

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]



सत्यमेव जयते

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

U65999HR1992PLC101718

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACM7791H

(ii) (a) Name of the company

GMR AIRPORTS LIMITED

(b) Registered office address

BCCL, Times Internet Building, Second Floor,
Plot No. 391, Udyog Vihar Phase - III,
Gurugram
Gurgaon
Haryana
122017

(c) *e-mail ID of the company

Sushil.Dudeja@gmrgroup.in

(d) *Telephone number with STD code

01147197318

(e) Website

www.gmrairports.com

(iii) Date of Incorporation

06/02/1992

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

U72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(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	K	Financial and insurance Service	K2	Activities by Trusts, funds and other financial holding companies	60.76
2	M	Professional, Scientific and Technical	M9	Other professional, scientific and technical activities	38.24

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 <input type="button" value="+"/>	U74900TN2007PTC102389	Holding	0
2	GMR INFRASTRUCTURE LIMITE <input type="button" value="+"/>	L45203MH1996PLC281138	Holding	30
3	GMR AIRPORT DEVELOPERS LI <input type="button" value="+"/>	U62200HR2008PLC098389	Subsidiary	100
4	GMR Airports (Mauritius) Ltd		Subsidiary	100
5	GMR International Airport B.V		Subsidiary	100
6	GMR Airports (Singapore) Pte L <input type="button" value="+"/>		Subsidiary	100

7	GMR GOA INTERNATIONAL AIRPORT +	U63030GA2016PLC013017	Subsidiary	99.99
8	GMR HOSPITALITY AND RETAIL +	U52100TG2008PLC060866	Subsidiary	100
9	GMR HYDERABAD AEROTROPIC +	U45400TG2007PLC054827	Subsidiary	100
10	GMR HYDERABAD AVIATION SERVICES +	U45209TG2007PLC056527	Subsidiary	100
11	GMR Airports Netherlands B.V.		Subsidiary	100
12	GMR AIR CARGO AND AEROSPACE +	U45201TG2008PLC067141	Subsidiary	100
13	DELHI DUTY FREE SERVICES PRIVATE +	U52599DL2009PTC191963	Subsidiary	66.93
14	DELHI AIRPORT PARKING SERVICES +	U63030DL2010PTC198985	Subsidiary	90
15	GMR NAGPUR INTERNATIONAL AIRPORT +	U63090PN2019PLC186235	Subsidiary	100
16	GMR KANNUR DUTY FREE SERVICES +	U74999KL2019PLC060429	Subsidiary	100
17	GMR VISAKHAPATNAM INTERNATIONAL +	U74999AP2020PLC114561	Subsidiary	100
18	GMR AERO TECHNIC LIMITED	U35122TG2010PLC070489	Subsidiary	100
19	GMR AIRPORTS GREECE SMSA		Subsidiary	100
20	GMR HYDERABAD AIRPORT AS +	U70109TG2020PLC146262	Subsidiary	100
21	DELHI INTERNATIONAL AIRPORT +	U63033DL2006PLC146936	Subsidiary	64
22	GMR HYDERABAD INTERNATIONAL +	U62100TG2002PLC040118	Subsidiary	63
23	CELEBI DELHI CARGO TERMINAL +	U74900DL2009FTC191359	Associate	26
24	TIM DELHI AIRPORT ADVERTISING +	U74999DL2010PTC203419	Associate	49.9
25	LAQSHYA HYDERABAD AIRPORT +	U74300MH2007PTC176612	Associate	49
26	TRAVEL FOOD SERVICES (DELHI) +	U55101DL2009PTC196639	Associate	40
27	GMR BAJOLI HOLI HYDROPOWER +	U40101HP2008PTC030971	Associate	20.14
28	GMR Megawide Cebu Airport +		Associate	40
29	Mactan Travel Retail Group Co +		Associate	50
30	SSP Mactan Cebu Corporation		Associate	50
31	DIGI YATRA FOUNDATION	U63030DL2019NPL346327	Associate	37

32	Heraklioncrete International Ai		Associate	21.64
33	Megawide GMR Construction J		Associate	50
34	ESR GMR LOGISTICS PARK PRIV	U70109TG2018PTC129207	Associate	30
35	DELHI AVIATION SERVICES PRIM	U24233DL2007PTC165308	Associate	50
36	DELHI AVIATION FUEL FACILIT	U74999DL2009PTC193079	Associate	26

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	1,500,000,000	1,406,669,470	1,406,669,470	1,406,669,470
Total amount of equity shares (in Rupees)	15,000,000,000	14,066,694,700	14,066,694,700	14,066,694,700

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,500,000,000	1,406,669,470	1,406,669,470	1,406,669,470
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	15,000,000,000	14,066,694,700	14,066,694,700	14,066,694,700

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	1,500,000,000	442,855,639	442,855,639	442,855,639
Total amount of preference shares (in rupees)	15,000,000,000	4,428,556,390	4,428,556,390	4,428,556,390

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
COMPULSORY CONVERTIBLE PREFERENCE SH				
Number of preference shares	1,500,000,000	442,855,639	442,855,639	442,855,639
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	15,000,000,000	4,428,556,390	4,428,556,390	4,428,556,390

(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			
Equity shares						
At the beginning of the year	0	1,406,669,4	1406669470	14,066,694,	14,066,694	
		+		+	+	
Increase during the year	0	0	0	0	0	0
i. Pubic Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	
iii. Bonus issue	0	0	0	0	0	
iv. Private Placement/ Preferential allotment	0	0	0	0	0	
v. ESOPs	0	0	0	0	0	
vi. Sweat equity shares allotted	0	0	0	0	0	
vii. Conversion of Preference share	0	0	0	0	0	
viii. Conversion of Debentures	0	0	0	0	0	
ix. GDRs/ADRs	0	0	0	0	0	
x. Others, specify				0	0	
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify				0	0	
At the end of the year	0	1,406,669,4	1406669470	14,066,694,	14,066,694	
Preference shares						

At the beginning of the year	0	442,855,639	442855639	4,428,556,3	4,428,556,3	
		+		+	+	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
Decrease during the year	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				0	0	
At the end of the year	0	442,855,639	442855639	4,428,556,3	4,428,556,3	

ISIN of the equity shares of the company

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

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	16/09/2021
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Date of registration of transfer (Date Month Year)	16/07/2021
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	
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Transferor's Name	Tata		Govindarajulu
	Surname	middle name	first name

Ledger Folio of Transferee	
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Transferee's Name	Babu	Radha Krishna	Gadi
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	28/07/2021
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	126,600,252	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor			
Transferor's Name			GMR Infrastructure Limited
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			GMR Infra Developers Limited
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			18/01/2022
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor			
Transferor's Name	Rao		I.V. Srinivasa
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name	Kumar		Ankit
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	

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	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

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
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

2

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Non Convertible Bonds <input type="checkbox"/>	3,000	10000000	30,000,000,000	10000000	30,000,000,000
Non Convertible Bonds <input type="checkbox"/>	3,000	1000000	3,000,000,000	1000000	3,000,000,000
Total	6,000		33,000,000,000		33,000,000,000

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

(i) Turnover

4,885,900,000

(ii) Net worth of the Company

24,481,506,361

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	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	422,000,837	30	440,518,911	99.47
10.	Others	0	0	0	0
	Total	422,000,837	30	440,518,911	99.47

Total number of shareholders (promoters)

1

(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	4	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	984,668,629	70	2,336,728	0.53
10.	Others	0	0	0	0
	Total	984,668,633	70	2,336,728	0.53

Total number of shareholders (other than promoters)

7

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

8

**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	1	1
Members (other than promoters)	7	7
Debenture holders	0	0

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
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	3	9	4	9	0	0
(i) Non-Independent	3	6	4	6	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	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
Total	3	9	4	9	0	0

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

15

(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)
SRINIVAS BOMMIDALA	00061464	Managing Director	0	
KIRAN KUMAR GRAND	00061669	Managing Director	0	
BUCHISANYASI RAJU	00061686	Director	0	
SUBBA RAO AMARTHA	00082313	Director	0	
MALLIKARJUNA RAO C	00574243	Director	0	
SIVA KAMESWARI VIS	02336249	Director	0	
PRABHAKARA INDANA	03482239	Whole-time directo	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
XAVIER HURSTEL	08732167	Director	0	
AUGUSTIN DE ROMAN	08883005	Director	0	
PHILIPPE PASCAL	08903236	Director	0	
ANTOINE ROGER BER	09069083	Whole-time director	0	
FERNANDO ECHEGAR	09168107	Director	0	
ALEXANDRE GUILLAU	09382849	Additional director	0	
GADI RADHA KRISHNA	ACAPG2146H	CFO	0	
SUSHIL KUMAR	ARQPK4912J	Company Secretar	0	

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

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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)
FERNANDO ECHEGAR	09168107	Additional director	28/05/2021	Appointment
ALEXANDRE GUILLAU	09382849	Additional director	03/11/2021	Appointment
ANTOINE ROGER BER	09069083	Whole-time director	03/11/2021	Change in designation
SUBBA RAO AMARTHA	00082313	Director	19/09/2021	Appointment
FERNANDO ECHEGAR	09168107	Director	29/07/2021	Change in designation
XAVIER HURSTEL	08732167	Director	29/07/2021	Change in designation
AUGUSTIN DE ROMAN	08883005	Director	29/07/2021	Change in designation
PHILIPPE PASCAL	08903236	Director	29/07/2021	Change in designation
SUSHIL KUMAR	ARQPK4912J	Company Secretar	25/08/2021	Appointment
NARAYANA RAO KADA	00016262	Director	25/08/2021	Cessation
Ravela Srisatya Lakshmi	00058527	Director	18/09/2021	Cessation
NANGAVARAM CHANDRAN	00167868	Director	18/09/2021	Cessation
ANTOINE ROGER BER	09069083	Additional director	03/11/2021	Appointment

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

4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra Ordinary General Meeting	19/05/2021	8	6	99.99
Extra Ordinary General Meeting	29/06/2021	8	6	99.99
Extra Ordinary General Meeting	29/07/2021	8	7	99.99
Annual General Meeting	16/09/2021	8	6	99.99

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	28/05/2021	13	13	100
2	27/08/2021	12	12	100
3	10/11/2021	13	12	92.31
4	15/12/2021	13	12	92.31
5	07/02/2022	13	13	100
6	29/03/2022	13	9	69.23

C. COMMITTEE MEETINGS

Number of meetings held

27

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 Committee	27/05/2021	5	5	100
2	Audit Committee	31/05/2021	5	5	100
3	Audit Committee	10/08/2021	5	5	100
4	Audit Committee	26/08/2021	5	5	100

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
5	Audit Committee	10/11/2021	5	4	80
6	Audit Committee	07/02/2022	5	5	100
7	Audit Committee	29/03/2022	5	2	40
8	NOMINATION	27/05/2021	4	3	75
9	NOMINATION	26/08/2021	4	3	75
10	Corporate Soc	27/05/2021	3	2	66.67

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	
1	SRINIVAS BO	6	6	100	1	0	0	
2	KIRAN KUMA	6	6	100	12	12	100	
3	BUCHISANYA	6	6	100	12	10	83.33	
4	SUBBA RAO	4	4	100	3	3	100	
5	MALLIKARJUN	6	6	100	0	0	0	
6	SIVA KAMESH	6	6	100	11	11	100	
7	PRABHAKAR	6	5	83.33	9	8	88.89	
8	XAVIER HURST	6	6	100	5	5	100	
9	AUGUSTIN D	6	6	100	0	0	0	
10	PHILIPPE PAS	6	5	83.33	8	7	87.5	
11	ANTOINE RO	4	3	75	0	0	0	
12	FERNANDO E	6	6	100	0	0	0	
13	ALEXANDRE	4	1	25	3	1	33.33	

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	SRINIVAS BOMMIL	Managing Director	47,115,653	0	0	0	0
2	KIRAN KUMAR GR	Managing Director	49,562,609	0	0	0	0
3	PRABHAKARA IND	Wholetime Director	11,794,821	0	0	0	0
4	ANTOINE ROGER	Wholetime Director	25,813,888	0	0	0	0
	Total		134,286,971	0	0	0	0

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	GADI RADHA KRIS	CFO	28,764,798	0	0	0	0
2	SUSHIL KUMAR	Company Secretary	1,855,714	0	0	0	0
	Total		30,620,512	0	0	0	0

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SUBBA RAO AMAR	Independent Director	0	0	0	200,000	0
2	ALEXANDRE GUIL	Independent Director	0	0	0	100,000	0
3	SIVA KAMESWARI	Independent Director	0	0	0	500,000	0
4	MALLIKARJUNA R	Non-Executive Director	0	0	0	100,000	0
5	BUCHISANYASI R	Non-Executive Director	0	0	0	100,000	0
	Total		0	0	0	1,000,000	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

Arun Kumar Gupta

Whether associate or fellow

Associate Fellow

Certificate of practice number

5086

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. ...

11

dated

14/05/2008

(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

Company Secretary

Company secretary in practice

Membership number

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

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 holders of Equity Shares of GMR Airports Limited
(As on March 31, 2022):**

Name of Equity Holder	No. of Equity Shares	Percentage Holding
AEROPORTS DE PARIS	353783144	25.15
GMR INFRASTRUCTURE LIMITED	422000837	30.00
GMR INFRA SERVICES PRIVATE LTD	335484897	23.85
GMR INFRA DEVELOPERS LIMITED	295400588	21.00
RAJESH KUMAR ARORA	1	0.00
ANKIT KUMAR BAROLIA	1	0.00
G.R.K. BABU	1	0.00
MADHVA B TERDAL	1	0.00
Total	1406669470	100.00

List of holders of Compulsory Convertible Preference Shares (CCPS) of GMR Airports Limited (As on March 31, 2022):

Name of Class A CCPS Holder	No. of CCPS of Class A	Percentage Holding
GMR INFRASTRUCTURE LTD	272077162	99.47
GMR INFRA DEVELOPERS LIMITED	1439230	0.53
Total	273516392	100.00
Name of Class B CCPS Holder	No. of CCPS of Class B	Percentage Holding
GMR INFRASTRUCTURE LTD	50532525	99.47
GMR INFRA DEVELOPERS LIMITED	269249	0.53
Total	50801774	100.00
Name of Class C CCPS Holder	No. of CCPS of Class C	Percentage Holding
GMR INFRASTRUCTURE LTD	42110437	99.47
GMR INFRA DEVELOPERS LIMITED	224375	0.53
Total	42334812	100.00

Name of Class D CCPS Holder	No. of CCPS of Class D	Percentage Holding
GMR INFRASTRUCTURE LTD	75798787	99.47
GMR INFRA DEVELOPERS LIMITED	403874	0.53
Total	76202661	100.00

For GMR Airports Limited

**Sd/-
Sushil Kumar Dudeja
Company Secretary
M.No. A19265**

Details of Board Meeting Held During FY 2021-22 and attendance of directors:

Sl. No.	Name of Director	May 28, 2021	Adjourned Meeting May 31, 2021	August 27, 2021	November 10, 2021	December 15, 2021	February 07, 2022	March 29, 2022
1.	Mr. G. M. Rao	YES	YES	YES	YES	YES	YES	YES
2.	Mr. Srinivas Bommidala	YES	YES	YES	YES	YES	YES	YES
3.	Mr. Grandhi Kirankumar	YES	YES	YES	YES	YES	YES	YES
4.	Mr. Grandhi Buchisanyasi Raju	YES	YES	YES	YES	YES	YES	YES
5.	Mr. Antoine Crombez	NA	NA	NA	YES	YES	YES	LOA
6.	Mr. I. Prabhakara Rao	YES	YES	YES	YES	YES	YES	LOA
7.	Mr. R.S.S.L.N Bhaskarudu#	YES	YES	YES	NA	NA	NA	NA
8.	Mr. N. C. Sarabeswaran#	YES	YES	YES	NA	NA	NA	NA
9.	Ms. Siva Kameswari Vissa	YES	YES	YES	YES	YES	YES	YES
10.	Mr. K. Narayana Rao#	YES	YES	NA	NA	NA	NA	NA
11.	Mr. A. Subba Rao*	NA	NA	NA	YES	YES	YES	YES
12.	Mr. Alexandre Ziegler	NA	NA	NA	LOA	LOA	YES	LOA
13.	Mr. Augustin de Romanet De Beaune	YES	YES	YES	YES	YES	YES	YES
14.	Mr. Philippe Pascal	YES	YES	YES	YES	YES	YES	LOA
15.	Mr. Xavier Hurstel	YES	YES	YES	YES	YES	YES	YES
16.	Mr. Fernando Echegaray Del Pozo*	YES	LOA	YES	YES	YES	YES	YES

* Mr. Fernando Echegaray Del Pozo (DIN 09168107) was appointed as an Additional Director of the Company with effect from May 28, 2021, and has been regularized in the Extra-Ordinary General Meeting of the shareholders of the Company held on July 29, 2021.

* Mr. Subba Rao Amarthaluru has been appointed as an Independent Director of the Company w.e.f. September 19, 2021 for a term of 3 consecutive years or up to the conclusion of 32nd Annual General Meeting, whichever is earlier.

Mr. K. Narayana Rao, Non-Executive Director of the Company has resigned w.e.f. August 25, 2021.

Second Term of appointment of Mr. R.S.S.L.N. Bhaskarudu and Mr. N.C. Sarabeswaran has been expired on September 18, 2021. Accordingly, they have ceased to be Independent Directors of the Company.

DETAILS OF COMMITTEE MEETINGS AND ATTENDANCE OF DIRECTORS AND MEMBERS:**NOMINATION AND REMUNERATION COMMITTEE:**

The Composition of the Nomination and Remuneration Committee along with the details of meetings held and attended by Members during FY 2020-21 are given below:-

Sl. No.	Name	May 27, 2021	August 26, 2021
1.	Mr. R.S.S.L.N. Bhaskarudu – Chairman#	Yes	Yes
2.	Mr. N. C. Sarabeswaran – Member#	Yes	Yes
3.	Mr. G.B.S. Raju – Member	LOA	LOA
4.	Mr. Xavier Hürstel – Member	Yes	Yes

Note: Mrs. Siva Kameswari Vissa was inducted as Chairperson and Mr. A. Subba Rao was inducted as a Member of the Nomination and Remuneration Committee w.e.f. October 13, 2021.

#Term of appointment of Mr. R.S.S.L.N. Bhaskarudu and Mr. N.C. Sarabeswaran had been expired on September 18, 2021. Accordingly, they ceased to be members of the Nomination and Remuneration Committee of the Company with effect from the said date.

AUDIT COMMITTEE:

The composition of the Audit Committee along with the details of meetings held and attended by Members during FY 2021-22 are given below:-

Sl. No.	Name	May 27, 2021	May 31, 2021	August 10, 2021	August 26, 2021	November 10, 2021	February 07, 2022	March 29, 2022
1.	Mr. N.C. Sarabeswaran – Chairman#	Yes	Yes	Yes	Yes	NA	NA	NA
2.	Mr. R.S.S.L.N. Bhaskarudu – Member#	Yes	Yes	Yes	Yes	NA	NA	NA
3.	Mr. A. Subba Rao – Chairman*	NA	NA	NA	NA	Yes	Yes	Yes

4.	Mr. Alexandre Ziegler - Member*	NA	NA	NA	NA	LOA	Yes	LOA
5.	Mrs. Siva Kameswari Vissa-Member	Yes	Yes	Yes	Yes	Yes	Yes	Yes
6.	Mr. I. Prabhakara Rao - Member	Yes	Yes	Yes	Yes	Yes	Yes	LOA
7.	Mr. Philippe Pascal - Member	Yes	Yes	Yes	Yes	Yes	Yes	LOA

***Note: Mr. A. Subba Rao was inducted as a Chairman and Mr. Alexandre Ziegler was inducted as a member of the Committee w.e.f. November 08, 2021.**

#Second Term of appointment of Mr. R.S.S.L.N. Bhaskarudu and Mr. N.C. Sarabeswaran had expired on September 18, 2021. Accordingly, they ceased to be members of the Audit Committee of the Company.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

As per the provisions of Companies Act, 2013, the Composition of the Corporate Social Responsibility Committee along with the details of meetings held and attended by Members during FY 2021-22 are given below:-

Sl. No.	Name of Member of Committee	May 27, 2021
1.	Mr. R.S.S.L.N. Bhaskarudu - Chairman	Yes
2.	Mr. Srinivas Bommidala - Member	LOA
3.	Mr. I. Prabhakara Rao - Member	Yes

COMMITTEE(S) AS PER THE SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 / NBFC DIRECTION(S) ISSUED BY RBI:

The details of meetings held of IT Strategy and IT Steering Committee and attended by Members during the FY 2021-22 are given below:-

IT Strategy Committee			
Sl. No.	Members of the Committee	June 22, 2021	December 21, 2021
1.	Ms. Siva Kameswari Vissa – Chairperson	Yes	Yes
2.	Mr. Kalyan Singh – Member	Yes	Yes
3.	Mr. Rahul Shandilya- Member	NA	LOA

IT Steering Committee			
Sl. No.	Members of the Committee	June 22, 2021	December 21, 2021
1.	Ms. Siva Kameswari Vissa – Chairperson	Yes	Yes
2.	Mr. Kalyan Singh – Member	Yes	Yes
3.	Mr. Rahul Shandilya – Member	NA	LOA

***Note: Mr. Rahul Sandilya - CIO was inducted as members of IT Strategy and IT Steering Committee w.e.f. November 08, 2021.**

Risk Management Committee							
Sl. No.	Members of the Committee	April 28, 2021	May 17, 2021	June 10, 2021	August 26, 2021	September 27, 2021	November 24, 2021
1.	Mr. G.B.S Raju – Chairman	Yes	Yes	Yes	Yes	Yes	Yes
2.	Mr. Grandhi Kiran Kumar, Member	Yes	Yes	Yes	Yes	Yes	Yes
3.	Mr. G.R.K. Babu - Member	Yes	Yes	Yes	Yes	Yes	Yes

Asset-Liability Management Committee				
Sl. No.	Members of the Committee	December 29, 2021	January 28, 2022	March 23, 2022
1.	Mr. Grandhi Kiran Kumar - Chairman	Yes	Yes	Yes
2.	Mr. G.R.K. Babu - Member	Yes	Yes	Yes
3.	Mr. Manoj Dharewa - Member	Yes	Yes	Yes
4.	Mr. Madhukar Dodrajka – Member	Yes	Yes	Yes
5.	Mr. Sanjeev Sharma – Member(Appointed as CRO w.e.f. February 07, 2022)	NA	NA	Yes

**For and on behalf of the Board of
GMR Airports Limited**

**Sd/-
Grandhi Mallikarjuna Rao
Non-Executive Chairman
DIN: 00574243**