



DELHI INTERNATIONAL AIRPORT LIMITED

CIN No. U63033DL2006PLC146936

Regd. Office: New Udaan Bhawan, Opp. Terminal 3, Indira Gandhi International Airport,
New Delhi-110 037

T: + 91 11 4719 7000 **F:** +91 11 4719 7181 **W:** www.newdelhiairport.in

E: Abhishek.Chawla@gmrgroup.in

NOTICE TO THE MEMBERS

Notice is hereby given that the sixteenth (16th) Annual General Meeting (“AGM”) of the Members of Delhi International Airport Limited (the “Company”) will be held on Monday, September 05, 2022, at 03.00 P.M. (IST) through Video Conferencing (“VC”)/ other Audio-Visual Means (“OAVM”), the venue of the meeting shall be deemed to be the registered office of the Company at New Udaan Bhawan, Opposite Terminal - 3, Indira Gandhi International Airport, New Delhi - 110 037, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, together with annexures thereto and the Reports of the Directors and Auditors thereon.
 - (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with annexures thereto and the Report of the Auditors thereon.
2. To appoint a director in place of Mr. Grandhi Kiran Kumar (DIN: 00061669), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a director in place of Mr. Srinivas Bommidala (DIN: 00061464), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a director in place of Ms. Denitza Weismantel (DIN: 07466436), who retires by rotation and being eligible, offers herself for re-appointment.
5. To appoint a director in place of Mr. Kada Narayana Rao (DIN: 00016262), who retires by rotation and being eligible, offers himself for re-appointment.
6. To consider and approve the re-appointment M/s. K.S. Rao & Company, Chartered Accountants (Firm Registration No. 003109S) as the Joint Statutory Auditors of the Company and authorize Board of Directors to fix their remuneration by passing the following resolution as **Special Resolution**, with or without modification(s):



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“**RESOLVED THAT** pursuant to the provisions of Section 139, 142 of the Companies Act, 2013 (“Act”) and rules made thereunder and all other applicable provisions of the Act, (including any statutory modification(s) or re-enactment(s) therefore for the time being in force) and Article 138 of Articles of Associations of the Company, M/s. K.S. Rao & Company, Chartered Accountants (Firm Registration No. 003109S) be and is hereby re-appointed as Joint Statutory Auditors of the Company to hold office for a period of 5 years (i.e. till the conclusion of 21st Annual General Meeting of the Company), at such remuneration as may be determined by the Board of Directors.”

SPECIAL BUSINESS:

7. Ratification of remuneration of Cost Auditors of the Company for the financial year ending on March 31, 2023.

To consider and, if thought fit, pass the following resolution as an **Ordinary Resolution**, with or without modification(s):

“**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 (“Act”), read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 or any other act or regulations, if any (including any statutory modification(s) or re-enactment thereof for the time being in force, if any), the remuneration payable to M/s Narasimha Murthy & Co., [Firm Registration No. 000042] Cost Auditors of the Company, of up to ₹ 8,00,000/- (Rupees Eight Lakh Only) plus applicable taxes and reimbursement of out of pocket expenses that may be incurred by them in connection with the cost audit, for the financial year ending on March 31, 2023, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the above resolution.”

8. Appointment of Ms. Bijal Tushar Ajinkya (DIN: 01976832) as an Independent Director of the Company.

To consider and, if thought fit, pass the following resolution as a **Special Resolution**, with or without modification(s):



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“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”), read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and as per the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [“SEBI (LODR)”] and as per the Articles of Association of the Company and all other applicable provisions of the Act or any other act or regulations, if any (including any statutory modification(s) or re-enactment thereof for the time being in force, if any), as per the Nomination & Remuneration policy of the Company and as recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company, Ms. Bijal Tushar Ajinkya (DIN: 01976832), who is eligible for appointment and has consented to act as an Independent Director of the Company and in respect of whom the Company has received a notice in writing from a Member of the Company under section 160(1) of the Act proposing her candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company with effect from September 06, 2022, to hold office for a term of 5 consecutive years or up to the conclusion of 21st Annual General Meeting, whichever is earlier, and her term shall not be subject to retirement by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable to give effect to the above resolution.”

9. Issue of Non-Convertible Debentures, Bonds on Private Placement Basis.

To consider and, if thought fit, pass the following resolution as a **Special Resolution**, with or without modification(s):

“RESOLVED THAT pursuant to the provisions of Section 42 and 71 of the Companies Act, 2013 (“the Act”), read with Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures Rules, 2014) and in accordance with the provisions of Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, and other applicable provisions of Act & rules made thereunder or any other applicable statute, Rules, Regulations, Guidelines, Notifications and Circulars (including any circulars, clarifications, statutory modifications or re-enactments thereof for the time being in force, if any), the Memorandum and Articles of Association of the Company, subject to the applicable provisions of International Laws, Rules and Regulations in case of Foreign Issues/ Bonds/ Notes/ any other Debt Instrument by whatever name called and subject to such other approvals as may be required from regulatory authorities (either Domestic or Foreign, as applicable) from time to time, the consent of the Members of the Company be and is hereby



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accorded to the Board of Directors (hereinafter referred to as the “Board”, which term shall be deemed to include any committee which the Board may have constituted or may hereinafter constitute to exercise one or more of its powers including the powers conferred hereunder) to offer, issue and allot Secured or Unsecured Non-convertible Debentures/ Bonds/ or any other form of Debt Securities or instrument by whatever name called (hereinafter referred as “Debt Securities”), either in domestic market or international market, in one or more tranches within the overall borrowing limits of the Company as approved by the Members from time to time on private placement basis, on such terms and conditions as the Board determine and consider proper and most beneficial to the Company including as to when the said ‘Debt Securities’ to be issued, the consideration for the issue, utilization of the issue proceeds and all matters connected therewith or incidental thereto.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable to give effect to the above resolution.”

**By Order of the Board of Directors
For Delhi International Airport Limited**

Sd/-

Abhishek Chawla

Company Secretary & Compliance Officer

Mem. No. F8118

Address: 5061, Ace Golfshire, Sector-150, Noida-201301

Date: July 29, 2022

Place: New Delhi



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NOTES:

1. In view of the prevailing COVID-19 pandemic and to maintain the social distancing norms, the Ministry of Corporate Affairs (“MCA”) has, vide its circular dated January 13, 2021 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020 and May 5, 2022 (collectively referred to as “MCA Circulars”) and other applicable circular(s)/ notification issued by MCA/ Securities and Exchange Board of India (SEBI), permitted convening the Annual General Meeting (“AGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without physical presence of the members at a common venue. In accordance with the MCA/ SEBI Circulars and the provisions of the Companies Act, 2013 (“the Act”) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, the 16th Annual General Meeting (“AGM” of “the Meeting”) of Delhi International Airport Limited (“DIAPL” or “the Company”) is scheduled to be held on Monday, September 05, 2022, at 03.00 P.M. (IST), through VC / OAVM.
2. The deemed venue for the 16th AGM is the Registered Office of the Company i.e., New Udaan Bhawan, Opposite Terminal - 3, Indira Gandhi International Airport, New Delhi-110 037.
3. As per the provisions of the Act and aforesaid MCA Circulars, the Company is not required to provide the facility of e-voting. The MCA Circulars prescribe that at least half of the total numbers, who represent not less than seventy-five percent of the paid-up share capital of the Company and gives a right to vote in the meeting, the AGM of such Company may be conducted through VC facility or OAVM only. The Company has in its records, the email addresses of all the Members of the Company representing hundred percent of the total paid-up share capital of the Company and gives right to the vote at the meeting. However, the Company is required to comply with the framework prescribed by the MCA Circulars for conducting the AGMs through VC facility or OVAM and issue of AGM Notice and subject to the fulfillment of the requirements which are covered hereunder in this Notice.
4. 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 such proxy need not be a member of the Company. However, in view of the specific circumstances (due to prevailing COVID-19 pandemic) during which this AGM is being held, pursuant to MCA Circulars on holding of AGM through VC / OAVM, the requirement of physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not



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be available for the AGM and hence the Proxy Form, and Attendance Slip are not annexed to this AGM Notice.

5. Notice of convening the 16th AGM along with the 16th Annual Report for the financial year 2021-2022 (including financial statements, auditors report, directors report and other relevant documents) is being sent only through electronic mode i.e., by email to all the Members and others who are entitled to receive such Notice, to their e-mail addresses registered with the Company. The Notice convening the 16th AGM has been uploaded on the website of the Company at www.newdelhairport.in.
6. The relevant details of Directors retiring by rotation/ seeking appointment at this Meeting are provided in the Annexure to the Notice as per the provisions of the Act and Secretarial Standard -2 on General Meetings issued by the Institute of Company Secretaries of India. Requisite declarations and disclosures have been received from Director(s) for seeking appointment.
7. The Board of Directors has considered and decided to include item numbers 7 to 9 given above as Special Business in the Notice to the 16th AGM, as they consider it unavoidable in nature.
8. The explanatory statement pursuant to Section 102(1) of the Act in respect of Special Business is annexed hereto.
9. All documents referred to in the accompanying Notice and the Explanatory Statement in respect of Special Business, Annual Report and Statutory registers which are to be kept open for inspection by the Members of the Company shall be available for inspection electronically during 11.00 A.M. - 5.00 P.M. (IST) on all working days till the completion of the ensuing AGM. Members seeking to inspect such documents can send an email to Abhishek.Chawla@gmrgroup.in. Further, the Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to Abhishek.Chawla@gmrgroup.in, on or before August 31, 2022 and response for the same will be sent by the Company accordingly.
10. The attendance of the Members attending the AGM through VC/ OAVM will be considered for the purpose of reckoning the quorum under Section 103 of the Act.



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11. Corporate members intending to send their authorized representative to attend the Meeting are requested to send to the Company, the Authorization Letter along with a certified copy of the Board Resolution authorizing their representative to attend and vote thereat, on their behalf at the AGM. The scan copy of Authorization Letter along with Board Resolution shall be sent by e-mail from their registered e-mail id to Abhishek.Chawla@gmrgroup.in.
12. The instructions or details of the AGM i.e. access link to the VC or OAVM, login id, passwords, helpline numbers, e-mail id of a designated person who shall provide assistance for easy access to the AGM, is as follows:
 - ✓ **Link to join the meeting:**
<https://gmrgroup-in.zoom.us/j/91478145938?pwd=aOpNakRibzdllbHAzbE5tai9NczBEUT09>
 - ✓ **Meeting ID:** 914 7814 5938 **Passcode:** 123456
 - ✓ The Member has to click on the Link and the same will take to the User Id and password option.
 - ✓ The Member has to add the password and Press on the Join Meeting Button.
 - ✓ The Member has the option to join with Video or Without Video.
 - ✓ The Member has the feature to speak by pressing 'Unmute'. It is advisable that during the proceedings, the shareholder to keep on Mute and whenever want to say anything, then only Unmute.
 - ✓ Contact details of the Company Secretary in case of any connection issues is as below:
Mr. Abhishek Chawla: + 91 9891344243
13. Facility for joining the AGM will be kept open 15 minutes before the scheduled time of the AGM and may close not earlier than 15 minutes after the commencement of the meeting.
14. The Chairman of the Board will preside as the Chairman of AGM. In case the Chairman is not present due to other preoccupation, the Directors present will elect an acting Chairman from the other nominee Directors of the Private Participants or, if none of the nominee Directors of the Private Participants are present, any Director present at the meeting to be Chairman of the AGM. If no director is willing to act as Chairman or if no director is present within 15 minutes after the time appointed for holding the AGM, the members present shall choose one among themselves to be the Chairman of AGM.



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15. The Chairman of the AGM may conduct a vote on the Resolutions by show of hands unless a demand for poll is made by a member in accordance with the provisions of section 109 of the Act. Where a poll on any item is required, the members shall cast their votes on the resolutions only by sending e-mails to the email ID [Abhishek.Chawla@gmrgroup.in] through their email addresses which are registered with the Company.

16. This AGM is being held through VC/ OAVM, as such the route map to the venue is not annexed to this Notice.

**By Order of the Board of Directors
For Delhi International Airport Limited**

Sd/-
Abhishek Chawla
Company Secretary & Compliance Officer
Mem. No. F8118
Address: 5061, Ace Golfshire, Sector-150, Noida-201301

Date: July 29, 2022

Place: New Delhi



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ANNEXURE-I TO THE NOTICE

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item No. 7

As per the provisions of Section 148 of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014 and pursuant to the recommendation of Audit Committee of the Company, the Board of Directors has re-appointed M/s. Narasimha Murthy & Co., Cost Accountants [Firm Registration No. 000042] as Cost Auditor for the financial year ending on March 31, 2023.

The Audit Committee and the Board have approved and recommended the remuneration of the Cost Auditor of up to ₹ 8,00,000/- (Rupees Eight Lakh Only) and out of pocket expenses (excluding of taxes) for the financial year ending on March 31, 2023.

As per the provisions of Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by Audit Committee and approved by Board of Directors, has to be ratified by the Members of the Company.

Accordingly, the consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 7 of the Notice for ratification of the remuneration of up to ₹ 8,00,000/- (Rupees Eight Lakh Only) and out of pocket expenses (excluding of taxes) payable to the Cost Auditors for the financial year ending on March 31, 2023.

None of the Directors and/ or Key Managerial Personnel of the Company and/or their respective relatives are concerned or interested financially or otherwise in the resolution set out in Item No. 7 of the accompanying notice.

The Board recommends passing of the resolution set out in Item No. 7 as an Ordinary Resolution.

Item No. 8

In terms of Section 160 of the Companies Act, 2013, the Nomination and Remuneration Committee (“NRC”) and the Board of Directors have recommended the appointment of Ms. Bijal Tushar Ajinkya (DIN: 01976832) as an Independent Director of the Company pursuant to the provisions of Sections 149, 150, 152 and Schedule IV of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).



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The Company has received a notice in writing from a Member of the Company, proposing the candidature of Ms. Bijal Tushar Ajinkya to be appointed as an Independent Director of the Company.

Further, the Company has received a declaration from Ms. Bijal Tushar Ajinkya confirming that she meets the criteria of independence as prescribed under the Companies Act, 2013 and Listing Regulations and is registered on the Independent Directors' Data Bank maintained by the Institute of Corporate Affairs (IICA).

The Company has also received required disclosures/ declarations under the provisions of Sections 149, 164 and 184 of the Companies Act, 2013 and Listing Regulations in the prescribed forms from Ms. Bijal Tushar Ajinkya.

In the opinion of the Board, Ms. Bijal Tushar Ajinkya fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and the Listing Regulations, for her appointment as an Independent Director of the Company and she is independent of the management of the Company.

Considering her deep repository of knowledge and experience, her experience in the field of taxation, sharp business acumen, and as a strong votary of the highest standards of corporate governance, the Board of Directors is of the opinion that it would be in the interest of the Company to appoint her as an Independent Director of the Company with effect from September 06, 2022, to hold office for a term of 5 consecutive years or up to the conclusion of 21st Annual General Meeting, whichever is earlier.

Additional information in respect of Ms. Bijal Tushar Ajinkya, pursuant to the Secretarial Standards on General Meetings (SS-2), is given at "Annexure A" to this Notice.

The Brief Profile of Ms. Bijal Tushar Ajinkya is as under:

"Ms. Bijal Tushar Ajinkya has done LL.M. in International Law from University of Mumbai. She is a partner in Khaitan & Co. in the Direct Tax, Private Client and Investment Funds Practice Groups in their Mumbai office. With over 20 years of experience on the tax side, Ms. Bijal primarily focuses on international tax, structuring of inbound and outbound investments, M&A tax negotiations, providing opinions on complex tax issues on international tax etc.

On the tax litigation front, she has immense experience in providing advice on unique litigation strategies and has been a lead advisor in many successful and path breaking tax litigations in India.



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She had led many successful international tax litigation in India; on the India-Mauritius Tax Treaty-Azadi Bachao Andolan, Applicability of Minimum Alternate Tax for foreign Portfolio Investors, etc. She has also served as an expert witness on Indian tax matters in an international arbitration. She assists HNIs and their businesses on their succession planning needs.

Ms. Bijal previously served as an officer-elect on the Individual Tax & Private Client Committee of the International Bar Association. She is ex-officio member of the Steering Committee of the International Wealth Advisors Forum.

She has acted as expert witness on Indian tax law in a software tax arbitration proceeding in Singapore and is actively engaged in making representations and participating in consultations with the Indian Government on new tax policies and key policy issues.”

Except Ms. Bijal Tushar Ajinkya, being the appointee, and her relatives, none of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the accompanying notice.

The Board of Directors recommends the resolution in relation to appointment of Ms. Bijal Tushar Ajinkya as an Independent Director of the Company, as set out in Item No. 8 for the approval of the members by way of a Special Resolution.

Item No. 9

As per Section 42 of the Companies Act, 2013 (“Act”), read with the Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014, a company shall not make an offer or invitation to subscribe to securities through private placement unless the proposal has been previously approved by the shareholders of the company, by a special resolution for each of the offers or invitations.

It is further provided in the rules that, in case of offer or invitation for non-convertible debentures, where the proposed amount to be raised through such offer or invitation exceeds the limit as specified in clause (c) of sub-section (1) of section 180 of the Act, it shall be sufficient if the company passes a previous special resolution only once in a year for all the offers or invitations for such debentures during the year.



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The Members of the Company had given its consent for the above purpose in the Annual General Meeting held on September 17, 2021, which shall lapse after one year.

Accordingly, in terms of Section 42 of the Companies Act, 2013, read with the rules made thereunder, it is required to obtain the fresh approval of the Members to issue Non-convertible Debt Securities, which may include Debentures, Bonds, Notes, Commercial Papers or any other kind of Debt Security falling in the definition of Security or Debentures under the provisions of the Companies Act, 2013 which shall be valid from the conclusion of this AGM, till the conclusion of next AGM.

The current borrowing power limit under section 180 of the Act is INR 15,000 Crores as approved in the Extra Ordinary General Meeting of the Company held on April 23, 2019.

None of the Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are concerned or interested, financially or otherwise, in the resolution set out in Item No. 9 of the accompanying notice.

The Board recommends the Special Resolution set out at Item No. 9 of the Notice for approval by the members of the Company.

**By Order of the Board of Directors
For Delhi International Airport Limited**

Sd/-

Abhishek Chawla

Company Secretary & Compliance Officer

Mem. No. F8118

Address: 5061, Ace Golfshire, Sector-150, Noida-201301

Date: July 29, 2022

Place: New Delhi

AGM Notice - Annexure A

16th AGM - Details of Director (s) appointed or re-appointed as per clause 1.2.5 of Secretarial Standards on General Meeting

| S.No | Name of Director | DIN | Age (in years) | Qualifications | Experience | Terms and Conditions of Appointment/Re-appointment | Remuneration Last drawn [p.a.] (FY 2021-2022) | Date of 1st Appointment on Board | Shareholding in the Company | Relationship with other Directors, Manager and other Key Managerial Personnel of the Company | No. of Board Meeting Attended during the Year (FY 2021-2022) | | Other Directorship | Memberships/Chairmanships in Committee |
|------|--------------------------|----------|----------------|--|--------------------|---|--|--|--|--|--|--------------------------|---|--|
| | | | | | | | | | | | No. of Meetings Held | No. of Meetings Attended | | |
| 1 | Mr. Grandhi Kiran Kumar | 00061669 | 46 | Commerce Graduate | more than 24 years | Retiring by rotation and being eligible, offers himself for re-appointment. | only sitting fee paid of INR 20,000 per meeting. | 19-Apr-06 | 1 share held jointly with GMR Airports Limited | Son of Mr. G.M. Rao, Brother of Mr. G.B.S. Raju and Brother in Law of Mr. Srinivas Bommidala | 4 | 3 | 1. GMR Infrastructure Limited 2. GMR Power and Urban Infra Limited 3. GMR Hyderabad Aerotropolis Limited 4. GMR Hyderabad International Airport limited 5. GMR Goa International Airport Limited 6. GMR Airports Limited 7. GKR Holdings Private Limited 8. GMR Enterprises Private Limited 9. GMR Varalakshmi Foundation 10. JSW GMR Cricket Private Limited 11. Delhi International Airport Limited 12. GMR Technologies Private Limited 13. GMR Energy Limited | 1. Delhi International Airport Limited a. Share Allotment, Transfer & Grievance Committee/ Stakeholder Relationship Committee - Chairman b. Nomination and Remuneration Committee - Member 2. GMR Enterprises Private Limited a. Audit Committee - Member b. Nomination and Remuneration Committee - Chairman c. Corporate Social Responsibility Committee - Member d. Stakeholder Relationship Committee - Member e. Risk Management Committee - Chairman f. Group Risk Management Committee - Member g. Management Committee - Member 3. GMR Power and Urban Infra Limited a. Risk Management Committee - Chairman b. Management Committee - Member 4. GMR Infrastructure Limited a. Risk Management Committee - Chairman b. Management Committee - Member |
| 2 | Mr. Srinivas Bommidala | 00061464 | 59 | Commerce Graduate | more than 36 years | Retiring by rotation and being eligible, offers himself for re-appointment. | only sitting fee paid of INR 20,000 per meeting. | 19-Apr-06 | 1 share held jointly with GMR Airports Limited | Son in Law of Mr. GM Rao, Brother in Law of Mr. Grandhi Kiran Kumar and Mr. G.B.S. Raju. | 4 | 4 | 1. Bommidala Exports Private Limited 2. GMR Infrastructure Limited 3. GMR Kamalanga Energy Limited 4. GMR Power and Urban Infra Limited 5. Delhi Duty Free Services Private Limited 6. GMR Hyderabad International Airport Limited 7. GMR Goa International Airport Limited 8. Delhi International Airport Limited 9. GMR Airports Limited 10. GMR Enterprises Private Limited 11. BSR Holdings Private Limited 12. GMR Varalakshmi Foundation 13. GMR Energy Limited 14. AMG Healthcare Destination Private Limited 15. GMR Megawide Cebu Airport Corporation, Philippines 16. Megawide GMR Construction JV, Inc. | 1. AMG Healthcare Destination Private Limited - Member - Audit Committee 2. GMR Energy Limited - Member - a. Audit Committee b. Management Committee 3. GMR Infrastructure Limited - Member - a. Debenture Allotment Committee b. Management Committee 4. GMR Power and Urban Infra Ltd. - Member a. Risk Management Committee b. Management Committee 5. GMR Enterprises Private Limited - Member - Management Committee 6. GMR Airports Limited - Member - CSR Committee 7. GMR Goa International Airport Limited - Chairman - Nomination and Remuneration Committee 8. GMR Kamalanga Energy Limited - Member - Management Committee 9. GMR Megawide Cebu Airport Corporation, Philippines - Chairman - Share Transfer Committee |
| 3 | Ms. Denitza Weismantel | 07466436 | 47 | holds degrees in business administration and degree in Banking and Finance | more than 22 years | Retiring by rotation and being eligible, offers himself for re-appointment. | Nil | 28-Apr-16 | NIL | No Relationship | 4 | 2 | 1. Fraport Asia Limited, Hong Kong 2. Fraport Twin Star airport Management AG, Varna 3. Northern Capital Gateway OOO. St. Petersburg 4. Thalita Trading Ltd. 5. Fraport Malta Investment Limited 6. Fraport Bulgaria EAD 7. Xi'an Xianyang Int'l Airport Co. Ltd. 8. Panteras Tradeport Asia Limited, Hong Kong 9. Fraport TAV Antalya Terminal Isletmeciligi A.S. 10. Fraport Turkey Havalimani Yatilimlari A.S 11. Fraport TAV Antalya Yatirim Yapim Ve isletme A.S. 12. Fraport Antalya Havalimani isletme ve Yatirim A.S. 13. Delhi International Airport Limited | 1. Delhi International Airport Limited a. Share Allotment, Transfer & Grievance Committee/ Stakeholder Relationship Committee - Member b. Nomination and Remuneration Committee - Member c. Audit Committee - Member 2. Northern Capital Gateway 000, St. Petersburg a. Remuneration Committee - Member |
| 4 | Mr. K. Narayana Rao | 00016262 | 67 | B.Com, CA, CS, ICWA and CIMA | More than 43 Years | Retiring by rotation and being eligible, offers himself for re-appointment. | Overall limit of ₹2.25 crores per annum (for each year during the tenure) plus annual increments as per Group HR Policy. | 17-Apr-07 | Nil | No Relationship | 4 | 4 | 1. GMR Goa International Airport Limited 2. Geokno India Private Limited 3. Delhi International Airport Limited | 1. Delhi International Airport Limited a. Member - CSR Committee b. Member - Share Allotment, Transfer and Grievance Committee 2. GMR Goa International Airport Limited a. Member - Audit Committee b. Member - Share Allotment and Transfer Committee |
| 5 | Ms. Bijal Tushar Ajinkya | 01976832 | 46 | LL.M., (International Law), LL.B. | more than 20 years | To be appointed as an Independent Director for a term of 5 consecutive years. | N.A. | Proposed to be appointed w.e.f. September 06, 2022 | Nil | No Relationship | N.A | N.A | GMR Infrastructure Limited | NIL |