

NOTICE OF 20TH ANNUAL GENERAL MEETING

Notice is hereby given that the 20th Annual General Meeting ('AGM') of the Members of InterGlobe Hotels Private Limited will be held on shorter notice on Monday, the 30th day of September, 2024 at 11:30 am at 3rd Floor, Dr. Gopaldas Bhawan, 28, Barakhamba Road, Connaught Place, New Delhi-110001, India, to transact the following business:

ORDINARY BUSINESS:

Item no. 1 – Adoption of Financial Statements

To receive, consider and adopt:

- i. The audited Standalone financial statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors of the Company (the “Board”) and Auditors thereon.
- ii. The audited Consolidated financial statements of the Company for the financial year ended March 31, 2024 and the reports of the Auditors thereon.

SPECIAL BUSINESS:

Item no. 2 – Appointment of Mr. Philip Joseph Basha as director

To consider and if thought fit, to pass with or without modification(s), the following resolution as an ordinary resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013, if any, and the Rules made thereunder, Mr. Philip Joseph Basha (DIN 10298439), who was appointed as an Additional Director by the Board of Directors of the Company with effect from September 28, 2023, and who holds office till the date of the ensuing AGM, in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company.

Item no. 3 – Appointment of Mr. Aditya Pande as director

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013, if any, and the Rules made thereunder, Mr. Aditya Pande (DIN 03115010), who was appointed as an Additional Director by the Board of Directors of the Company with effect from March 19, 2023, and who holds office till the date of the ensuing AGM, in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company.

**By Order of the Board
For InterGlobe Hotels Private Limited**

Place: Gurgaon

Date: September 20, 2024

**Lalit Kumar
Company Secretary
Members Number: 49701**

NOTES

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF / HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as a proxy on behalf of not exceeding fifty (50) members and holding in aggregate not more than ten (10) percent of the total share capital of the Company.

2. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
3. The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting. A proxy form for the AGM is enclosed.
4. The Statement pursuant to Section 102 (1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed.
5. A map for easy location to reach the venue of Annual General Meeting is annexed to this notice.

Statement pursuant to Section 102 (1) of the Companies Act, 2013

Item no. 2

Mr. Philip Joseph Basha (DIN 10298439) was appointed as an additional director of the Company on September 28, 2023. In terms of provisions of the Companies Act, 2013, he holds office till the date of the ensuing AGM. The Board of your Company recommends the resolution as set out in Item No. 2 for your approval as an Ordinary resolution.

No Director, Key Managerial Personnel or their relatives, except Mr. Philip Joseph Basha is interested or concerned in the resolution. Details regarding Mr. Philip Joseph Basha have been presented in the **Annexure-A** to the accompanying Notice.

Item no. 3

Mr. Aditya Pande (DIN 03115010) was appointed as an additional director of the Company on March 19, 2023. In terms of provisions of the Companies Act, 2013, he holds office till the date of the ensuing AGM. The Board of your Company recommends the resolution as set out in Item No. 3 for your approval as an Ordinary resolution.

No Director, Key Managerial Personnel or their relatives, except Mr. Aditya Pande is interested or concerned in the resolution. Details regarding Mr. Aditya Pande have been presented in the **Annexure-I** to the accompanying Notice.

**By Order of the Board
For InterGlobe Hotels Private Limited**

**Place: Gurgaon
Date: September 20, 2023**

**Lalit Kumar
Company Secretary
Members Number: 49701**

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U55101DL2004PTC128567

Name of the Company: InterGlobe Hotels Private Limited

Registered Office: 3rd Floor, Dr. Gopaldas Bhawan, 28, Barakhamba Road, Connaught Place, New Delhi-110001

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:....., or failing him

2. Name:

Address:

E-mail Id:

Signature:....., or failing him

3. Name:

Address:

E-mail Id:

Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 20th Annual general meeting of the company, to be held on Monday, the 30th day of September, 2024 at 11:30 am at 3rd Floor, Dr. Gopaldas Bhawan, 28, Barakhamba Road, Connaught Place, New Delhi-110001 and at any adjournment thereof in respect of such resolutions as are indicated below:

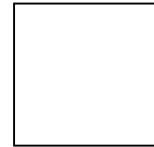
Ordinary Resolutions:

Resolution No

1. To receive, consider and adopt:
 - (i) The audited Standalone financial statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors of the Company (the **“Board”**) and Auditors thereon.
 - (ii) The audited Consolidated financial statements of the Company for the financial year ended March 31, 2024 and the reports of the Auditors thereon.
2. Appointment of Mr. Philip Joseph Basha as a director.
3. Appointment of Mr. Aditya Pande as a director.

Signed this..... day of..... 2024

Signature of shareholder



ATTENDANCE SLIP

Registered Folio No..... (or)

Demat Account No..... D.P. ID. No

Name of shareholder(s).....

I/ We certify that I am/ we are Member(s)/ Proxy of the Member(s) of the Company holding..... shares.

I hereby record my presence at the 20th Annual General Meeting of the Company for the year ended March 31, 2024 to be held on Monday, the 30th day of September, 2024 at 11:30 am at 3rd Floor, Dr. Gopaldas Bhawan, 28, Barakhamba Road, Connaught Place, New Delhi-110001.

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Signature of Member / Proxy

Notes:

1. A member or his duly appointed Proxy who wishes to attend the meeting must complete this attendance slip and hand it over at the entrance;
2. Name of the Proxy in block letters (in case the Proxy attends the meeting);
3. Those who hold shares in demat form to quote their demat account number and depository participant (D.P.) ID. number.

Route Map

Venue of the AGM: 3rd Floor, Dr. Gopaldas Bhawan, 28, Barakhamba Road, Connaught Place, New Delhi-110001

Landmark: Near Barakhamba Metro Station



Annexure I

Registered Office
3rd Floor, Dr. Gopaldas Bhawan,
Barakhamba Road, Connaught Place,
New Delhi-110 001, India
T +91 11 4351 3100

InterGlobe Hotels Pvt. Ltd.
Block 2A & 2B, DLF Corporate Park
DLF City, Phase III,
Gurugram-122002
Haryana, India

T +91 124 439 2900
F +91 124 439 2959
CIN U55101DL2004PTC128567
www.interglobehotels.com
info@interglobe.com

Details of the Director seeking appointment at the Annual General Meeting pursuant to Secretarial Standards on General meetings issued by the Institute of Company Secretaries of India [SS-2]

(a)

PARTICULARS	Mr. Philip Joseph Basha (DIN: 10298439)
Age	47
Qualifications	Chartered Accountant from Institute of Chartered Accountants in Australia (ICAA)
Experience	28 Years
Terms of Appointment	As per resolution passed for appointment
Remuneration sought to be paid	Nil
Remuneration last drawn	Nil
Date of first appointment on Board	September 28, 2023
Shareholding in the company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Nil
Number of Meetings of the Board attended during the year	0
Other Directorships, Membership/ Chairmanship of Committees of other Boards	Annexure A

(b)

PARTICULARS	Mr. ADITYA PANDE (DIN: 03115010)
Age	53 Years
Qualifications	Chartered Accountant from the Institute of Chartered Accountants of India and a Bachelor of Commerce from the Shri Ram College of Commerce, Delhi University
Experience	<p>He has a diverse and multi-functional experience of over 25 years in strategic roles. Prior to InterGlobe, he served as the CFO of Udaan for 3 years, where he oversaw finances, governance, fund raising, business strategy, and growth. His diverse career also includes stints at IndiGo, GE, and Arthur Andersen, where he sharpened his financial skills and strategic thinking.</p> <p>Aditya possesses extensive experience of collaborating with business partners, investors, and employees to drive business growth. Leveraging his proven leadership acumen, he fosters strong leadership throughout the organisation, ensuring each unit aligns with overarching strategic objectives and driving business performance.</p> <p>He serves on the Board of the Global Risk Management Institute, contributing to the field of risk management education.</p>
Terms of Appointment	As per resolution
Remuneration sought to be paid	Nil
Remuneration last drawn	Nil
Date of first appointment on Board	19/03/2024
Shareholding in the company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Nil
Number of Meetings of the Board attended during the year	0

Other Directorships	<ul style="list-style-type: none"> • Risk Educators Private Limited • InterGlobe Hotels Private Limited • MOVIN Express Private Limited • AlonOS India Private Limited • InterGlobe Air Transport Limited • AAPC India Hotel Management Private Limited • CAE Simulation Training Private Limited • InterGlobe Enterprises Private Limited
Committees of other Boards	Nil

ANNEXURE "A" FOR DIR 8 – PHILIP JOSEPH BASHA DIRECTORSHIP

#	COMPANY NAME	DESIGNATION	DATE OF APPOINTMENT	DATE OF CESSATION
1.	A.P.V.C. FINANCE PTY LIMITED	Director	21/10/2020	
2.	A.P.V.C. LTD	Director	01/12/2012	
3.	A.P.V.C. LTD	Company Secretary	26/02/2016	
4.	AAPC AUSTRALIA PTY LIMITED	Director	08/08/2011	
5.	AAPC DEVELOPMENT SERVICES PTY LIMITED	Director	08/08/2011	
6.	AAPC DISTRIBUTION SERVICES PTY LIMITED	Director	08/08/2011	
7.	AAPC HOTELS PTY LIMITED	Director	08/08/2011	
8.	AAPC LIMITED	Director	08/08/2011	
9.	AAPC LIMITED	Company Secretary	26/02/2016	
10.	AAPC MANAGEMENT LIMITED	Director	22/05/2012	
11.	AAPC MANAGEMENT LIMITED	Company Secretary	26/02/2016	
12.	AAPC MANAGEMENT SERVICES PTY LIMITED	Director	18/11/2020	
13.	AAPC PROPERTIES (F1) PTY LIMITED	Director	08/08/2011	
14.	AAPC PROPERTIES OPERATIONS (SWS) PTY LIMITED	Director	08/08/2011	
15.	AAPC PROPERTIES PTY LIMITED	Director	28/11/2011	
16.	A&R HOSPITALITY PTY LIMITED	Director	09/11/2021	
17.	ACCOR AUSTRALIA & NEW ZEALAND HOSPITALITY PTY LIMITED	Director	22/05/2012	
18.	ACCOR CASINO INVESTMENTS (AUSTRALIA) PTY LIMITED	Director	08/08/2011	
19.	ACCOR LUXURY AUSTRALIA PTY LIMITED	Director	29/06/2023	
20.	ACN 093 544 597 PTY LTD	Director	31/05/2018	
21.	AGREEDTO PTY LTD	Director	31/05/2018	
22.	ALLEGANCE MARKETING PTY, LIMITED	Director	18/01/2022	



#	COMPANY NAME	DESIGNATION	DATE OF APPOINTMENT	DATE OF CESSATION
23.	AS HOTEL GROUP PTY LTD	Director	31/05/2018	
24.	AS HOTEL I PTY LTD	Director	31/05/2018	
25.	AS HOTEL II PTY LTD	Director	31/05/2018	
26.	AUSTRALIA ASIA PACIFIC HOTELS LIMITED	Director	08/08/2011	
27.	AUSTRALIA ASIA PACIFIC HOTELS LIMITED	Company Secretary	26/02/2016	
28.	AVC FINANCE PTY LIMITED	Director	21/10/2020	
29.	BARONDENE PTY LTD	Director	31/05/2018	
30.	BEACHBOURNE PTY LTD	Director	31/05/2018	
31.	BREAKFREE RESORTS (VICTORIA) PTY LTD	Director	31/05/2018	
32.	BRK (NSW) PTY LTD	Director	31/05/2018	
33.	BRK ASSET HOLDINGS PROPRIETARY LIMITED	Director	31/05/2018	
34.	BRK RESORTS PTY LTD	Director	31/05/2018	
35.	CAPITAL TOWER APARTMENTS CANBERRA PTY LTD	Director	31/05/2018	
36.	CASINOS AUSTRIA INTERNATIONAL (CAIRNS) PTY LTD	Director	19/10/2020	
37.	CASTLEGATE PTY LTD	Director	31/05/2018	
38.	ENNISMORE PACIFIC PTY LIMITED	Director	17/03/2021	
39.	GLOBAL VOYAGER GROUP ADMIN PTY LTD	Director	31/05/2018	
40.	KENT STREET SUITES PTY LTD	Director	31/05/2018	
41.	LERINA HOLDINGS PTY LTD	Director	31/05/2018	
42.	LORNE RESORT APARTMENTS LIMITED	Director	31/05/2018	
43.	LORNE RESORT APARTMENTS LIMITED	Company Secretary	28/08/2018	
44.	MANTRA AUSTRALIA (NSW) PTY LTD	Director	31/05/2018	
45.	MANTRA ETTALONG (NSW) PTY LTD	Director	31/05/2018	

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#	COMPANY NAME	DESIGNATION	DATE OF APPOINTMENT	DATE OF CESSATION
46.	MANTRA GROUP HOLDINGS II PTY LTD	Director	31/05/2018	
47.	MANTRA GROUP LIMITED	Director	31/05/2018	
48.	MANTRA GROUP LIMITED	Company Secretary	28/08/2018	
49.	MANTRA GROUP PROPERTY MANAGEMENT PTY LTD	Director	31/05/2018	
50.	MANTRA GROUP OPERATIONS PTY LTD	Director	31/05/2018	
51.	MANTRA HOSPITALITY ADMIN PTY LTD	Director	31/05/2018	
52.	MANTRA HOTELS & RESORTS AUSTRALIA PTY LTD	Director	31/05/2018	
53.	MANTRA IP PTY LTD	Director	31/05/2018	
54.	MANTRA LEISURE RESORTS PTY LTD	Director	31/05/2018	
55.	MANTRA MANAGEMENT PTY LTD	Director	31/05/2018	
56.	MANTRA MLR GROUP PTY LTD	Director	31/05/2018	
57.	MANTRA RESORTS AUSTRALIA PTY LTD	Director	31/05/2018	
58.	MANTRA RESORTS GROUP PTY LTD	Director	31/05/2018	
59.	MANTRA RESORTS LETTING PTY LTD	Director	31/05/2018	
60.	MG ASIA PACIFIC PTY LTD	Director	31/05/2018	
61.	MG NORTH PACIFIC HOLDINGS PTY LTD	Director	31/05/2018	
62.	NS MANAGEMENT SERVICES PTY LIMITED	Director	18/11/2020	
63.	PACIFIC APARTMENTS FROME STREET PTY LTD	Director	31/05/2018	
64.	PACIFIC INTERNATIONAL APARTMENT & HOTEL GROUP PTY LIMITED	Director	31/05/2018	

#	COMPANY NAME	DESIGNATION	DATE OF APPOINTMENT	DATE OF CESSATION
65.	PACIFIC INTERNATIONAL APARTMENTS EXHIBITION STREET PTY LIMITED	Director	31/05/2018	
66.	PACIFIC INTERNATIONAL APARTMENTS PARRAMATTA PTY LTD	Director	31/05/2018	
67.	PACIFIC INTERNATIONAL APARTMENTS SYDNEY CITY PTY LIMITED	Director	31/05/2018	
68.	PACIFIC INTERNATIONAL HOTEL BANKSTOWN PTY LTD	Director	31/05/2018	
69.	PACIFIC INTERNATIONAL SUITES PARRAMATTA PTY LTD	Director	31/05/2018	
70.	PACIFIC INTERNATIONAL SUITES PERTH PTY LIMITED	Director	31/05/2018	
71.	PACIFIC SUITES ADELAIDE PTY LIMITED	Director	31/05/2018	
72.	PACIFIC SUITES MELBOURNE PTY LIMITED	Director	31/05/2018	
73.	PEPPERS BROADBEACH PTY LTD	Director	31/05/2018	
74.	PEPPERS LEISURE PROPRIETARY LIMITED	Director	31/05/2018	
75.	QP MANAGEMENT PTY LIMITED	Director	28/11/2011	
76.	REEF CASINO INVESTMENTS PTY LIMITED	Director	19/10/2020	
77.	REEF CORPORATE SERVICES LIMITED	Director	23/11/2020	
78.	SAMARAD LETTING PTY LTD	Director	31/05/2018	
79.	SAMARAD PTY LTD	Director	31/05/2018	
80.	SANDMOON PTY LTD	Director	31/05/2018	
81.	SAVILLE HOTEL GROUP PTY LTD	Director	31/05/2018	
82.	SUNLEISURE HOTELS & RESORTS PTY LTD	Director	31/05/2018	

#	COMPANY NAME	DESIGNATION	DATE OF APPOINTMENT	DATE OF CESSATION
83.	SUNLEISURE OPERATIONS PTY LTD	Director	31/05/2018	
84.	THL AIRPORT HOTEL MELBOURNE PTY LIMITED	Director	31/05/2018	
85.	TOURISM, HOTELS & LEISURE PROPRIETARY LIMITED	Director	31/05/2018	
86.	TRIBE HOTEL GROUP PTY LTD	Director	10/01/2022	
87.	WEST END APARTMENTS MANAGEMENT PTY. LTD.	Director	31/05/2018	
88.	WOODRANGE PTY LTD	Director	31/05/2018	
89.	AAPC (RS) PTY LIMITED	Director	08/08/2011	
90.	AAPC PROPERTIES (TW) PTY LIMITED	Director	08/08/2011	
91.	AAPC PROPERTIES (WA) PTY LIMITED	Director	28/11/2011	
92.	AAPC PROPERTIES OPERATIONS (DH) PTY LIMITED	Director	08/08/2011	
93.	AAPC PROPERTIES OPERATIONS (ECONOMY) PTY LIMITED	Director	08/08/2011	
94.	ALL SEASONS PTY LIMITED	Director	08/08/2011	
95.	INITIAL NOMINEES PTY. LTD.	Director	08/08/2011	
96.	MERIBELLE PTY LTD	Director	08/08/2011	
97.	PACIFIC INTERNATIONAL HOTELS (ASIA PACIFIC) PTY LTD	Director	31/05/2018	
98.	QI AUSTRALIA PTY LIMITED	Director	08/08/2011	
99.	QP HOTELS PTY LIMITED	Director	08/08/2011	
100.	SA MANTRA PROPERTY MANAGEMENT PTY. LTD.	Director	31/05/2018	
101.	THE PARK AT MELBOURNE (AUSTRALIA) PTY. LTD.	Director	31/05/2018	
102.	TOURISM PROPERTY INVESTMENT GROUP PTY LIMITED	Company Secretary	01/04/2016	
103.	TPIG ECONOMY HOTELS PTY LIMITED	Company Secretary	01/04/2016	
104.	TPIG FINANCE PTY LIMITED	Company Secretary	01/04/2016	

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#	COMPANY NAME	DESIGNATION	DATE OF APPOINTMENT	DATE OF CESSATION
105.	TPIG MELBOURNE PTY LIMITED	Company Secretary	01/04/2016	
106.	A.P.V.C. FINANCE (NZ) LIMITED	Director	21/10/2020	
107.	A.P.V.C. NEW ZEALAND LIMITED	Director	01/12/2012	
108.	AAPC EXPERIENCE PTE. LTD.	Director	08/06/2023	
109.	AAPC LOUNGE SERVICES INC	Officer	10/02/2014	
110.	AAPC LOUNGE SERVICES UK LIMITED	Director	03/12/2020	
111.	AAPC NZ PTY LIMITED	Director	08/08/2011	
112.	AAPC PME NZF LIMITED	Director	30/06/2023	
113.	AAPC PROPERTIES PTY LIMITED (NEW ZEALAND BRANCH)	Director	28/11/2011	
114.	AAPC SERVICES PTE LTD	Director	22/10/2021	
115.	ACCOR ADVANTAGE PLUS (FIJI) PTE LIMITED	Director	03/12/2020	
116.	ACCOR AUSTRALIA & NEW ZEALAND HOSPITALITY PTY LIMITED (NEW ZEALAND BRANCH)	Director	22/05/2012	
117.	AHC DEVELOPMENT PTE. LTD	Director	03/12/2020	
118.	AHC MANAGEMENT PTE. LTD	Director	03/12/2020	
119.	ALLEGIANCE MARKETING PTY. LIMITED (NEW ZEALAND BRANCH)	Director	18/01/2022	
120.	ALMMS LLC	Officer	31/05/2018	
121.	BREAKFREE RESORTS NZ LIMITED	Director	31/05/2018	
122.	ENNISMORE PACIFIC PTY LIMITED (NEW ZEALAND BRANCH)	Director	13/07/2021	
123.	MANTRA HOTELS & RESORTS AUSTRALIA PTY LTD (NEW ZEALAND BRANCH)	Director	31/05/2018	
124.	MANTRA RESORTS AUSTRALIA PTY LTD (NEW ZEALAND BRANCH)	Director	31/05/2018	
125.	MG HOTELS NORTH PACIFIC LLC	Officer	31/05/2018	
126.	PT MGHM INDONESIA	President Commissioner	03/12/2020	

#	COMPANY NAME	DESIGNATION	DATE OF APPOINTMENT	DATE OF CESSATION
127.	AAPC Hong Kong Lounges Ltd	Director	03/12/2020	18/04/2023
128.	Les Concierges Australia Pty Limited	Director	01/11/2018	27/11/2022