



May 26, 2021

IGAL/SECT/05-21/06

To  
The National Stock Exchange of India  
Limited  
Exchange Plaza, C-1, Block 'G'  
Bandra Kurla Complex, Bandra (E)  
Mumbai - 400 051  
**Symbol: INDIGO**

To  
Department of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001  
**Scrip code: 539448**

**Sub : Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations') – Postal Ballot Notice to the Members**

Pursuant to Regulation 30 and other applicable regulations of the SEBI LODR Regulations, please find enclosed a copy of Postal Ballot Notice dated May 26, 2021 along with the explanatory statement seeking approval of the Members of the Company, by way of a special resolution, for raising of funds by issue of equity shares through Qualified Institutions Placement

Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and the General Circular No.14/2020 dated April 08, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020 and the General Circular No. 39/2020 dated December 31, 2020 issued by the Ministry of Corporate Affairs (collectively referred as "MCA Circulars"), and the SEBI LODR Regulations, the Postal Ballot Notice is being sent only by email to all its Members who have registered their email addresses with the Company or Depository(ies) as on the cut-off date, i.e. Friday, May 21, 2021.

The Members, whose email addresses are not registered, are requested to register the same by following the detailed procedure prescribed in the Postal Ballot Notice. As per the provisions of the MCA Circulars, the assent or dissent on the above resolution can be communicated by the Members through remote e-voting only.

InterGlobe Aviation Limited

Registered Office: Upper Ground Floor, Thapar House, Gate No. 2, Western Wing, 124 Janpath, New Delhi – 110 001, India. M +91 9650098905,

F + 91 11 43513200 Email: [corporate@goindigo.in](mailto:corporate@goindigo.in)

Corporate Office: Level1, Tower C, Global Business Park, M G Road, Gurgaon - 122 002, Haryana, India. T +91 124 435 2500. F + 91 124 406 8536

CIN no.: L62100DL2004PLC129768

goindigo.in

from INTERGLOBE

The remote e-voting will commence at 09:00 a.m. on Thursday, May 27, 2021 and will end at 05:00 p.m. on Friday, June 25, 2021. The results of the Postal Ballot will be declared on or before Sunday, June 27, 2021.

The Postal Ballot Notice is also available on the website of the Company at [www.goindigo.in](http://www.goindigo.in).

This is for your information and record.

Thanking you,

For InterGlobe Aviation Limited

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



## INTERGLOBE AVIATION LIMITED

CIN: L62100DL2004PLC129768

Registered Office: Upper Ground Floor, Thapar House,  
Gate No. 2, Western Wing, 124 Janpath, New Delhi – 110 001, India  
Tel: +91-9650098905; Fax: 011-43513200  
Email Id: [investors@goindigo.in](mailto:investors@goindigo.in); Website: [www.goindigo.in](http://www.goindigo.in)

### Postal Ballot Notice

**[Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the MCA Circulars]**

Dear Members,

Notice is hereby given pursuant to the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013, as amended (the "**Act**"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "**SEBI LODR Regulations**"), Secretarial Standard - 2 issued by the Institute of Company Secretaries of India on General Meetings, as amended (the "**SS-2**") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020 and No. 39/2020 dated December 31, 2020, issued by the Ministry of Corporate Affairs (collectively the "**MCA Circulars**"), and pursuant to other applicable laws and regulations, if any, that the resolution appended below is proposed to be passed as a Special Resolution by the Members of the Company (the "**Members**") through Postal Ballot, only by means of remote electronic voting (the "**Remote e-voting**").

In terms of the MCA Circulars and in view of on-going COVID-19 pandemic, companies are advised to take all decisions requiring the Members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of Postal Ballot/ Remote e-voting in accordance with the provisions of the Act and Rules made thereunder, without holding a general meeting that requires physical presence of the Members at a common venue. Further, the Company will send Postal Ballot Notice only by e-mail to all its Members who have registered their e-mail addresses with the Company, the Registrar and Share Transfer Agent or Depository/ Depository Participant and the communication of assent/ dissent of the Members will only take place through Remote e-voting. Accordingly, this Postal Ballot is being initiated in compliance with the MCA Circulars.

In compliance with the requirements of the MCA Circulars, hard copies of the Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelopes will not be sent to the Members for this Postal Ballot.

You are requested to peruse the following proposed Resolution along with its Explanatory Statement and thereafter record your assent or dissent by means of Remote e-voting only.

#### Special Business

##### Resolution No. 1:

#### **To approve raising of funds by issue of equity shares through Qualified Institutions Placement**

To consider and if thought fit, to pass the following resolution as a "**Special Resolution**":

**"RESOLVED THAT** pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, as amended, and rules formulated thereunder, including the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force) and pursuant to the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**ICDR Regulations**"), the Securities Contracts (Regulation) Rules, 1957, as amended, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Foreign Exchange Management Act, 1999, as amended and regulations and rules issued thereunder, and clarifications issued thereon from time to time, the Consolidated FDI Policy issued by the Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India from time to time, and subject to other applicable statutes, rules, regulations, notifications, directions, guidelines and circulars

issued by any competent regulatory or statutory authorities from time to time to the extent applicable, the Memorandum of Association and Articles of Association of the Company and subject to such approvals, permissions, consents and/or sanctions as may be necessary from any concerned statutory or other relevant authorities, as may be required in this regard and further subject to such terms and conditions or modifications as may be prescribed or imposed by any of them while granting any such approvals, permissions and/or consents, the consent of the shareholders be and is hereby accorded to create, offer, issue and allot, such number of equity shares of the Company, for an aggregate amount not exceeding INR 30,000,000,000 (Rupees Three Thousand Crore), by way of Qualified Institutions Placement, to any eligible person(s) as may be decided by the Board of Directors (hereinafter referred to as the "Board", which term shall include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution), including Qualified Institutional Buyers (the "QIBs") in terms of Chapter VI of the ICDR Regulations, at such time and at such prices, at a discount or premium to the market price, in accordance with applicable law, and in such manner and on such terms and conditions, considering the prevailing market conditions and other relevant factors, and wherever necessary in consultation with the book running lead manager(s) and/or other advisor(s), as may be determined by the Board in its absolute discretion (the "Issue").

**RESOLVED FURTHER THAT** the equity shares, to be created, issued, allotted and offered by the Company, in terms of the aforementioned resolution:

- a) shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company;
- b) shall rank pari passu with the existing equity shares of the Company in all respects; and
- c) shall be appropriately adjusted for corporate actions such as bonus issue, rights issue, stock split, consolidation of stock, merger, demerger, transfer of undertaking, sale of division or any such capital or corporate re-organisation or restructuring, if applicable.

**RESOLVED FURTHER THAT** in respect of the issue of equity shares to QIBs pursuant to the Issue:

- i. the allotment of equity shares shall be completed within 365 days from the date of approval of the Issue by the shareholders of the Company by way of a special resolution or such other time as may be permitted under the ICDR Regulations from time to time;
- ii. for determining the price of the equity shares to be issued pursuant to such Issue, the relevant date shall be the date of the meeting in which the Board decides to open the Issue;
- iii. the Issue shall be made at such price not less than the price determined in accordance with the pricing formula provided under Chapter VI of the ICDR Regulations

(the "Issue Floor Price"), provided that the Board may, at its discretion and in accordance with applicable law, offer a discount of not more than 5% (five percent) or such other percentage as permitted under applicable law, on such Issue Floor Price, and the price determined for the Issue shall be subject to appropriate adjustments in accordance with the provisions of the ICDR Regulations, as may be applicable;

- iv. the equity shares shall be allotted as fully paid-up;
- v. no allotment shall be made, either directly or indirectly, to any QIB who is a promoter of the Company or any person related to the promoters, in terms of the ICDR Regulations; and
- vi. the equity shares shall not be sold for a period of one (1) year from the date of allotment, except on the floor of the stock exchange(s).

**RESOLVED FURTHER THAT** for the purpose of giving effect to any offer, issue or allotment of equity shares pursuant to the Issue, the Board shall seek listing of any or all of such equity shares of the Company as the case may be, on the applicable stock exchanges in India.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board may perform all such acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary, desirable or expedient for the Issue, including appointment or ratification of the appointment of book running lead manager(s), legal counsel(s), escrow bank and any other agency that is required to be appointed and execution of agreements as may be necessary with such parties, finalisation of the draft and final versions of the offer document, determination of the terms and conditions of the Issue, negotiation and execution of transaction documents for the Issue and delegation of all or any of its powers conferred in relation to the Issue to such committee of Directors as the Board may deem fit and proper for the purposes of the Issue and for settlement of any questions or difficulties that may arise in relation to the Issue.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper and expedient and to execute all such documents, instruments and writings as may be required, proper or necessary, to give effect to this resolution and the Board may, by a resolution, delegate the aforementioned powers to any committee of the Board, Director(s) or any other Officer(s) of the Company on such conditions as the Board may prescribe."

By order of the Board  
For **InterGlobe Aviation Limited**

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

Date: May 26, 2021  
Place: Gurgaon

Notes:

1. The explanatory statement pursuant to Section 102 of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, and the SS-2 setting out the material facts and the reasons in respect of the aforesaid resolution is annexed herewith.
2. The Board of Directors of the Company (the "**Board**") has appointed M/s. Amrita Nautiyal & Associates, Practicing Company Secretary as Scrutinizer to ensure that the Postal Ballot process is conducted in a fair and transparent manner.
3. The Postal Ballot Notice is being sent to all the Members whose names appear in the Register of Members/List of Beneficial Owners as received from the Depositories as on Friday, May 21, 2021.
4. In terms of Sections 108, 110 and other applicable provisions of the Act read with the Companies (Management and Administration) Rules, 2014 and in compliance with Regulation 44 of the SEBI LODR Regulations, the Company is pleased to offer Remote e-voting to its Members. The Company has appointed Kfin Technologies Private Limited ("**Kfintech**") for facilitating Remote e-voting to enable the Members to cast their votes electronically. The Members whose names appear on the Register of Members/List of Beneficial Owners as on Friday, May 21, 2021 (the "**Cut-off Date**") will be considered for the purpose of Remote e-voting (a person who is not a Member as on the Cut-off Date should treat this Notice for information purpose only). The Remote e-voting period will commence at 09:00 a.m. on Thursday, May 27, 2021 and will end at 05:00 p.m. on Friday, June 25, 2021 and at the end of the Remote e-voting period, the facility shall forthwith be blocked.
5. In line with the MCA Circulars, this Postal Ballot Notice is being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. The Members may please note that the Postal Ballot Notice will also be available on the Company's website at [www.goindigo.in](http://www.goindigo.in), websites of the Stock Exchanges, i.e., BSE Limited (the "**BSE**") at [www.bseindia.com](http://www.bseindia.com) and the National Stock Exchange of India Limited (the "**NSE**") at [www.nseindia.com](http://www.nseindia.com) and at the website of Kfintech at <https://evoting.kfintech.com>
6. Manner of registering/ updating e-mail address: The Members whose e-mail addresses are not registered with the Company/Depositories, are requested to get the same registered/ updated through the following procedure:
  - a) The Members holding shares in demat form can get their e-mail addresses registered

by contacting their respective Depository Participant.

- b) The Members holding shares in physical form may register their e-mail addresses and mobile number with Kfintech by sending an e-mail request at the email address [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com), along with a signed scanned copy of the request letter providing their email address, mobile number, self-attested copy of PAN Card and a copy of the share certificate for registering their email addresses for receiving the Postal Ballot Notice along with the Remote e-voting instructions in electronic mode.

The Company has also provided the facility to the Members for temporary registration of their e-mail address for receiving Notice of Postal Ballot in electronic mode by clicking the link <https://ris.kfintech.com/clientservices/postalballot/registration.aspx> for registration. Post successful registration of the e-mail address, the Members as on the Cut-off Date, will receive the Notice of Postal Ballot in electronic mode.

7. The Members are requested to quote their Registered Folio Number or Demat Account Number and Depository Participant (DP) ID number in all correspondence with the Company or its Registrar and Share Transfer Agent.
8. Contact details of the official responsible to address the grievances connected with Remote e-voting are set out below:

Ms. Sheetal Doba, Manager-Corporate Registry  
Kfin Technologies Private Limited  
(formerly known as Karvy Fintech Private Limited)  
Corporate Registry  
Selenium Building, Tower-B, Plot No. 31 & 32,  
Financial District, Nanakramguda, Serilingampally  
Mandal, Hyderabad, Telangana, India - 500 032  
Tel. No.: +91 40 6716 1509  
Toll Free No.: 1800-309-4001  
E-mail: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) or  
[evoting@kfintech.com](mailto:evoting@kfintech.com)
9. The resolution passed by the Members through Postal Ballot will be deemed to have been passed as if it has been passed at a General Meeting of the Members.
10. The resolution, if passed by the requisite majority, shall be deemed to have been passed on Friday, June 25, 2021, i.e., the last date of casting of vote(s) through Remote e-voting.
11. The Members desiring to exercise their vote(s) through Remote e-voting are requested to refer to the detailed procedure given hereinafter.

## Procedure for Remote e-voting

- A. In case of Members receiving an e-mail from Kfintech (for Members whose e-mail addresses are registered with the Company / Depositories):
- i. Launch an internet browser and open <https://evoting.kfintech.com>
  - ii. Enter the login credentials i.e. User ID and password, provided in the email received from Kfintech. However, if you are already registered with Kfintech for Remote e-voting, you can use your existing User ID and password for casting your vote.
  - iii. After entering the above details click on – 'Login':
  - iv. Password change menu will appear. Change the password with a new password of your choice. The new password shall comprise of 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 address, 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.
  - v. On successful login, the system will prompt you to select the Remote e-voting Event.
  - vi. Select 'EVENT' of InterGlobe Aviation Limited - Postal Ballot.
  - vii. Now you are ready for Remote e-voting as 'Ballot Form' page opens.
  - viii. Cast your vote by selecting appropriate option and click on 'Submit'. Click on 'OK' when prompted.
  - ix. Upon confirmation, the message 'Vote cast successfully' will be displayed.
  - x. Once you confirm, you will not be allowed to modify your vote.
  - xi. During the Remote e-voting period, the Members can login any number of times till they have voted on the Resolution. The Portal will remain open for voting from: 09:00 a.m. on Thursday, May 27, 2021 to 05:00 p.m. on Friday, June 25, 2021.
  - xii. Institutional Members (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority Letter, along with attested specimen signatures of

the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer by an e-mail at [scrutinizerindigo@gmail.com](mailto:scrutinizerindigo@gmail.com). They may also upload the same in the Remote e-voting module after their login. The scanned image of the above mentioned documents should be in the naming format "Corporate Name EVENT NO."

- xiii. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast a vote again.
  - xiv. In case of any queries, you may refer to the 'Frequently Asked Questions' (FAQs) and 'Remote e-voting user manual' available in downloads section on the Remote e-voting website of Kfintech <https://evoting.kfintech.com>.
- B. Members who have not registered their e-mail address (including Members holding shares in physical form) should follow the steps for registration of e-mail address and obtaining User ID and password for Remote e-voting as mentioned in para 6 of the "Notes" and the other four instructions provided below.:
- i. If mobile number of the Member is registered against Folio No. / DP ID, Client ID, the Member may send SMS: MYEPWD Remote e-voting EVENT Number + Folio No. or DP ID Client ID to +91 9212993399  
  
Example for NSDL:  
MYEPWD IN12345612345678  
  
Example for CDSL:  
MYEPWD 1402345612345678  
  
Example for Physical:  
MYEPWD XXXX1234567890
  - ii. If e-mail address or mobile number of the Member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the Member may click "Forgot Password" and enter Folio No. or DP ID Client ID to generate a password.
  - iii. Please follow all steps from Sl. No. 11 (A) as mentioned above, to cast your vote.
  - iv. Alternatively, the Members may also obtain the User ID and password by sending a request at [evoting@kfintech.com](mailto:evoting@kfintech.com). However, if you are already registered with Kfintech for Remote e-voting, then you can use your existing User ID and password for casting your vote. If you have forgotten your password, you can reset your password by using "Forgot Password" option available on <https://evoting.kfintech.com> or contact Kfintech

at toll free no. 1800-309-4001 or email at [evoting@kfintech.com](mailto:evoting@kfintech.com). In case of any other queries/grievances connected with the Remote e-voting, you may also contact Ms. Sheetal Doba, Manager – Corporate Registry of Kfintech, at telephone no. +91 40 6716 1509.

12. The Scrutinizer will submit her report to the Chairman after the completion of scrutiny, and the result of the voting by Postal Ballot through Remote e-voting will be announced by the Chairman or any other Director / Officer of the Company, on or before Sunday, June 27, 2021 and will also be displayed at the website of the Company [www.goindigo.in](http://www.goindigo.in), and at the website of Remote e-voting agency viz. Kfintech at <https://evoting.kfintech.com> and shall also be immediately forwarded to the BSE and NSE.
13. The voting rights shall be as per the number of equity shares held by the Member(s) as on the Cut-off Date. The Members are eligible to cast vote(s) electronically only if they are holding shares as on the Cut-off Date.

14. All the material documents referred to in the explanatory statement will be available for inspection electronically until the last date for receipt of votes through Remote e-voting. The Members seeking to inspect such documents can send an email to [investors@goindigo.in](mailto:investors@goindigo.in).

15. The Members may utilise the facility extended by Kfintech for redressal of queries. The Members may visit <https://karisma.kfintech.com> and click on Members option for query registration through the free identity registration process.

By order of the Board  
For **InterGlobe Aviation Limited**

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

Date: May 26, 2021  
Place: Gurgaon



# INTERGLOBE AVIATION LIMITED

CIN: L62100DL2004PLC129768

Registered Office: Upper Ground Floor, Thapar House,  
Gate No. 2, Western Wing, 124 Janpath, New Delhi – 110 001, India  
Tel: +91-9650098905; Fax: 011-43513200  
Email Id: [investors@goindigo.in](mailto:investors@goindigo.in); Website: [www.goindigo.in](http://www.goindigo.in)

## ANNEXURE TO POSTAL BALLOT NOTICE

STATEMENT PURSUANT TO SECTION 102(1) AND SECTION 110 OF THE COMPANIES ACT, 2013

### Item No. 1

Pursuant to the relevant sections of the Companies Act, 2013 (the "Act") including, without limitation, Section 42 and 62(1)(c) of the Act, any offer or issue of equity shares in the Company to persons other than Members of the Company requires prior approval of the Members by way of a special resolution.

The Company proposes to raise additional capital for funding organic or inorganic growth opportunities, capital expenditure, meeting long and short term working capital requirements, pre-payment and/or repayment of outstanding borrowings or other financial obligations, general corporate purposes or other corporate exigencies, as may be permissible under the applicable law and approved by the Board of Directors or its duly authorised committee. In terms of Sections 23, 42 and 62(1)(c) of the Act, the approval of the Members of the Company is accordingly being sought to permit the Board of Directors to create, issue, offer and allot equity shares, by way of Qualified Institutions Placement ("QIP") in accordance with applicable laws, for an aggregate amount not exceeding INR 30,000,000,000 (Rupees Three Thousand Crore) at such price as may be deemed appropriate by the Board of Directors (hereinafter referred to as the "Board" which term shall be deemed to include any committee(s) constituted/to be constituted by the Board to exercise its powers including powers conferred by this resolution) in its absolute discretion, including the discretion to determine the Qualified Institutional Buyers (the "QIBs") to whom the issue, offer, and allotment shall be made considering the prevalent market conditions and other relevant factors and, wherever necessary, in consultation with book running lead manager(s) and other agencies that may be appointed (the "Issue"). The Board, at its meeting held on May 10, 2021, subject to the approval of the Members, has approved such capital raising.

For the issuance of equity shares undertaken by way of QIP: (a) the allotment of equity shares shall be completed within a period of 365 days from passing this resolution or such other time as may be allowed under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "ICDR Regulations") from time to time; (b) the pricing of the equity shares that may be issued to QIBs shall be determined

by the Board subject to such price not being less than the floor price calculated in accordance with Chapter VI of the ICDR Regulations, provided that the Company may offer a discount of not more than 5% (five per cent) on such floor price or such other discount as may be permitted under the ICDR Regulations; and (c) the 'Relevant Date' for the purpose of pricing the equity shares shall be the date of the meeting in which the Board decides to open the Issue.

The equity shares to be offered, issued and allotted pursuant to the Issue shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company and shall rank pari passu inter se and with the then existing equity shares of the Company, in all respects, including dividend.

The approval of the Members of the Company is being sought to enable the Board, to decide on the capital raise and issuance of equity shares, to the extent and in the manner stated in the special resolution, without the need for any fresh approval from the Members of the Company in this regard.

The resolution proposed is an enabling resolution and the number of equity shares to be issued, identification of investors, price, quantum and timing of the Issue, and the detailed terms and conditions for the Issue will be decided by the Board, in accordance with applicable law, in consultation with book running lead manager(s) and/or other advisor(s) appointed in relation to the Issue, as necessary, taking into consideration market conditions. The proposal, therefore, seeks to confer upon the Board, the absolute discretion and adequate flexibility to determine the terms of the Issue, as detailed above. The Company has made and will continue to make necessary disclosures to the stock exchanges, as may be required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. The Members of the Company are, therefore, requested to accord their approval.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives is deemed to be concerned or interested, financially or otherwise in the said resolution except to the extent of their respective shareholding, if any, in the Company.



The Board recommends the resolution for approval by the Members of the Company by way of a Special Resolution.

By order of the Board  
**For InterGlobe Aviation Limited**

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

Date: May 26, 2021

Place: Gurgaon