

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]



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

U63030GA2016PLC013017

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAGCG5670F

(ii) (a) Name of the company

GMR GOA INTERNATIONAL AIF

(b) Registered office address

Administrative Block, Manohar International Airport Taluka P
ernem, Mopa, North Goa Pernem
Pernem
North Goa
Goa
403513

(c) *e-mail ID of the company

RO*****UP.IN

(d) *Telephone number with STD code

08*****00

(e) Website

(iii) Date of Incorporation

14/10/2016

(iv)	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

U74900TN2015PTC101466

Pre-fill

Name of the Registrar and Transfer Agent

INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

2nd Floor Kences Towers ,1 Ramakrishna Street
North Usman Road T Nagar

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 24/09/2024

(b) Due date of AGM 30/09/2024

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

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 3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	GMR ENTERPRISES PRIVATE LIM	U74900TN2007PTC102389	Holding	0
2	GMR AIRPORTS INFRASTRUCTU	L45203HR1996PLC113564	Holding	0
3	GMR AIRPORTS LIMITED	U65999HR1992PLC101718	Holding	99.99

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	1,299,900,000	657,000,000	657,000,000	657,000,000
Total amount of equity shares (in Rupees)	12,999,000,000	6,570,000,000	6,570,000,000	6,570,000,000

Number of classes

2

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Share				
Number of equity shares	1,299,800,000	657,000,000	657,000,000	657,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	12,998,000,000	6,570,000,000	6,570,000,000	6,570,000,000
Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class A Equity Shares				
Number of equity shares	100,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,000,000	0	0	0

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	100,000	100,000	100,000	100,000
Total amount of preference shares (in rupees)	1,000,000	1,000,000	1,000,000	1,000,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	100,000	100,000	100,000	100,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	1,000,000	1,000,000	1,000,000	1,000,000

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	1	656,999,999	657000000	6,570,000,000	6,570,000,000	
Increase during the year	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						
Decrease during the year	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						
At the end of the year	1	656,999,999	657000000	6,570,000,000	6,570,000,000	
Preference shares						

At the beginning of the year	0	100,000	100000	1,000,000	1,000,000	
Increase during the year	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						
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						
At the end of the year	0	100,000	100000	1,000,000	1,000,000	

ISIN of the equity shares of the company

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

0

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				
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				
Transferor's Name				
	Surname	middle name	first name	
Ledger Folio of Transferee				
Transferee's Name				
	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			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	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	248,024	1000000, 25000000	25,850,000,000
Partly convertible debentures	15,500	100000	1,550,000,000
Fully convertible debentures	63,124	100000	6,312,400,000
Total			33,712,400,000

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	1,100,000,000	24,750,000,000	0	25,850,000,000
Partly convertible debentures	1,550,000,000	0	0	1,550,000,000
Fully convertible debentures	0	6,312,400,000	0	6,312,400,000

(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
Total					

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

(i) Turnover

2,448,907,508

(ii) Net worth of the Company

7,671,990,000

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	2	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)	656,999,997	100	100,000	100
10.	Others	0	0	0	0
	Total	656,999,999	100	100,000	100

Total number of shareholders (promoters)

7

(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	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	1	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)	0	0	0	0
10.	Others	0	0	0	0
	Total	1	0	0	0

Total number of shareholders (other than promoters)

1

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	7	7
Members (other than promoters)	1	1
Debenture holders	5	11

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	7	0	7	0	0
B. Non-Promoter	0	5	0	4	0	0
(i) Non-Independent	0	2	0	0	0	0
(ii) Independent	0	3	0	4	0	0
C. Nominee Directors representing	0	1	0	2	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	1	0	0
(iii) Government	0	1	0	1	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	0	13	0	13	0	0

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

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(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)
MALLIKARJUNA RAO	00574243	Director	0	
SRINIVAS BOMMIDAL	00061464	Director	0	
BUCHISANYASI RAJL	00061686	Director	0	
KIRAN KUMAR GRAN	00061669	Director	0	
PUTHALATH SUKUMA	00063118	Director	0	
NARAYANA RAO KAD	00016262	Director	0	
PRABHAKARA INDAN	03482239	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
BIMAL JAYANT PARE	00060885	Director	0	
SIVA KAMESWARI VIS	02336249	Director	0	
MUNDAYAT RAMACH	01573258	Director	0	
ROHAN RAMCHANDR	ALJPG2480N	Company Secretar	0	
RANGANATHAN VENI	AAUPV0610R	CEO	0	
RAJESH MADAN	AMVPM2333F	CFO	0	
AMARSEN WAMANRA	02841094	Nominee director	0	
RAGHURAMAN PART	03415817	Nominee director	0	
MADHU RAMACHAND	02683483	Director	0	
GOKER KOSE	08732217	Director	0	08/04/2024
ANTOINE CROMBEZ	09069083	Director	0	08/04/2024

(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)
SURESH SHANBH	00517958	Nominee director	21/04/2023	Cessation
AMARSEN WAMAN	02841094	Additional director	22/05/2023	Appointment
AMARSEN WAMAN	02841094	Nominee director	22/09/2023	Change in designation
RAGHURAMAN PAI	03415817	Nominee director	09/08/2023	Appointment
MADHU RAMACHA	02683483	Additional director	09/08/2023	Appointment
MADHU RAMACHA	02683483	Director	22/09/2023	Change in designation

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

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	22/09/2023	8	8	100
EGM	31/10/2023	8	7	87
EGM	21/03/2024	8	7	87

B. BOARD MEETINGS

*Number of meetings held

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S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	19/01/2024	15	10	66.67
2	31/10/2023	15	10	66.67
3	09/08/2023	15	12	80
4	22/05/2023	14	12	85.71

C. COMMITTEE MEETINGS

Number of meetings held

6

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	22/05/2023	5	5	100
2	Audit Committee	07/08/2023	6	6	100
3	Audit Committee	18/10/2023	7	7	100
4	Audit Committee	19/01/2024	7	6	85.71
5	NOMINATION	22/05/2023	6	4	66.67
6	NOMINATION	07/08/2023	7	5	71.43

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	24/09/2024
								(Y/N/NA)
1	MALLIKARJUN	4	2	50	0	0	0	No
2	SRINIVAS BO	4	2	50	1	0	0	No
3	BUCHISANYA	4	2	50	0	0	0	No
4	KIRAN KUMA	4	1	25	0	0	0	No
5	PUTHALATH	4	4	100	2	2	100	Yes
6	NARAYANA R	4	4	100	4	4	100	Yes
7	PRABHAKAR	4	3	75	0	0	0	No
8	BIMAL JAYAN	4	1	25	6	3	50	Yes
9	SIVA KAMESH	4	4	100	6	6	100	No
10	MUNDAYAT P	4	4	100	6	6	100	No
11	AMARSEN W	4	4	100	5	5	100	Yes
12	RAGHURAMA	3	3	100	0	0	0	No
13	MADHU RAM	3	3	100	2	2	100	No

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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	R V Sheshan	CEO	35,460,320	0	0	13,773,879	49,234,199
2	Rajesh Madan	CFO	11,138,212	0	0	2,917,602	14,055,814

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	Rohan Gavas	Company Secre +	2,402,466	0	0	662,366	3,064,832
	Total		49,000,998	0	0	17,353,847	66,354,845

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Grandhi Mallika +	Director	0	0	0	30,000	30,000
2	Mrs. V.S. Kameswa +	Independent Wc +	0	0	0	125,000	125,000
3	Dr. M. Ramachandr +	Independent Dir +	0	0	0	130,000	130,000
4	Mr. Madhu Rao	Independent Dir +	0	0	0	75,000	75,000
5	Mr. G.B.S. Raju	Director	0	0	0	30,000	30,000
6	Mr. Bimal Parekh	Independent Dir +	0	0	0	50,000	50,000
7	Mr. Srinivas Bommi +	Director	0	0	0	35,000	35,000
8	Mr. Grandhi Kiran k +	Director	0	0	0	15,000	15,000
	Total		0	0	0	490,000	490,000

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

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. ...

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dated

21/07/2021

(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

PRABHAKA
RA RAD
INDANA

DIN of the director

0*4*2*3*

To be digitally signed by

ROHAN
RAMCHAND
RA GAVAS

- ☒ 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 Attachement(s), if any

Attach
Attach
Attach
Attach

List of attachments

List of Securities Holders.pdf
Disclosure regarding Designated Person.p
MGT-8.pdf

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