

INTERGLOBE AVIATION LIMITED

CIN: L62100DL2004PLC129768

Registered Office: Central Wing, Ground Floor, Thapar House, 124 Janpath, New Delhi - 110 001, India

Tel: +91 11 6500 0428; **Fax:** +91 11 4351 3200

Corporate Office: Tower - C, Global Business Park, M.G. Road, Gurgaon - 122 002, Haryana, India

Tel: +91 124 435 2500; **Fax:** +91 124 426 8664 **E-mail:** investors@goindigo.in; **Website:** www.goindigo.in



POSTAL BALLOT FORM

Serial No. :

1. Name and registered address of the sole/first named member :

2. Name(s) of the joint member(s), if any :

3. Registered Folio No. / DP ID No./ Client ID No.* :
(*Applicable to investors holding shares in dematerialized form)

4. Number of equity share(s) held :

I/We hereby exercise my/our vote in respect of the below mentioned resolution to be passed through postal ballot/e-voting for the business stated in the Notice of postal ballot issued by the Company dated August 1, 2016 by conveying my/our assent(FOR) or dissent(AGAINST) to the said resolution by placing the tick (✓) mark at the appropriate box below:

Resolution No	Description	No. of Equity Shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Special Resolution for ratification and amendment of the InterGlobe Aviation Limited Employees Stock Option Scheme – 2015 (“ESOS 2015 - II”).			

Place :

Date :

Signature of the Shareholder
(must be as per specimen signature
registered with the Company/ RTA/ Depository)

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Following particulars to be used only in case shareholder opts for e-voting

Electronic Voting Particulars

EVEN (Electronic Voting Event Number)	USER ID	PASSWORD/PIN

NOTE: Please read carefully the instructions printed overleaf before exercising vote.

INSTRUCTIONS

Pursuant to provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), assent or dissent of the shareholders in respect of the resolutions contained in the Notice of postal ballot dated August 1, 2016 is being sought through postal ballot process.

The shareholder(s) can opt only one mode of voting, i.e. either by e-voting or physical mode. If you are opting for e-voting, then do not vote by physical postal ballot also and vice versa. However, in case shareholders cast their vote by physical ballot and e-voting, then voting done through e-voting will prevail and voting done through physical ballot will be treated as invalid.

Voting in Physical form:

1. A member/beneficial owner desiring to exercise vote by postal ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached self-addressed business reply envelope. Postage will be borne and paid by the company. However, envelopes containing postal ballots, if sent by courier or in person at the expenses of the registered member/ beneficial owner will also be accepted.
2. The self-addressed envelope bears the address of the Scrutinizer appointed by the Board of Directors of the Company.
3. This form should be completed and signed by the member/beneficial owner. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the Company, in event the shares are in the physical form and as per the specimen signature furnished by National Securities Depository Limited (NSDL)/ Central Depository Services (India) Limited (CDSL), in respect of shares held in dematerialized form) by the first named member/beneficial owner and in his absence, by the next named member/beneficial owner. There will be one postal ballot form for every Folio/Client ID irrespective of the number of joint holders.
4. Please note that postal ballot shall not be signed by the proxy.
5. Assent or dissent to the proposed resolution may be recorded by placing a tick mark (✓) in the appropriate column. The assent or dissent received in any other form shall not be considered valid.
6. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on July 29, 2016 (cut-off date/record date).
7. Duly completed postal ballot form should reach the Scrutinizer not later than close of business hours at 5.00 p.m. on September 7, 2016. All postal ballot forms received after this date will be strictly treated as if the reply from the member/beneficial owner has not been received.
8. The results of the voting by postal ballot will be announced by the Chairman of the Company or in his absence, any person authorized by him, on September 9, 2016 at 4.00 p.m.
9. In case of shares held by corporates and institutional shareholders (companies, trusts, societies etc.) the duly completed postal ballot form should be accompanied by a certified true copy of Board Resolution/Authority, authorizing the signatory to execute and sign the postal ballot form, with the specimen signature of the authorized signatory duly attested. Further, where the form has been signed by a representative of the President of India or Governor of State, certified copy of the nomination should accompany the postal ballot form.
10. Members/beneficial owners are requested not to send any other paper along with the postal ballot form in the enclosed self-addressed envelope, other than the resolution/authority mentioned above, as the envelope will be sent to the Scrutinizer and any extraneous paper found in the envelope would not be considered and would be destroyed by the Scrutinizer. Members/beneficial owners are also requested not to write anything on the postal ballot form except giving their assent or dissent and affixing their signatures.
11. In case a member is desirous of printed postal ballot form or a duplicate thereof, he or she may send an email at investors@goindigo.in or contact at +91 124 435 2500. The Registrar and Share Transfer Agent/Company shall forward the same along with the business reply to the member. However, the duly filled in and signed duplicate postal ballot form should reach the Scrutinizer not later than the date specified in point no 7 above.
12. Postal ballot form received by fax will be rejected as if reply from the shareholder has not been received unless the original postal ballot form is received within prescribed time period.
13. The Scrutinizer's decision on the validity of a postal ballot will be final.
14. Incomplete, unsigned, incorrect, defaced, torn, mutilated, overwritten postal ballot forms or postal ballot forms defective in any manner are liable to be rejected.
15. Members are requested to fill in the postal ballot form in indelible ink and not in any erasable writing mode.

Voting through electronic means

- I. The Company has entered into an arrangement with M/s. Karvy Computershare Private Limited for facilitating remote e-voting for Postal Ballot. The instructions for remote e-voting are as under:
 - (a) **In case of Members receiving an e-mail from M/s. Karvy Computershare Private Limited:**
 - i) Launch an internet browser and open <https://evoting.karvy.com>
 - ii) Shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cutoff date i.e. business hours of Friday, July 29, 2016 may cast their vote electronically.
 - iii) Enter the login credentials i.e. User ID and password, provided in the email received from M/s. Karvy Computershare Private Limited. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.
 - iv) After entering the above details click on - LOGIN.
 - v) Password change menu will appear. Change the Password with a new Password of your choice. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@,#,\$,etc.) The system will also prompt you to update your contact details like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential. After changing the password, you need to login again with the new credentials.
 - vi) On successful login, the system will prompt you to select the E-Voting Event.
 - vii) Select 'EVENT' of InterGlobe Aviation Limited –POSTAL BALLOT and click on – Submit.
 - viii) Now you are ready for e-voting as 'Ballot Form' page opens.
 - ix) Cast your vote by selecting appropriate option and click on 'Submit'. Click on 'OK' when prompted.
 - x) Upon confirmation, the message 'Vote cast successfully' will be displayed.
 - xi) Once you have confirmed your vote on the resolution, you cannot modify your vote.
 - xii) The Portal will remain open for voting from: **10.00 A.M. on Tuesday, August 9, 2016 to 5.00 P.M. on Wednesday, September 7, 2016.**
 - xiii) Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority Letter, along with attested specimen signature of the duly authorised signatory(ies) who are authorized to vote, to the Scrutinizer by an e-mail at anandsrao@gmail.com. They may also upload the same in the e-voting module in their login. The scanned image of the above mentioned documents should be in the naming format "Corporate Name EVENT NO."
 - (b) **In case of Members receiving Postal ballot Form by post and opting for voting through Electronic means:**
 - (i) Initial password is provided as below/at the bottom of the Postal ballot Form.

EVEN (Electronic Voting Event Number)	USER ID	PASSWORD/PIN

- (ii) Please follow all steps from Sr. No. (a)(i) to Sr. No. (a)(xi) mentioned above, to cast vote.

- II. In case of any queries, you may refer to the 'Frequently Asked Questions' (FAQs) and 'e-voting user manual' available in downloads section of the e-voting website of M/s. Karvy Computershare Private Limited <https://evoting.karvy.com>.
- III. The voting rights shall be as per the number of equity shares held by the Member(s) as on July 29, 2016, being the cut-off date. Members are eligible to cast vote electronically only if they are holding shares as on that date.
- IV. The results declared along with the report of the scrutinizer shall be placed on the notice board at the Registered Office and Corporate Office of the Company and also on the website of the Company i.e. www.goindigo.in immediately after the declaration of result by the Chairman or any person authorised by him and at the website of e-voting agency viz. M/s. Karvy Computershare Private Limited at <https://evoting.karvy.com> and shall also be immediately forwarded to the BSE Limited and National Stock Exchange Limited.
- V. If you have forgotten your password, you can reset your password by using "Forgot Password" option available on <https://evoting.karvy.com> or contact M/s. Karvy Computershare Private Limited at toll free no. 1800-345-4001 or email at evoting.karvy.com. In case of any other queries/grievances connected with voting by electronic means, you may also contact Mr. I L Murthy, Manager – Corporate Registry of M/s. Karvy Computershare Private Limited, at telephone no +91 40 6716 1500.
- VI. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names, will be entitled to vote at the Meeting.
- VII. Members may utilize the facility extended by the Registrar and Transfer Agent for redressal of queries. Members may visit <http://karisma.karvy.com> and click on Members option for query registration through free identity registration process.

The SEBI has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to M/s. Karvy Computershare Private Limited.