



INTERGLOBE AVIATION LIMITED

Our Company was incorporated on January 13, 2004 in Lucknow under the Companies Act, 1956 with the Registrar of Companies, Uttar Pradesh and Uttaranchal at Kanpur as "InterGlobe Aviation Private Limited". The name of our Company was changed to "InterGlobe Aviation Limited" on August 11, 2006. The registered office was subsequently changed from the state of Uttar Pradesh to the National Capital Territory of Delhi with effect from September 6, 2004 and such alteration was confirmed by the order of the Company Law Board dated September 1, 2004. The registered office was changed within the National Capital Territory of Delhi to its current place on October 1, 2006. For details of change in the name and registered office of our Company, please see the chapter "History and Other Corporate Matters" beginning on page 206.

Registered Office: Central Wing, Ground Floor, Thapar House, 124 Janpath, New Delhi – 110 001, India; **Tel:** +91 11 6500 0428; **Fax:** +91 11 4351 3200

Corporate Office: Levels 1-5, Tower-C, Global Business Park, M.G. Road, Gurgaon – 122 002, Haryana, India; **Tel:** +91 124 435 2500; **Fax:** +91 124 406 8536

Contact Person: Suresh Kumar Bhutani, Company Secretary and Compliance Officer; **Tel:** +91 124 485 2158; **Fax:** +91 124 426 8664

E-mail: investors@goindigo.in; **Website:** www.goindigo.in; **Corporate Identity Number:** U62100DL2004PLC129768

PROMOTERS OF OUR COMPANY: MR. RAHUL BHATIA, MR. RAKESH GANGWAL, ACQUIRE SERVICES PRIVATE LIMITED AND INTERGLOBE ENTERPRISES LIMITED

INITIAL PUBLIC OFFERING OF [●] EQUITY SHARES OF FACE VALUE ₹ 10 EACH ("EQUITY SHARES") OF INTERGLOBE AVIATION LIMITED ("COMPANY" OR "ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE) AGGREGATING UP TO ₹ [●] MILLION CONSISTING OF A FRESH ISSUE OF [●] EQUITY SHARES BY OUR COMPANY AGGREGATING UP TO ₹ 12,722 MILLION ("FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 26,112,000 EQUITY SHARES COMPRISING 3,290,419 EQUITY SHARES BY INTERGLOBE ENTERPRISES LIMITED, 3,006,000 EQUITY SHARES BY MR. RAHUL BHATIA, 3,759,638 EQUITY SHARES BY MR. RAKESH GANGWAL, 601,200 EQUITY SHARES BY MR. ANIL CHANANA, 149,900 EQUITY SHARES BY DR. ASHA MUKHERJEE, 300,600 EQUITY SHARES BY MR. KUNAL CHANANA, 6,012,000 EQUITY SHARES BY MR. NEWTON BRUCE ASHBY, 100,200 EQUITY SHARES BY MR. SANJAY KUMAR, 84,000 EQUITY SHARES BY MR. SHAKTI SWARUP LUMBA, 2,227,316 EQUITY SHARES BY MS. SHOBHA GANGWAL, 1,442,000 EQUITY SHARES BY MR. STEVEN EUGENE HARFST, 1,503,000 EQUITY SHARES BY PAUL CARL SCHORR, IV (NOMINEE OF G5 INVESTMENTS) AND 3,635,727 EQUITY SHARES BY THE CHINKERPOO FAMILY TRUST (TRUSTEE: MS. SHOBHA GANGWAL & J. P. MORGAN TRUST COMPANY OF DELAWARE) (COLLECTIVELY REFERRED TO AS THE "SELLING SHAREHOLDERS") AGGREGATING UP TO ₹ [●] MILLION ("OFFER FOR SALE"). THE FRESH ISSUE AND THE OFFER FOR SALE ARE TOGETHER REFERRED TO AS THE "ISSUE".

THE ISSUE LESS THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE [●] % AND [●] %, RESPECTIVELY, OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

ADDENDUM: NOTICE TO INVESTORS

This is with reference to the Red Herring Prospectus dated October 16, 2015 ("RHP") filed with the Registrar of Companies, National Capital Territory of Delhi and Haryana and the Securities and Exchange Board of India in relation to the Issue. All capitalized terms used in this notice shall, unless the context otherwise requires, have the meanings ascribed in the RHP.

Attention of investors is drawn to the following:

- A. Our Company has pursuant to its meeting of the IPO Committee dated October 16, 2015 fixed the Employee Reservation Portion as 3,200,000 Equity Shares. Accordingly, the definition of "Employee Reservation Portion" on page 5 of the RHP will be modified to read as "*Portion of the Issue being 3,200,000 Equity Shares aggregating up to ₹ [●] million available for allocation to Eligible Employees, on a proportionate basis*"

Further, the figure of 3,200,000 Equity Shares should be read as part of information relating to the Employee Reservation Portion contained in the chapters titled "The Issue", "Capital Structure" and "Issue Structure" beginning on pages 73, 92 and 487, respectively, of the RHP.

- B. Our Company and the Selling Shareholders, in consultation with the GCBRLMs and BRLMs and pursuant to the meeting of the Board dated October 14, 2015 fixed the Employee Discount at 10% (equivalent to ₹ [●]) on the Issue Price to Eligible Employees.

The RHP, the Bid-cum-Application Forms, and the abridged prospectus shall be read in conjunction with this notice. The above notice is required to be read in conjunction with other disclosures in the RHP.

For **INTERGLOBE AVIATION LIMITED**
on behalf of Board of Directors

Place: New Delhi
Date: October 16, 2015

Sd/-
COMPANY SECRETARY AND COMPLIANCE OFFICER

Disclaimer: InterGlobe Aviation Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its equity shares ("Equity Shares") and has filed a Red Herring Prospectus ("RHP") with the Securities and Exchange Board of India ("SEBI"). The RHP is available on the website of the SEBI and the websites of the Global Co-ordinators and Book Running Lead Managers and Book Running Lead Managers. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, refer to the Red Herring Prospectus which has been filed with the Registrar of Companies, including the section titled "Risk Factors". Potential investors should not rely on the Draft Red Herring Prospectus ("DRHP") filed with the SEBI in making any investment decision.

This document is not an offer of securities for sale in the United States or elsewhere. This document has been prepared for publication in India and is not for publication or distribution, directly or indirectly, in or into the United States. The Equity Shares have not been and will not be registered under the U.S Securities Act of 1933, as amended (the "U.S Securities Act") and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S Securities Act and applicable state securities laws. There will not and is not currently intended to be any public offering of securities in the United States. Accordingly, the Equity Shares are only being offered and sold (i) in the United States only to "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act) in transactions exempt from the registration requirements of the U.S. Securities Act and (ii) outside the United States in compliance with Regulation S under the U.S Securities Act and the applicable laws of the jurisdiction where these offer and sales occur.