



**Declaration of Consolidated Results of Remote e-voting and voting at the AGM in respect of Thirteenth Annual General Meeting of InterGlobe Aviation Limited (IndiGo) held on September 21, 2016**

In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, InterGlobe Aviation Limited (the "Company") provided a facility to its members to vote on the resolutions proposed in the Notice dated August 01, 2016 of the Thirteenth Annual General Meeting (the "AGM") through remote e-voting using the platform provided by Karvy Computershare Private Limited. The said remote e-voting facility was available from 10:00 A.M. on Friday, September 16, 2016 upto 05:00 P.M. on Tuesday, September 20, 2016. Further, on September 21, 2016, the day of the AGM, the facility of voting at the AGM was also provided by the Company to its members present in person or by proxy, who did not cast their votes through remote e-voting. Mr. S Anand SS Rao, Practicing Company Secretary was appointed as Scrutinizer to scrutinize the votes cast through remote e-voting and voting at the AGM.

Based on the Scrutinizer's Report dated September 21, 2016, I, the undersigned, hereby declare the result of remote e – voting and voting at the AGM as per details given below:

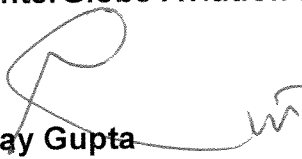
Item No.	Agenda	Resolution required (Ordinary/ Special)	% of valid votes cast		Result
			For	Against	
1.	Adoption of the Audited financial statements of the Company for the financial year ended March 31, 2016, together with the reports of the Board of Directors and the Auditors thereon	Ordinary	100.00	00.00	Passed by requisite majority
2.	To confirm the payment of Interim Dividend and to declare Final Dividend of Rs. 15 per equity share for the financial year ended March 31, 2016	Ordinary	100.00	00.00	Passed by requisite majority
3.	Re-appointment of Mr. Aditya Ghosh (DIN: 01243445) as a director, who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	99.88	0.12	Passed by requisite majority
4.	Ratification of appointment of the BSR & Co. LLP, Chartered Accountants, (Registration No. 101248W/ W-100022) as Statutory Auditors and authorising Board to fix their remuneration	Ordinary	100.00	00.00	Passed by requisite majority



Item No.	Agenda	Resolution required (Ordinary/Special)	% of valid votes cast		Result
			For	Against	
5.	Re-appointment of Mr. Devadas Mallya Mangalore (DIN: 01804955) as a Chairman and Non - Executive Independent Director	Special	100.00	00.00	Passed by requisite majority
6.	Re-appointment of Dr. Anupam Khanna (DIN: 03421015) as Non-Executive Independent Director	Special	100.00	00.00	Passed by requisite majority
7.	Alteration of Articles of Association of the Company	Special	100.00	00.00	Passed by requisite majority
8.	Approval for increase in borrowing limits of the Company	Special	98.84	1.15	Passed by requisite majority

The Scrutinizer's Report as referred to above is attached herewith.

**For InterGlobe Aviation Limited**

  
**Sanjay Gupta**  
**Company Secretary and Chief Compliance Officer**



**S ANAND SS RAO**

**M.Com., LL.B., F.C.S.**

**COMPANY SECRETARY IN PRACTICE**

511, KANCHANJUNGA, ADITYA ENCLAVE,  
AMEERPET, HYDERABAD - 500 038.

MOBILE : 092461 53677

099480 99994

PHONE : 040 - 2 37 38 39 8

: 040 - 2 37 38 39 1

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E-mail : [anandssrao@gmail.com](mailto:anandssrao@gmail.com)

website : [www.anandssrao.com](http://www.anandssrao.com)

**SCRUTINIZER'S REPORT**

September 21, 2016

To

The Chairman

**InterGlobe Aviation Limited ("IndiGo")**

Level - 4, Tower - D, Global Business Park

M G Road Gurgaon, Haryana - 122002, India.

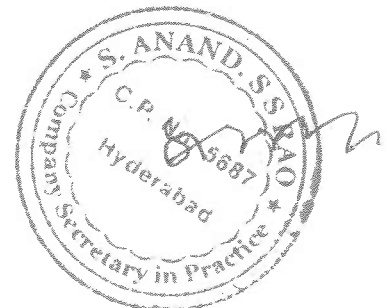
**Ref : Annual General Meeting of the members of InterGlobe Aviation Limited held on Wednesday, September 21, 2016 at 09.30 a.m. at Siri Fort Auditorium, August Kranti Marg, New Delhi – 110049**

Dear Sir,

I, S.ANAND SS RAO, Practising Company Secretary, was appointed as Scrutinizer for the purpose of remote e-voting process and voting at the 13<sup>th</sup> Annual General Meeting of the Shareholders of InterGlobe Aviation Limited held on Wednesday, September 21, 2016 at 09.30 a.m. at Siri Fort Auditorium, August Kranti Marg, New Delhi - 110049:

I submit my report as under:

- The Company provided remote e-voting facility to all the Members holding shares as on the cut-off date i.e. September 14, 2016 being the cut-off date.
- The Company has entered into an arrangement with Karvy Computershare Private Limited for facilitating remote e-voting facility.
- The remote e-voting period commenced at 10:00 A.M. on Friday, September 16, 2016 and concluded at 05:00 P.M. on Tuesday, September 20, 2016.
- One ballot box kept for voting by the shareholders present, was locked in my presence with due identification marks placed by me.
- The votes cast electronically and physically were duly scrutinized and the shareholding was matched with the records maintained by the Registrar and Transfer Agent of the as on the cut-off date.
- The votes cast through remote e-voting were unblocked at New Delhi in the presence of Mr. Prem Kumar and Ms. Rajitha Cholleti who were not the employees of the Company, and who have signed herein as witnesses to the unblocking of votes.



- The locked Ballot box was subsequently opened by me in the presence of two witnesses and Ballot Papers were diligently scrutinised. The Ballot papers were reconciled with the records maintained of the Company/Registrar and Transfer Agent and the authorisations/ proxies lodged with the Company.
- I did not find any Ballot paper invalid.

A summary of the result of the votes received electronically and through physical ballot paper process for each of the resolutions are given below:

**Item No: 1**

**Adoption of the Audited financial statements of the Company for the financial year ended March 31, 2016, together with the reports of the Board of Directors and the Auditors thereon (Ordinary Resolution)**

Voted in **FAVOUR** of the resolution:

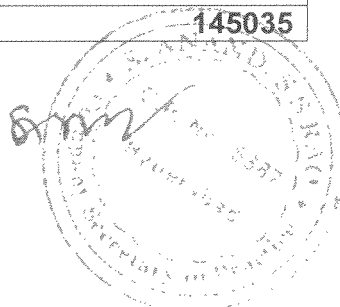
Particulars	No. of members voted	No. of votes cast in favour of the resolution	Percentage of valid votes cast
Votes received through ballot papers/e-voting at the AGM	32	15,240	100.00%
Votes received through remote e-voting	183	325,068,716	
<b>Total</b>	<b>215</b>	<b>325,083,956</b>	

Voted **AGAINST** the resolution:

Particulars	No. of members voted	No. of votes cast against the resolution	Percentage of valid votes cast
Votes received through ballot papers/e-voting at the AGM	0	0	0.00%
Votes received through remote e-voting	5	270	
<b>Total</b>	<b>5</b>	<b>270</b>	

Votes which were considered **INVALID**:

No. of members whose votes were considered invalid	No. of votes cast by them
3	145035



Item No: 2

**Confirmation for payment of Interim Dividend and to declare Final Dividend of Rs. 15 per equity share for the financial year ended March 31, 2016 (Ordinary Resolution)**

Voted in **FAVOUR** of the resolution:

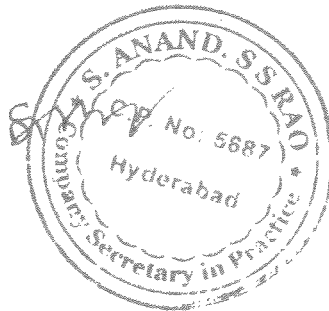
Particulars	No. of members voted	No. of votes cast in favour of the resolution	Percentage of valid votes cast
Votes received through ballot papers/e-voting at the AGM	32	15,240	100.00%
Votes received through remote e-voting	183	325,213,657	
<b>Total</b>	<b>215</b>	<b>325,228,897</b>	

Voted **AGAINST** the resolution:

Particulars	No. of members voted	No. of votes cast against the resolution	Percentage of valid votes cast
Votes received through ballot papers/e-voting at the AGM	0	0	0.00%
Votes received through remote e-voting	7	339	
<b>Total</b>	<b>7</b>	<b>339</b>	

Votes which were considered **INVALID**:

No. of members whose votes were considered invalid	No. of votes cast by them
1	25



Item No: 3

Re-appointment of Mr. Aditya Ghosh (DIN: 01243445) as a director, who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution)

Voted in **FAVOUR** of the resolution:

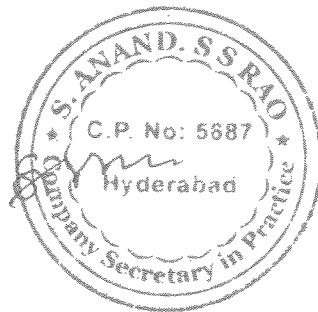
Particulars	No. of members voted	No. of votes cast in favour of the resolution	Percentage of valid votes cast
Votes received through ballot papers/e-voting at the AGM	32	15,240	99.88%
Votes received through remote e-voting	177	324,837,553	
<b>Total</b>	<b>209</b>	<b>324,852,793</b>	

Voted **AGAINST** the resolution:

Particulars	No. of members voted	No. of votes cast against the resolution	Percentage of valid votes cast
Votes received through poll at AGM	0	0	0.12%
Votes received through e-voting	13	376,428	
<b>Total</b>	<b>13</b>	<b>376,428</b>	

Votes which were considered **INVALID**:

No. of members whose votes were considered invalid	No. of votes cast by them
2	40



Item No: 4

**Ratification of appointment of the BSR & Co. LLP, Chartered Accountants, (Registration No. 101248W/ W-100022) as Statutory Auditors and authorising Board to fix their remuneration (Ordinary Resolution)**

Voted in **FAVOUR** of the resolution:

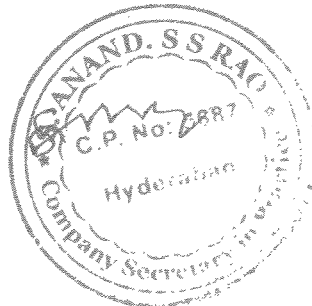
Particulars	No. of members voted	No. of votes cast in favour of the resolution	Percentage of valid votes cast
Votes received through ballot papers/e-voting at the AGM	31	15,220	100.00%
Votes received through remote e-voting	183	325,213,692	
<b>Total</b>	<b>214</b>	<b>325,228,912</b>	

Voted **AGAINST** the resolution:

Particulars	No. of members voted	No. of votes cast against the resolution	Percentage of valid votes cast
Votes received through ballot papers/e-voting at the AGM	1	20	0.00%
Votes received through remote e-voting	8	304	
<b>Total</b>	<b>9</b>	<b>324</b>	

Votes which were considered **INVALID**:

No. of members whose votes were considered invalid	No. of votes cast by them
1	25



Item No: 5

**Re-appointment of Mr. Devadas Mallya Mangalore (DIN: 01804955) as a Chairman and Non - Executive Independent Director (Special Resolution)**

Voted in **FAVOUR** of the resolution:

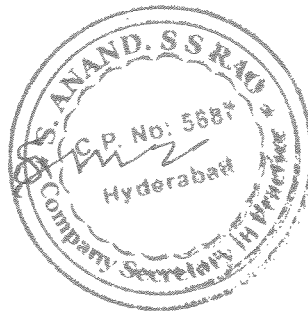
Particulars	No. of members voted	No. of votes cast in favour of the resolution	Percentage of valid votes cast
Votes received through ballot papers/e-voting at the AGM	32	15,240	100.00%
Votes received through remote e-voting	181	323,332,851	
<b>Total</b>	<b>213</b>	<b>323,348,091</b>	

Voted **AGAINST** the resolution:

Particulars	No. of members voted	No. of votes cast against the resolution	Percentage of valid votes cast
Votes received through ballot papers/e-voting at the AGM	0	0	0.00%
Votes received through remote e-voting	8	379	
<b>Total</b>	<b>8</b>	<b>379</b>	

Votes which were considered **INVALID**:

No. of members whose votes were considered invalid	No. of votes cast by them
3	1,880,791





Item No: 6

**Re-appointment of Dr. Anupam Khanna (DIN: 03421015) as Non-Executive Independent Director (Special Resolution)**

Voted in **FAVOUR** of the resolution:

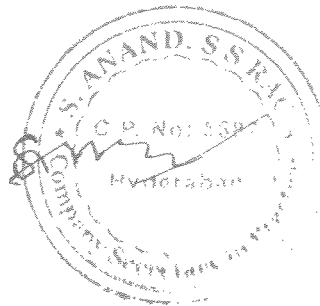
Particulars	No. of members voted	No. of votes cast in favour of the resolution	Percentage of valid votes cast
Votes received through ballot papers/e-voting at the AGM	32	15,240	100.00%
Votes received through remote e-voting	183	325,213,606	
<b>Total</b>	<b>215</b>	<b>325,228,846</b>	

Voted **AGAINST** the resolution:

Particulars	No. of members voted	No. of votes cast against the resolution	Percentage of valid votes cast
Votes received through ballot papers/e-voting at the AGM	0	0	0.00%
Votes received through remote e-voting	7	375	
<b>Total</b>	<b>7</b>	<b>375</b>	

Votes which were considered **INVALID**:

No. of members whose votes were considered invalid	No. of votes cast by them
2	40



Item No: 7

**Alteration of Articles of Association of the Company (Special Resolution)**

Voted in **FAVOUR** of the resolution:

Particulars	No. of members voted	No. of votes cast in favour of the resolution	Percentage of valid votes cast
Votes received through ballot papers/e-voting at the AGM	32	15,240	100.00%
Votes received through remote e-voting	180	325,213,668	
<b>Total</b>	<b>212</b>	<b>325,228,908</b>	

Voted **AGAINST** the resolution:

Particulars	No. of members voted	No. of votes cast against the resolution	Percentage of valid votes cast
Votes received through ballot papers/e-voting at the AGM	0	0	0.00%
Votes received through remote e-voting	6	295	
<b>Total</b>	<b>6</b>	<b>295</b>	

Votes which were considered **INVALID**:

No. of members whose votes were considered invalid	No. of votes cast by them
5	58



Item No: 8

**Approval for increase in borrowing limits of the Company (Special Resolution)**

Voted in **FAVOUR** of the resolution:

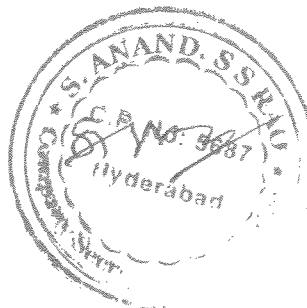
Particulars	No. of members voted	No. of votes cast in favour of the resolution	Percentage of valid votes cast
Votes received through ballot papers/e-voting at the AGM	32	15,240	98.84%
Votes received through remote e-voting	152	321,431,357	
<b>Total</b>	<b>184</b>	<b>321,446,597</b>	

Voted **AGAINST** the resolution:

Particulars	No. of members voted	No. of votes cast against the resolution	Percentage of valid votes cast
Votes received through ballot papers/e-voting at the AGM	0	0	1.15%
Votes received through remote e-voting	34	3,750,610	
<b>Total</b>	<b>34</b>	<b>3,750,610</b>	

Votes which were considered **INVALID**:

No. of members whose votes were considered invalid	No. of votes cast by them
5	32,054



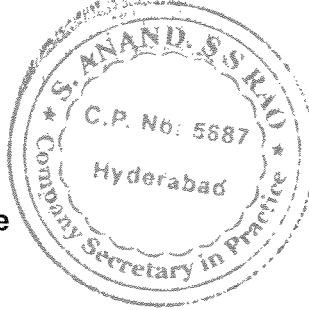
No Votes were caste in both remote e-voting and voting at the AGM by the same shareholder.

The relevant records relating to remote e-voting and voting at the AGM were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,



**S Anand SS Rao**  
**Company Secretary in practice**  
**CP NO.5687**

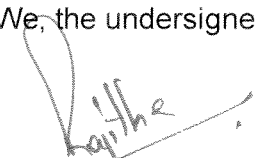


Counter sign on behalf of Company:  
For **InterGlobe Aviation Limited**



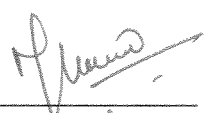
**Sanjay Gupta**  
**Company Secretary and Chief Compliance Officer**

We, the undersigned, witness that the votes were unblocked in our presence.



Name: Cholleti Rajitha

Address: #203, Ganaradha  
Residency, Sundar Nagar,  
Near E88, Hyd - 38



Name: M PREET KUMAR

Address: Plot No. 58, JAIPURI COLONY  
MAYOLE, HYDERABAD