

FARE DEAL

Higher fee at Delhi airport for business–class travellers flying international versus economy has fuelled a debate on what’s fair and what’s discriminatory

DEEPAK PATEL
New Delhi, 1 April

Starting April 16, business-class passengers flying international from Delhi airport will have to pay more. In a first such move by an Indian airport, the Airports Economic Regulatory Authority (AERA) has accepted the proposal of Delhi International Airport Ltd (DIAL), the airport’s operator, to allow it to charge a higher user development fee (UDF) based on the class one flies.

The decision, announced on March 28, has sparked an intense debate over whether such aeronautical charges are fair. During discussions with AERA, the International Air Transport Association (IATA) had strongly opposed the DIAL’s proposal for class-based and peak hour-based UDF, calling it “unnecessarily complex and discriminatory”.

According to AERA, passengers leaving on international flights in economy class will have to pay a UDF of ₹650, while international business class passengers will be charged ₹810. Those arriving at the Delhi airport on an international flight will also have to pay a UDF that wasn’t charged earlier: ₹275 for economy class and ₹345 for business class.

However, the regulator denied GMR Group-led DIAL’s request to impose a higher UDF on domestic business class passengers compared to domestic economy passengers. AERA also outright rejected DIAL’s proposal to implement higher, peak-hour UDF on passengers travelling between 5 am and 8:55 am, and 5 pm and 8:55 pm. In February, DIAL stated that the increase would raise final airfares by no more than 1.5 per cent on average. IATA, however, contended that restructuring charges in this manner violates the non-discrimination policies of the International Civil Aviation Organisation (ICAO) and breaches DIAL’s Operation, Maintenance, and Development Agreement (OMDA) with the Airports Authority of India (AAI).

IATA’s objections

During discussions with AERA, IATA argued that DIAL’s proposal unfairly differentiates charges based on factors such as travel time (peak versus non-peak) and class (economy versus business), disproportionately affecting certain operators and passengers. The association stressed that increasing charges during peak hours would not necessarily shift airline operations to off-peak times since flight schedules are dictated by passenger demand and complex scheduling constraints. IATA also pointed out that non-aeronautical revenues, such as retail and food sales, are naturally higher during peak hours, which should, in theory, result in lower — not higher — UDF during those periods. Another major concern

raised was the potential impact on airport slot allocation. IATA cautioned that DIAL’s proposed tariff system could compromise transparency, giving DIAL excessive control over slot determination. The Ministry of Civil Aviation’s slot allocation guidelines emphasise neutral, transparent, and non-discriminatory practices, which, IATA argued, the new UDF structure would undermine. While IATA opposed the changes, major Indian airlines such as SpiceJet, IndiGo, and Air India, all IATA members, did not explicitly voice their stance on differential UDFs before AERA.

DIAL’s justification

DIAL defended its proposal to AERA on the grounds that charging different fees for peak and non-peak passengers aligns with global norms and encourages optimal airport resource utilisation. The operator stated that airport infrastructure worldwide is designed around peak-hour demand, following ICAO and inter-ministerial group (IMG) standards. DIAL also pointed out that differential pricing based on demand is a widely accepted international practice. It cited examples such as Singapore Changi Airport, which offers up to 40 per cent discounts on landing charges during off-peak hours. Similarly, Hong Kong Airport has been levying higher charges on business-class passengers since 2016, and Manchester Airport applies peak-hour surcharges, it said.

Rejecting allegations of the practice being discriminatory, the operator maintained that higher charges for peak hours are justified and necessary, including for infrastructure development and debt servicing. Defending its rationale behind imposing different UDFs on first- and business-class passengers, DIAL argued that premium travellers receive additional facilities such as dedicated lanes for check-in, security, immigration, and boarding. The operator insisted that such a pricing structure does not contradict ICAO regulations, but instead helps ease the financial burden on economy-class travellers, including families and students.

Support flies in

DIAL’s proposal has received backing from other private airport operators. Adani Airport Holdings Ltd, which manages seven airports, called it beneficial for all stakeholders and crucial for financial viability. Bangalore International Airport Ltd (BIAL), which operates Bengaluru Airport, also supported the tariff proposal. “We fully support the rate card proposed by

DIAL as it considers peak and off-peak airport usage, which is key to maximising infrastructure efficiency. Additionally, differentiating UDF for economy and business-class passengers aligns pricing with facilities provided at the airport,” BIAL told AERA. The operator of the upcoming Noida Airport, which will compete with Delhi airport when its commercial flight operations begin later this year, also said that it supports DIAL’s tariff proposal “in principle”. The Association of Private Airport Operators, too, echoed this sentiment, and urged AERA to approve the plan to safeguard Delhi airport operator’s financial viability and credit rating, which is crucial for refinancing its loans.

AERA’s final call

While AERA has approved the revised UDFs, setting charges at ₹650 for international economy passengers and ₹810 for international business class passengers, these rates are significantly lower than DIAL’s original proposal. The operator had suggested a UDF of ₹810 for international economy passengers in 2025–26 and 2026–27, reducing it to Rs 430 in the following two years. For international business class passengers, DIAL had proposed ₹1,620 in 2025–26 and 2026–27, dropping to ₹860 in 2027–28 and 2028–29. AERA justified the class-based differentiation, citing the additional as well as

premium services provided to business-class passengers, which are unavailable to economy passengers. The regulator pointed out that such pricing structures are common at international airports,

including Hong Kong, where fees vary based on travel class and distance.

However, it rejected the proposal for peak-hour-based UDF, agreeing with IATA that such a model would pose operational challenges. It acknowledged that time-based tariffs are a new concept in India and could be difficult to implement, especially since airport operators themselves allocate airline slots. Furthermore, AERA opted to retain the current UDF of ₹129 for domestic departing passengers, who account for the majority of air traffic. The regulator determined that further bifurcation into peak and non-peak rates would be impractical due to implementation complexities, including necessary modifications to airport and airline IT systems and invoicing systems. It also expressed uncertainty about airlines’ readiness for such changes on short notice. For now, DIAL has scored a partial victory.



CLASS ACT

- From April 16, international business– class passengers departing from Delhi airport will pay ₹810 as user development fee (UDF), while economy–class passengers will pay ₹650
- For the first time, arriving international passengers will also pay UDF: ₹275 for economy, ₹345 for business class
 - The International Air Transport Association has opposed class-based and peak hour–based UDF, calling it discriminatory and a violation of global aviation norms
- Delhi airport operator DIAL argues that premium passengers receive added services, justifying higher fees; cites global examples of similar pricing
- The Airports Economic Regulatory Authority has approved the class–based UDF but rejected peak–hour pricing, citing operational challenges



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PUBLIC ANNOUNCEMENT



ZELIO E-MOBILITY LIMITED
(Formerly known as Zelio Auto Private Limited)



(Please scan this QR Code to view the Draft Red Herring Prospectus)

Our Company was originally incorporated as a private limited Company in the name of “Zelio Auto Private Limited” under the provisions of the Companies Act, 2013 vide Certificate of Incorporation dated on July 15, 2021 issued by the Registrar of Companies, Central Registration Centre, bearing CIN: U34102HR2021PTC096362. Further, pursuant to Special Resolution passed by the shareholders at the Extra Ordinary General Meeting held on October 25, 2024, the name of our Company was changed from “Zelio Auto Private Limited” to “Zelio E-Mobility Private Limited” and a fresh certificate of incorporation consequent upon change of name was issued by the Registrar of Companies, Central Processing Centre vide letter dated November 21, 2024. Subsequently, our Company was converted into a Public Limited Company vide Special Resolution passed by the Shareholders at the Extra Ordinary General Meeting, held on November 22, 2024 and consequently the name of our Company was changed from “Zelio E-Mobility Private Limited” to “Zelio E-Mobility Limited” vide a fresh certificate of incorporation consequent upon conversion from private company to public company dated November 29, 2024 issued by the Registrar of Companies, Central Processing Centre. Our Company’s Corporate Identity Number is U34102HR2021PLC096362 For further details please refer to chapter titled “History and Corporate Structure” beginning on page 143 of this Draft Red Herring Prospectus.

Registered Office: Shop No. 542, 1st Floor, Auto Market, Hisar – 125001, Haryana, India. **Corporate Office:** Khewat No. 510 442, Hisar Road, Ladwa, Hisar – 125006, Haryana, India
Tel. No. : +91 – 9254993057/ 9254071396, **E-mail:** cs@zelioebikes.com, **Website:** www.zelioebikes.com,
Contact Person: Priyanka Garg; Company Secretary & Compliance Officer ; **CIN:** U34102HR2021PLC096362

OUR PROMOTERS: NIRAJ ARYA, KUNAL ARYA, DEEPAK ARYA AND SAYURI ARYA

“THE OFFER IS BEING MADE IN ACCORDANCE WITH CHAPTER IX OF THE SEBI ICDR REGULATIONS (IPO OF SMALL AND MEDIUM ENTERPRISES) AND THE EQUITY SHARES ARE PROPOSED TO BE LISTED ON SME PLATFORM OF BSE LIMITED (“BSE SME”).”

THE OFFER

INITIAL PUBLIC OFFER OF UPTO 64,20,000 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH (THE “EQUITY SHARES”) OF ZELIO E-MOBILITY LIMITED (“OUR COMPANY” OR “THE ISSUER”) AT AN OFFER PRICE OF ₹(●) PER EQUITY SHARE (INCLUDING SHARE PREMIUM OF ₹(●) PER EQUITY SHARE) FOR CASH, AGGREGATING UP TO ₹(●) LAKHS (“PUBLIC OFFER”) COMPRISING OF A FRESH ISSUE OF 52,80,000 EQUITY SHARES AGGREGATING TO ₹ (●) LAKHS (THE “FRESH ISSUE”) AND AN OFFER FOR SALE OF 11,40,000 EQUITY SHARES BY THE PROMOTER SELLING SHAREHOLDERS (“OFFER FOR SALE”) AGGREGATING TO ₹ (●) LAKHS COMPRISING: 3,80,000 EQUITY SHARES AGGREGATING UP TO ₹(●) LAKHS BY NIRAJ ARYA; 3,80,000 EQUITY SHARES AGGREGATING UP TO ₹(●) LAKHS BY KUNAL ARYA AND 3,80,000 EQUITY SHARES AGGREGATING UP TO ₹(●) LAKHS BY DEEPAK ARYA (COLLECTIVELY REFERRED AS “PROMOTER SELLING SHAREHOLDERS”) OUT OF WHICH (●) EQUITY SHARES OF FACE VALUE OF ₹10 EACH, AT AN OFFER PRICE OF ₹(●) PER EQUITY SHARE FOR CASH, AGGREGATING ₹(●) LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE OFFER (THE “MARKET MAKER RESERVATION PORTION”). THE PUBLIC OFFER LESS MARKET MAKER RESERVATION PORTION I.E. OFFER OF (●) EQUITY SHARES OF FACE VALUE OF ₹10 EACH, AT AN OFFER PRICE OF ₹ (●) PER EQUITY SHARE FOR CASH, AGGREGATING UPTO ₹ (●) LAKHS IS HEREIN AFTER REFERRED TO AS THE “NET OFFER”. THE PUBLIC OFFER AND NET OFFER WILL CONSTITUTE ₹ (●) AND (●) % RESPECTIVELY OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

OUR COMPANY IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGER, MAY CONSIDER A PRE-IPO PLACEMENT OF UP TO 6,60,000 EQUITY SHARES FOR CASH CONSIDERATION (“PRE-IPO PLACEMENT”) PRIOR TO FILING OF THE RED HERRING PROSPECTUS WITH THE ROC. THE PRE-IPO PLACEMENT, IF UNDERTAKEN, WILL BE AT A PRICE TO BE DECIDED BY OUR COMPANY, IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGER. IF THE PRE-IPO PLACEMENT IS UNDERTAKEN, THE NUMBER OF EQUITY SHARES ISSUED PURSUANT TO THE PRE-IPO PLACEMENT SHALL BE REDUCED FROM THE OFFER, SUBJECT TO COMPLIANCE WITH RULE 19(2)(B) OF THE SECURITIES CONTRACTS (REGULATION) RULES, 1957, AS AMENDED (“SCRR”).

THE PRICE BAND AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY IN CONSULTATION WITH THE BRLM AND WILL BE ADVERTISED IN (●) EDITION OF (●) (A WIDELY CIRCULATED ENGLISH NATIONAL DAILY NEWSPAPER) AND (●) EDITION OF (●) (A WIDELY CIRCULATED HINDI NATIONAL DAILY NEWSPAPER, AND HISAR EDITION OF (●), REGIONAL NEWSPAPER (HINDI BEING THE REGIONAL LANGUAGE OF HISAR WHERE OUR REGISTERED OFFICE IS LOCATED), AT LEAST TWO WORKING DAYS PRIOR TO THE BID/ OFFER OPENING DATE AND SHALL BE MADE AVAILABLE TO THE SME PLATFORM OF BSE LIMITED (“BSE SME”) FOR THE PURPOSES OF UPLOADING ON THEIR WEBSITE.

In case of any revision in the Price Band, the Bid/ Offer Period shall be extended for at least three additional Working Days after such revision of the Price Band, subject to the total Bid/ Offer Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company, for reasons to be recorded in writing extend the Bid/ Offer Period for a minimum of one Working Day, subject to the Bid/ Offer Period not exceeding 10 Working Days. Any revision in the Price Band, and the revised Bid/ Offer Period, if applicable, shall be widely disseminated by notification to the Stock Exchanges by issuing a press release and also by indicating the change on the website of the BRLM and at the terminals of the Members of the Syndicate and by intimation to Designated Intermediaries and Sponsor Bank.

The Offer is being made through the Book Building Process, in terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended (“SCRR”) read with Regulation 253 of the SEBI ICDR Regulations, as amended, wherein not more than 50% of the Net Offer shall be allocated on a proportionate basis to Qualified Institutional Buyers (“QIBs”, the “QIB Portion”), provided that our Company may, in consultation with the Book Running Lead Managers, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations (“Anchor Investor Portion”), of which one-third shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription, or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the Net QIB Portion. Further, 5% of the Net QIB Portion shall be available for allocation on a proportionate basis only to Mutual Funds, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds, subject to valid Bids being received at or above the Offer Price. However, if the aggregate demand from Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not less than 15% of the Net Offer shall be available for allocation on a proportionate basis to Non-Institutional Bidders (1/3rd of the portion available to NIBs shall be reserved for applicants with an application size of more than 2 lots and upto such lots equivalent to not more than ₹ 10.00 Lakhs and 2/3rd of the portion available to NIBs shall be reserved for applicants with an application size of more than ₹ 10.00 Lakhs and the unsubscribed portion in either of the sub-categories, could be allocated to applicants in the other sub-category of NIBs) and not less than 35% of the Net Offer shall be available for allocation to Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price. All potential Bidders (except Anchor Investors) are required to mandatorily utilize the Application Supported by Blocked Amount (“ASBA”) process providing details of their respective ASBA accounts, and UPI ID in case of Individual Investors using the UPI Mechanism, if applicable, in which the corresponding Bid Amounts will be blocked by the SCSBs or by the Sponsor Bank under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. Anchor Investors are not permitted to participate in the Offer through the ASBA process. For details, see “*Offer Procedure*” beginning on page 275 of this Draft Red Herring Prospectus.

This public announcement is made in compliance with the provisions of Regulation 247(2) of the SEBI ICDR Regulations to inform the public that our Company is proposing to undertake, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, an initial public offering of its Equity Shares of face value ₹10 each pursuant to the Offer and the Draft Red Herring Prospectus dated March 30, 2025 and has been filed with BSE SME on March 30, 2025. The Draft Red Herring Prospectus filed with BSE SME shall be made public, for comments, if any, for a period of at least 21 days from the date of filing, by hosting it on the website of BSE SME at <https://www.bsesme.com/PublicIssues/DRHP.aspx>, on the website of the BRLM at www.hemsecurities.com and also on the website of the Company www.zelioebikes.com. Our Company invites public to give comments on the Draft Red Herring Prospectus filed with BSE SME with respect to disclosures made in the Draft Red Herring Prospectus. The public is requested to send a copy of the comments to the Company Secretary & Compliance Officer of our Company, and/or to the BRLM at their respective addresses mentioned below. All comments must be received by our Company and/or the Company Secretary & Compliance Officer of our Company, and/or to the BRLM in relation to the offer on or before 5.00 p.m. on the 21st day from the aforementioned date of filing of the Draft Red Herring Prospectus with BSE SME.

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Offer unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Offer. For taking an investment decision, investors must rely on their own examination of the Company and the offer, including the risks involved. The Equity Shares issued in the offer have not been recommended or approved by the Securities and Exchange Board of India (“SEBI”), nor does SEBI guarantee the accuracy or adequacy of the Draft Red Herring Prospectus. Specific attention of the investors is invited to “*Risk Factors*” on page 29 of the Draft Red Herring Prospectus.

Any decision to invest in the equity shares described in the Draft Red Herring Prospectus may only be taken after a Red Herring Prospectus has been filed with the RoC and must be made solely on the basis of such Red Herring Prospectus as there may be material changes in the Red Herring Prospectus from the Draft Red Herring Prospectus. The equity shares, when offered through the Red Herring Prospectus, are proposed to be listed on SME Platform of BSE Limited (“**BSE SME**”). For details of the share capital and capital structure of our Company and the names of the signatories to the Memorandum of Association and the number of shares subscribed by them of our Company, see “*Capital Structure*” beginning on page 69 of the Draft Red Herring Prospectus. The liability of the members of our Company is limited. For details of the main objects of our Company as contained in our Memorandum of Association, see “*History and Corporate Structure*” beginning on page 143 of this Draft Red Herring Prospectus. The BRLM associated with the Issue has handled 62 Public Issues in the past three years, out of which 2 issue was closed below the Issue/ Offer Price on listing date:

Name of BRLM	Total Issue		Issue closed below IPO Price on listing date
	Mainboard	SME	
Hem Securities Limited	2	60	2 (SME)



HEM SECURITIES LIMITED

Address: 904, A Wing, Naman Midtown, Senapati Bapat Marg, Elphinstone Road, Lower Parel, Mumbai-400013, Maharashtra, India
Tel. No.: +91-22-49060000; **Email:** ib@hemsecurities.com;
Investor Grievance Email: redressal@hemsecurities.com; **Website:** www.hemsecurities.com;
Contact Person: Ajay Jain; **SEBI Regn. No.** INM000010981



MAASHITLA SECURITIES PRIVATE LIMITED

Address: 451, Krishna Apra Business Square, Netaji Subhash Place, Pitampura, New Delhi, 110034, India.
Tel. No.: 011-47581432; **Email:** ipo@maashitla.com; **Website:** www.maashitla.com;
Investor Grievance Email: investor.ipo@maashitla.com; **Contact Person:** Mukul Agrawal;
SEBI Registration No.: INR000004370

COMPANY SECRETARY & COMPLIANCE OFFICER

Zelio E-Mobility Limited (Formerly known as Zelio Auto Private Limited)
Priyanka Garg
Corporate Office: Khewat No. 510 442, Hisar Road, Ladwa, Hisar – 125006, Haryana, India; **E-mail:** cs@zelioebikes.com, **Tel.:** +91 – 9254993057/ 9254071396, **Website:** www.zelioebikes.com

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Draft Red Herring Prospectus.

For ZELIO E-MOBILITY LIMITED (Formerly known as Zelio Auto Private Limited) On behalf of the Board of Directors
Sd/-
Priyanka Garg
Company Secretary and Compliance Officer

Place: Hisar, Haryana
Date: April 01, 2025

Disclaimer: Zelio E-Mobility Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares and has filed the Draft Red Herring Prospectus on March 30, 2025. The Draft Red Herring Prospectus is available on the website of BSE SME at <https://www.bsesme.com/PublicIssues/DRHP.aspx> and is available on the websites of the BRLM at www.hemsecurities.com and also on the website of the Company www.zelioebikes.com. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, see section titled “*Risk Factors*” beginning on page 29 of the Draft Red Herring Prospectus. Potential investors should not rely on the Draft Red Herring Prospectus for making any investment decision.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the “*Securities Act*”) or any state securities laws in the United States, and unless so registered, and may not be issued or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in accordance with any applicable U.S. State Securities laws. The Equity Shares are being issued and sold outside the United States in “offshore transactions” in reliance on Regulation “S” under the Securities Act and the applicable laws of each jurisdiction where such issues and sales are made. There will be no public offering in the United States.

