August 27, 2019

IGAL/SECT/08-19/12

To
National Stock Exchange of India Limited
Exchange Plaza, C - 1, Block G
Bandra Kurla Complex
Bandra - (E)
Mumbai - 400 051

To
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Dear Sir,

Sub : Declaration of Results of remote e-voting and voting at the 16th Annual General Meeting

Ref : InterGlobe Aviation Limited (Symbol: INDIGO / Scrip Code: 539448)

In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Declaration of Results of remote e-voting and voting at the 16th Annual General Meeting of the Company held on Tuesday, August 27, 2019 at 10.00 a.m. at PHD Chamber of Commerce and Industry, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi - 110016, India.

This is for your information and record.

Thanking you,

For InterGlobe Aviation Limited

InterGlobe Aviation Limited

Sanjay Gupta
Company Secretary and Chief Compliance Officer

Declaration of Consolidated Result of remote e-voting and voting at the Sixteenth Annual General Meeting of InterGlobe Aviation Limited held on August 27, 2019

In terms of Section 108 of the Companies Act, 2013 ("**Act**") read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**Listing Regulations**") InterGlobe Aviation Limited ("**Company**") had provided facility of remote e-voting and voting through Ballot papers to its members at the sixteenth Annual General Meeting of the Company ("**AGM**"). The said remote e-voting facility was available from 10:00 A.M. on Saturday, August 24, 2019 up to 05:00 P.M. on Monday, August 26, 2019. Further, on Tuesday, August 27, 2019, the day of the AGM, the facility of voting at the AGM through Ballot papers 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. Ms. Amrita D.C. Nautiyal, Company Secretary in whole time practice was appointed by the Board of Directors of the Company at its meeting held on May 27, 2019, to act as Scrutinizer to scrutinize the votes cast through remote e-voting and voting at the AGM through Ballot papers.

Based on the Scrutinizer's Report dated August 27, 2019, I, the undersigned, hereby declare the consolidated result of remote e-voting and voting at the AGM through Ballot papers as per details given below:

Item No.	Item	Resolution (Ordinary/ Special)	Number and Percentage of valid votes cast		Result
			For	Against	
1.	Adoption of: (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2019 along with the reports of the Board of Directors and the Auditors' thereon; and	Ordinary	36,25,56,500 (100.0000%)	1 (Negligible)	Resolution passed with requisite majority

Item No.	Item	Resolution (Ordinary/ Special)	Number and Percentage of valid votes cast		Result
			For	Against	
	(b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2019 along with the report of the Auditors' thereon				
2.	Declaration of Final Dividend of Rs. 5 per Equity Share for the Financial Year ended March 31, 2019	Ordinary	36,72,69,529 (99.9992%)	3,001 (0.0008%)	Resolution passed with requisite majority
3.	Approval for re-appointment of Mr. Rahul Bhatia (DIN 00090860) as a Director of the Company, who retires by rotation	Ordinary	36,42,26,644 (99.3330%)	24,45,737 (0.6670%)	Resolution passed with requisite majority
4.	Approval for appointment of S.R. Batliboi & Co. LLP, Chartered Accountants as the Statutory Auditors of the Company	Ordinary	36,72,72,525 (100.0000%)	5 (Negligible)	Resolution passed with requisite majority
5.	Approval for appointment of Mr. Meleveetil Damodaran (DIN 02106990) as an Independent Director of the Company	Ordinary	36,36,57,426 (99.1536%)	31,04,387 (0.8464%)	Resolution passed with requisite majority
6.	Approval for appointment of Mr. Anil Parashar (DIN 00055377) as a Director of the Company	Ordinary	36,01,06,840 (98.2094%)	65,65,541 (1.7906%)	Resolution passed with requisite majority
7.	Approval for payment of profit related commission to the Independent Directors of the Company	Ordinary	36,31,43,305 (99.8196%)	6,56,121 (0.1804%)	Resolution passed with requisite majority

Item No.	Item	Resolution (Ordinary/ Special)	Number and Percentage of valid votes cast		Result
			For	Against	
8.	Approval for Extending travel benefits to Non - Executive Directors of the Company	Ordinary	36,34,44,272 (99.9024%)	3,55,153 (0.0976%)	Resolution passed with requisite majority
9.	Approval for Alteration in Articles of Association of the Company	Special	33,60,42,068 (92.3297%)	2,79,16,618 (7.6703%)	Resolution passed with requisite majority

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

For InterGlobe Aviation Limited ("IndiGo")

Rahul Bhatia

Chairman of the AGM

August 27, 2019

Gurgaon

Amrita D.C. Nautiyal
Practising Company Secretary

1, Bina Shopping Centre,
M.V. Road,
Andheri East,
Mumbai 400 069.
Tel-Fax : 022 26830079/80
amrita.nautiyal@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015]

The Chairman,
16th Annual General Meeting,
InterGlobe Aviation Limited ("IndiGo")
Central Wing, Ground Floor,
Thapar House, 124 Janpath
New Delhi – 110 001, India

Ref : Sixteenth Annual General Meeting of the Members of InterGlobe Aviation Limited held on Tuesday, August 27th , 2018 at 10.00 a.m. at PHD Chamber of Commerce and Industry, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi - 110016,

I, Amrita D.C. Nautiyal, Practicing Company Secretary (FCS: 5079, CP No.: 7989), having office at 1, Bina Shopping Centre, M.V. Road, Andheri (East), Mumbai – 400 069, was appointed as Scrutinizer by the Board of Directors of **InterGlobe Aviation Limited** (the "Company") at its meeting held on May 27th 2019 for the Sixteenth Annual General Meeting (AGM) of the Company held on **Tuesday, August 27th , 2019** at 10:00 a.m. at **PHD Chamber of Commerce and Industry, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi - 110016,** for the purpose of scrutinizing the remote e-voting process and Physical voting process through Ballot papers at the AGM in a fair and transparent manner and ascertaining the requisite majority on the voting carried out as per the provisions of the Companies Act, 2013, sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 on the resolutions referred to in this report.

1. I submit my report as under:

1.1. The Company provided remote e-voting facility to all the members holding shares as on the cut-off date i.e. August 20, 2019and sent the AGM notice and Annual Report for the financial year 2018-19 electronically on August 2nd 2019 to such members whose email IDs were registered with the depository participants. For the other members, the AGM notice and Annual Report for the financial year 2018-19 of the Company were sent by permitted mode



Amrita D.C. Nautiyal
Practising Company Secretary

1, Bina Shopping Centre,
M.V. Road,
Andheri East,
Mumbai 400 069.
Tel-Fax : 022 26830079/80
amrita.nautiyal@gmail.com

through courier and post, dispatch of which was completed on August 2nd 2019.

1.2. The Company engaged the services of Karvy Fintech Private Limited ("Karvy") for providing remote e-voting facility.

1.3. The remote e-voting period commenced at 10.00 a.m. on Saturday, August 24th, 2019 and ended at 5.00 p.m. on Monday, August 26th, 2019.

1.4. One Ballot box kept for voting by the shareholders present in the AGM, was locked in my presence with due identification mark placed by me.

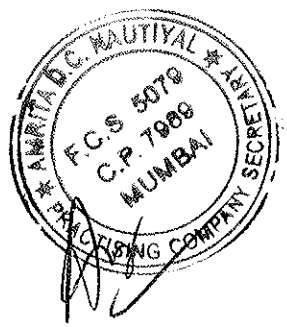
1.5. The votes were unblocked at Delhi on August 27th, 2019 in the presence of Ms. Rajitha Cholleti and Mr. Bharat Makkapati who are not the employees of the Company, and who have signed herein as witnesses to the unblocking of votes.

1.6. The votes cast electronically were duly scrutinized and the shareholding was matched /confirmed with the records maintained by the Registrar and Transfer Agent of the Company, "Karvy", as on the cut-off date i.e. August 20th, 2019.

1.7. The locked Ballot box was subsequently opened by me in the presence of two witnesses and Ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Company / Registrar and Transfer Agent of the Company and the authorizations / proxies lodged with the Company.

1.8. I did not find any Ballot paper invalid.

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



Amrita D.C. Nautiyal
Practising Company Secretary

1, Bina Shopping Centre,
M.V. Road,
Andheri East,
Mumbai 400 069.
Tel-Fax : 022 26830079/80
amrita.nautiyal@gmail.com

(1) Resolution No. 1 - Ordinary Resolution

To consider and adopt:

(a) the audited standalone financial statements of the Company for the financial year ended March 31, 2019 along with the reports of the Board of Directors and the Auditors thereon; and

(b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2019 along with the report of Auditors thereon.

	Total valid Physical Ballot papers and remote e-voting confirmations	No. of votes cast through remote e-voting (A)	No. of votes cast through Physical Ballot papers (B)	Total votes cast (A+B)	Percentage of total votes cast
Votes cast in favour of the resolution	574	36,14,99,529	10,56,971	36,25,56,500	100.0000
Votes cast against the resolution	1	0	1	1	Negligible
Total	**575**	**36,14,99,529**	**10,56,972**	**36,25,56,501**	**100.0000**

Note: 11 Ballots in respect of 50,55,215 votes abstained from voting

Above resolution has been passed with **requisite majority.**

AMRITA D.C. NAUTIYAL * F.C.S 5079 C.P. 7959 MUMBAI * PRACTISING COMPANY SECRETARY

Amrita D.C. Nautiyal
Practising Company Secretary

1, Bina Shopping Centre,
M.V. Road,
Andheri East,
Mumbai 400 069.
Tel-Fax : 022 26830079/80
amrita.nautiyal@gmail.com

(2) Resolution No. 2 - Ordinary Resolution

To declare final Dividend of Rs. 5 per equity share for the financial year ended March, 31, 2019.

	Total valid Physical Ballot papers and remote e-voting confirmations	No. of votes cast through remote e-voting (A)	No. of votes cast through Physical Ballot papers (B)	Total votes cast (A+B)	Percentage of total votes cast
Votes cast in favour of the resolution	571	36,62,12,558	10,56,971	36,72,69,529	99.9992
Votes cast against the resolution	6	3,000	1	3,001	0.0008
Total	**577**	**36,62,15,558**	**10,56,972**	**36,72,72,530**	**100.0000**

Note : 9 Ballots in respect of 3,39,186 votes abstained from voting

Above resolution has been passed with **requisite majority.**

AMRITA D.C. NAUTIYAL * F.C.S 5079 C.P. 7989 MUMBAI * PRACTISING COMPANY SECRETARY

Amrita D.C. Nautiyal
Practising Company Secretary

1, Bina Shopping Centre,
M.V. Road,
Andheri East,
Mumbai 400 069.
Tel-Fax : 022 26830079/80
amrita.nautiyal@gmail.com

(3) Resolution No. 3 - Ordinary Resolution

*To appoint a Director in place of Mr. Rahul Bhatia (*DIN 00090860*), who retires by rotation and being eligible, offers himself for re-appointment.*

	Total valid Physical Ballot papers and remote e-voting confirmations	No. of votes cast through remote e-voting (A)	No. of votes cast through Physical Ballot papers (B)	Total votes cast (A+B)	Percentage of total votes cast
Votes cast in favour of the resolution	544	36,31,69,673	10,56,971	36,42,26,644	99.3330
Votes cast against the resolution	30	24,45,736	1	24,45,737	0.6670
Total	**574**	**36,56,15,409**	**10,56,972**	**36,66,72,381**	**100.0000**

Note : 13 Ballots in respect of 9,39,335 votes abstained from voting.

Above resolution has been passed with **requisite majority.**

AMRITA D.C. NAUTIYAL * F.C.S 5079 C.P. 7989 MUMBAI * PRACTISING COMPANY SECRETARY

Amrita D.C. Nautiyal
Practising Company Secretary

1, Bina Shopping Centre,
M.V. Road,
Andheri East,
Mumbai 400 069.
Tel-Fax : 022 26830079/80
amrita.nautiyal@gmail.com

(4) Resolution No 4 – Ordinary resolution

To approve appointment of S.R. Batliboi & Co LLP, Chartered Accountants as the Statutory Auditors of the Company

	Total valid Physical Ballot papers and remote e-voting confirmations	No. of votes cast through remote e-voting (A)	No. of votes cast through Physical Ballot papers (B)	Total votes cast (A+B)	Percentage of total votes cast
Votes cast in favour of the resolution	574	36,62,15,554	10,56,971	36,72,72,525	100.0000
Votes cast against the resolution	3	4	1	5	Negligible
Total	**577**	**36,62,15,558**	**10,56,972**	**36,72,72,530**	**100.0000**

Note : 9 Ballots in respect of 3,39,186 votes abstained from voting

Above resolution has been passed with **requisite majority.**

AMRITA D.C. NAUTIYAL * F.C.S 5079 C.P. 7989 MUMBAI * PRACTISING COMPANY SECRETARY

Amrita D.C. Nautiyal
Practising Company Secretary

1, Bina Shopping Centre,
M.V. Road,
Andheri East,
Mumbai 400 069.
Tel-Fax : 022 26830079/80
amrita.nautiyal@gmail.com

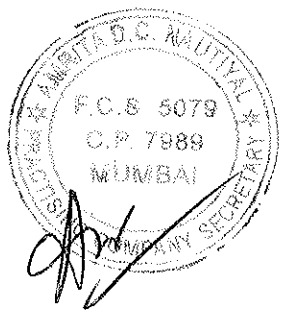
(5) Resolution No 5 – Ordinary resolution

Appointment of Mr Meleveetil Damodaran (DIN – 02106990) as an Independent Director of the Company

	Total valid Physical Ballot papers and remote e-voting confirmations	No. of votes cast through remote e-voting (A)	No. of votes cast through Physical Ballot papers (B)	Total votes cast (A+B)	Percentage of total votes cast
Votes cast in favour of the resolution	503	36,26,00,455	10,56,971	36,36,57,426	99.1536
Votes cast against the resolution	76	31,04,386	1	31,04,387	0.8464
Total	**579**	**36,57,04,841**	**10,56,972**	**36,67,61,813**	**100.0000**

Note: 10 Ballots in respect of 8,49,902 votes abstained from voting

Above resolution has been passed with **requisite majority.**



Amrita D.C. Nautiyal
Practising Company Secretary

1, Bina Shopping Centre,
M.V. Road,
Andheri East,
Mumbai 400 069.
Tel-Fax : 022 26830079/80
amrita.nautiyal@gmail.com

(6) Resolution No 6 – Ordinary Resolution

Appointment of Mr. Anil Parashar (DIN – 00055377) as Director of the Company

	Total valid Physical Ballot papers and remote e-voting confirmations	No. of votes cast through remote e-voting (A)	No. of votes cast through Physical Ballot papers (B)	Total votes cast (A+B)	Percentage of total votes cast
Votes cast in favour of the resolution	490	35,90,49,869	10,56,971	36,01,06,840	98.2094
Votes cast against the resolution	84	65,65,540	1	65,65,541	1.7906
Total	**574**	**36,56,15,409**	**10,56,972**	**36,66,72,381**	**100.0000**

Note: 13 Ballots in respect of 9,39,335 votes abstained from voting.

Above resolution has been passed with **requisite majority.**

AMRITA D.C. NAUTIYAL F.C.S 5079 C.P. 7969 MUMBAI PRACTISING COMPANY SECRETARY

Amrita D.C. Nautiyal
Practising Company Secretary

1, Bina Shopping Centre,
M.V. Road,
Andheri East,
Mumbai 400 069.
Tel-Fax : 022 26830079/80
amrita.nautiyal@gmail.com

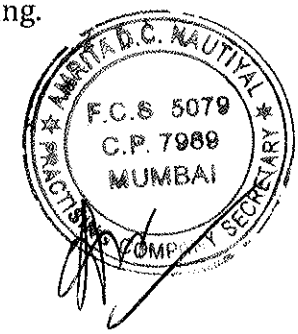
(7) Resolution No 7 – Ordinary Resolution

Payment of Profit Related Commission to the Independent Directors of the Company

	Total valid Physical Ballot papers and remote e-voting confirmations	No. of votes cast through remote e-voting (A)	No. of votes cast through Physical Ballot papers (B)	Total votes cast (A+B)	Percentage of total votes cast
Votes cast in favour of the resolution	529	36,20,86,334	10,56,971	36,31,43,305	99.8196
Votes cast against the resolution	36	6,56,120	1	6,56,121	0.1804
Total	**565**	**36,27,42,454**	**10,56,972**	**36,37,99,426**	**100.0000**

Note : 21 Ballots in respect of 38,12,290 votes abstained from voting.

Above resolution has been passed with **requisite majority.**



Amrita D.C. Nautiyal
Practising Company Secretary

1, Bina Shopping Centre,
M.V. Road,
Andheri East,
Mumbai 400 069.
Tel-Fax : 022 26830079/80
amrita.nautiyal@gmail.com

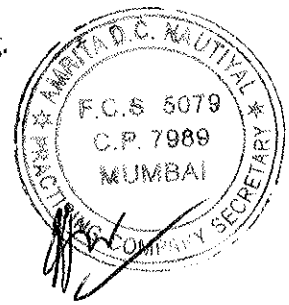
(8) Resolution No 8 – Ordinary Resolution

Extending travel benefits to the Non - Executive Directors of the Company

	Total valid Physical Ballot papers and remote e-voting confirmations	No. of votes cast through remote e-voting (A)	No. of votes cast through Physical Ballot papers (B)	Total votes cast (A+B)	Percentage of total votes cast
Votes cast in favour of the resolution	544	36,23,87,301	10,56,971	36,34,44,272	99.9024
Votes cast against the resolution	21	3,55,152	1	3,55,153	0.0976
Total	**565**	**36,27,42,453**	**10,56,972**	**36,37,99,425**	**100.0000**

Note : 21 Ballots in respect of 38,12,290 votes abstained from voting.

Above resolution has been passed with **requisite majority.**



Amrita D.C. Nautiyal
Practising Company Secretary

1, Bina Shopping Centre,
M.V. Road,
Andheri East,
Mumbai 400 069.
Tel-Fax : 022 26830079/80
amrita.nautiyal@gmail.com

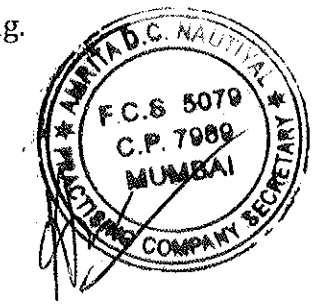
(9) Resolution No 9 – Special Resolution

Alteration in Articles of Association of the Company

	Total valid Physical Ballot papers and remote e-voting confirmations	No. of votes cast through remote e-voting (A)	No. of votes cast through Physical Ballot papers (B)	Total votes cast (A+B)	Percentage of total votes cast
Votes cast in favour of the resolution	251	33,49,85,097	10,56,971	33,60,42,068	92.3297
Votes cast against the resolution	310	2,79,16,617	1	2,79,16,618	7.6703
Total	**561**	**36,29,01,714**	**10,56,972**	**36,39,58,686**	**100.0000**

Note : 26 Ballots in respect of 36,53,030 votes abstained from voting.

Above resolution has been passed with **requisite majority.**



Amrita D.C. Nautiyal
Practising Company Secretary

1, Bina Shopping Centre,
M.V. Road,
Andheri East,
Mumbai 400 069.
Tel-Fax : 022 26830079/80
amrita.nautiyal@gmail.com

3. All the relevant records of remote e-voting and voting through physical Ballot papers will remain in my safe custody until the Chairman considers, approves and signs the minutes of the Sixteenth Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

4. You may accordingly declare the consolidated result of the voting through physical Ballot papers and remote e-voting.

Thanking you,
Yours faithfully,

Amrita D.C. Nautiyal
Practising Company Secretary
Scrutinizer
FCS – 5079
CP – 7989

Place: New Delhi
Date: August 27, 2019

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

Rahul Bhatia
Chairman
16th Annual General Meeting

We, the undersigned, witness that the votes were unblocked from the e-voting website of Karvy in our presence at Delhi on August 27, 2019.

(Signature)
Name: Rajitha Cholleti
Address: Karvy Fintech Pvt. Ltd.
New Delhi

(Signature)
Name: Bharat Makkapati
Address: Karvy Fintech Pvt. Ltd.
New Delhi