

August 23, 2016

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

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

Dear Sirs

- Sub: 1) Notice of the 20th Annual General Meeting of GMR Infrastructure Limited to be held on September 14, 2016**
- 2) Intimation under regulation 29(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) ('SEBI LODR')**

With reference to captioned subject no 1, please find enclosed herewith copy of advertisement published in the newspapers in compliance of Regulation 47 of the SEBI LODR.

Further, with reference to the captioned subject no 2, we wish to inform that 20th Annual General Meeting of the Company will be held on Wednesday, September 14, 2016 to consider, *inter-alia*, raising of funds, up to Rs. 2500 Crore in one or more tranche(s), through issue of equity shares / equity linked instruments, debentures or any other securities as an enabling resolution as per the requirements of applicable laws.

This is for your information and records.

Thanking You,

For GMR Infrastructure Limited



A.S. Cherukupalli
Company Secretary & Compliance Officer



Encl: as stated above



GMR Infrastructure Limited

Regd. Office: Naman Centre, 7th Floor, Opp. Dena Bank, Plot No C-31, G Block
Bandra Kurla Complex, Bandra (East), Mumbai - 400051

E: Gil.Cosecy@gmrgroup.in W: www.gmrgroup.in

CIN: L45203MH1996PLC281139

NOTICE

Notice is hereby given that the 20th Annual General Meeting ('AGM') of Members of GMR Infrastructure Limited ('Company') will be held on Wednesday, September 14, 2016 at 3.00 p.m. IST at Rangsharda Auditorium, Hotel Rangsharda, Near Lilavati Hospital, KC Marg, Bandra Reclamation Flyover, Bandra (West), Mumbai - 400050, Maharashtra to transact the business detailed in the Notice of AGM.

The Company on August 20, 2016 has completed the dispatch of the Annual Report containing Notice of AGM together with the Explanatory Statement, pursuant to section 102 of the Companies Act, 2013. Electronic copies of the Notice of AGM and Annual Report for 2016 have been sent to all the members whose email IDs are registered with the Company/ Depository Participant(s). The physical copies of the said Annual Report have been sent to all other members at their registered addresses in permitted mode. The same are also available on the website of the Company at www.gmrgroup.in and the notice of AGM along with Explanatory statement is also available on the website of Karvy Computershare Private Limited at evoting.karvy.com.

In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR), members are provided with facility to cast their votes on all resolutions set forth in the Notice of the AGM using electronic voting system from a place other than the venue of AGM ('remote e-voting') provided by Karvy Computershare Private Limited ('RTA') and the businesses may be transacted through such voting. The remote e-voting period commences from 9.00 a.m. IST on September 11, 2016 and ends at 5.00 p.m. IST on September 13, 2016 (both days inclusive). Members of the Company holding shares either in physical form or demat form, as on the cut-off date i.e., September 07, 2016, may cast their vote electronically or in the said AGM. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. The remote e-voting module shall be disabled for voting beyond 5.00 p.m. IST on September 13, 2016. The voting rights of members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on September 07, 2016. Any person, who is a member of the Company as on the cut-off date, is eligible to cast vote on all the resolutions set forth in the Notice of AGM using remote e-voting or voting at the AGM.

The facility for voting through polling paper and e-voting shall also be made available at the AGM and the members who have not already cast their vote by remote e-voting shall be able to exercise their right at the AGM. The members who have cast their vote by remote e-voting prior to the AGM may attend the AGM, but shall not be entitled to cast their vote again. A person who has acquired shares and becomes member of the Company after the dispatch of Notice of AGM and holding shares as on cut-off date, may obtain the login ID and password by sending a request at evoting@karvy.com.

Notice is further given that pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of the SEBI LODR, the Register of Members and Share Transfer books of the Company will remain closed from Wednesday, September 07, 2016 to Wednesday, September 14, 2016 (both days inclusive) during which no transfer of shares will be registered. A person whose name is recorded in the Register of Members or in the Register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail facility of remote e-voting as well as voting at the AGM. For detailed instructions pertaining to remote e-voting, members may please refer to the Notice of the AGM. In case of queries or grievances pertaining to e-voting, members are requested to contact Mr. S.V. Raju, DGM, Karvy Computershare Private Limited at Phone : +91 40 6716 1569; Email : elward.ris@karvy.com.

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 / herself and the proxy need not be a member of the company. Proxies, in order to be effective, must be received by the Company at its registered office not less than 48 hours before the time fixed for commencement of the meeting.

To support the green initiative, members who have not registered their e-mail addresses so far, are requested to register their e-mail addresses, in respect of electronic holdings with the depository through their concerned Depository Participant. Members who hold shares in physical form are requested to register their e-mail addresses by filing the form available in the website of the Company (www.gmrgroup.in) and send to Karvy Computershare Private Limited (RTA), Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032.

By order of the Board
For GMR Infrastructure Limited
Sd/-

Place: New Delhi

A. S. Cherukupalli

Date: August 21, 2016

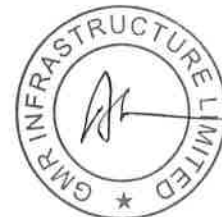
Company Secretary & Compliance Officer

GMR GROUP - GIL / 112 / PREM ASSOCIATES

NOIDA/DELHI

BusinessLine

MONDAY · AUGUST 22 · 2016



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जीएमआर इन्फ्रास्ट्रक्चर लिमिटेड

अवकाश देण्यात येत आहे की जीएमआर इन्फ्रास्ट्रक्चर लिमिटेडच्या ('कंपनी') सदस्यांची

ह्याद्वारे सूचना देण्यात येत आहे की जीएमआर इन्फ्रास्ट्रक्चर लिमिटेडच्या ('कंपनी') सदस्यांची

सूचना

ह्याद्वारे सूचना देण्यात येत आहे की जीएमआर इन्फ्रास्ट्रक्चर लिमिटेडच्या ('कंपनी') सदस्यांची

कंपनीने, एजीएमची सूचना असलेला वार्षिक अहवाल आणि त्यासह कंपनी अधिनियम, २०१३,

कंपनी अधिनियम, २०१३ कलम १०८, कंपनी (संशोधन आणि पशासन) दुरुस्ती नियम,

मसुदाद्वारे तसेच ई-वोटिंगद्वारे मतदान करण्याची सुविधा एजीएममध्ये उपलब्ध असेल आणि

कंपनी अधिनियम, २०१३ कलम ११ आणि सेबी इलअसेडीओएर नियमन ४२ अन्वये पुढे सूचना

एजीएममध्ये उपस्थित राहण्याचा आणि मतदान करण्याचा हक्क असलेल्या सदस्यांना

हस्त उपक्रमास वाटवून देण्यासाठी, ज्या सदस्यांनी अद्याप तसेच ई-मेल पत्र नोंदविलेले नाहीत

जीएमआर इन्फ्रास्ट्रक्चर लिमिटेड

२१ ऑगस्ट, २०१६

Navshakti August, 22, 2016

निवाः श्रीमती उपरोक्त कोणा उमरी कोणा अवला ट्रेडिंग ला. मं. भोगी दावा व्यक्ती दिनांक खाली दर्शवते जवरी अगिष कोणा कोणा नुकसा त्याग मानले आग प्रस्ता शाखा कार्यदाय समिती अन्व. मंडळ अनु. क्र. (१) २.

