



Delhi International Airport Limited
(Formerly known as Delhi International Airport (P) Limited)



Registered Office:
New Udaan Bhawan, Opp. Terminal 3
Indira Gandhi International Airport
New Delhi – 110 037
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May 18, 2024

BSE Limited
1st Floor, New Trading Ring
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai - 400001

BSE Scrip Code: 974004, 974763, 975037, 975533.

Dear Sir/ Madam:

Subject: Secretarial Compliance Report from Practicing Company Secretary in terms of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial Year ended March 31, 2024.

In compliance with the Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find attached herewith the Secretarial Compliance Report for the financial year ended March 31, 2024, issued by Mr. Maneesh Gupta, Practicing Company Secretary.

This is for your information and records please.

Thanking you,

For Delhi International Airport Limited

Abhishek Chawla
Company Secretary &
Compliance Officer



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SECRETARIAL COMPLIANCE REPORT
OF
DELHI INTERNATIONAL AIRPORT LIMITED
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

I, Maneesh Gupta, Practicing Company Secretary have examined:

- (a) all the documents and records made available to us, and explanation provided by **DELHI INTERNATIONAL AIRPORT LIMITED** (“the listed entity”),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the financial year ended March 31, 2024 (“Review Period”) in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”).

The specific Regulations (including amendments, modifications from time to time), whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018- **Not applicable to the Company during the year under review;**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011-**Not applicable to the Company during the year under review;**
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018-**Not applicable to the Company during the year under review;**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021-**Not applicable to the Company during the year under review;**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client – **Not applicable to the Company during the year under review;**



(k) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 –
Not applicable to the Company during the year under review;

and circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
None										

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/ Remarks of the Practicing Company Secretary("PCS") in the previous reports	Observations made in the secretarial compliance report for the financial year ended March 31, 2023	Compliance Requirement (Regulations/circulars/ guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1.	The Company has made a delayed compliance of Regulation 60(2)	Delay of one day in furnishing prior notice of Record date.	Regulation 60(2) of SEBI (LODR) Regulations 2015	Delay of one day in furnishing prior notice of Record date, as per	Company has paid fine of Rs. 10,000/-	Company has paid fine of Rs. 10,000/- to BSE Limited.



	of SEBI (LODR) Regulations 2015			Regulation 60(2) of SEBI (LODR) Regulations 2015 Company has paid fine of Rs. 10,000/- to BSE Limited.	to BSE Limited.	
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(c) I hereby report that, during the review period the compliance Status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118 (10) of the Companies Act, 2013 and mandatorily applicable.	Yes	
2.	Adoption and timely updation of the Policies: <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of the board of directors of the listed entity. • All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/ circulars/ guidelines issued by SEBI. 	Yes Yes	
3.	Maintenance and disclosures on Website: <ul style="list-style-type: none"> • The Listed entity is maintaining a functional website. • Timely dissemination of the documents/ information under a separate section on the website. 	Yes Yes	



	<ul style="list-style-type: none"> Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website. 	Yes	
4.	<p>Disqualification of Director (s):</p> <p>None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	
5.	<p>Details related to Subsidiaries of listed entity have been examined w.r.t.:</p> <p>(a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as other subsidiaries.</p>	NA NA	The Company does not have any Subsidiary as on March 31, 2024
6.	<p>Preservation of Documents:</p> <p>The listed entity is preserving and maintaining proper records as prescribed under SEBI Regulations and circulars/guidelines issued their under and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.</p>	Yes	
7.	<p>Performance Evaluation:</p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.</p>	Yes	Performance evaluation of the Board, Independent Directors, Chairman of the Board and the Committees as prescribed in SEBI Regulations has been made during the financial year through Dess Digital Meetings Tool.



8.	<p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(b) In case no prior approval obtained, the listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee, in case no prior approval has been obtained.</p>	<p>a) Yes</p> <p>b) NA</p>	<p>The company has obtained prior approval of the Audit Committee for all related party transactions.</p> <p>Since all Related party transactions were entered after obtaining prior approval of audit committee, hence point (b) is not applicable.</p>
9	<p>Disclosure of events or information:</p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	NA	<p>Since the Company is a High Value Debt listed entity, therefore Regulation 30 is not applicable on the Company.</p>
10.	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	<p>The company is in compliance with the requirements of maintaining Structured Digital Database (SDD) as per the Regulations 3(5) and 3(6) of SEBI (PIT) Regulations, 2015.</p>
11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars)</p>	NA	<p>No action was taken by SEBI or stock Exchanges during the review period.</p>

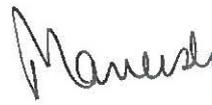


	under SEBI Regulations and circulars/ guidelines issued thereunder.		
12.	Resignation of Statutory Auditors from the listed entity or its material subsidiaries	NA	During the period under review no resignation of Statutory Auditors took place.
13.	No Additional Non-compliances observed: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	No non-compliance was observed for any SEBI regulation/circular/guidance note etc.

Assumptions & limitation of scope and review:

1. Compliance with the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Place: New Delhi
Date: 14th May, 2024
UDIN: F004982F000363824


Signature
Maneesh Gupta
FCS No.: 4982
CP No.: 2945
PR No: 2314/2022

