SHORTER NOTICE

SHORTER NOTICE IS HEREBY GIVEN THAT 01/2025-26 EXTRA ORDINARY GENERAL MEETING ("EGM") OF THE MEMBERS OF INTERGLOBE HOTELS PRIVATE LIMITED ("THE COMPANY") WILL BE HELD ON MONDAY, 28TH JULY, 2025 AT 11:00 AM AT BLOCK 2A & 2B, DLF CORPORATE PARK, DLF CITY PHASE III, M.G. ROAD, GURGAON, HARYANA, INDIA, 122002 TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS

1. To consider and if thought fit, to pass with or without modification(s), the following resolution(s) as Special Resolution:

SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM THE NATIONAL CAPITAL TERRITORY (NCT) OF DELHI TO THE STATE OF HARYANA

"RESOLVED THAT pursuant to the provisions of Section 12, 13 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rule 30 of the Companies (Incorporation) Rules 2014 including any amendment, re-enactment or statutory modification thereof and such other statutes, notifications, circulars, rules and regulations as may be applicable and relevant, each as amended, modified or restated, and subject to the approval of the Central Government (Power Delegated to Regional Director) and/ or any authority(ies) as may be prescribed from time to time and subject to such approvals, permissions, consents and sanctions as might be required from any regulatory authority and further subject to such conditions and modifications as may be prescribed by such regulatory authority while granting such approvals, consents, permissions and sanctions, and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "**Board**", which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board under this resolution), the consent and approval of the members of the Company be and is hereby accorded to the Board for shifting of Registered Office of the Company from National Capital Territory (NCT) of Delhi at Third Floor, Dr. Gopal Das Bhawan 28, Barakhamba Road, Central Delhi, New Delhi, India, 110001 to the state of Haryana at Block 2A & 2B, DLF Corporate Park, DLF City Phase III, M.G. Road, Gurgaon, Haryana, India, 122002.

RESOLVED FURTHER THAT subject to aforementioned confirmation/approval and pursuant to section 13 and all other applicable provisions, if any of the Companies Act 2013, the existing clause II of the Memorandum of Association of the Company be and is hereby substituted with the following clause II:

"II. The registered office of the Company will be situated in the State of Haryana."

RESOLVED FURTHER THAT any director or Company Secretary of the Company, Ms. Smiti Saha, Mr. Himanshu Sharma, Mr. Abhishek Ashok Authorised Signatories of the Company be and are hereby authorized severally to make any modifications, changes, variations, alterations or revisions stipulated by any authority, while according approval, consent as may be considered necessary and to appoint counsels/consultant and advisors, file applications/petitions, issue notices, advertisements, obtain orders for shifting of Registered Office from the authorities concerned and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary and to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company."

By order of the Board of Directors

For **InterGlobe Hotels Private Limited**

LALIT KUMAR

Digitally signed by LALIT KUMAR
Date: 2025.07.23 09:13:29 +05'30'

Lalit Kumar
Company Secretary
Membership No. A49701
Address: H. No. 31, Village- Kapriwas, District- Rewari, Haryana, 123110

Date: July 23, 2025
Place: Gurugram

INTERGLOBE
HOTELS

NOTES:

a. The explanatory statement pursuant to Section 102 and other applicable provisions of the Companies Act, 2013 read with rules framed thereunder concerning the special business in respect of item no. 1 as set out in the notice is annexed hereto and forms part of the notice.

b. A member entitled to attend and vote at the general meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the company. The proxy form/s, in order to be effective and valid, should be submitted at the Registered Office of the company at least 48 hours prior to the commencement of the Extraordinary General Meeting.

c. Members are requested to deliver their consent to convene the proposed extraordinary general meeting at shorter notice to the Company prior to the proposed time for the Extraordinary general meeting.

d. Members are requested to notify immediately of any change of address in respect of the shares held in physical form together with a proof of address viz. Electricity Bill/Telephone Bill/Ration Card/Voter ID Card/Passport etc.

e. In terms of rule 19 of the Companies (Management and Administration) Rules, 2014, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. However, a member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any person or shareholder.

f. The Members are informed that in the case of joint holder(s) attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

g. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.

h. Members/ proxies should bring their attendance slip/sheet duly completed for attending the meeting.

i. During the period beginning 24 hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company.

j. All documents referred to in the Notice and accompanying explanatory statement are open for inspection at the Registered Office of the Company on all working days of the Company during the business hours up to the date of the Extra Ordinary General Meeting and at the venue of the Meeting for the duration of the Meeting.

k. Attendance slip, proxy form and road-map (including prominent landmark) to the venue pursuant to Secretarial Standards on General Meetings (**SS-2**) is annexed hereto.

By order of the Board of Directors

By order of the Board of Directors

For **InterGlobe Hotels Private Limited**

LALIT KUMAR Digitally signed by LALIT KUMAR Date: 2025.07.23 09:13:58 +05'30'

Lalit Kumar
Company Secretary
Membership No. A49701
Address: H. No. 31, Village- Kapriwas, District- Rewari, Haryana, 123110

Date: July 23, 2025
Place: Gurugram

INTERGLOBE
HOTELS

Explanatory Statement

Pursuant to Section 102 of the Companies Act, 2013, to the resolution proposed to be passed at the Extra Ordinary General Meeting to be held on **Tuesday, 28th July, 2025** at **11:00 AM**

ITEM NO. 1

Members of the Company are hereby informed that the registered office of the Company is presently situated in **National capital Territory of Delhi** at Third Floor, Dr. Gopal Das Bhawan 28, Barakhamba Road, Central Delhi, New Delhi, India, 110001. The Board of directors in its meeting held on June 26, 2025, has resolved to shift the registered office of the Company to the **State of Haryana at** Block 2A & 2B, DLF Corporate Park, DLF City Phase III, M.G. Road, Gurgaon, Haryana, India, 122002.

Members are further informed that the Board of Directors has decided to shift the registered office of the Company from the NCT of Delhi to the State of Haryana. The proposed shifting will enable the Directors to carry on the business of the Company more economically and efficiently and with better operational convenience.

Therefore, in terms of the provisions of Section 13 of the Companies Act, 2013 read with rule 30 of the Companies (Incorporation) Rules, 2014 made there under, the consent of the members by way of special resolution is required for shifting the registered office of the Company.

The special resolution as set out in item no.1 of this Notice is accordingly recommended for your approval.

The Company has disclosed all the related information and to the best of understanding of the Board of Directors, no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the items of business and to take decision thereon.

None of the directors or any other key managerial personnel or their relatives has got any concern or interest whether financial or otherwise, if any, in respect of Special Resolution proposed at item No. 1, except to the extent of their shareholding, if any.

For **InterGlobe Hotels Private Limited**

LALIT KUMAR
Digitally signed by LALIT KUMAR
Date: 2025.07.23 09:14:13 +05'30'

Date: July 23, 2025
Place: Gurugram

Lalit Kumar
Company Secretary
Membership No. A49701
Address: H. No. 31, Village- Kapriwas, District- Rewari, Haryana, 123110

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, Gopaldas Bhawan, 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 Extra Ordinary General Meeting of the company, to be held on the Monday, July 28, 2025 at 11:00 A.M. at a shorter notice at the Ground Floor, Block 2A & 2B, DLF Corporate Park, DLF City Phase III, M.G. Road, Gurgaon, Haryana, India, 122002, and at any adjournment thereof in respect of such resolutions as are indicated below:

***Ordinary Resolutions*:**
Resolution No

1. SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM THE NATIONAL CAPITAL TERRITORY (NCT) OF DELHI TO THE STATE OF HARYANA

Signed this…… day of……… 2025

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.

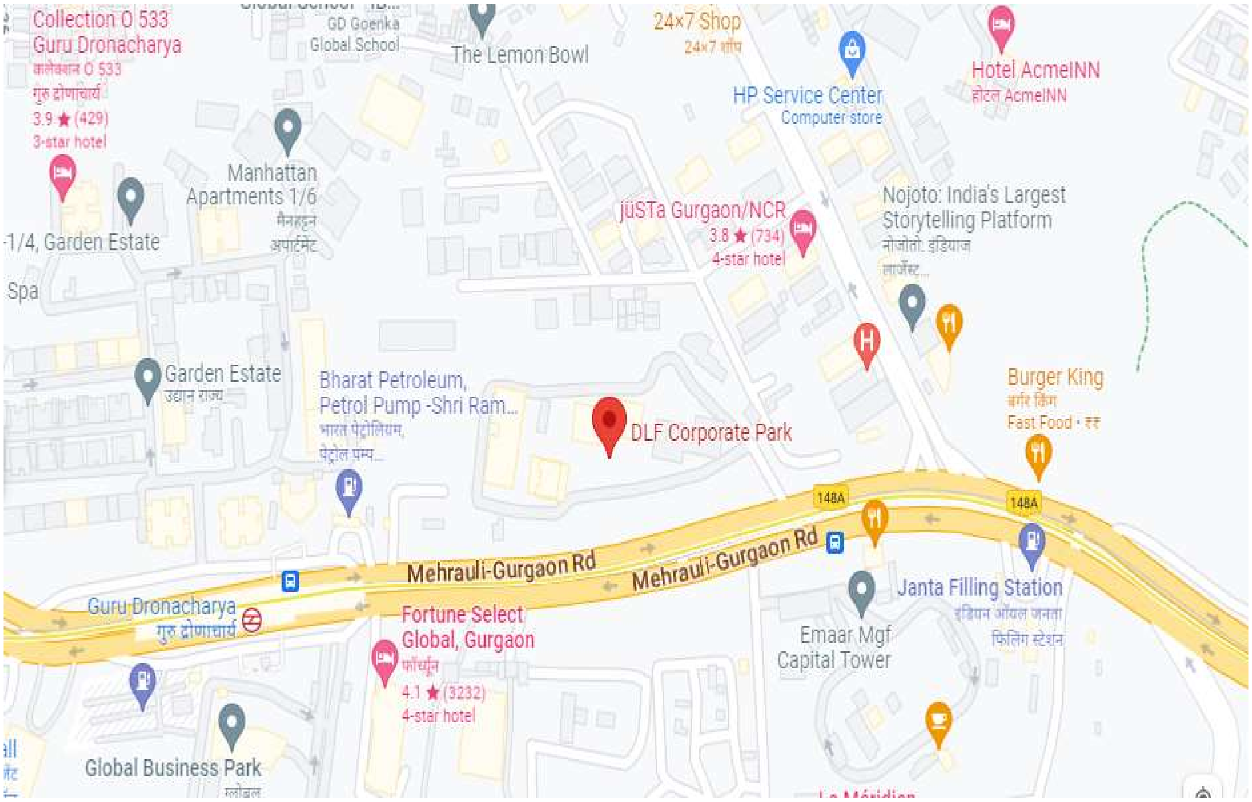
I hereby record my presence at the Extra Ordinary General Meeting of the Company to be held on Monday, July 28, 2025 at 11:00 A.M. at a shorter notice at the Ground Floor, Block 2A & 2B, DLF Corporate Park, DLF City Phase III, M.G. Road, Gurgaon, Haryana, India, 122002.

....
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.

INTERGLOBE HOTELS

Route Map



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