

InterGlobe Aviation Limited

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 **September 30, 2020**

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) [§]	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. Of directorship in listed entities including this listed entity [In reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [In reference to regulation 17A(1)]	Number of memberships in Audit/ Stakeholders 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.	Meleveetil Damodaran	02106990	Chairperson - Non-Executive - Independent	23-01-2019			20 months	04-05-1947	6	6	8	4
Dr.	Anupam Khanna	03421015	Non-Executive - Independent	27-03-2015	27-03-2017		66 months	12-05-1953	1	1	-	-
Mrs.	Pallavi Shardul Shroff**	00013580	Non-Executive - Independent	19-09-2019			12 months	22-04-1956	5	5	4	-
Dr.	Venkataramani Sumantran**	02153989	Non-Executive - Independent	28-05-2020			4 months	27-09-1958	3	3	4	1
Mr.	Rahul Bhatia	00090860	Non-Executive	13-01-2004				10-06-1960	1	-	-	-
Mr.	Rakesh Gangwal	03426679	Non-Executive	25-06-2015				25-07-1953	1	-	-	-
Mr.	Anil Parashar	00055377	Non-Executive	16-10-2018				17-08-1958	1	-	1	-
Mrs.	Rohini Bhatia	01583219	Non-Executive	27-03-2015				06-10-1964	1	-	1	1
Mr.	Ronojoy Dutta**	08676730	Executive	27/01/2020			8 months	11-08-1951	1	-	1	-

Whether Regular chairperson appointed : **YES**

Whether Chairperson is related to managing director or CEO: **NO**

§PAN of any director would not be displayed on the website of Stock Exchange

*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

** Ms. Pallavi Shardul Shroff, Dr. Venkataramani Sumantran and Mr. Ronojoy Dutta have been appointed as Directors of the Company at the Annual General Meeting of the Company held on September 4, 2020.

II. Composition of Committees

S. No.	Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) ⁵	Date of Appointment	Date of Cessation
1	Audit Committee	Yes	Mr. Meleveetil Damodaran	Chairperson -Non-Executive -Independent	04-03-2019	
			Dr. Venkataramani Sumantran	Non-Executive - Independent	09-06-2020	
			Mr. Anil Parashar	Non-Executive	24-10-2018	
2	Nomination and Remuneration Committee	Yes	Dr. Anupam Khanna	Chairperson -Non-Executive -Independent	27-03-2015	
			Mr. Meleveetil Damodaran	Non-Executive - Independent	29-03-2019	
			Ms. Pallavi Shardul Shroff	Non-Executive - Independent	09-06-2020	
			Mr. Anil Parashar	Non-Executive	06-11-2018	
3	Stakeholders Relationship Committee	Yes	Ms. Rohini Bhatia	Chairperson - Non-Executive	27-03-2015	
			Ms. Pallavi Shardul Shroff	Non-Executive - Independent	09-06-2020	
			Mr. Ronojoy Dutta	Executive	27-01-2020	
4	Risk Management Committee	Yes	Dr. Venkataramani Sumantran	Chairperson- Non-Executive - Independent	09-06-2020	
			Mr. Ronojoy Dutta*	Executive	04-03-2019	
			Mr. Anil Parashar	Non-Executive	24-10-2018	
			Dr. Anupam Khanna	Non-Executive - Independent	27-04-2018	

⁵ 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.

*Mr. Ronojoy Dutta who was designated as Chairman of the Risk Management Committee (RMC) w.e.f January 27, 2020 has been redesignated as member of the RMC w.e.f June 9, 2020.

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present	Maximum gap between any two consecutive (in number of days)
02-06-2020		Yes	9	4	
03-06-2020		Yes	9	4	0
12-06-2020		Yes	9	4	8
	29-07-2020	Yes	9	4	46
	30-07-2020	Yes	9	4	0
	10-08-2020	Yes	9	4	10
	26-09-2020	Yes	9	4	46

*to be filled in only for the current quarter meetings

IV. Meeting of Committees

Audit Committee

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
	Yes	3	2	02-06-2020	
	Yes	3	2	26-06-2020	23
29-07-2020	Yes	3	2		32
30-09-2020	Yes	3	2		62

Nomination and Remuneration Committee

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
	Yes	3	2	02-06-2020	
29-07-2020	Yes	4	3		56

Risk Management Committee

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
	Yes	3	1	02-06-2020	
30-07-2020	Yes	4	2		56
30-09-2020	Yes	4	2		62

Stakeholder Relationship Committee

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
	Yes	3	1	02-06-2020	
29-07-2020	Yes	3	1		56

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

**to be filled in only for the current quarter meetings

V. Related Party Transactions

Subject	Compliance status
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the 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)
 - 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) - **Yes**
- 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. -
This Report will be placed before the Board of Directors at their forthcoming meeting. The Compliance Report on Corporate Governance for the quarter ended June 30, 2020 was placed before the Board of Directors at their meeting held on July 29, 2020.

For InterGlobe Aviation Limited

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Sanjay Gupta
Company Secretary & Chief 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.

InterGlobe Aviation Limited

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 to be submitted *half yearly*)

Affirmations

Broad heading	Regulation Number	Compliance status (Yes / No / NA) ^{refer note below}	If status is "No" details of non-compliance
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholders Relationship committee at the Annual General Meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

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.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

For InterGlobe Aviation Limited

sd/-

Sanjay Gupta

Company Secretary & Chief Compliance Officer