



DIACL

Dholera International Airport Company Limited

(A Joint Venture of Airports Authority of India [AAI], Government of Gujarat [GoG] & National Industrial Corridor Development and Implementation Trust [NICDIT])

CIN: U62100GJ2012SGC068709

**3rd Floor, A2 Wing, Block -1
Karmayogi Bhavan
Sector 10-A, Gandhinagar – 382 010
Phone: 079-23258528
Website: www.gidb.org**

Proactive Disclosure

(As on 01.07.2020)



Manual 1

The particulars of Dholera International Airport Company Ltd (DIACL)'s Functions

DFC and DMIC are historic initiatives of the Government of India with support from Government of Japan and are expected to change the economic profile of the country. It is envisaged to create globally benchmarked infrastructure facilities in the DMIC including Aviation Infrastructure.

The existing International Airport of Ahmedabad is witnessing unprecedented growth in passenger traffic and has reached to 11.43 Million in the year 2019-20. Due to land constraint, the expansion of existing international airport at Ahmedabad is difficult and thus the Airport is expected to reach its capacity by 2025. Considering this and visualizing the scale and scope of the development and economic activities in upcoming Dholera SIR, a world class modern Greenfield International Airport is viewed as an essential infrastructure requirement.

The proposed Dholera Airport project is conceived and planned by the State Government of Gujarat to serve the logistic requirement of upcoming Dholera SIR besides handling the spill over traffic from the existing Ahmedabad Airport in future. Dholera airport location is ideally placed to serve the nearby cities of the state and will propel an Airport led economic growth in the entire region in line with other Aerotropolis worldwide.

Vide GR No. SPV/112010/521231/I, I&M Department dated 1/1/2011 Government of Gujarat formed an SPV viz. Dholera International Airport Company Ltd. (DAICL) with Authorized capital of Rs.200 Cr to facilitate the Airport project. DIACL obtained the Certificate of Incorporation dated 20/1/2012 and Certificate of Commencement of Business dated 09/2/2012.

A Share Subscription Cum Shareholders Agreement was signed between AAI-GOG-NICDIT on 25/03/2019. AAI has subscribed 51% Equity Share Capital in DIACL. Now, Dholera Airport project will be developed under the patronage of AAI. At present AAI is holding 51% equity stake in DIACL with 77.27 Crore equity share capital, Government of Gujarat is holding 33% equity stake with 50 Crore equity share capital and NICDIT is holding 16% equity stake with 24.24 Crore equity share capital. Accordingly, present paid up capital of DIACL is ₹ 151.51 Crore

The objectives and main functions of the company

DIACL has been formed to undertake the proposed Greenfield International Airport project. DIACL would obtain necessary approvals, clearances from State/Central Govt. and will carry out required basic groundwork for the proposed Airport project.



DIACL in addition to obtaining approvals from GoI, it is coordinating with different State departments for meeting the ground requirements & basic infrastructure like water, electricity, road, rail connectivity etc. In 2016, DMICDC has appointed M/s PricewaterhouseCoopers as a Transaction Advisor of the project. The proposed Airport project will be developed as a second Airport of Ahmedabad having equity from AAI-GOG-NICDIT.

Besides above, following are the main objectives of the Company mentioned in its Memorandum of Association.

1. To promote, plan, design, finance, develop, construct, alter, repair, set up, commission, operate, market, manage and maintain an airport including International Airport, Heliport, relevant airside development, airport infrastructure and facilities subject to the guidelines prescribed by the regulating authorities in India and abroad along with all modern facilities for domestic and international flights operated by Indian and foreign airlines and all other related, allied and ancillary activities and facilities such as runways, terminals for passenger and cargo, passenger amenities, aero-bridges, control systems, flight kitchens, shopping areas, fire stations, parking and fuel hydrants, maintenance-repair-overhauling facilities (MRO), communication-navigation-surveillance facilities (CNS facilities) either alone or jointly with any other company(ies), Central Government, State Government(s), local body(ies), statutory entity(ies) or persons or any organization of any nature or form whether in India or abroad.
2. To own, hire, lease, operate aircraft of any description for operation in India and/or abroad as air taxis, to provide repair, servicing, engine overhauling, on-line maintenance bays for providing such services to all types of aircraft including wide bodies turbojets, helicopters, turbo propellers either alone or jointly with any other company(ies), Central Government, State Government(s), local body(ies), statutory entity(ies) or persons or any organization of any nature or form whether in India or abroad.
3. To promote and/or finance, plan, design, finance, develop, construct, alter, repair, set up, commission, operate, market, manage and maintain city side development, residential, commercial, tourism and transport infrastructure of all descriptions as warranted by circumstances and in the manner beneficial to the interest of the company such as hotels, restaurants, golf-courses, conventions and exhibition facilities, commercial complexes, information-technology parks, booking offices and warehouses, railway links, mass rapid transit systems, air-linkages and road linkages, either alone or jointly with any other company(ies), Central Government, State Government(s), local body(ies), statutory entity(ies) or persons or any organization of any nature or form whether in India or abroad.



Manual 2

The Powers and Duties of Officers and Employees

According to the Share Subscription cum Shareholders Agreement (SSSHA) executed and signed between AAI-GOG-NICDIT-DIACL on 25/03/2019, composition of Board shall comprise of 10 (Ten) Directors in total, consisting of 4 (Four) Directors nominated by AAI, 3 (Three) nominated by GoG, 1 (One) nominated by NICDIT. The Board may as and when required, appoint 2 (Two) independent directors. Out of the 2 (Two) independent directors, 1 (One) independent director shall be nominated by AAI and 1 (One) independent director shall be nominated by GoG*. There shall be at least 1 (One) woman Director on the Board of the SPV.

The Chairman of the SPV shall be a nominee of AAI. The Managing Director and other Key Managerial Personnel [KMP] shall be appointed by Board of directors from time to time.

The day to day activities and affairs of the Company are being looked after by the designated officer of GIDB, Shri Amit Chavda as General Manager.

AAI have deputed 3(Three) employees to work with DIACL, Shri Animesh Raizada (Sr. Manager – Eng. Civil), Shri Deepesh Joshi (Manager – Eng. Electrical) and Shri Abhishek (Manager – Eng. Civil).

**However, according to GSR 839 (E) dated 05/07/2017 of Ministry of Corporate Affairs, Joint Venture companies are exempted for appointment of Independent Directors on their Board. Currently, DIACL is Joint Venture (JV) company. Thus, DIACL would appoint Independent Directors at appropriate time.*



Manual 3

The Procedure followed in the decision making process, including channels of supervision and accountability:

Uptill now, DIACL was a State owned Public Limited Company with Government Officers as directors on its Board. The Company remained a Board driven with one of the director working as Managing Director. The Board is to decide the strategy and accordingly the activities got carried out. The Managing Director and the staff working under him would be accountable to Board and Industries & Mines department of Government of Gujarat.

After signing Share Subscription Cum Shareholders Agreement (SSSHA) on 25/03/2019, AAI is having 51% equity stake in DIACL. Therefore, the project would be implemented under the patronage of AAI having 51% equity stake in the company. The appointment of PMC, restructuring of the company and way forward shall be decided jointly.



Manual 4

The Norms set by Dholera International Airport Company Ltd for the discharge of functions

The company is formed to facilitate a Greenfield Airport project which is currently at a planning stage. Prior to formation of Dholera International Airport Co Ltd (DIACL) the project conceptualization, planning, SPV formation etc. have been done by Gujarat Infrastructure Development Board. With the formation of JV-DIACL the project work is being taken forward by DIACL and having manpower on deputation from AAI.

The Company has recently hired services of a Company Secretary.

The norms would be set up by DIACL for the discharge of functions in due course of time as AAI has already acquired majority stake in the company.



Manual 5

The rules, regulations, instructions, manuals and record held by or under control or used by employees for discharging of functions

The rules, regulations, instruction manuals etc. will be framed in due course of time under the guidance of AAI.



Manual 6

Statement of Categories of Documents

DIACL is incorporated under Companies Act 1956. Following documents are available with the company:

Sr. No.	Type of Document	
A	Government GR	
1	I & M Department, GoG No SPV/112010/521231/I dated 1/1/2011	For Company formation
B	Company Formation	
2	Article of Association and Memorandum of Association	AOA & MOA filed with ROC on 28/12/2011
3	Certificate of incorporation dated 20/1/2012	
4	Certificate of Commencement of Business dtd 09/2/2012 received.	
C	Balance Sheet	For the year 2013-14, 2014-15, 2015-16, 2016-17 & 2017-18, 2018-19.



Manual 7

The Particulars of any arrangement that exist for consultation with, or representation by the member of public in relation to the formulation of its policy or administration thereof;

The company is new therefore no arrangement exists so far, however such mechanism can be worked out in future if required.



Manual 8

A Statement of the Company, Councils, Committees, and other Bodies consisting of two or more persons constituted as part or for the purpose of advice

Board of Directors

1.	Shri Arvind Singh, IAS Airports Authority of India, Rajiv Gandhi Bhawan, Safdarjung Airport, New Delhi-110003	Chairman
2.	Shri M.K. Das, IAS Principal Secretary, Industries & Mines Department, Block No.5, 3rd floor, New Sachivalaya, Gandhinagar.	Director
3.	Shri K Sanjay Murthy, IAS CEO & Managing Director, NICDIT, Tower-1, 08th Floor, Jeevan Bharti Building, Connaught Place, New Delhi – 110 001,	Additional Director
4.	Shri Hareet Shukla, IAS Secretary – DST & CEO, DSIRDA, MBSIRDA Block No. 11/12, 3 rd Floor, Udyog Bhavan, Gandhinagar.	Managing Director
5.	Shri Anil Kumar Pathak, MEMBER (PLANNING) Airports Authority of India, Rajiv Gandhi Bhawan, Safdarjung Airport, New Delhi-110003.	Director
6.	Shri Chandramouli Ganesan, Airports Authority of India, Rajiv Gandhi Bhawan, Safdarjung Airport, New Delhi-110003.	Director
7.	Smt. V. Vidya, Airports Authority of India, Rajiv Gandhi Bhawan, Safdarjung Airport, New Delhi-110003.	Woman Director
8.	Shri K. K. Patel Financial Advisor, Industries & Mines Dept. Block No.5, 3 rd Floor, New Sachivalaya, Gandhinagar.	Additional Director



Manual 9

Directory of Officers and Employees of DIACL as on 30/06/2020.

Sr. No	Name of the officer	Designation	Residential address	Tel. No
1.	Shri Hareet Shukla, IAS	Managing Director	17 Judges Bungalows, Bodakdev, Ahmedabad.	(O):079 232 58528
2.	Shri Amit Chavda	General Manager	267/1, sector 7-A, Gandhinagar.	(O):079-232 58555
3	Shri Animesh Raizada	Dy. General Manager (Engg-Civil)	E-202, Dev Pride, Koteshwar Motera Road, Motera, Ahmedabad.	(O):079-232 58558
4	Shri Deepesh Joshi	Manager (Engg-Elec.)	D-101, Dev Prayag Society, Koteshwar Road, Motera, Ahmedabad.	(O):079-232 58558
5	Shri Abhisek	Manager (Engg-Civil)	H-503, Kanam Residency I, Kudasani, Gandhinagar.	(O):079-232 58558
6.	Shri Shailesh G. Patel	Chief Financial Officer (Hired on contractual Basis)	Plot No. 450/2, Sector/2B, Gandhinagar.	(O): 079- 23258556
7.	Ku. Ekta Shukla	Company Secretary (Hired on contractual Basis)	"Durgesh" Apartment,2/9 Vaishalinagar, Raiya Road, Rajkot.	(O): 079- 23258560



Manual 10

The Monthly remuneration received by each of the Officers and employees, including the system of compensation as provided in its regulations.

Services of One Chief Financial Officer (₹44,380/-), One Company Secretary (₹40,000/-), One Assistant Manager – Accounts (₹50,000/-) and One Assistant Manager – Civil (₹36,300/-) are hired with fixed remuneration per month. The other officers are working on deputation basis from other government organizations. Shri Animesh Raizada (Sr. Manager – Eng. Civil), Shri Deepesh Joshi (Manager – Eng. Electrical) and Shri Abhishek (Manager – Eng. Civil) salaries by AAI are reimbursed by DIACL. The salary of Shri Amit Chavda, General Manager DIACL, is also reimbursed to GIDB. The Managing Director and the other officers assisting the project are not receiving any remuneration from DIACL. And, other employees are working in the DIACL by outsource agency.



Manual 11

The Budget allocated to each of its agency, indicating the particulars of all plans, proposed expenditures and reports on disbursements made;

DIACL has received Rs.50 Cr towards capital contribution till the year 2017-18 from the state government.

A Share Subscription Cum Shareholders Agreement was signed between AAI-GOG-NICDIT on 25/03/2019. AAI has subscribed 51% Equity Share Capital in DIACL. At present AAI is holding 51% equity stake in DIACL with 77.27 Crore equity share capital, Government of Gujarat is holding 33% equity stake with 50 Crore equity share capital and NICDIT is holding 16% equity stake with 24.24 Crore equity share capital. Accordingly, present paid up capital of DIACL is ₹151.51 Crore

Since Company is at the stage of planning, the expenditure incurred mainly is towards company formation, printing, professional expenses for hiring the services of company secretary, land demarcation, preparation of Flood Mitigation study review studies by IIT- Gandhinagar and soil testing study by IIT - Gandhinagar etc.



Manual 12

The manner of execution of subsidy programs, including the amounts allocated to the details of beneficiaries of such program

As of now there is no such subsidy Programme.



Manual 13

Particulars of Recipients of concessions, permits or authorities granted by it.

State Govt. has decided to support the Dholera Airport Project by giving concessions/ exemptions & facilities related to property tax, flood mitigation and utilities sought by AAI for equity participation. Which are as under;

1. Flood mitigation outside the airport boundary shall be the responsibility of the State. I&M Department may have budgetary provision for the said expense.
2. The exemption in local property tax shall be provided.
3. All basic utilities shall be provided which are as under:
 - Water supply shall be provided up to the Airport premises.
 - Dedicated HT stable power supply shall be provided up to the airport premises.
 - 4 lane Road connectivity from proposed Ahmedabad-Dholera Expressway with 6 lane RoW shall be provided up to the airport.
 - Drainage shall be provided up to the airport premises.



Manual 14

Details in respect of the information, available to or held by it, reduced in an electronic form

Suitable arrangement will be made in future.



Manual 15

The particulars of facilities available to citizens for obtaining information, including the working hours of a Library or reading Room, if maintained for public use;

The Company's project is at planning stage. The facilities for citizens for obtaining information, including the working hours of a Library or reading Room etc. will be created in future. Time being, GIDB Resource Centre can be used for the purpose.



Manual 16

The names, designation and other particulars of the Public Information Officers

The names, designation and other particulars of the Public Information Officers are as under;

Sr. No	Name	Designation	Office Address	Residential Address	Telephone Nos. of Office & Residence
1	Shri Hareet Shukla, IAS	First Appellate Authority	Dholera International Airport Company Limited 3 rd Floor, A2 Wing, Block-1, Karmayogi Bhavan, Sector 10-A, Gandhinagar. 382010	17 Judges Bungalows, Bodakdev, Ahmedabad.	079-23258528 (Off)
2	Mr. Jwalesh Zaveri	Public Information Officer	8 th & 9 th Floor Gujarat Infrastructure Development Board Block No 18 Udyog Bhavan Sector-11 Gandhinagar 382017	25, Sharda nagar, Nr. Vikas Gruh, Paldi, Ahmedabad-380 007.	079-23232701-04 (Off) 9825348385 (Res)
3	Mrs. Pallavi Jain	Assistant Public Information Officer	8 th & 9 th Floor Gujarat Infrastructure Development Board Block No 18 Udyog Bhavan Sector-11 Gandhinagar 382017	Plot no. 961/2, Sector 3/D, Gandhinagar	079-23232701-04 (Off) 9825721976 (Res)



Manual 17

Such other information as may be prescribed and thereafter update these publications every year

The other information will be updated time to time in relevant publications.