GOA INTERNATIONAL AIRPORT
GMR Goa International Airport Limited

GMR

Registered Office:
Administrative Block, Manohar International Airport,
Taluka Pernem, Mopa, North Goa 403512
CIN: U63030GA2016PLC013017
Tel: +91 832 2499000
Fax: +91 832 2499020
Web: www.newgoaairport.com
www.gmrgroup.com/goa

Date:- October 18, 2025

BSE Limited
1" Floor, New Trading Ring,
P.J. Towers, Dalal Street,
Mumbai - 400 001.

BSE Scrip Code: 975201
BSE Scrip ID: 10GGIAL43

Sub: Submission of Corporate Governance Report for the quarter ended September 30, 2025, pursuant to Regulation 62(Q)(2)(a) read with Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Please find enclosed herewith the Corporate Governance Report of the Company for the quarter ended September 30, 2025, in terms of the provisions of Regulation 62(Q)(2)(a) read with Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and records please.

Thanking you.
Yours truly,
For **GMR Goa International Airport Limited**

Sushil Dudeja

GMR Goa International Airport Ltd.

Sushil Dudeja
Company Secretary and Compliance Officer

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General information about company	
Scrip code	975201
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE735X08051
Name of the entity	GMR GOA International Airport Limited
Date of start of financial year	01-04-2025
Date of end of financial year	31-03-2026
Reporting Quarter	Half Yearly
Date of Report	30-09-2025
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Enter the quarter ended date only

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Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory	[illegible]
Whether the listed entity has a Regular Chairperson	[illegible]
Whether Chairperson is related to MD or CEO	[illegible]

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]				[illegible]	[illegible]	[illegible]	[illegible]				[illegible]	[illegible]	[illegible]	[illegible]			
2	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]				[illegible]	[illegible]		[illegible]			[illegible]	[illegible]	[illegible]	[illegible]	[illegible]			
3	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]				[illegible]	[illegible]	[illegible]	[illegible]			[illegible]	[illegible]	[illegible]	[illegible]	[illegible]			
4	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]				[illegible]	[illegible]		[illegible]				[illegible]	[illegible]	[illegible]	[illegible]			
5	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]				[illegible]	[illegible]		[illegible]				[illegible]	[illegible]	[illegible]	[illegible]			
6	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]				[illegible]	[illegible]		[illegible]				[illegible]	[illegible]	[illegible]	[illegible]			
7	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]				[illegible]	[illegible]		[illegible]				[illegible]	[illegible]	[illegible]	[illegible]			
8	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]				[illegible]	[illegible]	[illegible]	[illegible]				[illegible]	[illegible]	[illegible]	[illegible]			
9	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]				[illegible]	[illegible]		[illegible]			[illegible]	[illegible]	[illegible]	[illegible]	[illegible]			
10	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]				[illegible]	[illegible]		[illegible]	[illegible]		[illegible]	[illegible]	[illegible]	[illegible]	[illegible]			
11	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]				[illegible]	[illegible]		[illegible]				[illegible]	[illegible]	[illegible]	[illegible]			
12	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]				[illegible]	[illegible]		[illegible]				[illegible]	[illegible]	[illegible]	[illegible]			
13	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]				[illegible]	[illegible]		[illegible]				[illegible]	[illegible]	[illegible]	[illegible]			
14	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]				[illegible]	[illegible]		[illegible]				[illegible]	[illegible]	[illegible]	[illegible]			
15	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]				[illegible]	[illegible]		[illegible]		[illegible]		[illegible]	[illegible]	[illegible]	[illegible]	[illegible]		
16	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]				[illegible]	[illegible]		[illegible]				[illegible]	[illegible]	[illegible]	[illegible]		[illegible]	

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Annexure 1
II. Composition of Committees
Disclosure of notes on composition of committees explanatory — Add Notes

For this quarter kindly note the following points:
1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto September 30, 2022.
3. Date of Cessation must be for the current quarter only, i.e. July 1,2022 to September 30,2022

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson: Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00060885	BIMAL JAYANT PAREKH	Non-Executive - Independent Director	Chairperson	06-12-2016		
2	02683483	MADHU RAMACHANDRA RAO	Non-Executive - Independent Director	Member	09-08-2023		
3	01573258	MUNDAYAT RAMACHANDRAN	Non-Executive - Independent Director	Member	22-04-2021		
4	10563982	THIBAUT GEORGES JEAN LOUIS REI	Non-Executive - Non Independent Director	Member	17-04-2024		
5	00016262	NARAYANA RAO KADA	Non-Executive - Non Independent Director	Member	06-12-2016		
6	02336249	SIVA KAMESWARI VISSA	Non-Executive - Independent Director	Member	15-05-2020		
7	11210261	MAHADEV JAIDEV ARAUNDEKAR	Non-Executive - Nominee Director	Member	24-07-2025	09-09-2025	6
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson: Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01573258	MUNDAYAT RAMACHANDRAN	Non-Executive - Independent Director	Chairperson	22-04-2021		
2	00060885	BIMAL JAYANT PAREKH	Non-Executive - Independent Director	Member	06-12-2016		
3	02336249	SIVA KAMESWARI VISSA	Non-Executive - Independent Director	Member	15-05-2020		
4	10497928	ALEXIS BENJAMIN RIOLS	Non-Executive - Non Independent Director	Member	17-04-2024		
5	00061464	SRINIVAS BOMMIDALA	Non-Executive - Non Independent Director	Member	06-12-2016		
6	11210261	MAHADEV JAIDEV ARAUNDEKAR	Non-Executive - Nominee Director	Member	24-07-2025	09-09-2025	7
7	00063118	PUTHALATH SUKUMARAN NAIR	Non-Executive - Non Independent Director	Member	24-07-2025		
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson: Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00063118	PUTHALATH SUKUMARAN NAIR	Non-Executive - Non Independent Director	Chairperson	14-10-2016		
2	03482239	PRABHAKARA RAO INDANA	Non-Executive - Non Independent Director	Member	06-02-2018		
3	02683483	MADHU RAMACHANDRA RAO	Non-Executive - Independent Director	Member	09-08-2023		

GMR Goa International Airport Ltd.

4	11210261	MAHADEV JAIDEV ARAUNDEKAR	Non-Executive - Nominee Director	Member	24-07-2025	09-09-2025	8
5							
6							
7							
8							
9							
10							

Risk Management Committee

				Whether the Risk Management Committee has a Regular Chairperson	Yes		
Sr	**DIN Number**	**Name of Committee members**	**Category 1 of directors**	**Category 2 of directors**	**Date of Appointment**	**Date of Cessation**	**Remarks**
1	00016262	NARAYANA RAO KADA	Non-Executive - Non Independent Director	Chairperson	19-01-2024		
2	02683483	MADHU RAMACHANDRA RAO	Non-Executive - Independent Director	Member	19-01-2024		
3	10497928	ALEXIS BENJAMIN RIOLS	Non-Executive - Non Independent Director	Member	19-04-2024		
4	99999999	RANGANATHAN VENKATA SHESHA	Chief Executive Officer	Member	19-04-2024		11
5	99999999	Anand Ramchandran	Deputy Chief Executive Officer	Member	24-07-2025		12
6	11210261	MAHADEV JAIDEV ARAUNDEKAR	Non-Executive - Nominee Director	Member	24-07-2025	09-09-2025	9
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Corporate Social Responsibility Committee

				Whether the Corporate Social Responsibility Committee has a Regular Chairperson	Yes		
Sr	**DIN Number**	**Name of Committee members**	**Category 1 of directors**	**Category 2 of directors**	**Date of Appointment**	**Date of Cessation**	**Remarks**
1	02683483	MADHU RAMACHANDRA RAO	Non-Executive - Independent Director	Chairperson	22-04-2024		
2	00063118	PUTHALATH SUKUMARAN NAIR	Non-Executive - Non Independent Director	Member	22-04-2024		
3	00016262	NARAYANA RAO KADA	Non-Executive - Non Independent Director	Member	22-04-2024		
4	11210261	MAHADEV JAIDEV ARAUNDEKAR	Non-Executive - Nominee Director	Member	24-07-2025	09-09-2025	10
5							
6							
7							
8							
9							
10							

Other Committee

Sr	**DIN Number**	**Name of Committee members**	**Name of other committee**	**Category 1 of directors**	**Category 2 of directors**	**Remarks**
1						

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Annexure 1							
III.	Meeting of Board of Directors						
Disclosure of notes on meeting of board of directors explanatory			Add Notes				
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
Add Delete							
1	25-04-2025			Yes	15	12	4
2	24-07-2025	89		Yes	15	12	3

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* to be filled in only for the current quarter meetings

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Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory | Add Notes

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	24-04-2025				Yes	7	6	3	0
2	Audit Committee	23-07-2025	89			Yes	6	6	3	0

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* to be filled in only for the current quarter meetings

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Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Other details of cyber security incidence or breaches or loss of data event		Add Notes
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	**Date of the event**	**Brief details of the event**

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Annexure 1			
V. Related Party Transactions			
Sr	**Subject**	**Compliance status (Yes/No/NA)**	**If status is "No" details of non-compliance may be given here.**
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
	Disclosure of notes on related party transactions		Add Notes
	Disclosure of notes of material transaction with related party		Add Notes

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Annexure 1		
VI. Affirmations		
Sr	**Subject**	**Compliance status (Yes/No)**
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 **a. Audit Committee**	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. **b. Nomination & remuneration committee**	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. **c. Stakeholders relationship committee**	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. **d. Risk management committee (applicable to the top 1000 listed entities)**	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	**Any comments/observations/advice of Board of Directors may be mentioned here:**	Add Notes

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Annexure 1		
Sr	**Subject**	**Compliance status**
1	Name of signatory	Sushil Dudeja
2	Designation	Company Secretary and Compliance Officer

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Annexure III

III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	the chairman expressed his inability to join the meeting due to other urgent pre-occupation
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	No	the chairman expressed his inability to join the meeting due to other urgent pre-occupation
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
	Any other information to be provided			Add Notes

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Annexure III

1	Name of signatory	Sushil Dudeja
2	Designation	Company Secretary and Compliance Officer

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Signatory Details	
Name of signatory	Sushil Dudeja
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	18-10-2025

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Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Add Notes		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below		The Figure should be mentioned in Actual INR only	
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(D) Additional Information			Add Notes
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to		Yes	Add Notes
Name	Rajesh Madan		
Designation	CFO		
Place	Goa		
Date	18-10-2025		

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GOA INTERNATIONAL AIRPORT
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Registered Office:
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CIN: U63030GA2016PLC013017
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www.gmrgroup.com/goa

Notes to Corporate Governance Report for the quarter ended September 30, 2025

Annexure-1 (I). Composition of the Board of Directors and (II) Composition of Committees

1. Kindly note that as per the explanation given under Regulation 62E read with Regulation 17A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), with respect to the maximum number of directorships "equity listed entities" and "high value debt listed entities" has been considered for the purpose counting the number of directorships.

   In terms of Regulation 62B (1)(b) of SEBI LODR Regulations, the Company being a Public Private Partnership Entity, all the non-executive directors other than a nominee director of the Company have been treated as Independent Directors. Accordingly, the following Non-Executive Directors have been categorized as Independent Directors:

   1.Mr. Grandhi Mallikarjuna Rao

   2.Mr. Indana Prabhakara Rao

   3.Mr. Srinivas Bommidala

   4.Mr. Grandhi Buchisanyasi Raju

   5.Mr. Grandhi Kiran Kumar

   6.Mr. Puthalath Sukumaran Nair

   7.Mr. Alexis Riols

   8.Mr. Thibaut Georges Jean Louis Rebet

   9.Mr. Narayana Rao Kada

   10.Mr. Pierre Etienne Mathely Alternate Director to Mr. Thibaut Georges Jean Louis Rebet

2. As per Regulation 62(O) (1)(b) read with Regulation 26(1) of Listing Regulations, all public limited companies, whether listed or not and High Value Debt Listed Entities, has been included and all other companies including private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013 has been excluded.

Further, the Private Limited Companies which are subsidiaries of Public Limited Companies are also included in the list of number of Audit/ Stakeholder Committee, since they are also categorized as deemed public company as per the provisions of Companies Act, 2013.

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3. While calculating the number of Memberships in Audit/ Stakeholders Relationship Committee(s) for Alternate Director, we have considered, it as it is held by Original Director.

Notes for not providing PAN of Mr. Pierre Etienne Mathely:

Mr. Pierre Etienne Mathely is a Foreign Citizen, hence he is not required to obtain a Permanent Account Number under the applicable laws of India.

Mr. Pierre Etienne Mathely, Alternate director to Mr. Thibaut Georges Jean Louis Rebet.

Note for Directorship of Mr. Mahadev Jaidev Araundekar

Mr. Mahadev Jaidev Araundekar was appointed as a Director of the Company w.e.f. July 24. 2025 and had consequently resigned from the Directorship of the Company w.e.f. September 09, 2025. Accordingly, the said directorship is not counted for the purpose of mentioning details under the Column "No of Directorship in listed entities including this listed entity (Refer Regulation 17A and 62E of Listing Regulations).

Annexure-1 (VI) Affirmations

The Corporate Governance report for the quarter ended June 30, 2025 was placed before the Board of Directors of the Company in its meeting held on July 24, 2025. This Corporate Governance Report for the quarter ended September 30, 2025 will be placed in the ensuing Board Meeting.

GMR Goa International Airport Ltd.