

**GMR ENERGY TRADING LIMITED**  
**25/1, Skip House, Museum Road, Bangalore – 560025**  
**(CIN: U31200KA2008PLC045104: Tel: 080-40432000;**  
**website: [www.gmrgroup.in](http://www.gmrgroup.in) and [www.gmrenergytrading.in](http://www.gmrenergytrading.in))**

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**NOTICE**

Notice is hereby given that the Seventeenth Annual General Meeting of the Company will be held on Monday, September 30, 2024 at 10:00 AM at the Corporate Office of the Company at New Shakti Bhawan, New Udaan Bhawan Complex, IGI Airport, opposite Terminal-3, New Delhi-110037 to transact the following businesses:

**ORDINARY BUSINESS:**

- 1.** To receive, consider and adopt the Audited Annual Financial Statements comprising of the Balance Sheet as at March 31, 2024, Profit & Loss Account and Cash Flow Statement for the year ended on that date together with the notes and schedules thereto for the year ended March 31, 2024, and the reports of the Board of Directors and Auditors thereon.
- 2.** To appoint a director in place of Mr. Sanjay Narayan Barde (DIN: 03140784), who is retiring by rotation and being eligible offered himself for reappointment.
- 3.** To appoint a director in place of Mrs. Grandhi Satyavathi Smitha (DIN: 00585569), who is retiring by rotation and being eligible offered herself for reappointment.

By order of the Board  
For **GMR Energy Trading Limited**

**Nikhil Dujari**  
**Whole-time Director**  
**DIN: 07684905**

**Date:** July 19, 2024  
**Place:** New Delhi

## NOTES

1. A brief profile covering the details of the age, qualification, experience, terms and conditions of appointment, etc. of the Director proposed to be appointed / re-appointed as required pursuant to the Secretarial Standards -2 on General Meetings, is annexed to this Notice as Annexure I.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent (10%) of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution/authorization letter (or scanned copy in PDF/JPG Format) authorizing their representative to attend and vote on their behalf at the Meeting.
4. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office / Corporate Office of the Company on all working days, during business hours up to the date of the Meeting.
5. The Register of Directors' and key managerial personnel shareholding will be available for inspection by the members at the AGM.
6. Route-map to the venue of the Meeting is provided at the end of the Notice.

### Annexure to the Notice:

1. Explanatory Statement
2. Proxy Form
3. Attendance Slip
4. Route Map

## Annexure I

Additional Information on Directors recommended for re-appointment/appointment as required under Secretarial Standards-2 as prescribed by the Institute of Company Secretaries of India:

Sl. No.	Particulars \ Name	Mr. Sanjay Narayan Barde	Mrs. Grandhi Satyavathi Smitha
1.	Director's Identification Number	03140784	00585569
2.	Date of Birth	February 23, 1957	May 05, 1975
3.	Age	67 Years	49 Years
4.	Qualifications	BE (Mechanical)	MS degree in Software Engineering
5.	Experience and Expertise in specific functional area	<p>Mr. S.N. Barde graduated as mechanical engineer in 1978. He has been associated in GMR Group since July 2004. He has over 45 years of work experience in power sector in construction, commissioning and management of large power projects and plants. He has in the past worked with National Thermal Power Corporation and Reliance Energy Limited prior to joining GMR. He is currently working on developing Hydro Portfolio of GMR which includes recently commissioned 180 mw Bajoli Holi Hydro Power Project and 900 mw Upper Karnali project in Nepal.</p>	<p>Mrs. Smitha Raju Grandhi is a graduate in Electronics and Communication Engineering from University of Madras and also holds an MS degree in Software Engineering from Illinois Institute of Technology(Chicago) U.S.A. She has completed her Diploma in "Understanding the child with learning difficulty". Currently she is teaching at "Brindavan Educational Trust" on a voluntary basis. She is a voracious reader and is pursuing her MA in Special Education.</p> <p>Mrs. Smitha Raju held the position of Whole-time Director in GMR Estates Pvt. Ltd. (GEPL) from 30th March 2007 to 1st August 2010 and subsequently she continued as a Non-Executive Director until 16th December 2013. She was appointed as a Non-Executive Director of GMR Bannerghatta Properties Private Limited (GBPL) on 9th December 2005. Subsequently on 1st August 2010 she was re-designated as a Whole-time Director of GBPL. She is also one of the Directors on the Board of GMR Varalakshmi Foundation – the Corporate Social Responsibility arm of the Group. The foundation is actively engaged in the areas of Education, Health, Hygiene &amp; Sanitation, Community Development and Empowerment.</p> <p>She is very passionate about community services and has initiated and participated in</p>

			many GMRV Foundation activities across the country. She is keen to dynamically involve in activities that make a difference to society through education.
6.	Date of first appointment on the Board of the Company	July 23, 2022	September 03, 2016
7.	Number of shares held in the Company	Nil	Nil
8.	List of the directorships held in other companies	Given hereunder as (a)	Given hereunder as (b)
9.	List of the Membership/ Chairmanship in Committees held in other companies	Given hereunder as (a)	Given hereunder as (b)
10.	Number of Board Meetings attended during the year 2024-25	1	0
11.	Relationship with other Directors, and other Key Managerial Personnel	None	Mrs. Ramadevi Bommidala, Non Executive Director is sister-in-law of Mrs. Grandhi Satyavathi Smitha
12.	Terms of appointment / remuneration	Terms of the appointment as per the resolution proposed in the Annual General Meeting and as per the Nomination and Remuneration Policy of the Company Annexed to the Board's Report 2023-24 Remuneration : Nil	Terms of the appointment as per the resolution proposed in the Annual General Meeting and as per the Nomination and Remuneration Policy of the Company Annexed to the Board's Report 2023-24 Remuneration : Nil

a. Names of entities in which Mr. Sanjay Narayan Barde holds directorship and the Membership /Chairmanship of Committees of the Board:

<b>S. No.</b>	<b>Name of Companies* (Directorship)</b>	<b>Membership / Chairmanship of Committees of the Board</b>
1.	GMR Warora Energy Limited	Member of: <ul style="list-style-type: none"> <li>• Audit Committee;</li> <li>• Securities Allotment Committee;</li> <li>• Corporate Social Responsibility Committee;</li> <li>• Nomination and Remuneration Committee; &amp;</li> <li>• Executive Committee</li> </ul>
2.	GMR Kamalanga Energy Limited	Member of: <ul style="list-style-type: none"> <li>• Audit Committee;</li> <li>• Securities Allotment Committee;</li> <li>• Corporate Social Responsibility Committee;</li> <li>• Nomination and Remuneration Committee; &amp;</li> <li>• Management Committee</li> </ul>

3.	GMR Vemagiri Power Generation Limited	<ul style="list-style-type: none"> <li>• Securities Allotment Committee; &amp;</li> <li>• Corporate Social Responsibility Committee</li> </ul>
4.	GMR Bajoli Holi Hydropower Private limited	Member of: <ul style="list-style-type: none"> <li>• Management Committee;</li> <li>• Corporate Social Responsibility Committee; &amp;</li> <li>• Securities Allotment Committee</li> </ul>
5.	GMR Bundelkhand Energy Private Limited	
6.	GMR Upper Karnali Hydropower Limited	Chairman of Audit Committee
7.	GMR (Badrinath) Hydro Power Generation Private Limited	-
8.	GMR Consulting Services Limited	-
9.	GMR Tenaga Operations and Maintenance Private Limited	Member of Executive Committee.

\*Companies Incorporated in India only

- b. Names of entities in which Mrs. Grandhi Satyavathi Smitha holds directorship and the Membership /Chairmanship of Committees of the Board:

<b>S. No.</b>	<b>Name of Companies (Directorship)</b>	<b>Membership / Chairmanship of Committees of the Board</b>
1.	Urvasi Theatres Private Limited	-
2.	GBS Holdings Private Limited	-
3.	GMR Varalakshmi Foundation	Member of Audit Committee
4.	Parampara Family Business Institute	-

**Attendance Slip**

DP ID		FOLIO NO. / CLIENT ID		No. of shares	
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Name(s) and address of the member in full: \_\_\_\_\_

I/We hereby record my/our presence at the that the Seventeenth Annual General Meeting of the Company will be held on Monday, September 30, 2024 at 10:00 AM at the Corporate Office of the Company at New Shakti Bhawan, New Udaan Bhawan Complex, IGI Airport, opposite Terminal-3, New Delhi-110037.

Member

Proxy

\_\_\_\_\_  
Signature of Member / Proxy

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**Proxy form**  
**Form No. MGT-11**

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]*

Name of the member(s): Registered address: E-mail Id: Folio No/Client Id*: DP ID*:	
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I/We, being the member (s) of \_\_\_\_\_ shares of GMR Energy Trading Limited, hereby appoint:

1. Name :  
Address :  
E-mail ID :  
Signature : or falling him,
2. Name :  
Address :  
E-mail ID :  
Signature : or falling him,
3. Name :  
Address :  
E-mail ID :  
Signature :

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Seventeenth Annual General Meeting of the Company will be held on Monday, September 30, 2024 at 10:00 AM at the Corporate Office of the Company at New Shakti Bhawan, New Udaan Bhawan Complex, IGI Airport, opposite Terminal-3, New Delhi-110037 and / or at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	Ordinary Business
1.	To receive, consider and adopt the Audited Annual Financial Statements comprising of the Balance Sheet as at March 31, 2024, Profit & Loss Account and Cash Flow Statement for the year ended on that date together with the notes and schedules thereto for the year ended March 31, 2024, and the reports of the Board of Directors and Auditors thereon.
2.	To appoint a director in place of Mr. Sanjay Narayan Barde, who retires by rotation and being eligible offered himself for reappointment.
3.	To appoint a director in place of Mrs. Grandhi Satyavathi Smitha, who retires by rotation and being eligible offered herself for reappointment.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2024

\_\_\_\_\_ (Signature of Member)

\_\_\_\_\_ [Signature of Proxy holder(s)]

Affix  
Revenue  
Stamp

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A proxy need not be a member of the Company.

## ROUTE MAP TO THE 17<sup>TH</sup> ANNUAL GENERAL MEETING OF GMR ENERGY TRADING LIMITED

DATE: September 30, 2024

DAY: Monday

TIME: 10:00 AM (IST)

VENUE: Corporate Office of the Company at New Shakti Bhawan, New Udaan Bhawan Complex, IGI Airport, opposite Terminal-3, New Delhi-110037

