

## InterGlobe Aviation Limited

### Quarterly Compliance Report on Corporate Governance

(Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Name of Listed Entity **InterGlobe Aviation Limited**

Quarter ended **December 31, 2015**

#### I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	DIN	Category (Chairperson / Executive / Non- Executive / Independent / Nominee) <sup>§</sup>	Date of Appointment in the current term / Cessation  (DD/MM/YYYY)	Tenure*	No of Directorship in listed entities including this listed entity  (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit / Stakeholder Committee(s) including this listed entity  (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity  (Refer Regulation 26(1) of Listing Regulations)
Mr.	Devadas Mallya Mangalore	01804955	Chairperson - Non-Executive - Independent	27/03/2015	2 years	7	7	1
Dr.	Anupam Khanna	03421015	Non-Executive - Independent	27/03/2015	2 years	1	1	-
Mr.	Aditya Ghosh	01243445	Executive	01/04/2014	-	1	2	-
Mr.	Rahul Bhatia	00090860	Non-Executive	13/01/2004	-	1	-	-
Mr.	Rakesh Gangwal	03426679	Non-Executive	25/06/2015	-	1	-	-
Ms.	Rohini Bhatia	01583219	Non-Executive	27/03/2015	-	1	1	1

<sup>§</sup> PAN number of any director would not be displayed on the website of Stock Exchange.

<sup>&</sup> Category of directors means Executive / Non-Executive / Independent / Nominee, if a director fits into more than one category write all categories separating them with hyphen.

\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

#### II. Composition of Committees

S. No.	Name of Committee	Name of Committee members	Category (Chairperson / Executive / Non-Executive /
1	<b>Audit Committee</b>	Mr. Devadas Mallya Mangalore Dr. Anupam Khanna Mr. Aditya Ghosh	Chairperson - Non-Executive - Independent Non-Executive - Independent Executive
2	<b>Nomination &amp; Remuneration Committee</b>	Dr. Anupam Khanna Mr. Devadas Mallya Mangalore Mrs. Rohini Bhatia	Chairperson - Non-Executive - Independent Non-Executive - Independent Non-Executive
3	<b>Risk Management Committee (if Applicable)</b>	N.A.	N.A.
4	<b>Stakeholders Relationship Committee</b>	Mrs. Rohini Bhatia Mr. Aditya Ghosh	Chairperson - Non-Executive Executive

<sup>§</sup> Category of directors means Executive / Non-Executive / Independent / Nominee, if a director fits into more than one category write all categories separating them with hyphen.

### III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter (DD/MM/YYYY)	Date(s) of Meeting (if any) in the relevant quarter (DD/MM/YYYY)	Maximum gap between any two consecutive (in number of days)
04/09/2015	06/10/2015 14/10/2015 05/11/2015	32

### IV. Meeting of Committees

#### Audit Committee

Date(s) of meeting of the committee in the relevant quarter (DD/MM/YYYY)	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter (DD/MM/YYYY)	Maximum gap between any two consecutive meetings in number of days*
06/10/2015	Yes, the requirement of quorum was met. The meeting was attended by both the independent directors.	04/09/2015	32

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

#### Nomination & Remuneration Committee

Date(s) of meeting of the committee in the relevant quarter (DD/MM/YYYY)	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter (DD/MM/YYYY)	Maximum gap between any two consecutive meetings in number of days*
No meeting of the Nomination & Remuneration Committee was held during the quarter under review			

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

#### Stakeholders Relationship Committee

Date(s) of meeting of the committee in the relevant quarter (DD/MM/YYYY)	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter (DD/MM/YYYY)	Maximum gap between any two consecutive meetings in number of days*
No meeting of the Stakeholders Relationship Committee was held during the quarter under review			

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

### V. Related Party Transactions

Subject	Compliance status (Yes / No / N.A.) <small>refer note below</small>
Whether prior approval of audit committee obtained	N.A.
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.

#### Note:

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

2. If status is "No" details of non-compliance may be given here.

## VI. Affirmations

- 1 The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. - **Yes**
- 2 The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & Remuneration Committee - **Yes**
  - c. Stakeholders Relationship Committee - **Yes**
  - d. Risk Management Committee (applicable to the top 100 listed entities) - **Not Applicable**
- 3 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**
- 4 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**
- 5 This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here. - **InterGlobe Aviation Limited was listed with National Stock Exchange of India Limited and BSE Limited effective November 10, 2015. This is the first Quarterly Compliance Report on Corporate Governance after listing and the same will be placed before the Board of Directors in the next Board Meeting.**

### For InterGlobe Aviation Limited

Sd/-

**Suresh Kumar Bhutani**  
**(Company Secretary & Compliance Officer)**

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.