 and the Company does not have any securities other than shares and debentures as on March 31, 2025.

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



GMR POWER AND URBAN INFRA LIMITED										Annexure II
Details of Foreign institutional investors' (FIIs) holding shares of the company as on March 31, 2025										
SLNO	DPID	FOLIO/CL-ID	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	REGN. NO WITH SEBI	HOLDING	% TO EQT	MINOR CODE	PAN NO
1	IN301524	30029831	INDIA OPPORTUNITIES GROWTH FUND LTD - PINWOOD STR ATEGY	4TH FLOOR 19 BANK STREET CYBERCITY EBENE	MAURITIUS	INMUF226415	6350000	0.89	FPC	AACCI5037L
2	IN303438	10003257	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	UNITED STATES OF AMERICA	INUSFP101917	4534050	0.63	FPC	AABTV0442N
3	IN303438	10016654	VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERIES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	100 VANGUARD BOULEVARD MALVERN PA	UNITED STATES OF AMERICA	INUSFP068617	3744952	0.52	FPC	AAATY0918K
4	IN303622	10103284	ALTITUDE INVESTMENT FUND PCC- CELL 1	ORBIS FINANCIAL CORPORATION LTD 4A OCUS TECHNOPOLES GOLF CLUB ROAD, SECTOR-54 GURGAON	INDIA	INMUF078924	3613939	0.51	FPC	ABBCA0991P
5	IN300167	10126598	CITRINE FUND LIMITED	4TH FLOOR RAFFLES TOWER 19 CYBERCITY EBENE	MAURITIUS	INMUF101215	2900000	0.41	FPC	AAFC9596B
6	IN303438	10020249	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST II	100 VANGUARD BOULEVARD MALVERN PENNSYLVANIA		INUSFP012120	2329174	0.33	FPC	AADTV1640C
7	IN301524	30060543	VANGUARD FTSE ALL-WORLD EX-US SMALL-CAP INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	UNITED STATES OF AMERICA	INUSFP067617	1096453	0.15	FPC	AABTV0979Q
8	IN303438	10006004	ABU DHABI INVESTMENT AUTHORITY - MONSOON	211 CORNICHE STREET PO BOX 3600 ABU DHABI	UNITED ARAB EMIRATES	INUEFP010817	835350	0.12	FPC	AAACA4380N
9	IN301524	30063615	WISDOMTREE INDIA EARNINGS FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	INDIA	INUSFP034624	764474	0.11	FPC	AAATW7766R
10	IN300142	20774577	CITY OF NEW YORK GROUP TRUST	ONE CENTRE STREET NEW YORK NY 10007 2341	UNITED STATES OF AMERICA	INUSFP213516	636574	0.09	FPC	AAATC8419K
11	IN303438	10016687	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND	400 HOWARD STREET SAN FRANCISCO CA 94105	UNITED STATES OF AMERICA	INUSFP172617	621724	0.09	FPC	AAAAE3545P
12	IN300142	20771778	CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM - AQR CAPITAL MANAGEMENT, LLC 1	100 WATERFRONT PLACE WEST SACRAMENTO CA		INUSFP000920	512102	0.07	FPC	AAFFC0559D
13	IN300142	10771432	NOMURA SINGAPORE LIMITED ODI	10 MARINA BOULEVARD 36 01 MARINA BAY FINANCIAL CENTRE TOWER 2 SINGAPORE		INSGFP004220	500000	0.07	FPC	AADCN2750N
14	IN300142	20772391	STATE STREET GLOBAL SMALL CAP EQUITY EX-U.S. INDEX NON-LENDING SERIES FUND	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	INUSFP023316	485542	0.07	FPC	AAJTS4147D
15	IN303786	10011424	AMICORP CAPITAL (MAURITIUS) LIMITED	SBI-SG GLOBAL SECURITIES SERVICES PL JEEVAN SEVA EXTENSION BUILDING GROUND FLOOR S V ROAD SANTACRUZ WEST MUMBAI	INDIA	INMUF038923	480000	0.07	FPC	AAYCA8747M
16	IN300167	10179862	ISHARES CORE MSCI EM IMI UCITS ETF	JP MORGAN HOUSE IFSC DUBLIN 1	IRELAND	INIRFP073415	476750	0.07	FPC	AADC17836E
17	IN300054	10109248	ISHARES MSCI INDIA SMALL-CAP ETF	400 HOWARD STREET SAN FRANCISCO CA 94105		INUSFP036219	402426	0.06	FPC	AABTI7440P
18	IN303438	10018480	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST	100 VANGUARD BOULEVARD MALVERN PENNSYLVANIA		INUSFP022719	399489	0.06	FPC	AACTV9551H
19	IN301799	10083518	UI BVK KAPITALVERWALTUNGSGESELLSCHAFT MBH ON BEHALF OF BAYVK A2- FONDS	THEODOR-HEUSS-ALLEE 70 FRANKFURT AM MAIN	GERMANY	INGEFP007416	386604	0.05	FPC	AAAAB6259M
20	IN300054	10076881	GOVERNMENT PENSION FUND GLOBAL	Bankplassen 2 P O Box 1179 Sentrum Oslo 0107	NORWAY	INNOFP130516	344666	0.05	FPC	AACCN1454E
21	IN303438	10027371	SOMERVILLE TRADING ENTERPRISES, LLC	JP Morgan Chase Bank N.A, India Sub Custody 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	INDIA	INUSFP004424	338973	0.05	FPC	ABMCS4995G

22	IN303438	10028497	THRIFT SAVINGS PLAN	JP Morgan Chase Bank N.A, India Sub Custody 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	INDIA	INUSFP085824	313144	0.04	FPC	AAETT9941P
23	IN303786	10000359	VARANIUM INDIA OPPORTUNITY LTD	C/O Cim Fund Services Ltd 33 Edith Cavell Street Port Louis	MAURITIUS	INMUFP067814	300000	0.04	FPC	AAFCP1017J
24	IN301348	20601187	AL MAHA INVESTMENT FUND PCC-ONYX STRATEGY	ICICI BANK LTD EMPIRE COMPLEX 1ST FLOOR 414 S B MARG LOWER PAREL (W) MUMBAI MAHARASHTRA	INDIA	INMUFP094624	289740	0.04	FPC	ABBCA2764N
25	IN301524	30058915	FLORIDA RETIREMENT SYSTEM - AQR CAPITAL MANAGEMENT ,LLC	1801 HERMITAGE BLVD SUITE 100 TALLAHASSEE FLORIDA	UNITED STATES OF AMERICA	INUSFP207315	286562	0.04	FPC	AAAJF0103H
26	IN303438	10017116	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND	400 HOWARD STREET SAN FRANCISCO CA 94105	UNITED STATES OF AMERICA	INUSFP176217	280761	0.04	FPC	AAAAE5365K
27	IN300167	10047358	VANGUARD TOTAL WORLD STOCK INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	UNITED STATES OF AMERICA	INUSFP067417	279437	0.04	FPC	AABTV0279R
28	IN300142	20772383	STATE STREET EMERGING MARKETS SMALL CAP ACTIVE NON - LENDING QIB COMMON TRUST FUND	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	INUSFP034816	229717	0.03	FPC	AAHTS0174J
29	IN303622	10083518	LEGENDS GLOBAL OPPORTUNITIES (SINGAPORE) PTE. LTD.	ORBIS FINANCIAL CORPORATION LTD 4A OCUS TECHNOPOLIS, GOLF CLUB ROAD, SECTOR-54 GURGAON	INDIA	INSGFP062623	200000	0.03	FPC	AAFCCL5858B
30	IN300054	10085015	NORTHERN TRUST COLLECTIVE EMERGING MARKETS SMALL C AP INDEX FUND- NON LENDING	50 S LaSalle Street Chicago Illinois	UNITED STATES OF AMERICA	INUSFP095215	137830	0.02	FPC	AACTN1585B
31	IN300142	10806606	TSP CUSTOM EMERGING MARKETS SECURITIES LENDING FUND	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	INDIA	INUSFP075524	132219	0.02	FPC	AAETT9761B
32	IN300167	10049693	COLLEGE RETIREMENT EQUITIES FUND - STOCK ACCOUNT	730 THIRD AVENUE NEW YORK NEW YORK	UNITED STATES OF AMERICA	INUSFP083617	130903	0.02	FPC	AAACC9040K
33	IN301524	30063289	GSA QMS MASTER FUND LIMITED	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	INDIA	INCYFP093524	98796	0.01	FPC	AAHCG4853B
34	IN303438	10011537	FLEXSHARES MORNINGSTAR EMERGING MARKETS FACTOR TILT INDEX FUND	50 S LASALLE STREET CHICAGO IL	UNITED STATES OF AMERICA	INUSFP242515	81404	0.01	FPC	AAATF4143K
35	IN300142	10798395	CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM - NORTHERN TRUST INVESTMENTS, INC.	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	INDIA	INUSFP064323	80988	0.01	FPC	AAFFC0559D
36	IN300142	10797396	TEACHER RETIREMENT SYSTEM OF TEXAS - SELF MANAGED 34	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	INDIA	INUSFP058623	71372	0.01	FPC	AAATT9387R
37	IN300167	10128284	STATE STREET GLOBAL ALL CAP EQUITY EX-US INDEX PORTFOLIO	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	INUSFP143615	63291	0.01	FPC	AAPTS4453E
38	IN300054	10120479	MERCER QIF FUND PLC-MERCER INVESTMENT FUND 1	70 SIR JOHN ROGERSON'S QUAY DUBLIN 2	IRELAND	INIRFP033015	62800	0.01	FPC	AAJCM5945N
39	IN300142	20772439	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX SECURITIES LENDING FUND	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	INUSFP022916	60501	0.01	FPC	AAHTS6002P
40	IN300054	10077067	MORGAN STANLEY ASIA (SINGAPORE) PTE. - ODI	23 Church Street 16-01 Capital Square Singapore		INSGFP232216	59125	0.01	FPC	AAECM3575F
41	IN300054	10109545	BOFA SECURITIES EUROPE SA - ODI	51 rue La Boetie Paris		INFRFP097319	55672	0.01	FPC	AAICB3737G
42	IN300167	10121383	SSGA SPDR ETFS EUROPE I PUBLIC LIMITED COMPANY - S PDR MSCI EMERGING MARKETS SMALL CAP UCITS ETF	78 SIR JOHN ROGERSONS QUAY DUBLIN 2	IRELAND	INIRFP026114	51155	0.01	FPC	AAUCS9527P
43	IN300054	10041602	LEGAL & GENERAL GLOBAL EMERGING MARKETS INDEX FUND	50 Bank Street London	UNITED KINGDOM	INUKFP217616	50166	0.01	FPC	AABTT8331L
44	IN300054	10105132	ISHARES MSCI EM SMALL CAP UCITS ETF	JP MORGAN HOUSE IFSC DUBLIN 1	IRELAND	INIRFP257116	46091	0.01	FPC	AADCJ3486J

45	IN300054	10016882	UNITED NATIONS FOR AND ON BEHALF OF THE UNITED NATIONS JOINT STAFF PENSION FUND	885 Second Avenue 30th Floor New York NY	UNITED STATES OF AMERICA	INUSFP167315	45231	0.01	FPC	AAJU0522D
46	IN300054	10128119	LEGAL & GENERAL EMERGING MARKETS EX CHINA SMALL CAP COLLECTIVE INVESTMENT TRUST FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	INDIA	INUSFP011824	45189	0.01	FPC	AACTL4748C
47	IN300142	20772422	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX NON-LENDING COMMON TRUST FUND	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	INUSFP022816	44262	0.01	FPC	AAITS0342K
48	IN300167	10145919	TEXAS MUNICIPAL RETIREMENT SYSTEM	1200 NORTH INTERSTATE 35 AUSTIN TX		INUSFP235617	43899	0.01	FPC	AAAGT0502R
49	IN300142	10779541	PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	277 EAST TOWN STREET COLUMBUS OH 43215 USA	UNITED STATES OF AMERICA	INUSFP130016	43758	0.01	FPC	AAATP5186E
50	IN300142	10732356	EMERGING MARKETS MID-SMALL CAP ACTIVE EQUITY FUND	C/O CIBC BANK AND TRUST COMPANY (CAYMAN) LIMITED P O BOX 694 - CIBC FINANCIAL CENTRE 11 DR ROY'S DRIVE GRAND CAYMAN	CAYMAN ISLANDS	INCYFP115216	40189	0.01	FPC	AABTN8909Q
51	IN300142	10759532	SEI TRUST COMPANY AS TRUSTEE ON BEHALF OF SEGALL BRYANT AND HAMILL EMERGING MARKETS SMALL CAP TRUST	1 FREEDOM VALLEY DRIVE OAKS PENNSYLVANIA		INUSFP005518	36607	0.01	FPC	AAUTS7930B
52	IN300142	10779769	BARON INDIA FUND	767 FIFTH AVENUE NEW YORK NEW YORK		INUSFP044021	29026	0.00	FPC	AAJCB9228M
53	IN300142	10797388	TEACHER RETIREMENT SYSTEM OF TEXAS - SELF MANAGED 33	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	INDIA	INUSFP058723	26314	0.00	FPC	AAATT9387R
54	IN300054	10123938	ISHARES CORE MSCI EMERGING MARKETS IMI INDEX ETF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	INDIA	INCAFP112522	26265	0.00	FPC	AACTI0942D
55	IN300167	10121406	SSGA SPDR ETFS EUROPE I PUBLIC LIMITED COMPANY - S PDR MSCI ACWI IMI UCITS ETF	78 SIR JOHN ROGERSONS QUAY DUBLIN 2	IRELAND	INIRFP025114	25102	0.00	FPC	AAUCS9625C
56	IN303438	10014327	BVK PERSONALVORSORGE DES KANTONS ZURICH	STAMPFENBACHSTRASSE 63 8006 ZURICH	SWITZERLAND	INCHFP113016	22144	0.00	FPC	AACTB5009N
57	IN303438	10008943	EMA-FONDS	THEODOR-HEUSS-ALLEE 70 60486 FRANKFURT AM MAIN HESSEN	GERMANY	INGEFP045816	21391	0.00	FPC	AAAAE4036B
58	IN303622	10063845	PERDU PETROCHEMICALS TRADING L.L.C	ORBIS FINANCIAL CORPORATION LIMITED 4A OCUS TECHNOPOLIS GOLF CLUB ROAD SECTOR 54 GURGAON	INDIA	INUEFP065622	15000	0.00	FPC	AAMCP9006E
59	IN300142	20772061	SPDR PORTFOLIO MSCI GLOBAL STOCK MARKET ETF	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	INUSFP069815	14860	0.00	FPC	AAPTS2593F
60	IN300142	20771028	SEGALL BRYANT & HAMILL EMERGING MARKETS SMALL CAP FUND, LP	251 LITTLE FALLS DRIVE WILMINGTON DELAWARE		INUSFP026719	14060	0.00	FPC	AAXAS1801R
61	IN301524	30058870	VIRGINIA RETIREMENT SYSTEM	1200 EAST MAIN STREET RICHMOND VIRGINIA	UNITED STATES OF AMERICA	INUSFP158315	12684	0.00	FPC	AAATV3654P
62	IN300167	10160958	AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARKETS EQUITY FUND	4500 MAIN STREET KANSAS CITY MISSOURI		INUSFP004020	12421	0.00	FPC	AAHTA6005C
63	IN300142	20773398	TEACHER RETIREMENT SYSTEM OF TEXAS - JP MORGAN	1000 RED RIVER STREET AUSTIN TEXAS	UNITED STATES OF AMERICA	INUSFP104116	10797	0.00	FPC	AAATT9387R
64	IN303307	10001339	DOVETAIL INDIA FUND CLASS 5 SHARES	4th Floor 19 Bank Street Cybercity Ebene		INMUFP241517	10000	0.00	FPC	AAGCD0792B
65	IN303438	10016679	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND B	400 HOWARD STREET SAN FRANCISCO CA 94105	UNITED STATES OF AMERICA	INUSFP172517	8906	0.00	FPC	AAAAE3543M
66	IN300142	20774421	TEACHER RETIREMENT SYSTEM OF TEXAS - SELF MANAGED 3	1000 RED RIVER STREET AUSTIN TEXAS	UNITED STATES OF AMERICA	INUSFP169716	8640	0.00	FPC	AAATT9387R

67	IN300167	10075156	RED BAY LTD	C/O CODAN (MAURITIUS) LIMITED LEVEL 3 TOWER I NEXTERACOM TOWERS CYBERCITY EBENE	MAURITIUS	INMUFP050616	6189	0.00	FPC	AAECR5312B
68	IN300054	10110233	SPARTAN GROUP TRUST FOR EMPLOYEE BENEFIT PLANS SPARTAN TOTAL INTERNATIONAL INDEX POOL	100 SUMMER STREET 12th FLOOR BOSTON MA		INUSFP031720	4182	0.00	FPC	AAYTS7736D
69	IN303438	10021660	QUADRATURE CAPITAL VECTOR SP LIMITED	Suite #7 Grand Pavilion Commercial Centre 802 West Bay Road P.O. Box 10250 Grand Caym		INCYFP003521	3415	0.00	FPC	AAACQ7172Q
70	IN301524	30058556	ALASKA PERMANENT FUND	801 WEST 10TH STREET JUNEAU ALASKA	UNITED STATES OF AMERICA	INUSFP117816	3321	0.00	FPC	AADTA7800K
71	IN303438	10019701	COPTHALL MAURITIUS INVESTMENT LIMITED - NON ODI AC COUNT	C/O IQ EQ CORPORATE SERVICES (MAURITIUS) LTD 33 EDITH CAVELL STREET PORT LOUIS		INMUFP086419	2842	0.00	FPC	AAACC4303M
72	IN300054	10104566	LAZARD ASSET MANAGEMENT LLC	30 ROCKEFELLER PLAZA NEW YORK NY	UNITED STATES OF AMERICA	INUSFP037717	1939	0.00	FPC	AACCL4919L
73	IN303438	10023233	CITADEL SECURITIES SINGAPORE PTE. LIMITED	#22-01 and #22-02 Asia Square Tower 2 12 Marina View Singapore Singapore		INSGFP005222	1360	0.00	FPC	AAKCC0554G
74	IN300142	20774000	TRANS EXT GLOBAL EMRG MKTS	1000 RED RIVER STREET AUSTIN TEXAS	UNITED STATES OF AMERICA	INUSFP188517	1244	0.00	FPC	AAATT9387R
75	IN300167	10179731	AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK ETS EX-CHINA EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	INDIA	INUSFP025724	851	0.00	FPC	ABACA3927C
76	IN300142	10797458	TEACHER RETIREMENT SYSTEM OF TEXAS- SELF MANAGED 40	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	INDIA	INUSFP058023	512	0.00	FPC	AAATT9387R
77	IN300054	10132512	AMERICAN CENTURY ICAV - AVANTIS EMERGING MARKETS E QUITY UCITS ETF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	INDIA	INIRFP135224	331	0.00	FPC	ABBCA7900N
78	IN300054	10112036	DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIM ENSIONAL ETF TRUST	251 Little Falls Drive New Castle County Wilmington Delaware		INUSFP082720	102	0.00	FPC	AAJCD0004F
79	IN301799	10088827	BNP PARIBAS FINANCIAL MARKETS - ODI	1 RUE LAFFITTE PARIS		INFRFP006620	4	0.00	FPC	AAGFB5324G
80	IN300054	10109221	CITIGROUP GLOBAL MARKETS MAURITIUS PRIVATE LIMITED - ODI	5th Floor Ebene Esplanade 24 Bank Street Cybercity Ebene		INMUFP001220	2	0.00	FPC	AAFCS3274C
			TOTAL:				35697955	4.99		



GMR

**GMR POWER AND
URBAN INFRA LIMITED**

CIN:- 145400MH2019PLC320561
GSTIN:- 07AAHG03291112X

Registered Office:
Unit 12 (I) Level 1B, 2/F Cybercity, Malindi No. 5,
Thamir A. Prasad, Cochin - 220012, India



Aptia

Omnicom

PricewaterhouseCoopers

**Form No. MGT-8**

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies
(Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **GMR POWER AND URBAN INFRA LIMITED** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on March 31, 2025. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:
 1. Its status under the Act;
 2. Maintenance of registers/records & making entries therein within the time prescribed therefor;
 3. Filing of forms and returns are not required to be stated in the annual return as there is no field to enter those details in the Form MGT-7 (Annual Return). However, the forms filed with the Central Processing Centre (CPC), Registrar of Companies, Central Government, or other authorities within the prescribed time except for few e-forms which were filed beyond the prescribed time with payment of additional filing fees. The Company was not required to file any forms and returns with the Regional Director, the Tribunal, Court during the financial year under review;



4. Calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;

However, without qualifying, we wish to state that

The e-voting facility to the shareholders in terms of sub-regulation (l), shall be provided in compliance with the conditions specified under the Companies (Management and Administration) Rules, 2014, or amendments made thereto. According to Rule 20 of the said Rules, cut-off date means a date not earlier than seven days before the date of general meeting for determining the eligibility to vote by electronic means or in the general meeting. The Company had scheduled its Annual General Meeting on September 16, 2024, and set the cut- off date for e-voting as Friday, September 6, 2024. In this case, the cut-off date was fixed nine days in advance which included two non-working days (Saturday and Sunday). Further, the Cut-off date was intimated to the Stock Exchange(s) vide their letter dated August 24, 2024.

5. Closure of Register of Members from Friday, September 06, 2024 to Monday, September 16, 2024 (both days inclusive). There was no closure of register of other security holders during the period under review.
6. There were no instances of any Advances / loans given by the Company to its directors and/or persons or firms or companies as referred to in section 185 of the Act during the period under review.
7. Contracts/arrangements with related parties as specified in section 188 of the Act;



8. Issue or allotment of securities and conversion of securities and crediting of securities to the respective allottees demat accounts. There was no physical transfer/ transmission/buy back of securities/redemption of preference shares or debentures/ reduction of share capital / conversion of shares during the financial year under review.
9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act. **(Not applicable to the Company during the financial year ended March 31, 2025);**
10. Declaration / payment of dividend; transfer of unpaid / unclaimed dividend / other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act. **(Not applicable to the Company during the financial year ended March 31, 2025);**
11. Signing of audited financial statement and report of directors as per the provisions of section 134 of the Companies Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. Constitution, reappointment, retirement by rotation, disclosures of the directors, key managerial personnel and remuneration paid to them. There was no appointment or retirement or filling up of casual vacancies of directors, Key Managerial Personnel or resignation during the financial year under review.
13. Appointment of auditors as per the provisions of section 139 of the Act. There was no casual vacancy of auditors during the year under review;
14. There was no approval required to be taken from the Central Government/Tribunal/ Regional Director/ Court/ Registrar of Companies or such other authorities under the various provisions of the Act. However, the Company has received approvals with respect to various e-forms filed with the Central Processing Centre, Central Registration Centre, Registrar of Companies, Regional

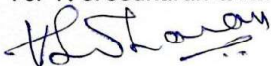


Director, Ministry of Corporate Affairs or such other authorities under the various provisions of the Act, as and when applicable during the year;

15. Acceptance/ renewal/ repayment of deposits; **(Not applicable to the Company during the financial year ended March 31, 2025);**
16. Borrowings from bank and others and creation, modification, satisfaction of charge wherever applicable during the year under review. There were no borrowings made from its directors, members, and public financial institutions during the period under review.
17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act. **(Not applicable since the Company is engaged in the business of rendering infrastructural facilities and is exempted under section 186(11)(a) of the Companies Act, 2013).**
18. Alteration of the provisions of the Articles of Association of the Company. There was no alteration of the provisions of the Memorandum of Association of the Company.

Note: Our certification under Point XV - Compliance of Sub-section (2) of Section 92 in e-Form MGT-7 shall be construed and interpreted in conjunction with this certificate.

For V. Sreedharan & Associates



(V. Sreedharan)
Partner
FCS 2347; CP No.833
Address: Plot No.293 #201, 2nd Floor, 10th Main
3rd Block, Jayanagar Bengaluru-560011.
Place: Bengaluru.
Date: 24th December 2025
UDIN: F002347G002720986
Peer Review Certificate No.589/2019

This certificate is to be read with Annexure which forms an integral part of this certificate.

Annexure

To,

GMR POWER AND URBAN INFRA LIMITED

Our certificate in Form MGT 8 on the Annual Return (MGT-7) for the financial year ended on March 31, 2025 is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on my audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Annual Return (Form MGT-7). We believe that the process and practices we followed provide a reasonable basis for our opinion.
3. The compliance of the provisions of the Companies Act 2013, rules, regulations and standards is the responsibility of the Management. Our examination was limited to the verification of records on test basis.

For V. Sreedharan & Associates



(V. Sreedharan)
Partner
FCS 2347; CP No.833



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

Place: Bengaluru.

Date: 24th December 2025

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