

# **DELHI INTERNATIONAL AIRPORT LIMITED**

## **TRANSCRIPT OF 14<sup>TH</sup> (FOURTEENTH) ANNUAL GENERAL MEETING OF THE MEMBERS OF DELHI INTERNATIONAL AIRPORT LIMITED HELD ON FRIDAY, SEPTEMBER 25, 2020 AT 11.30 A.M. (IST) THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS**

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Directors Present:

Mr. G. Subba Rao – Director and Chairman of Audit Committee, Nomination & Remuneration Committee and Share Allotment, Transfer and Grievance Committee

Mr. R.S.S.L.N. Bhaskarudu – Independent Director and Chairman of Corporate Social Responsibility Committee

Mr. Kada Narayana Rao – Whole Time Director

Members Present

- (i) Mr. Pradeep Kumar – Executive Director (JVC & RCS) and representative of Airports Authority of India holding 26% Equity Shares of the Company
- (ii) Ms. Yogindu Khajuria - Representative of GMR Infrastructure Limited holding 100 Equity Shares of the Company
- (iii) Mr. Sanjay Babu – Representative of GMR Energy Limited, holding 100 Equity Shares of the Company
- (iv) Mr. Matthias Engler - Representative of Fraport AG Frankfurt Airport Services Worldwide Limited, holding 10% Equity Shares of the Company
- (v) Mr. Madhukar Dodrajka - Representative of GMR Airports Limited, holding 64% Equity Shares of the Company
- (vi) Mr. Madhukar Dodrajka – Representative of GMR Airports Limited jointly with Mr. Srinivas Bommidala, holding 1(One) Share
- (vii) Mr. Madhukar Dodrajka – Representative of GMR Airports Limited jointly with Mr. Grandhi Kiran Kumar, holding 1(One) Share

## Other Invitees

1. Mr. Anamitra Das, Statutory Auditor, M/s. Walker Chandiook & Co LLP., Chartered Accountants
2. Mr. Hitesh Kumar Jain, Statutory Auditor, M/s. K. S. Rao & Co., Chartered Accountants, Bangalore
3. Mr. Maneesh Gupta, Secretarial Auditor, M/s. Maneesh Gupta & Associates, Practising Company Secretaries
4. Mr. Hari Nagrani, Chief Financial Officer

## In Attendance

Mr. Saurabh Jain, Company Secretary

The Company secretary informed the members, Directors and other invitees that in view of the prevailing COVID-19 pandemic and to maintain the social distancing norms for health and safety of the people, the Ministry of Corporate Affairs (MCA), Government of India vide its General Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 has permitted the holding of the Annual General Meeting (AGM) of a Company through Video Conference (VC) or Other Audio Visual Means (OAVM), during the calendar year 2020, without the physical presence of the Members at a common venue.

The Company secretary further informed that the Company has received authorisation letters from the Shareholders authorising their respective authorised representatives to attend this meeting.

Mr. G. Subba Rao, Director and Chairman of Audit Committee, Nomination & Remuneration Committee and Share Allotment, Transfer and Grievance Committee was unanimously elected as the Chairman of the meeting.

Before starting the proceedings of the meeting, the Chairman of the meeting took a roll call of the members participating through Video Conferencing (VC).

The members who participated in the meeting through VC stated their name and confirmed the receipt of all relevant material for the meeting and that they can clearly see and communicate with all the other participants. With the permission of the Chairman, the Company Secretary informed about the names of persons other than the Members, who were present at the meeting.

Thereafter, Company Secretary informed that the required Quorum was present and the proceedings of the meeting were started.

After the confirmation of the required Quorum by the Company Secretary the Chairman called the meeting to order and welcomed all the Members.

The Chairman informed that all efforts feasible under the circumstances have been made by the company to enable members to participate and vote on the items being considered in the meeting.

He further informed that all the relevant registers maintained under the Companies Act 2013, documents, Auditors Report, Secretarial Audit Report as required to be made available at the Annual General Meeting were made available for inspection by the members.

Chairman stated that the Report of Directors & Auditors, Standalone and Consolidated Financial Statements which includes Balance Sheet as at March 31, 2020, Statement of Profit and Loss, Statement of Changes in Equity and Statement of Cash Flow for the year ended March 31, 2020 along with the notes to Financial Statement for the year ended March 31, 2020 and Secretarial Audit Report for the financial year ended March 31, 2020 were already circulated. Notice of Annual General Meeting have also been made available on the Company's website. Since, there are no qualifications, observations or comments or other remarks on the financial transactions or matters mentioned in the Auditor Report and Secretarial Audit Report, with the permission of the members, it would be taken as read.

Chairman then took up the agenda/ business items to be transacted at the meeting as per the Notice.

**1. ADOPTION OF FINANCIAL STATEMENTS & CONSOLIDATED FINANCIAL STATEMENTS AS AT MARCH 31, 2020 TOGETHER WITH ANNEXURES THERETO AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS**

Chairman invited the members to seek any queries on the Accounts of the Company for the year ended March 31, 2020 and no queries were raised by the members.

Chairman put the above agenda item to vote and on a show of hands, the above said agenda was passed unanimously as Ordinary Resolution.

**2. APPOINTMENT OF MR. GRANDHI KIRAN KUMAR (DIN 00061669) AS A DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT**

Chairman put the above agenda item to vote and on a show of hands, the above said agenda was passed unanimously as Ordinary Resolution.

**3. APPOINTMENT OF MR. SRINIVAS BOMMIDALA (DIN 00061464) AS A DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT**

Chairman put the above agenda item to vote and on a show of hands, the above said agenda was passed unanimously as Ordinary Resolution.

**4. APPOINTMENT OF MR. KADA NARAYANA RAO (DIN 00016262) AS A DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT**

Chairman put the above agenda item to vote and on a show of hands, the above said agenda was passed unanimously as Ordinary Resolution.

**5. APPOINTMENT OF MS. DENITZA WEISMANTEL (DIN 07466436) AS A DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT**

Chairman put the above agenda item to vote and on a show of hands, the above said agenda was passed unanimously as Ordinary Resolution.

**6. RATIFICATION OF REMUNERATION OF M/S NARASIMHA MURTHY & CO., COST ACCOUNTANTS AS COST AUDITORS OF THE COMPANY FOR F.Y 2020-21**

Chairman put the above agenda item to vote and on a show of hands, the above said agenda was passed unanimously as Ordinary Resolution.

**7. Approve the Issue of Non-Convertible Debentures, Bonds on Private Placement Basis.**

Chairman put the above agenda item to vote and on a show of hands, the above said agenda was passed unanimously as Special Resolution.

As there was no other business, the meeting concluded with a vote of thanks given by the Company Secretary.

#### Vote of Thanks

The Company Secretary thanked the Chairman, members, Directors and Auditors for attending this 14<sup>th</sup> AGM and approving all resolutions as proposed.

The Company Secretary further informed that the quorum was present throughout the meeting and the summary of the decisions taken was announced after respective agenda items by the Chairman.

The meeting concluded at 11.47 A.M. (IST).

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