

DBL INFRA ASSETS PRIVATE LIMITED
(Formerly Known as High Fly Airlines Private Limited)

April 21, 2022

To
BSE Limited
Listing Department
P.J Tower, Dalal Street
Mumbai - 400001

Scrip Code -973405

Sub: Compliance under Regulation 27 (2) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015

Dear Sir,

Pursuant to Regulation 27 (2) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015, we hereby submit the Corporate Governance Report for Financial Year ended on March 31, 2022.

We request you to kindly take the above on record and acknowledge the receipt of the same.

For DBL INFRA ASSETS PRIVATE LIMITED



Pragya Raghuvanshi
Company Secretary & Compliance Officer

Encl: Corporate Governance Report

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General information about company

Scrip code	973405
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE0IJE08011
Name of the entity	DBL INFRA ASSETS PRIVATE LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Yearly
Date of Report	31-03-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Any other



Annexure 1 to be submitted by listed entity on quarterly basis
 I. Composition of Board of Directors

Sl. No.	The Mr / Ms / Mr	Name of the Director	PAN	DIN	Category of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution (Public Reg. 2(7)(A) of Listing Regulations)	Date of joining special resolution	Initial Date of appointment	Date of the appointment	Date of cessation	Term of director (in months)	No of Directorship in listed entities (Public Regulation 2(7)(A) of Listing Regulations)	No of independent Directorship in listed entities (Public Regulation 2(7)(A) of Listing Regulations)	Number of membership in Audit/ Stakeholder Committees) including the NED (of Listing Regulations)	No of Chairperson in Audit/ Stakeholder committees including the listed entities (Public Regulation 2(7)(A) of Listing Regulations)	Notes for and providing PAN	Notes for and providing DIN
1	Mr	Dr. S. Srinivasan	ANP3313H	0007944	Non Executive - Non Independent Director	Not Applicable	Not Applicable	12-10-1956	NA		11-09-2019				2	0	4	1		
2	Ms	Sarala Srinivasan	ANP2717H	0008646	Executive - Non Independent Director	Not Applicable	Not Applicable	06-11-1962	NA		11-09-2019		11-09-2022		0	0	0	0		
3	Mr	Sarath Chandra Prasad	ALP3313H	0007186	Non Executive - Independent Director	Not Applicable	Not Applicable	11-09-1940	Yes	14-03-2012	11-03-2012	14-03-2022		1	3	3	3	3		
4	Mr	Abhinav Varma	ABTV0023H	06397156	Executive - Independent Director	Not Applicable	Not Applicable	02-04-1971	NA		11-03-2022	14-03-2022		1	3	3	10	3		



Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto September 30, 2021.
3. Date of Cessation must be for the current quarter only, i.e. July 1,2021 to September 30,2021

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07072768	Satish Chandra Pandey	Non-Executive - Independent Director	Chairperson	21-03-2022		
2	06939756	Ashwini Verma	Non-Executive - Independent Director	Member	21-03-2022		
3	00039944	Dilip Suryavanshi	Non-Executive - Non Independent Director	Member	21-03-2022		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06939756	Ashwini Verma	Non-Executive - Independent Director	Chairperson	21-03-2022		
2	07072768	Satish Chandra Pandey	Non-Executive - Independent Director	Member	21-03-2022		
3	00039944	Dilip Suryavanshi	Non-Executive - Non Independent Director	Member	21-03-2022		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00039944	Dilip Suryavanshi	Non-Executive - Non Independent Director	Chairperson	21-03-2022		
2	06939756	Ashwini Verma	Non-Executive - Independent Director	Member	21-03-2022		
3	07072768	Satish Chandra Pandey	Non-Executive - Independent Director	Member	21-03-2022		
4							
5							
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Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00039944	Dilip Suryavanshi	Non-Executive - Non Independent Director	Chairperson	21-03-2022		
2	06939756	Ashwini Verma	Non-Executive - Independent Director	Member	21-03-2022		
3	07072768	Satish Chandra Pandey	Non-Executive - Independent Director	Member	21-03-2022		
4							
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Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory		Add Notes				
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
<div style="display: flex; justify-content: space-between;"> Add Delete </div>						
1	28-10-2021			Yes	2	0
2	12-11-2021	14		Yes	2	0
3	11-02-2022	90		Yes	4	2
4	21-03-2022	36		Yes	3	2



Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory Add Notes

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	21-03-2022				Yes	3	2
2	Nomination and remuneration committee	21-03-2022				Yes	3	2
3	Stakeholders relationship Committee	21-03-2022				Yes	3	2
4	Risk Management Committee	21-03-2022				Yes	3	2



Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	The Company has taken approval of shareholders in the Extra Ordinary General Meeting of the Company held on 31.08.2021, whereas the Audit Committee has been constituted on 21.03.2022. Therefore the prior approval of the Audit Committee has not been taken
2	Whether shareholder approval obtained for material RPT	NA	The Company has taken approval of shareholders in the Extra Ordinary General Meeting of the Company held on 31.08.2021, whereas the Audit Committee has been constituted on 21.03.2022. Therefore the prior approval of the Audit Committee has not been taken
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes on related party transactions			
Disclosure of notes of material transaction with related party			



Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	NO
2	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Since the Company is a High Value Debt Listed Entity, and the compliance for Regulation 15 to 27 of the LODR are on "comply and explain" basis till March 31, 2023. The Company is in search of a suitable candidate for a Women Director

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Pragya Raghuvanshi
2	Designation	Company Secretary and Compliance Officer

