

# FORM NO. MGT-7

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



# Annual Return (other than OPCs and Small Companies)

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

(c) \*e-mail ID of the company

(d) \*Telephone number with STD code

(e) Website

(iii) Date of Incorporation

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital  Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)  Yes  No

(b) CIN of the Registrar and Transfer Agent

Name of the Registrar and Transfer Agent

Registered office address of the Registrar and Transfer Agents

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)(viii) \*Whether Annual general meeting (AGM) held  Yes  No(a) If yes, date of AGM (b) Due date of AGM (c) Whether any extension for AGM granted  Yes  No**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**\*Number of business activities 

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	H	Transport and storage	H5	Services incidental to land, water & air transportation	16.51
2	L	Real Estate	L1	Real estate activities with own or leased property	52.04

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)**\*No. of Companies for which information is to be given 

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	GMR ENTERPRISES PRIVATE LIM	U74900TN2007PTC102389	Holding	0
2	GMR INFRASTRUCTURE LIMITE	L45203MH1996PLC281138	Holding	0
3	GMR AIRPORTS LIMITED	U65999KA1992PLC037455	Holding	64
4	DELHI AEROTROPOLIS PRIVATE	U45400DL2007PTC163751	Subsidiary	100
5	DELHI AVIATION SERVICES PRIM	U24233DL2007PTC165308	Associate	50
6	DELHI AVIATION FUEL FACILIT	U74999DL2009PTC193079	Associate	26

7	DELHI AIRPORT PARKING SERV	U63030DL2010PTC198985	Associate	49.9
8	TRAVEL FOOD SERVICES (DELH	U55101DL2009PTC196639	Associate	40
9	DELHI DUTY FREE SERVICES PR	U52599DL2009PTC191963	Associate	49.9
10	CELEBI DELHI CARGO TERMINA	U74900DL2009FTC191359	Associate	26
11	TIM DELHI AIRPORT ADVERTISI	U74999DL2010PTC203419	Associate	49.9
12	GMR BAJOLI HOLI HYDROPOW	U40101HP2008PTC030971	Associate	20.14
13	DIGI YATRA FOUNDATION	U63030DL2019NPL346327	Associate	22.2

#### 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	3,000,000,000	2,450,000,000	2,450,000,000	2,450,000,000
Total amount of equity shares (in Rupees)	30,000,000,000	24,500,000,000	24,500,000,000	24,500,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Share				
Number of equity shares	3,000,000,000	2,450,000,000	2,450,000,000	2,450,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	30,000,000,000	24,500,000,000	24,500,000,000	24,500,000,000

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

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**

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	0	2,450,000,0	2450000000	24,500,000,	24,500,000,	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0

iv. Others, specify						
<b>At the end of the year</b>	0	2,450,000,0	2450000000	24,500,000,	24,500,000	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

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

0

Class of shares		(i)	(ii)	(iii)
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

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text"/>
---	----------------------

Date of registration of transfer (Date Month Year)	<input type="text"/>
--	----------------------

Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
---	----------------------	---	----------------------

Ledger Folio of Transferor	<input type="text"/>
----------------------------	----------------------

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
----------------------------	----------------------

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
--	----------------------

Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
---	----------------------	---	----------------------

Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	32,570,984,700	1	32,570,984,700
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			32,570,984,700

**Details of debentures**

Class of 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
<b>Non-convertible debentures</b>	0	32,570,984,700	0	32,570,984,700
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	0	0	0	0

**(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
<b>Total</b>	<input type="text"/>		<input type="text"/>		<input type="text"/>

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

**(i) Turnover**

25,220,717,521

**(ii) Net worth of the Company**

25,548,223,723

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,568,000,000	64	0	
10.	Others	0	0	0	
	<b>Total</b>	1,568,000,000	64	0	0

**Total number of shareholders (promoters)**

5

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	882,000,000	36	0	
10.	Others	0	0	0	
	<b>Total</b>	882,000,000	36	0	0

**Total number of shareholders (other than promoters)**

2

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

7

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	5	5
Members (other than promoters)	2	2
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
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	4	12	4	12	0	0
(i) Non-Independent	4	8	4	8	0	0
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & 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
<b>Total</b>	<b>4</b>	<b>12</b>	<b>4</b>	<b>12</b>	<b>0</b>	<b>0</b>

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

18

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Grandhi Mallikarjuna Ra	00574243	Director	0	
Grandhi Buchi Sanyasi	00061686	Managing Director	0	
Grandhi Kiran Kumar	00061669	Director	1	
Srinivas Bommidala	00061464	Director	1	
Narayana Rao Kada	00016262	Whole-time directo	0	
Indana Prabhakara Rao	03482239	Whole-time directo	0	
Anil Kumar Pathak	08213061	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Rubina Ali	08453990	Director	0	
Denitza Weismantel	07466436	Director	0	
Matthias Engler	06363447	Alternate director	0	
Siva Kameswari Vissa	02336249	Director	0	
Nangavaram Chandram	00167868	Director	0	
Ravela Sri Satya Lakshmi	00058527	Director	0	
Mundayat Ramachandra	01573258	Director	0	
Anuj Aggarwal	06575625	Director	0	22/04/2021
Subba Rao Gunuputi	00064511	Director	0	24/05/2021
Videh Kumar Jaipuria	ADEPJ1638C	CEO	0	
Hari Nagrani	AALPN9287F	CFO	0	

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

1

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Saurabh Jain	AGSPJ8049C	Company Secretary	26/02/2021	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	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	25/09/2020	7	7	100

**B. BOARD MEETINGS**

\*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	17/06/2020	15	13	86.67
2	20/08/2020	15	14	93.33
3	03/11/2020	15	13	86.67
4	27/01/2021	15	13	86.67
5	23/02/2021	15	13	86.67
6	30/03/2021	15	14	93.33

### C. COMMITTEE MEETINGS

Number of meetings held

9

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM	17/06/2020	7	7	100
2	AUDIT COMM	20/08/2020	7	7	100
3	AUDIT COMM	03/11/2020	7	6	85.71
4	AUDIT COMM	27/01/2021	7	6	85.71
5	NOMINATION	17/06/2020	7	6	85.71
6	NOMINATION	20/08/2020	7	6	85.71
7	NOMINATION	03/11/2020	7	7	100
8	CORPORATE	16/06/2020	3	3	100
9	CORPORATE	03/11/2020	3	3	100

### D. \*ATTENDANCE OF DIRECTORS

S. No.	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	17/09/2021
								(Y/N/NA)
1	Grandhi Mallik	6	3	50	0	0	0	No

2	Grandhi Buchi	6	5	83.33	0	0	0	No
3	Grandhi Kiran	6	6	100	0	0	0	No
4	Srinivas Bomn	6	6	100	0	0	0	No
5	Narayana Rac	6	6	100	2	2	100	Yes
6	Indana Prabha	6	5	83.33	0	0	0	No
7	Anil Kumar Pa	6	5	83.33	4	3	75	No
8	Rubina Ali	6	3	50	3	1	33.33	No
9	Denitza Weisn	6	4	66.67	7	4	57.14	No
10	Matthias Engle	2	2	100	3	3	100	No
11	Siva Kameswa	6	6	100	7	6	85.71	No
12	Nangavaram C	6	6	100	7	7	100	No
13	Ravela Sri Sat	6	6	100	9	9	100	Yes
14	Mundayat Rar	6	6	100	7	7	100	No
15	Anuj Aggarwa	6	5	83.33	0	0	0	No
16	Subba Rao Gu	6	6	100	9	9	100	No

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Grandhi Mallikarjuna	Executive Chairm	28,129,182	0	0	2,892,317.8	31,021,499.8
2	Grandhi Buchi Sany	Managing Direct	22,225,096	0	0	3,367,233.87	25,592,329.87
3	Narayana Rao Kada	Whole Time Dire	11,477,990.59	0	0	1,160,169	12,638,159.59
4	Indana Prabhakara	Executive Direct	18,559,632.44	0	0	0	18,559,632.44
	Total		80,391,901.03	0	0	7,419,720.67	0

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
--------	------	-------------	--------------	------------	-------------------------------	--------	-----------------

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Videh Kumar Jaipur	Chief Executive	23,619,165.17	0	0	1,727,983.85	25,347,149.02
2	Hari Nagrani	Chief Financial Officer	6,684,574.9	0	0	634,104.17	7,318,679.07
3	Saurabh Jain	Company secretary	2,636,480.29	0	0	205,684	2,842,164.29
	Total		32,940,220.36	0	0	2,567,772.02	0

Number of other directors whose remuneration details to be entered

9

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ravela Sri Satya Lal	Independent Director	0	0	0	500,000	500,000
2	Siva Kameswari Viswanath	Independent Director	0	0	0	420,000	420,000
3	Mundayat Ramachandra	Independent Director	0	0	0	460,000	460,000
4	Nangavaram Chandrababu	Independent Director	0	0	0	460,000	460,000
5	Subba Rao Gunupudi	Director	0	0	0	300,000	300,000
6	Grandhi Kiran Kumar	Director	0	0	0	120,000	120,000
7	Srinivas Bommidala	Director	0	0	0	120,000	120,000
8	Anil Kumar Pathak	Director	0	0	0	160,000	160,000
9	Anuj Aggarwal	Director	0	0	0	100,000	100,000
	Total		0	0	0	2,640,000	0

#### 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	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	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

**XIV. 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.

Name

Whether associate or fellow  Associate  Fellow

Certificate of practice number

**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 all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the 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.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director



DIN of the director

To be digitally signed by

SUSHIL  
KUMAR

Company Secretary

Company secretary in practice

Membership number

19265

Certificate of practice number

**Attachments**

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

**List of attachments**

List of Shareholders and debenture holders  
MGT08.pdf

Clarification Letter.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

**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**

LIST OF SHAREHOLDERS OF DELHI INTERNATIONAL AIRPORT LIMITED (DIAL) AS ON MARCH 31, 2021

S. No.	Name of Shareholders	No. of Shares	Percentage Holding
1.	GMR Infrastructure Limited	100	-
2.	GMR Energy Limited	100	-
3.	GMR Airports Limited (Subsidiary of GMR Infrastructure Limited)	1,567,999,798	64%
4.	Fraport AG Frankfurt Airport Services Worldwide	245,000,000	10%
5.	Airports Authority of India	637,000,000	26%
6.	GMR Airports Limited jointly with Mr. Srinivas Bommidala	1	-
7.	GMR Airports Limited jointly with Mr. Grandhi Kiran Kumar	1	-
	<b>TOTAL</b>	<b>2,450,000,000</b>	<b>100%</b>

For and on behalf of  
Delhi International Airport Limited




Sushil Dudeja  
Company Secretary  
Membership No.: A19265  
Address: Ground Floor, C-13/10, Ardee City  
Sector - 52, Gurugram, Haryana – 122011

LIST OF DEBENTURE HOLDERS OF DELHI INTERNATIONAL AIRPORT LIMITED (DIAL) AS ON MARCH 31, 2021

S. No.	Name of Debenture holders	No. of Debentures	Percentage Holding
1.	Cliffton Limited	32570984700	100%
	TOTAL	32570984700	100%

For and on behalf of  
Delhi international Airport Limited



Sushil Dudeja  
Company Secretary  
Membership No. A19265  
Address: Ground Floor, C-13/10, Ardee City  
Sector - 52, Gurugram, Haryana - 122011



/DelhiAirport



@DelhiAirport



/DelAirport



/DelhiAirport

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 **Delhi International Airport Limited** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31<sup>st</sup> March 2021. In our opinion and to the best of my 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 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;

Place: New Delhi

Date: 01-09-2021

UDIN: **F004982C000868526**



Maneesh Gupta  
C.P. No. : 2945

August 26, 2021

To,

**Ministry of Corporate Affairs,**  
A Wing, Shastri Bhawan,  
Rajendra Prasad Road,  
New Delhi - 110 001

**Sub: Clarification with regards to filing of E-Form MGT-7 - Annual Return for FY 2020-2021**

Respected Sir/ Madam,

This is with reference to the E- Form MGT-7 of the Company to be filed with Ministry of Corporate Affairs (MCA). In this respect, we would like to clarify the following:

1. In point No. III '**Particulars of Holding, Subsidiary and Associate companies (Including Joint Ventures)**', we have classified all the Joint Venture Companies as Associate Companies, as the definition of Associate Company in terms of Section 2(6) of the Companies Act, 2013 includes Joint Venture Company as well.
2. In point No. VIII '**Details of Directors and Key Managerial Personnel**', sub point (A) "Composition of Board of Directors", we included both Original Director and the Alternate Director in the Composition of Board of Directors. If we do not include the Alternate Director in the Composition of Board the Directors, his attendance in point IX – D attendance of directors automatically gets removed.
3. In point No. VIII '**Details of Directors and Key Managerial Personnel**', sub point (B)(i) Details of directors and Key of managerial personnel as on the closure of financial year, we have mentioned that 1 (One) share each is held by Mr. Srinivas Bommidala and Mr. Grandhi Kiran Kumar. This 1 share each is held by Mr. Srinivas Bommidala and Mr. Grandhi Kiran Kumar jointly with GMR Airports Limited. The Beneficial interest remains with GMR Airports Limited.



/DelhiAirport



@DelhiAirport



/DelAirport



/DelhiAirport

4. In point No. VIII (B) (i) “**Details of directors and Key of managerial personnel as on the closure of financial year**”, the designation of Mr. Grandhi Mallikarjuna Rao and Mr. Indana Prabhakara Rao was “Executive Chairman” and “Executive Director” respectively, however, since the form does not have any option of placing such designation, therefore, designation of Mr. Grandhi Mallikarjuna Rao is shown as a “Director” and Mr. Indana Prabhakara Rao is shown as a “Whole-time Director”.
5. In point No. IX ‘**Meeting of Members/class of members/ Board/Committees of the Board of Directors**’, **Point B** - Board Meetings and **Point C** – Committee Meetings, we have not included Alternate Director in the total number of Directors/ members, but in **Point D**, have included the Alternate Director in the attendance for respective meetings for which he attended, when original Director did not attend the same.
6. Further, in our case, one of the Foreign Director has an Alternate Director. Therefore, some of the Board /Committee Meetings were attended by Original Director and some by Alternate Director. In this case, for the purpose of filling information in Point IX (D), we have considered the entitlement of the Alternate Director limited to the Meetings attended by him in the absence of Original Director, based on the logic that alternate Director will be considered as entitled to attend the meeting only when the Original Director is not attending.

Kindly take the above explanations on record and consider the same as part of the information in MGT – 7 in compliance with the provisions of Companies Act, 2013.

Thanking You,

**For Delhi International Airport Limited**

  
Sushil Dudeja

**Company Secretary**

**Membership No. A19265**

**Address: Ground Floor, C-13/10, Ardee City,  
Sector 52, Haryana-122011**

