

## NOTICE OF THE EIGHTEENTH (18<sup>TH</sup>) ANNUAL GENERAL MEETING

Notice is hereby given that the Eighteenth (18<sup>th</sup>) Annual General Meeting of the Members of GMR Hyderabad International Airport Limited will be held on Wednesday, September 15, 2021 at 11.00 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

### ORDINARY BUSINESS:

1. To consider and adopt the standalone audited financial statements of the Company for the financial year ended March 31, 2021 together with the reports of the Board of Directors and Statutory Auditors thereon.
2. To consider and adopt the consolidated audited financial statements of the Company for the financial year ended March 31, 2021 and the report of Statutory Auditors thereon.
3. To appoint a Director in place of Mr. C. Prasanna [DIN 01630300], who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. H. J. Dora [DIN: 02385290], who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint a Director in place of Mr. Grandhi Kiran Kumar [DIN 00061669], who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

6. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of Rs.5,25,000/- (Rupees Five Lakhs and Twenty-five Thousand only) plus applicable taxes and reimbursement of out of pocket expenses, payable to M/s. Narasimha Murthy & Co., Cost Accountants (Firm Regn No. 000042), Cost Auditors, for conducting the audit of cost records of the Company for the financial year 2021-22, be and is hereby ratified."

7. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 160 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Joyanta Chakraborty [DIN: 09090219] who was appointed as an additional Director of the Company with effect from March 16, 2021 by the Board of Directors and who holds office upto the date of Eighteenth (18<sup>th</sup>) Annual General Meeting pursuant to Section 161 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company and that he shall be liable to retirement by rotation."

8. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 160 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Antoine Crombez [DIN: 09069083] who was appointed as an additional Director of the Company with effect from April 28, 2021 by the Board of Directors and who holds office upto the date of Eighteenth (18<sup>th</sup>) Annual General Meeting pursuant to Section 161 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company and that he shall be liable to retirement by rotation."

9. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 160 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Camilo Perez-Perez [DIN: 09151518], who was appointed as an additional Director of the Company with effect from April 28, 2021 by the Board of Directors and who holds office upto the date of Eighteenth (18<sup>th</sup>) Annual General Meeting pursuant to Section 161 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company and that he shall be liable to retirement by rotation."

10. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 160 and other applicable provisions of the Companies Act 2013 ("Act") and the Rules made thereunder, read with Schedule IV to the Act and the provisions contained in the Articles of Association of GMR Hyderabad International Airport Limited ("GHIAL" or "the Company"), the approval of the Shareholders of the Company be and is hereby accorded for the appointment of Mr. A. Subba Rao (DIN: 00082313) as an Independent Director of the Company, not liable to retire by rotation, to hold office from the conclusion of the 18<sup>th</sup> Annual General Meeting for a term of three (3) years, or upto the conclusion of the 21<sup>st</sup> Annual General Meeting of the Company to be held in the year 2024, whichever is earlier."

11. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act 2013 ("Act") and the Rules made thereunder, read with Schedule IV to the Act and the provisions contained in the Articles of Association of GMR Hyderabad International Airport Limited ("GHIAL" or "the Company"), the approval of the Shareholders of the Company, be and is hereby accorded for the appointment of Dr. M Ramachandran (DIN: 01573258) as an Independent Director of the Company, not liable to retire by rotation, to hold office from the conclusion of the 18<sup>th</sup> Annual General Meeting for a term of three (3) years or upto the conclusion of the 21<sup>st</sup> Annual General Meeting of the Company to be held in the year 2024, whichever is earlier."

**By Order of the Board  
For GMR Hyderabad International Airport Limited**

Date : August 19, 2021  
Place: Hyderabad

  
**Anup Kumar Samal  
Company Secretary**



**Notes:**

1. In view of the prevailing Covid-19 pandemic and maintain the social distancing norms, the Ministry of Corporate Affairs ("MCA") has vide its General Circular dated May 05, 2020 read with General Circulars dated April 08, 2020, April 13, 2020, April 21, 2020, June 15, 2020, September 28, 2020, December 31, 2020 and the Companies (Meetings of Board and its Powers) Fourth Amendment Rules, 2020 (collectively referred to as "MCA Circulars and Amended Rules") permitted the holding of the General Meetings through Video Conferencing ("VC") facility or Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a

common venue, in compliance with the provisions of the Companies Act, 2013 ("Act"). Further, MCA vide its General Circular No. 02/2021, dated January 13, 2021, allowed the companies whose AGMs are due to be held in year 2021, to conduct their AGMs through video conferencing (VC) or other audio visual means (OAVM), on or before December 31, 2021. Pursuant the aforesaid MCA Circulars, the 18<sup>th</sup> Annual General Meeting ("AGM" or "the Meeting") of GMR Hyderabad International Airport Limited ("GHIAL" or "the Company") is scheduled to be held on Wednesday, September 15, 2021, at 11 a.m. (IST) through video conferencing (VC) / OAVM.

2. As per provisions of the Act and aforesaid MCA Circulars and Amended Rules, the Company is not required to provide the facility of e-voting. The MCA Circulars prescribe that in case the Company has in its records, the email address of the members of at least half of the total numbers, who represent not less than seventy-five percent of the paid-up share capital of the Company and gives a right to vote in the meeting, the AGM of such Company may be conducted through VC facility or OAVM only. The Company has in its records, the email addresses of all the Members of the Company representing hundred percent of the total paid-up share capital of the Company and gives right to the vote at the meeting. However, the Company is required to comply with the framework prescribed by the MCA vide its Circulars dated April 08, 2020, April 13, 2020 and January 13, 2021 for conducting the AGMs through VC facility or OVAM and issue of AGM Notice and subject to the fulfillment of the requirements which are covered hereunder in this Notice.
3. The deemed venue for the 18<sup>th</sup> AGM is the address of the Registered Office of the Company i.e. at GMR Aero Towers, Rajiv Gandhi International Airport, Shamshabad, Hyderabad – 500 108, Telangana.
4. A Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on a poll instead of himself or herself and such proxy need not be a member of the Company. However, in view of the specific circumstances (due to prevailing Covid-19 pandemic) during which this AGM is being held, pursuant to MCA Circulars on holding of AGM through VC / OAVM, the requirement of physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, and Attendance Slip are not annexed to this AGM Notice.
5. Notice convening the 18<sup>th</sup> AGM along with the 18<sup>th</sup> Annual Report 2020-21 (including financial statements, auditors report, board's report and relevant documents) is being sent only through electronic mode i.e. by email to all the Members and others entitled to their e-mail addresses registered with the Company. The 18<sup>th</sup> AGM Notice has been uploaded on the website of the Company at [http://www.hyderabad.aero/about-us/ourcompany/corporate governance/Notice of General Meeting](http://www.hyderabad.aero/about-us/ourcompany/corporate-governance/Notice%20of%20General%20Meeting).

6. The explanatory statement pursuant to Section 102(1) of the Act in respect of Special Business is annexed hereto.
7. All the documents referred to in the 18<sup>th</sup> AGM Notice in respect of special business, Annual Report as well as Annual Accounts of the subsidiary companies and Register of Directors' Shareholding, which are to be kept open for inspection by the Members of the Company, will be available for inspection through electronic mode during 11.00 a.m. and 5.00 p.m. on all working days till the date of the 18<sup>th</sup> AGM. In this regard, Members are requested to send an email from their registered email id to [AnupKumar.Samal@gmrgroup.in](mailto:AnupKumar.Samal@gmrgroup.in) with a copy marked to [Rachakonda.Chakrapani@gmrgroup.in](mailto:Rachakonda.Chakrapani@gmrgroup.in). Further, the Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to [AnupKumar.Samal@gmrgroup.in](mailto:AnupKumar.Samal@gmrgroup.in), on or before September 05, 2021 and response for the same will be sent by the Company accordingly.
8. The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
9. Corporate members intending to send their authorised representative to attend the Meeting are requested to send to the Company, the Authorisation Letter along with a certified copy of the Board Resolution authorising their representative to attend and vote thereat, on their behalf at the AGM. The scanned copy of Authorization Letter along with Board Resolution shall be sent by email from their registered email id to [AnupKumar.Samal@gmrgroup.in](mailto:AnupKumar.Samal@gmrgroup.in) with a copy marked to [Rachakonda.Chakrapani@gmrgroup.in](mailto:Rachakonda.Chakrapani@gmrgroup.in).
10. The instructions or details of the AGM i.e. access link to the VC or OAVM, login id, passwords, helpline numbers, e-mail id of a designated person who shall provide assistance for easy access to the AGM, shall be shared separately.
11. Facility for joining the AGM will be kept open 15 minutes before the scheduled time of the AGM and shall not be closed till the expiry of 15 minutes after the scheduled time of the AGM.
12. The Chairman of the Board will preside as the Chairman of AGM. In case, the Chairman is not present due to other occupation, the Directors present will elect one among themselves to be the Chairman of the AGM. If no director is willing to act as Chairman or if no director is present within 15 minutes after the time appointed for holding the AGM, the members present shall choose one of their members to be the Chairman of AGM.

13. The Chairman of the AGM may conduct a vote on the Resolutions by show of hands, unless a demand for poll is made by a member in accordance with the provisions of section 109 of the Act. Where a poll on any item is required, the members shall cast their votes on the resolutions only by sending e-mails to the email ID [AnupKumar.Samal@gmrgroup.in] through their email addresses which are registered with the Company.
14. This AGM is being held through VC / OAVM, as such the route map to the venue is not annexed to this Notice.
15. Apart from the ordinary business, the following agenda items under special business are being placed at 18<sup>th</sup> AGM for consideration and approval of the Members, which are unavoidable in the opinion of the Board:

1	Ratification of remuneration of the Cost Auditors for the financial year 2021-22	As per agreed scope of cost audit for the financial year 2021-22, the cost auditor has to provide limited review report on cost audit on quarterly basis for management review. The cost audit remuneration fixed by the Board is subject to ratification by the Members of the Company. Hence, placing this agenda in this AGM.
2	Appointment of Mr. Joyanta Chakraborty as the Director of the Company.	Mr. Joyanta Chakraborty, who was appointed as an additional Director, holds the office up to the date of the 18 <sup>th</sup> Annual General Meeting. As such it is proposed to appoint him as a Director of the Company. Hence, placing this agenda in this AGM.
3	Appointment of Mr. Antoine Crombez as the Director of the Company.	Mr. Antoine Crombez, who was appointed as an additional Director, holds the office up to the date of the 18 <sup>th</sup> Annual General Meeting. As such it is proposed to appoint him as a Director of the Company. Hence, placing this agenda in this AGM.
4	Appointment of Mr. Camilo Perez-Perez as the Director of the Company.	Mr. Camilo Perez-Perez, who was appointed as an additional Director, holds the office up to the date of the 18 <sup>th</sup> Annual General Meeting. As such it is proposed to appoint him as a Director of the Company. Hence, placing this agenda in this AGM.
5	Appointment of Mr. A. Subba Rao as an Independent Director of the Company	The term of appointment of Mr. N C Sarabeswaran and Mr. RSSLN Bhaskarudu ends from the conclusion of the ensuing eighteenth (18 <sup>th</sup> ) Annual General Meeting to be held on September 15, 2021, Hence, in order to broad base the Board with induction of expertise in various fields, it is proposed to appoint Mr. A. Subba Rao as an Independent Director of the Company.

6	Appointment of Dr. M Ramachandran as an Independent Director of the Company	The term of appointment of Mr. N C Sarabeswaran and Mr. RSSLN Bhaskarudu ends from the conclusion of the ensuing eighteenth (18 <sup>th</sup> ) Annual General Meeting to be held on September 15, 2021. Hence, in order to broad base the Board with induction of expertise in various fields, it is proposed to appoint Dr. M Ramachandran as an Independent Director of the Company.
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16. The recorded transcript of the VC / OAVM will be maintained in safe custody by the Company and such recorded transcript of the meeting, as soon as possible and will also be made available on the website of the Company.
17. Meeting through VC or OAVM facility is allowed two way teleconferencing for ease of participation of the members.
18. At least one Independent Director and the Auditor or his / her authorized representative, who is qualified to be an auditor would attend such meeting through VC or OVAM facility.
19. The requirement to place the matter relating to appointment of the Statutory Auditors of the Company for ratification by members at every AGM is done away with vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs. Accordingly, no resolution is proposed in the 18<sup>th</sup> AGM for ratification of appointment of M/s. K. S. Rao & Co., Chartered Accountants, Bangalore and M/s. Walker Chandiook & Co LLP, Chartered Accountants, Hyderabad as Joint Statutory Auditors of the Company, who were appointed in the 14<sup>th</sup> AGM held on August 21, 2017 and 16<sup>th</sup> AGM held on September 27, 2019, respectively.

## **ANNEXURE TO NOTICE OF THE 18<sup>th</sup> ANNUAL GENERAL MEETING**

### **Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013**

#### **Item No. 6**

The Board of Directors ("the Board") of the Company at its Meeting held on April 28, 2021, on recommendation of the Audit Committee had reappointed M/s. Narasimha Murthy & Co., Cost Accountants (Firm Regn No. 000042), as Cost Auditors of the Company for the financial year 2021-22, at a remuneration of Rs.5,25,000/- (Rupees Five Lakhs and Twenty-five Thousand only) plus applicable taxes and reimbursement of out of pocket expenses.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company. Accordingly, the Resolution as set out in Item No. 6 as an Ordinary Resolution, placed for ratification by the members.

The Board recommends the resolution as set out in Item No. 6, for your approval as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the Resolution as set out in item No. 6.

#### **Item No. 7**

The Board of Directors of the Company vide its circular resolution approved the appointment of Mr. Joyanta Chakraborty as an additional Director of the Company, with effect from March 16, 2021. Pursuant to Section 161 of the Companies Act, 2013; Mr. Joyanta Chakraborty, who was appointed as an additional Director, holds the office up to the date of the 18<sup>th</sup> AGM and it is proposed to appoint him as a Director of the Company. He shall be liable for retirement by rotation. The Company has received a Notice under Section 160 of the Companies Act, 2013, proposing the candidature of Mr. Joyanta Chakraborty as the Director of the Company.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, except Mr. Joyanta Chakraborty, are concerned or interested in the resolution.

The Board recommends the resolution as set out in Item no. 7 of the 18<sup>th</sup> AGM Notice for approval of the shareholders, as an Ordinary Resolution.



**Item No. 8**

The Board of Directors of the Company at its Meeting held on April 28, 2021 approved the appointment of Mr. Antoine Crombez as an additional Director of the Company, with effect from April 28, 2021. Pursuant to Section 161 of the Companies Act, 2013; Mr. Antoine Crombez, who was appointed as an additional Director, holds the office up to the date of the 18<sup>th</sup> AGM and it is proposed to appoint him as a Director of the Company. He shall be liable for retirement by rotation. The Company has received a Notice under Section 160 of the Companies Act, 2013, proposing the candidature of Mr. Antoine Crombez, as the Director of the Company.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, except Mr. Antoine Crombez, are concerned or interested in the resolution.

The Board recommends the resolution as set out in Item no.8 of the 18<sup>th</sup> AGM Notice for approval of the shareholders, as an Ordinary Resolution.

**Item No. 9**

The Board of Directors of the Company at its Meeting held on April 28, 2021 approved the appointment of Mr. Camilo Perez-Perez as an additional Director of the Company, with effect from April 28, 2021. Pursuant to Section 161 of the Companies Act, 2013; Mr. Camilo Perez-Perez, who was appointed as an additional Director, holds the office up to the date of the 18<sup>th</sup> AGM and it is proposed to appoint him as a Director of the Company. He shall be liable for retirement by rotation. The Company has received a Notice under Section 160 of the Companies Act, 2013, proposing the candidature of Mr. Camilo Perez-Perez as the Director of the Company.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, except. Mr. Camilo Perez-Perez, are concerned or interested in the resolution.

The Board recommends the resolution as set out in Item no.9 of the 18<sup>th</sup> AGM Notice for approval of the shareholders, as an Ordinary Resolution.

**Item Nos. 10 & 11**

Mr. N C Sarabeswaran and Mr. RSSLN Bhaskarudu were reappointed as the Independent Directors at the thirteenth (13<sup>th</sup>) Annual General Meeting (AGM) of the Company held in the year 2016 (*i.e. on September 28, 2016*) for the second (2<sup>nd</sup>) term for the five years period upto the conclusion of the ensuing eighteenth (18<sup>th</sup>) Annual General Meeting to be held on September 15, 2021.

In view of the above, the Board of Directors upon recommendation by the Nomination and Remuneration Committee of the Board had approved and recommended to the shareholders, the appointment of Mr. A. Subba Rao (DIN:00082313) and Dr. M. Ramachandran (DIN:01573258) as Independent Directors of the Company, not liable to retire by rotation, from the conclusion of the 18<sup>th</sup> AGM for a term of three years or upto the conclusion of the 21<sup>st</sup> AGM of the Company, whichever is earlier.

Nomination and Remuneration Committee and the Board of Directors have assessed the candidatures of Mr. A. Subba Rao and Dr. M. Ramachandran and are of the view that they are persons of integrity and possesses necessary competencies and skills identified by the Board of Directors for being appointed as Independent Directors of the Company.

The proposed Independent Directors meet the criteria of Independence as provided in Section 149(6) of the Act and are not disqualified from being reappointed as the Directors by virtue of the provisions of Section 164 of the Act.

Keeping in view of their expertise and knowledge, the Board is of opinion that it would be in the interest of the Company to appoint them as Independent Directors for a period of three years with effect from the conclusion of 18<sup>th</sup> AGM

The Company has received a Notice under Section 160 of the Companies Act, 2013, proposing the candidatures of Mr. A. Subba Rao and Dr. M. Ramachandran as the Independent Directors of the Company.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, except. Mr. A. Subba Rao and Dr. M. Ramachandran and their respective relatives, are concerned or interested in the resolution.

The Board recommends the resolutions as set out in Item nos.10 & 11 of the 18<sup>th</sup> AGM Notice for approval of the shareholders, as the Ordinary Resolutions.

**By Order of the Board  
For GMR Hyderabad International Airport Limited**

Date : August 19, 2021  
Place: Hyderabad

  
**Anup Kumar Samal  
Company Secretary**



**Details of Directors seeking appointment / reappointment as Directors of the Company at the 18<sup>th</sup> Annual General Meeting, pursuant to Clause 1.2.5 of the Secretarial Standard-2 on General Meetings:**

**Mr. Joyanta Chakraborty:**

Name of Director	Mr. Joyanta Chakraborty
DIN	09090219
Age (Years)	40 Years
Educational Qualifications	B.E. (Electrical)
Experience	Over 15 Years
Terms & Conditions of appointment	Appointment as Director as per terms and conditions as stated in the resolution.
Date of first appointment on Board	March 16, 2021
Shareholding in the Company	Nil
Relationship with other Directors, Manager & KMPs	Nil
Directorships in Indian Companies	GMR Hyderabad International Airport Limited Bangalore International Airport Limited Chandigarh International Airport Limited
Committee Chairmanships / Memberships in Indian Companies	Nil
Other information	<p>Mr. Joyanta Chakraborty, The Indian Railway Service of Electrical Engineers (IRSEE) (2005) is presently holding the charge of the Director in the Ministry of Civil Aviation. As part of his responsibilities in the Ministry of Civil Aviation, he is looking after the Airports Authority of India (AAI), new Greenfield Airport development through out the Country, Administration being the Head of the Department in the Ministry. He is responsible for liasioning with the AAI for all its airports as well as development of new Greenfield airports for liasioning with different Ministries and agencies of the Government of India.</p> <p>He is an IRSEE Electrical Engineer of 2005 batch and an ex-IPS Officer 2011 batch of Odisha Cadre. He has done Bachelor of Engineering from Jadavpur University, Kolkata.</p>

**Mr. Antoine Crombez:**

Name of Director	Mr. Antoine Crombez		
DIN	09069083		
Age (Years)	33 Years		
Educational Qualifications	Master Degree in Political Science and Bachelor in Law		
Experience	9 years of professional experience		
Terms & Conditions of appointment	Appointment as Director as per terms and conditions as stated in the resolution.		
Date of first appointment on Board	April 28, 2021		
Shareholding in the Company	Nil		
Relationship with other Directors, Manager & KMPs	Nil		
Directorships in Indian Companies	GMR Hyderabad International Airport Limited GMR Infra Services Private Limited GMR Goa International Airport Limited		
Committee Chairmanships / Memberships in Indian Companies	<b>Name of the Company</b>	<b>Name of the Committee</b>	<b>Position held (Chairman/ Member)</b>
	GMR Hyderabad International Airport Limited	Nomination and Remuneration Committee	Member
	GMR Goa International Airport Limited	Nomination and Remuneration Committee	Member
Other information	<p>Mr. Antoine Crombez, is currently the Deputy Chief Executive Officer (CEO) of GMR Airports Limited and was previously Chief of Staff, attached to the Chairman and CEO of Groupe ADP. He graduated from the Ecole Normale Supérieure and University Paris I – Panthéon-Sorbonne.</p> <p>Mr. Antoine began his career as Administrator for the French Senate dedicated to the Finance Committee. He joined Groupe ADP in February 2017 as Project Manager for ADP International, then as Senior Advisor for the Chairman and CEO. From April 2018 to October 2020, he was the Chief of Staff to the Chairman and CEO of Groupe ADP. He is Deputy CEO of GMR Airports Limited since October 2020.</p>		

**Mr. Camilo Perez-Perez:**

Name of Director	Mr. Camilo Perez-Perez		
DIN	09151518		
Age (Years)	40 Years		
Educational Qualifications	Masters' degree in Economics		
Experience	17 years (15 Years in Airport Industry)		
Terms & Conditions of appointment	Appointment as Director as per terms and conditions as stated in the resolution.		
Date of first appointment on Board	April 28, 2021		
Shareholding in the Company	Nil		
Relationship with other Directors, Manager & KMPs	Nil		
Directorships in Indian Companies	GMR Hyderabad International Airport Limited		
Committee Chairmanships / Memberships in Indian Companies	<b>Name of the Company</b>	<b>Name of the Committee</b>	<b>Position held (Chairman/M ember)</b>
	GMR Hyderabad International Airport Limited	Audit Committee	Member
Other information	<p>Mr. Camilo Pérez Pérez is associated with airport industry since early 2007, when he joined ADP Group as a Project Manager and Economist. He worked extensively on airport master plan projects around the world, namely in South America and the Middle East. Since 2017, he is the head of economic regulation, traffic and airport capacity of Groupe ADP. He is responsible of airport charges (consultations with airport users, discussions with the French independent Supervisory Authority), traffic forecasting and airport capacity monitoring. He represents Groupe ADP at the Airport Council International's Europe Economics Committee, where he is the Vice-Chairman.</p>		

**Mr. A. Subba Rao:**

Name of Director	Mr. A. Subba Rao
DIN	00082313
Age (Years)	61 Years
Educational Qualifications	Commerce Graduate Chartered Accountant 4-Week MDP at IIM – A
Experience	35 years
Terms & Conditions of appointment	Appointment as an Independent Director as per terms and conditions as stated in the resolution.
Date of first appointment on Board	September 15, 2021 (proposed to be appointed)

Shareholding in the Company	Nil
Relationship with other Directors, Manager & KMPs	Nil
Directorships in Indian Companies	Nil
Committee Chairmanships / Memberships in Indian Companies	Nil
Other information	<p>Mr. A. Subba Rao has an established and proven track record in Finance Leadership, end to end expertise in various facets of finance function, built over 35 years of experience in industry segments such as audit practice, manufacturing, financial services and infrastructure.</p> <p>Among other positions, he has been the Managing Director-Finance at Sanamar Group, Executive Director - Finance &amp; Strategy at CLP India during the period from May 2016 to April 2020, Group CFO in RPG Group during the period from August 2013 to May 2016 and Group CFO in GMR Group during his stint in GMR Group from December 1999 to May 2016.</p> <p>Mr. A. Subba Rao holds matured strengths in organizational building, leadership development, harmonious external relationship management and effective communication both internally and on public forums. He has contributed to Chartered Accountancy professional development by taking responsibilities in some committees constituted by ICAI and also contributed to the Infra Industry development by working on some committees constituted by the Government of India.</p>

**Dr. M. Ramachandran:**

Name of Director	Dr. M. Ramachandran
DIN	01573258
Age (Years)	71 Years
Educational Qualifications	Retired IAS B. A. (History) M. A. (Economics) M. Phil and Phd in Economics
Experience	40 years
Terms & Conditions of appointment	Appointment as an Independent Director as per terms and conditions as stated in the resolution.
Date of first appointment on Board	September 15, 2021 (proposed to be appointed)

Shareholding in the Company	Nil		
Relationship with other Directors, Manager & KMPs	Nil		
Directorships in Indian Companies	GMR Warora Energy Limited GMR Bajoli Holi Hydropower Private Limited GMR Kamalanga Energy Limited Sanmarg Projects Private Limited Delhi International Airport Limited GMR Energy Limited Cochin Smart Mission Limited GMR Visakhapatnam International Airport Limited GMR Goa International Airport Limited		
Committee Chairmanships / Memberships in Indian Companies	<b>Name of the Company</b>	<b>Name of the Committee</b>	<b>Position held (Chairman/ Member)</b>
	GMR Warora Energy Limited	Audit Committee	Member
		Nomination and Remuneration Committee	Member
		Corporate Social Responsibility Committee	Member
	GMR Bajoli Holi Hydropower Private Limited	Audit Committee	Chairman
		Nomination and Remuneration Committee	Member
		Corporate Social Responsibility Committee	Member
	GMR Kamalanga Energy Limited	Audit Committee	Member
		Nomination and Remuneration Committee	Member
		Corporate Social Responsibility Committee	Member
	Delhi International Airport Limited	Audit Committee	Member
		Nomination and Remuneration Committee	Member
	GMR Energy Limited	Audit Committee	Chairman
		Nomination and Remuneration Committee	Member
		Corporate Social Responsibility Committee	Member
	Cochin Smart Mission Limited	Audit Committee	Chairman
		Nomination and Remuneration Committee	Member
	GMR Visakhapatnam International Airport Limited	Audit Committee	Member
		Nomination and Remuneration Committee	Chairman
		Corporate Social Responsibility Committee	Chairman
GMR Goa International Airport Limited	Audit Committee	Member	
	Nomination and Remuneration Committee	Member	

Other information	<p>Dr. M. Ramachandran, is a retired IAS officer of the 1972 batch from the Uttarakhand cadre.</p> <p>He is having around 40 years of cross sector apex level policy making experience and field level implementation exposure in India, served both at the central and state government levels. As Secretary to Government of India, Ministry of Urban Development for 4 years from 2006 to 2010, he spearheaded the country's urban sector policies, reforms and initiatives widely recognized as a landmark period in transforming India's cities.</p> <p>Various assignments handled by him includes working as Advisor / Consultant to various State Governments, Urban local bodies, Universities, Societies / Foundations in the areas of Infrastructure, Urban development, Project management, Higher education; Member of the National Steering Committee for Urban Capacity Building; Member of Steering Committee / Working Group of the Planning Commission relating to India's 12<sup>th</sup> Five-year plan (Urban Development); Advisor to the World Bank. At state level he had held various senior positions including that of Chief Secretary of Government of Uttarakhand.</p>
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