

# 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

U62100TG2002PLC040118

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABCH3448M

(ii) (a) Name of the company

GMR HYDERABAD INTERNATIC

(b) Registered office address

GMR Aero Towers,  
Rajiv Gandhi International Airport,  
Shamshabad  
Hyderabad  
Telangana  
500128

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

AnupKumar.Samal@gmrgroup

(d) \*Telephone number with STD code

04067393260

(e) Website

hyderabad.aero

(iii) Date of Incorporation

17/12/2002

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

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE 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	H	Transport and storage	H4	Air transport	100

## 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 AIRPORTS LIMITED	U65999KA1992PLC037455	Holding	63
2	GMR HYDERABAD AEROTROP	U45400TG2007PLC054827	Subsidiary	100
3	GMR HYDERABAD AVIATION S	U45209TG2007PLC056527	Subsidiary	100
4	GMR HOSPITALITY AND RETAIL	U52100TG2008PLC060866	Subsidiary	100
5	GMR AIR CARGO AND AEROSP	U45201TG2008PLC067141	Subsidiary	100
6	GMR AERO TECHNIC LIMITED	U35122TG2010PLC070489	Subsidiary	100
7	GMR LOGISTICS PARK PRIVATE	U70109TG2018PTC129207	Joint Venture	30

8	LAQSHYA HYDERABAD AIRPOI	U74300MH2007PTC176612	Joint Venture	49
9	DIGI YATRA FOUNDATION	U63030DL2019NPL346327	Joint Venture	14.8
10	GMR HYDERABAD AIRPORT AS	U70109TG2020PLC146262	Subsidiary	100

#### 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	400,000,000	378,000,000	378,000,000	378,000,000
Total amount of equity shares (in Rupees)	4,000,000,000	3,780,000,000	3,780,000,000	3,780,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	400,000,000	378,000,000	378,000,000	378,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	4,000,000,000	3,780,000,000	3,780,000,000	3,780,000,000

###### (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	378,000,000	378000000	3,780,000,000	3,780,000,000	
<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	378,000,000	378000000	3,780,000,000	3,780,000,000	
<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)

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 style="width: 100%;" type="text"/>	
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px;" type="text"/>
Ledger Folio of Transferor		<input style="width: 100%;" type="text"/>	
Transferor's Name	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 100%;" type="text"/>	
Transferee's Name	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px;" 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	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			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)**

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

4,412,300,000

(ii) Net worth of the Company

21,330,648,030

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	1	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	49,140,000	13	0	
	(ii) State Government	49,140,000	13	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)	238,139,999	63	0	
10.	Others (Foreign Bodies Corporate)	41,580,000	11	0	
	<b>Total</b>	<b>378,000,000</b>	<b>100</b>	<b>0</b>	<b>0</b>

Total number of shareholders (promoters)

11

(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)	0	0	0	
10.	Others	0	0	0	
	<b>Total</b>	0	0	0	0

Total number of shareholders (other than promoters)

0

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

11

**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	11	11
Members (other than promoters)	0	0
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	2	2	2	2	0	0
B. Non-Promoter	0	10	0	11	0	0
(i) Non-Independent	0	6	0	7	0	0
(ii) Independent	0	4	0	4	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	2	12	2	13	0	0

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 MALLIKARJUN	00574243	Whole-time director	0	
BUCHISANYASI RAJU	00061686	Managing Director	0	
SRINIVAS BOMMIDALA	00061464	Director	0	
GRANDHI KIRAN KUMAR	00061669	Director	0	
RAMAKRISHNA RAO K	05148824	Director	0	
RAVELA SRISATYA LA	00058527	Director	0	15/09/2021
NANGAVARAM CHAN	00167868	Director	0	15/09/2021

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SIVA KAMESWARI VIS	02336249	Director	0	
JAGANNAYAKULA DO	02385290	Director	0	
PRASANNA CHALLA	01630300	Director	0	
JAYESH RANJAN	00003692	Director	0	
NARASIMHA MURTHY	07752535	Director	0	
MADHU RAMACHANDI	02683483	Director	0	
MOHD SHUKRIE BIN M	08793072	Director	0	
JOYANTA CHAKRABO	09090219	Additional director	0	
PRADEEP PANICKER	ADMPP6662J	CEO	0	
ANAND KUMAR POLA	AJGPP2387N	CFO	0	
ANUP KUMAR SAMAL	AQBPS8144A	Company Secretar	0	

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

4

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)
GOPALAKRISHNA KIS	AELPK9288D	CEO	15/06/2020	Cessation
PRADEEP PANICKER	ADMPP6662J	CEO	15/06/2020	Appointment
VENKATRAMANA RAM	06689221	Director	30/07/2020	Cessation
JOYANTA CHAKRABO	09090219	Additional director	16/03/2021	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

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
7th Annual General Meeting	15/09/2020	11	11	100

**B. BOARD MEETINGS**

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	15/06/2020	14	14	100
2	22/07/2020	14	13	92.86
3	19/08/2020	14	13	92.86
4	05/11/2020	14	12	85.71
5	10/02/2021	14	11	78.57

**C. COMMITTEE MEETINGS**

Number of meetings held

10

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	15/06/2020	5	5	100
2	Audit Committee	22/07/2020	5	5	100
3	Audit Committee	19/08/2020	5	4	80
4	Audit Committee	05/11/2020	5	5	100
5	Audit Committee	10/02/2021	5	5	100
6	NRC Committee	15/06/2020	4	4	100
7	NRC Committee	19/08/2020	4	3	75
8	CSR Committee	15/06/2020	3	3	100
9	Board Sub Committee	15/12/2020	3	3	100
10	Board Sub Committee	20/01/2021	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	15/09/2021
								(Y/N/NA)
1	GRANDHI MA	5	4	80	0	0	0	No
2	BUCHISANYA	5	5	100	0	0	0	No
3	SRINIVAS BO	5	4	80	0	0	0	No
4	GRANDHI KIF	5	4	80	0	0	0	No
5	RAMAKRISHN	5	4	80	7	6	85.71	No
6	RAVELA SRIS	5	5	100	10	10	100	Yes
7	NANGAVARA	5	5	100	7	7	100	No
8	SIVA KAMESV	5	5	100	5	5	100	No
9	JAGANNAYAK	5	5	100	0	0	0	No
10	PRASANNA C	5	5	100	10	9	90	No
11	JAYESH RAN	5	5	100	1	1	100	No
12	NARASIMHA	5	5	100	2	2	100	No
13	MADHU RAM	5	5	100	0	0	0	Yes
14	MOHD SHUKI	3	1	33.33	0	0	0	No
15	JOYANTA CH	0	0	0	0	0	0	Yes

**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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	BUCHISANYASI R	Managing Direct	28,642,137	0	0	0	28,642,137
2	GRANDHI MALLIK	Whole-time direc	33,240,823	0	0	0	33,240,823
	Total		61,882,960	0	0	0	61,882,960

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	GOPALAKRISHNA	CEO	2,857,519	0	0	0	2,857,519
2	PRADEEP PANICK	CEO	18,204,317	0	0	0	18,204,317
3	ANAND KUMAR PC	CFO	12,156,845.13	0	0	0	12,156,845.13
4	ANUP KUMAR SAM	Company Secre	3,220,535.96	0	0	0	3,220,535.96
	Total		36,439,217.09	0	0	0	36,439,217.09

Number of other directors whose remuneration details to be entered

10

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	BHASKARUDU SR	INDEPENDENT	0	0	0	500,000	500,000
2	NANGAVARAM CH	INDEPENDENT	0	0	0	440,000	440,000
3	SIVA KAMESWARI	INDEPENDENT	0	0	0	400,000	400,000
4	MADHU RAMACHA	INDEPENDENT	0	0	0	200,000	200,000
5	HANUMANTHU JA	DIRECTOR	0	0	0	100,000	100,000
6	RAMAKRISHNA RA	DIRECTOR	0	0	0	200,000	200,000
7	JAYESH RANJAN	DIRECTOR	0	0	0	120,000	120,000
8	NARASIMHA MUR	DIRECTOR	0	0	0	140,000	140,000
9	VENKATRAMANA I	DIRECTOR	0	0	0	20,000	20,000
10	MOHD SHUKRIE B	DIRECTOR	0	0	0	20,000	20,000
	Total		0	0	0	2,140,000	2,140,000

#### 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

SRI KRISHNA S CHINTALAPATI

Whether associate or fellow

Associate  Fellow

Certificate of practice number

6262

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. ... TA3 dated 27/04/2016

(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:

- 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.
- 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

Challa  
Prasanna  
Kumar  
Digitally signed by  
Challa Prasanna  
Kumar  
Date: 2021.10.30  
13:56:03 +05'30'

DIN of the director

01630300

To be digitally signed by

ANUP  
KUMAR  
SAMAL  
Digitally signed by  
ANUP KUMAR  
SAMAL  
Date: 2021.10.30  
13:56:03 +05'30'

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

**List of attachments**

GHIAL List of Shareholders as on 31 03 20  
GHIAL-MGT-8-FY-2020-21-signed.pdf

**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**



## GMR Hyderabad International Airport Limited

### List of Shareholders as on 31<sup>st</sup> March, 2021

S. No	Name of the Shareholder	Folio No /DP ID - Client ID	No of Shares Held	Class of Shares
1.	Airports Authority of India	IN301549 - 18598256	4,91,40,000	Equity
2.	The Honorable Governor of Telangana	IN300394-19974812	4,91,40000	Equity
3.	GMR Airports Limited (GAL)	IN300610-10941476 IN30016710157624	23,81,38,995	Equity
4.	MAHB (Mauritius) Private Limited	IN301022-21471467	4,15,73,540	Equity
5.	Malaysia Airports Holdings Berhad	IN300394-19994494	6,460	Equity
6.	GMR Infrastructure Limited	IN300610-10280921	1,000	Equity
7.	Rajesh Kumar Arora (nominee of GAL)	IN300394-19959151	1	Equity
8.	GMR Aerostructure Services Limited (nominee of GAL)	IN303270-10834987	1	Equity
9.	Dhruvi Securities Private Limited (nominee of GAL)	IN300610-11075652	1	Equity
10.	GMR Business Process and Services Private Limited (nominee of GAL)	IN300206-11047753	1	Equity
11.	GMR Corporate Affairs Private Limited (nominee of GAL)	IN303028-72414966	1	Equity
	Total		<b>37,80,00,000</b>	





**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]

The  
The Board of Directors  
**GMR Hyderabad International Airport Limited**  
(CIN: U62100TG2002PLC040118)  
GMR Aero Towers  
Rajiv Gandhi International Airport,  
Shamshabad,  
HYDERABAD - 500 108

We have examined the registers, records, books and papers of **GMR Hyderabad International Airport Limited** ("the Company") as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on **31<sup>st</sup> March, 2021**. In our opinion and to the best of our knowledge and according to the examinations carried out by us and explanations furnished to us, by the Company, its officers and agents, we certify that:

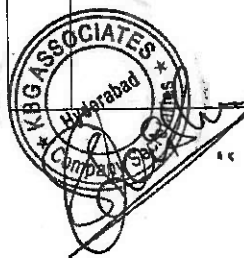
Sl	Particulars
1	The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
2	During the aforesaid financial year, the Company has complied with the provisions of the Act and Rules made thereunder in respect of: a. its status under the Act; b. The Company has maintained the Registers / Records, as applicable to the Company and made entries therein within the time prescribed therefor; c. The Company has filed forms and returns as stated in the annual return, with the Registrar of Companies, Central Government or other authorities within the prescribed time;





# KBG Associates Company Secretaries

Sl	Particulars
	<p>d. The Company has convened meetings of the Board of Directors and its Committees thereof and Meetings of Members of the Company on due dates as stated in the Annual Return. Proper notices were given and the proceedings including the circular resolutions, were properly recorded in the Minutes Books / Registers as maintained for the purpose and the same have been signed;</p>
	<p>e. The Company is not required to close its register of Members/Security Holders during the financial year under review;</p>
	<p>f. The Company has not given any advances or loans to its Directors and / or Persons or firms or companies as referred in Section 185 of the Act;</p>
	<p>g. The Company has not entered into any contract / arrangement with the related parties as specified under Section 188 of the Act. However, all the transactions with related parties, being in the ordinary course of business and at arms' length basis, were reviewed and approved by the Audit Committee and the relevant disclosures have been made as per requirement of the Act;</p>
	<p>h. The Company has not issued or allotted shares or buy back of securities or redemption of preference shares or alteration or reduction of share capital or conversion of shares during the financial year under review. However, we have been given to understand that</p> <ol style="list-style-type: none"><li>1. the Board of Directors of the Company at its meeting held on 11<sup>th</sup> Mar 2019 had approved the proposal for raising funds up to USD 600,000,000 (USD Six Hundred Millions Only) by issue of Foreign Currency Bonds ("FCBs" or "Notes").</li><li>2. Out of the said approved limits of USD 600 Million, the Company has successfully issued 5.375% Senior Secured Notes Due 2024 ("Notes") to the extent of USD 300 million in April, 2019 and the said Notes have been listed on Singapore Stock Exchange.</li><li>3. Out of the balance said approved limits, the Company had issued successfully 4.75% Senior Secured Noted Due 2026 ("Notes") to the extent of USD 300 million in February, 2021 and the said Notes have been listed on Singapore Stock Exchange.</li></ol>



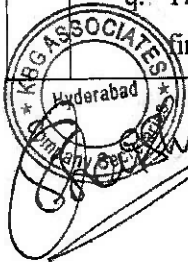


SI	Particulars
	<p>i. The company has not declared dividend for the financial year 2020-2021. Further there were no transfer of unpaid/unclaimed dividend or other amounts as applicable to the investor education and protection Fund in accordance with Section 125 of the Act.</p>
	<p>j. The Company has complied with signing of Audited Financial Statements as per the provisions of Section 134 of the Act and the Board's Report as per sub sections (3), (4) and (5) thereof;</p>
	<p>k. The Company has complied with the various provisions of the Act in respect of appointment, re-appointment and retirement of the Directors, Key Managerial Personnel and the remuneration paid to them;</p> <ul style="list-style-type: none"><li>• Mr. SGK Kishore ceased to be Chief Executive Officer w.e.f 15<sup>th</sup> June, 2020 as part of the organizational changes in GMR Group and Mr. Pradeep Panicker was appointed as Chief Executive Officer &amp; KMP of the Company w.e.f 15<sup>th</sup> June 2020.</li><li>• Mr. Venkatramana Ramachandra Hegde Director of the Company ceased to be Director w.e.f 30<sup>th</sup> July, 2020.</li><li>• Mr. Mohd Shukrie Bin Mohd Salleh was appointed as additional director [nominee of Malaysia Airports Holdings Berhad (MAHB)], of the company w.e.f 22<sup>nd</sup> July, 2020 and regularized at 17<sup>th</sup> Annual General Meeting of the Company held on 15<sup>th</sup> Sept, 2020.</li><li>• Mr. Joyanta Chakraborty [Director, MOCA], was appointed as additional director of the company w.e.f 16<sup>th</sup> March, 2021.</li></ul>





SI	Particulars
	l. The Company has received necessary disclosures of Interest under Sections 184(1) and 189(2) of the Act in Form MBP-1 from all the Directors / Key Managerial Personnel and under Section 164(2) from all the directors during the financial year;
	m. The Company has taken necessary approvals from the Central Government / Registrar of Companies, required to be taken under the various provisions of the Act;
	n. The Company has not accepted / renewed / repaid any of deposits pursuant to Section 73 of the Act, during the financial year under review;
	o. As per the Companies (Amendment) Act, 2017, vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi, the requirement of ratification of appointment of the Statutory Auditors of the Company by members at every Annual General Meeting is done away with. Therefore, the Company has not proposed any resolution for ratification of appointment of the existing Joint Statutory Auditors of the Company.
	p. The loans and guarantees given & providing of securities to other bodies corporate by the Company, being an infrastructure Company, are not covered under Section 186 of the Act; Further the Company has made investments in its wholly owned subsidiaries / joint venture in accordance with the provisions of the Section 186 of the Act;
	q. The Company has not altered its Memorandum & Articles of Association during the financial year 2020-2021.





Sl	Particulars
	<p>r. The aggregate borrowings of the Company are within the borrowing limits approved by the members of the Company pursuant to Section 180(1) (c) of the Act. During the financial year under review, the Company has raised successfully raised funds by way of issue of 5.375% Senior Secured Notes Due 2024 ("Notes") to the extent of USD 300 million in April, 2019 and the said Notes have been listed on Singapore Stock Exchange.</p> <p>Further, the Company has created / modified / satisfied the charges by way of hypothecation / pledge / mortgage on the movable and immovable properties of the Company and the particulars of the same have been registered with the Registrar of Companies;</p>
	<p>s. During the year the board at its meeting held on 5<sup>th</sup> November, 2020 has approved for the proposed demerger of rent yielding warehousing business of GMR Hyderabad Aerotropolis Limited ("GHAL" or "Demerged Company") into its Wholly Owned Subsidiary, GMR Hyderabad Airport Assets Limited ("GHAAL" or "Transferee / Resulting Company") as per the provisions of Section 233 of the Companies Act 2013, by way of a Scheme of Arrangement between GHAL and GHAAL.</p>

For KBG Associates  
Company Secretaries  
Firm Regn No # P2009AP006100

(Srikrishna S Chintalapati)

Partner  
CP#6262

UDIN: F005984C001308912



Date: 28-10-2021  
Place: Hyderabad