

September 22, 2016

IGAL/SECT/09-16/30

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 : Disclosure under Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Annual Report and Business Responsibility Report

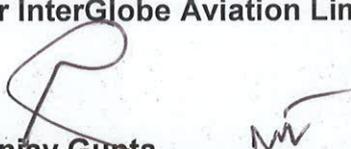
Ref : InterGlobe Aviation Limited (Symbol: INDIGO/Scrip Code: 539448)

In compliance with Regulation 34 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Annual Report alongwith Business Responsibility Report for the financial year 2015-16.

This is for your information and record.

Thanking you,

For InterGlobe Aviation Limited


Sanjay Gupta
Company Secretary and Chief Compliance Officer



IndiGo

InterGlobe Aviation
Limited



Aspirations... Airborne!

Annual Report
2015-16

Building on a decade of success

What's inside...

Corporate Overview

IndiGo turns 10	1
Welcome Aboard	2
Our Journey	4
View from the Cockpit	6
The preferred airline	8
Great place to work	12
Consistently profitable	16
5 year Financial Highlights	18
IndiGoReach	20
Board of Directors	24
Key Management	25

Statutory Reports

Management discussion and analysis	26
Directors' report	40
Report on Corporate Governance	70
Business responsibility report	86

Financial Statements

Auditor's report	96
Financial statements	104

Notice of Annual General Meeting 148



Online Information centres

This year's report is complemented by a range of online information and resources:



Main corporate site

<https://www.goindigo.in>

Key sections include About Us, Services, Investor and Media sections.



Investor Relations

<https://www.goindigo.in/information/investor-relations.html>

Visit our Investor Relations and Media sections on the information page of our corporate website to stay up-to-date on IndiGo results, latest press releases, presentations, conference call transcripts, quarterly results and code of conduct.

Forward-looking statements

This report may contain some statements on the Company's business or financials which may be construed as forward-looking based on the management's plans and assumptions. The actual results may be materially different from these forward-looking statements although we believe we have been prudent in our assumptions.



The preferred airline in the country...



Great place to work...



Consistent track record in delivering profitability...

...and IndiGo turns 10



Looking back,

we started with the objective of redefining affordable air travel in India.



And today,

we stand recognised for delivering a high quality product that offers low fares, on-time performance, and a courteous and hassle-free service to our customers.



We shall continue to strive harder to keep delivering on our promises.

In the spirit of IndiGo!

Welcome Aboard



IndiGo - A snapshot in numbers

8 

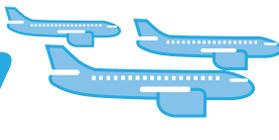
Consecutive years of profitable operations

19.9 

Billion rupees profit for FY16, the highest ever for the airline

36.9 

Market share in percentage for IndiGo in domestic aviation in FY16

107 

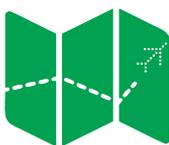
Aircraft in the IndiGo fleet, as on March 31, 2016

35 

Destinations served by us across India, as on March 31, 2016

5 

International destinations served, in Southeast Asia and the Middle East, as on March 31, 2016

731 

Peak figure for daily flights, including international operations, as on March 31, 2016

99.95 

Technical dispatch reliability in percentage in FY16

Over 133 

Million passengers flown by IndiGo since inception, as on March 31, 2016

83.80 

Average on-time performance in percentage in FY16

12,362 

Total employees as on March 31, 2016

Our Journey

From Miles to Milestones

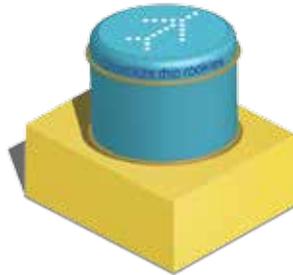
2005

- Placed a landmark order of 100 Airbus A320s



2007

- Crossed one million passenger mark
- Raised capacity to 8 operational aircraft, with 96 daily departures
- Best Low Fare Carrier Award by Air Passenger Association of India



2009

- CNBC Awaaz Travel Award for Best Low Cost Airline
- NDTV Profit Business Leadership Award
- Added 6 more destinations (Lucknow, Patna, Dibrugarh, Jammu, Srinagar, Coimbatore)
- Served more than 14 million passengers
- Passenger market share - 15.4% in December
- Delivery of the 25th A320 aircraft



2006

- Received the delivery of our first A320 aircraft
- Launched our domestic operations with our first flight from New Delhi to Imphal via Guwahati
- Added 13 destinations to our network by the end of FY06



2008

- Ahmedabad added as a new destination
- Galileo Express Travel Awards for Best Low-Cost Carrier
- 18 operational aircraft



2010

- Won the Best Low Cost Airline – Central Asia / India, 2010 by SkyTrax World Airline Award, for the first time



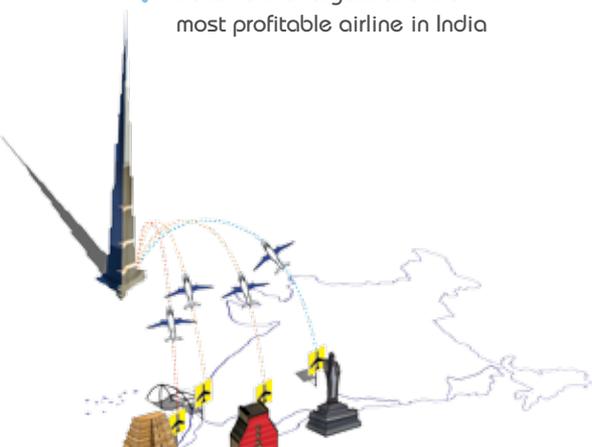
2011

- Placed another order of 180 Airbus A320Neo aircraft
- Took delivery of our 50th aircraft
- Added Visakhapatnam, Chandigarh to our domestic route map
- Launched our international operations with flights to Bangkok, Dubai, Kathmandu, Muscat & Singapore
- Served more than 35 million passengers
- Launched customer mobile app



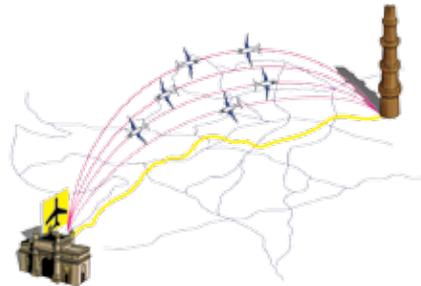
2012

- Crossed the 50 million passenger mark in December
- Became the largest and the most profitable airline in India



2013

- Took delivery of our 75th aircraft
- Added Ranchi, Bagdogra destinations



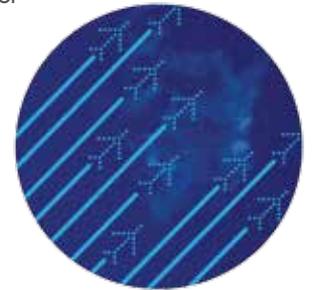
2014

- Became the eighth largest low cost carrier in the world
- Took delivery of 100th A320 Airbus
- Crossed the 75 million passenger mark
- Ordered 250 A320Neo aircraft
- Market share increased to 36.2% in December
- Added destinations Kozhikode and Varanasi
- IndiGo took the top spot to win the Airbus Operational Excellence Award
- In celebration of the delivery of our 100th plane, we announced the launch of the '6€ Scholar programme' - sponsored education for 100 underprivileged students



2015

- Became a public listed company
- IndiGo Beyond - Programmes from premier institute 'Learn While They Earn'
- Flew our 100 millionth passenger
- Added Dimapur and Udaipur
- Showcased our legacy of excellence - 8th year in a row we were named as one of India's best companies to work for



2016

- Added Dehradun to the domestic network
- Asia's first fuel-efficient Airbus A320Neo officially joined our fleet
- Became the first airline in India to set up a daycare at an airport
- We received the AON Best Employer Award
- Won the "Best Low Cost Airline in India / Central Asia" for the seventh successive year at the 2016 Skytrax World Airline Awards



View from the Cockpit

In pursuit of excellence



“ I strongly believe that these accomplishments validate our passionate and consistent focus on delivering an exceptional customer experience ”

Dear Shareholders,

IndiGo marked ten years of successful operations on the August 4, 2016, creating memories and achieving milestones in these fulfilling years.

It seems just yesterday when our founders saw the opportunity of a highly under-penetrated air travel market in India and conceived this idea of starting a large low cost airline. IndiGo stands for three simple things - being on time; being courteous and hassle-free; and providing low fares.

These three guiding principles have led us where we are today and each one of us at IndiGo is aligned to these three strong pillars.



14.4%

IndiGo passenger ticket revenue growth in FY16

I would like to thank all my IndiGo team members, our customers and the shareholders for bringing us where we are today. The journey of over a hundred planes so far would not have been possible without the strong support and trust of our customers and the unwavering commitment of my colleagues.

FY16 was yet another profitable year for us.

For a company to remain profitable year after year, even in a challenging macro-environment, is a remarkable feat, indeed. IndiGo has accomplished this feat by reporting its 8th consecutive year of profitability. Our full-year profit after tax for FY16 stood at Rs 19.9 billion - the highest ever in our history.

FY16 was an exceptional year for us in other ways too. Our Initial Public Offering in October 2015 was oversubscribed and we are now listed on the BSE Limited and National Stock Exchange of India Limited. Our revenue from operations increased 15.9% - from Rs 139,253.36 million in FY15 to Rs 161,399.09 million in FY16, with the sale of passenger tickets contributing the most. IndiGo passenger ticket revenue for the year grew an impressive 14.4%, making us the market leader in the domestic aviation segment, where we now have a 36.9% market share.

Reving up our growth engine

On the operational front, we took delivery of three new generation fuel-efficient A320Neo, and added three new domestic destinations, taking our total destinations in India to 35. Other performance highlights include a 21.2% increase in available seat-kilometre (ASK), 27.6% increase in revenue

passenger kilometre (RPK), 31.5% hike in number of scheduled passengers, and 22.5% growth in the total number of flights.

I strongly believe that these accomplishments validate our passionate and consistent focus on delivering an exceptional customer experience.

People - our most important asset

It is really the team at IndiGo that makes us unique. I often say that I have one of the best jobs in the world because of the people I get to come to work with. We have been consistently named as one of the Great Places to Work For in India, and this is because of the people practices and the policies that we have in place.

It is my firm belief that an organisation can progress only if it helps its people get closer to their deeply personal dreams by giving them an environment where they can grow and realise their true potential.

At IndiGo, we are constantly coming up with initiatives to make it a hassle-free place to work. The love that our people have for this organisation is rare. Similarly, no one is ever alone at IndiGo and the organisation provides that safety net to its team members.

Besides a keen attention to developing people within IndiGo, we have in place a robust CSR framework for effective community outreach and improving lives across India.

Here, I would like to make a special mention of our environment initiatives, the

most important of which is minimising our business impact on climate change. The IndiGo-FCN Offset Programme has been making path-breaking progress on this front, and during the year under review, we successfully reduced 9,385 tonnes of carbon dioxide emission. I cannot overemphasise the importance of scaling up our commitment on this front, as we move towards higher growth and profitability.

Flying on the wings of new aspirations

That there is going to be even higher growth and profitability in the years to come is something I am convinced of. The Indian aviation sector is still in a nascent stage, with the new civil aviation policy promising to further strengthen the foundation for exceptional growth in the coming years. As more new aircraft are delivered, we shall increase routes and frequency in the existing regions and expand into new regions. A new fleet of more fuel-efficient A320Neo will help us further reduce our costs.

We are excited about what lies ahead and IndiGo will only grow in the years to come.

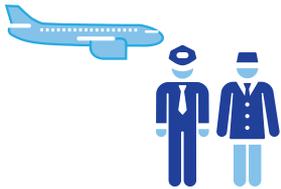
On this positive note, let me take this opportunity to thank all my colleagues, customers, partners, and investors for being the wind beneath our wings for 10 glorious years of progress. I can promise you that we shall use these wings to take off on our next flight path and continue to deliver on what we promise!

Thank you
Yours sincerely

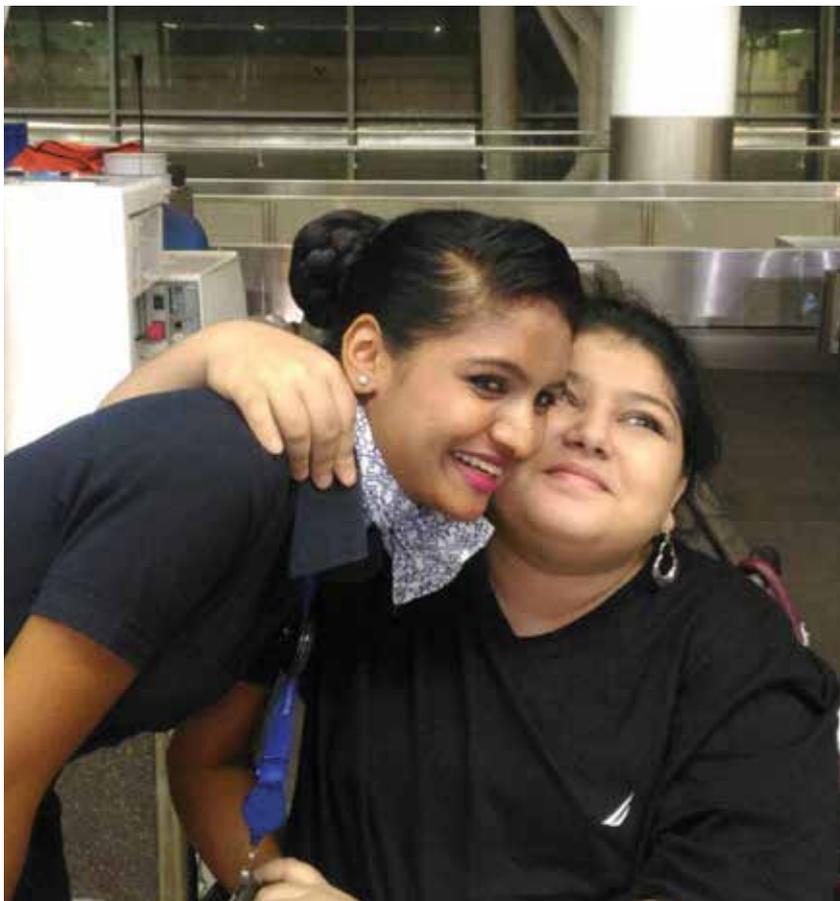
Aditya Ghosh
President and Whole Time Director

The preferred airline

Our passengers choose us consistently over others
and that inspires us to strive harder every day



Ten years ago, when IndiGo flew its first aircraft into India's under-penetrated skies, the airline aimed to make low fare flights the first choice of travellers by redefining air travel in India.





Today, IndiGo is not only the most efficient low fare operator domestically but is also comparable with global low cost airlines. We are constantly enhancing our engagement with our passengers to augment their travel experience.

We inspire passenger loyalty with our consistent and reliable service, whereby our customers have come to trust us and choose us over any other competitor.

From multi-channel direct ticket sales (including online flight booking, call centres and airport counters), to online flight status checking, an exclusive IndiGo app for Android, Windows and iOS devices, we have transformed the experience of air travel in India.

Flexibility to select seats prior to departure; in-flight sales of food and beverages (with pre-pay option); ability to select options for faster check-in and our unique boarding ramps are only

some of the ways that we make it hassle-free for our customers. But the magic of IndiGo's in-flight service lies in all the other small little gestures that our team members show to make every passenger who boards an IndiGo flight feel special. The reusable cookie tins we introduced back in 2007 as a pioneering initiative continue to be a collectible for our passengers.



Multi-channel direct ticket sales

“ We inspire passenger loyalty with our consistent and reliable service, whereby our customers have come to trust us and choose us over any other competitor ”





.....

27.1%

Domestic
passenger
volumes CAGR
from FY11 to FY16

.....

A special 'thank you' card is presented from IndiGo to passengers who have done anything to help out in an emergency or otherwise, while on the flight. This card would always remind the passenger that their kindness was noticed, acknowledged and appreciated.

Social media platforms such as Twitter and Facebook address customer queries, and communicate information and offers on a regular basis.

To celebrate our decade of success, we recently launched a unique programme – The 6€ Explorer. Aimed at strengthening our engagement with our passengers, the initiative involves calling for entries to get passionate travellers on board as "6€ Explorers". Shortlisted travellers will

be interviewed and then selected for an all-expenses-paid trip to at least 4 to 6 destinations within the country. In return, each of these Explorers will have to create content in the form of written blogs, videos and images on the basis of their travel experience.

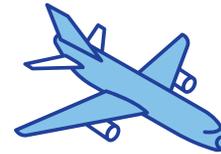
To cater to the needs of the discerning business travellers, who value punctuality more than on-board frills, we offer a package of value-added services in exchange for a reasonable upgrade fee, while retaining the budget carrier principle. These services include unlimited booking changes (without the rescheduling fee, but with the fare difference applied each time), which is of great convenience to business travellers who may need to often reschedule flights.

Such measures tell customers that IndiGo is ever mindful of their ease of travel, and is always working to make their journey the smoothest experience possible.

Little wonder, we are today India's most preferred airline. Our popularity was endorsed by the fact that we flew 33.1 million people across our network in FY16, to record the highest number of passengers. The number is expected to go up manifold in the coming years as we grow our fleet and network of flight.

Like our customers, however, we are never satisfied. Our competition is who we were yesterday! We want to deliver even better. We want to fly them farther and deeper, taking them on our wings to wherever they want, whenever they wish.

The aviation industry in India is expected to become the third largest aviation market by 2020 and the fastest growing airline market (by origin and destination) between FY13 and 2033, estimated to grow at an average annual rate of 9.5%, according to Airbus.



At IndiGo, low fares come with high quality

The idea is simple:
India should go with IndiGo.

“

Our focus is to continue to build a large low fare air transportation network in India and the neighbouring region

”



Great place to work

Happy employees lead to happy customers



Being a people-centric organisation with a young and exuberant workforce is central to IndiGo. Being courteous and hassle-free starts with being a hassle-free place to work. A highly engaged and motivated workforce leads to higher levels of customer service.



Our training, remuneration, reward and recognition initiatives, and avenues for professional growth are the best in the industry. All our employees are recruited through a rigorous hiring process, and then are put through training courses that are also refreshed annually and comply with guidelines stipulated by the regulator and our internal performance standards.

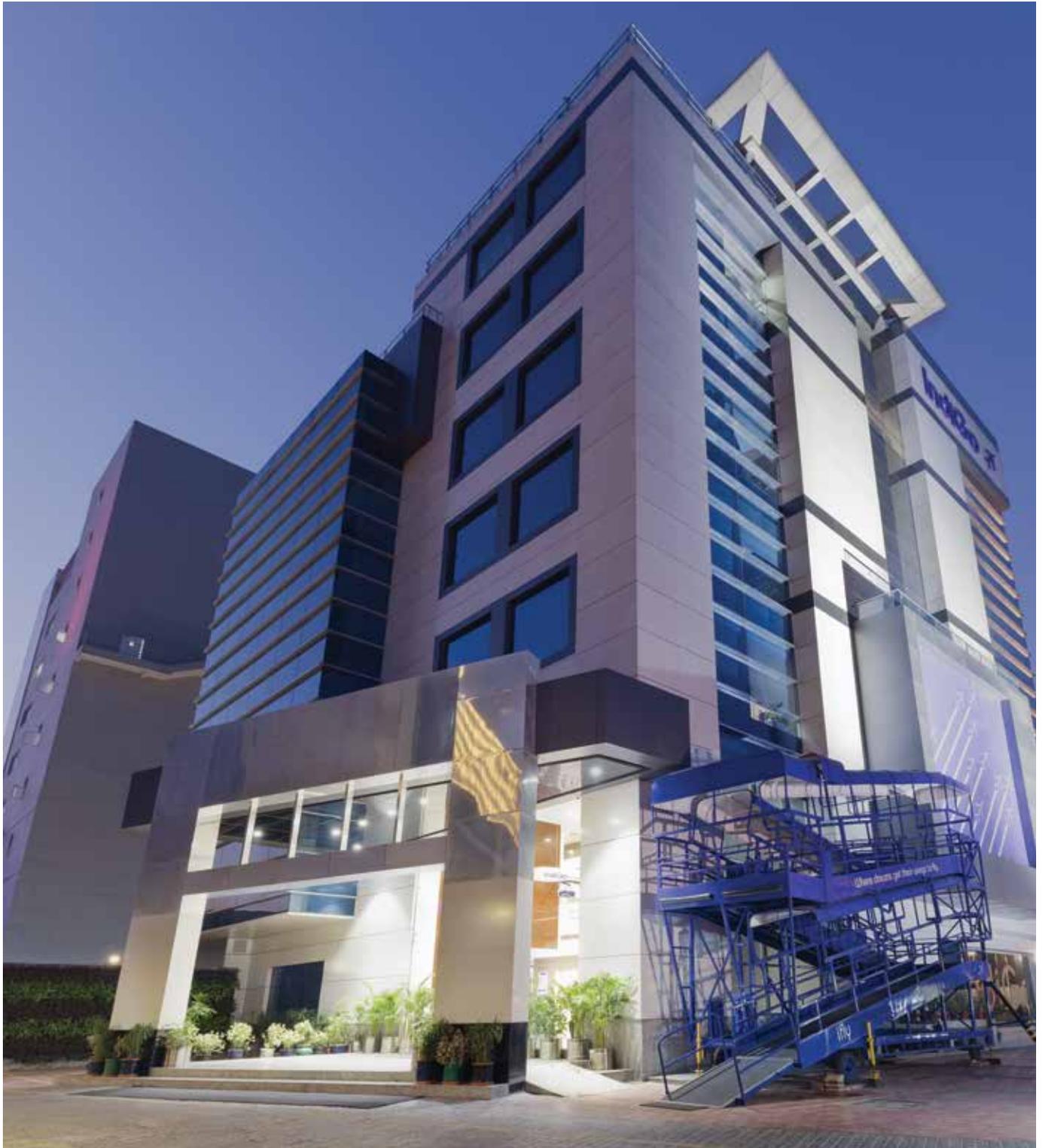
Not only do we have a low pilot attrition rate but are also able to hire enough pilots to keep pace with our expansion and growth plans. Our state-of-the-art iFly facility is designed to deliver a real-time training experience to all our new recruits, while facilitating recurrent training for on-

board crew. The facility, which is certified by Directorate General of Civil Aviation (DGCA), is equipped with classrooms, mockup aircraft training rooms, a library, a meditation corner, conference rooms, meeting rooms and a modest auditorium. This facility is considered to be the best aviation training facility in India and has received glowing words of praise from around the world, including other international airlines.

A standout aspect of our people management is the attention we pay to being a women-friendly organisation – 42% of our workforce and a fourth of our leadership team comprises women,

“ Our state-of-the-art iFly facility is designed to deliver a real-time training experience to all our new recruits, while facilitating recurrent training for on-board crew ”





and 12% of our pilots are also women. Nurturing the progress and participation of women through a range of initiatives is pivotal to our human resource development. Women pilots and crew enjoy flexible flying patterns, and female ground staff are given specialised training and learning facilities to handle the demands of the job.

With our people-friendly culture at the heart of all we do, we continuously strive to help company staff, especially parents, find work-life balance and to help women continue to work even when they have young children. We have introduced three day care centres: L'il League at Corporate Office and iFly, our training hub in Gurgaon, Harÿana, and at Terminal 1D of

Delhi Airport, which is India's first airport day care. The centres are professionally managed by a reputed third party service provider.

We are committed to extending the facility to many more airports, sustaining IndiGo's edge as one of the best places to work in India.

Initiatives and incentives for staff motivation as well as retention include well-orchestrated succession plans; retention bonus to pilots, periodic rewards and recognitions for all; and counselling service on work-related and personal issues for our employees through third-party service providers.

We believe that flying as high as we have been doing for a whole decade is possible because of our people. If profits propel us forward, our employees act as the engine for this huge, sleek machine called IndiGo.



42% of our total workforce and 12% of our pilots are women

“ The airline was chosen as an AON Best Employer India 2016 and one of 'India's Best Companies to Work For' eight years in a row ”



Consistently profitable

Our strategy and culture is designed to drive profitability without losing sight of quality



As IndiGo celebrates its 10th anniversary, we do it with a sense of satisfaction at our milestone achievement of becoming the most profitable airline in the country. FY16 saw us post our highest ever annual profit of Rs. 19.9 billion – an endorsement of our strategic focus on building operational efficiency and structural advantages, coupled with our customer and employee-focussed culture.



Rs **19.9** billion

Annual profit for FY16, the highest ever in 10 years of IndiGo operations

15%

Expected fuel savings by flying A320Neo, compared to the A320



We have a dynamic fleet that is getting greener

Our orders for 100 A320 aircraft in June 2005 and 180 A320Neo aircraft in June 2011 were the largest single orders from Airbus at that time, according to the manufacturer. The size of these orders gives us a structural cost advantage by reducing the overall expenses associated with the acquisition, maintenance and operation of our aircraft. Consequently, we are able to pass on the benefits to travellers by keeping fares low.

The strategy to keep our aircraft young pays dividends by ensuring high fuel efficiency and extremely low rates of

technical problems – with a technical dispatch reliability of more than 99.95%, we are the best in the world in this area. This is a vital factor contributing to our profitability, besides lending to passengers the assurance of IndiGo flights operating on time, and ensuring that they keep coming back to us.

We are looking ahead at doing even better in saving fuel costs when more and more of our fleet is converted to the A320Neo, a plane that is expected to use nearly 15% less fuel than the A320 without sharklets.

“

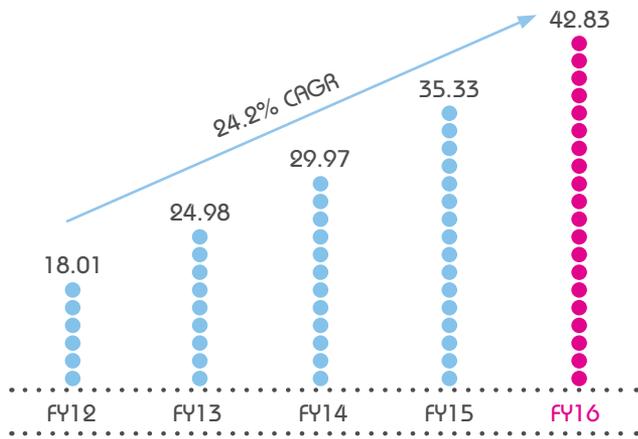
The newness of the IndiGo planes boosts fuel efficiency and performance ”



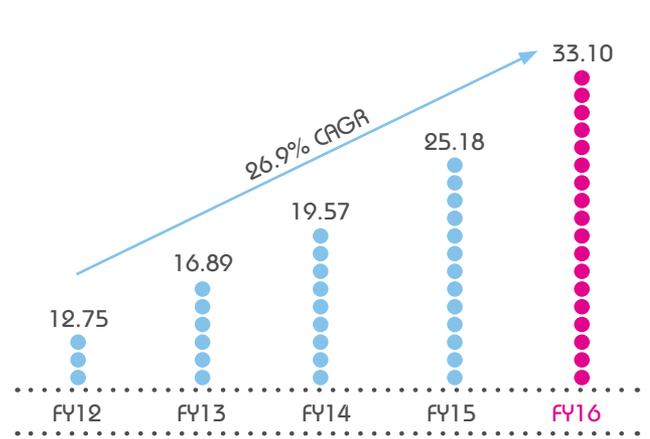
5 year Financial Highlights



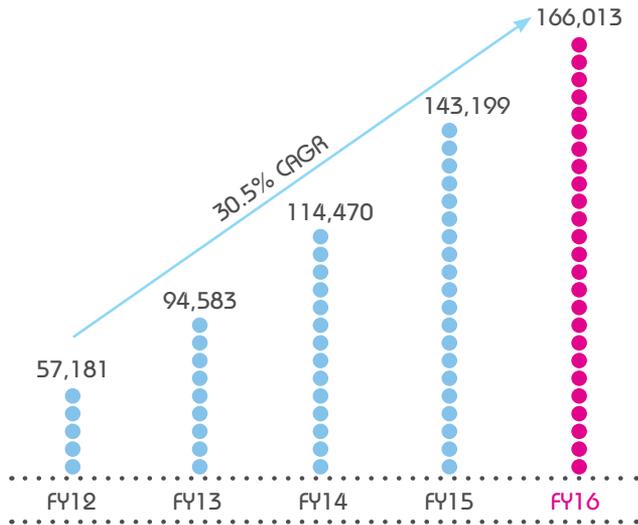
ASKs (billion)



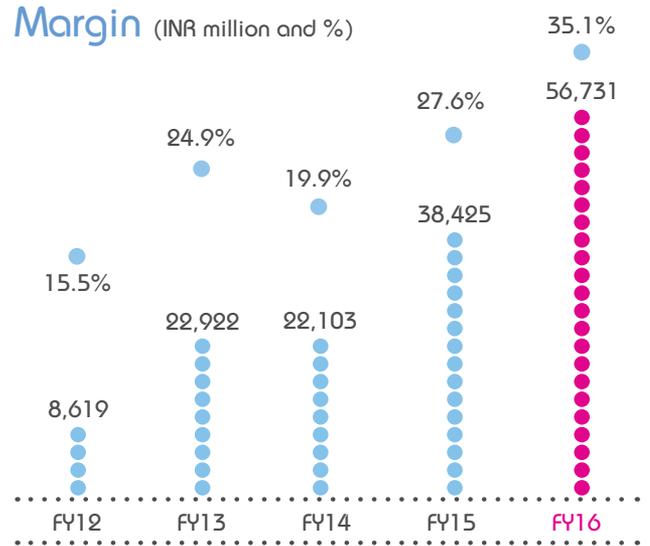
Passengers (million)



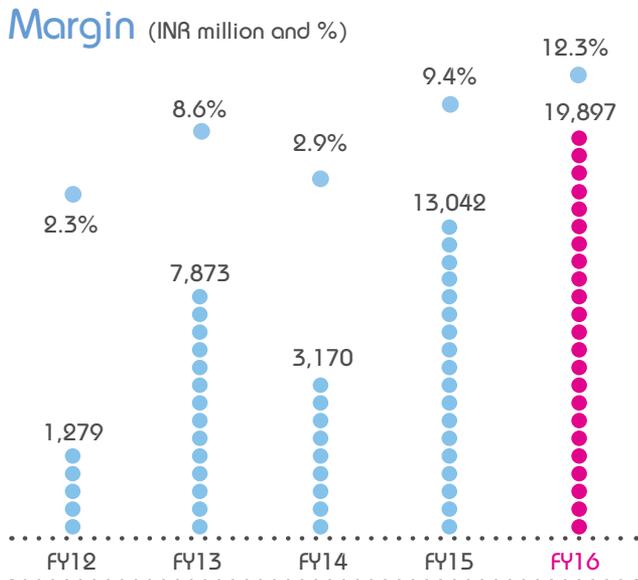
Total Revenue (INR million)



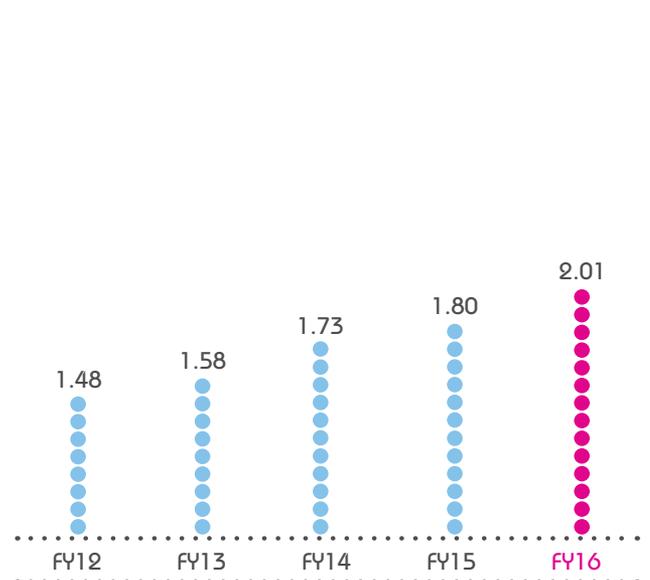
EBIDTAR and EBITDAR



Net Profit and Net Profit



CASK (ex fuel) (INR)



IndiGoReach

India's holistic progress is rooted in the collective aspirations of its people



At IndiGo, we have a focussed corporate social responsibility charter that works towards the upliftment of communities, not just around us but also in far-flung areas of the country. Our CSR initiative, called the IndiGoReach, focusses on three broad themes: children and education; women empowerment and environment.



Education



IndiGo is dedicated to the cause of educating underprivileged children and providing them with the resources to support quality education.

One of the biggest initiatives under IndiGoReach, along with the NGO Bandhan, is coming up with 400 primary education schools in the rural slums of: Kolkata (West Bengal), Assam, Jharkhand and Bihar. Half of these schools are already operational; the rest will start functioning in FY17.

A primary school for the underprivileged has also been set up at Gurgaon, and 250 children have been enrolled. They are taught by 11 teachers who are assisted by 10 volunteers.

An extremely important collaboration we have is with the India chapter of the globally established organisation, Mensa. Together, we launched the '6€ Scholar Programme' to celebrate the delivery of our 100th plane in FY14. Under this programme, 100 children with IQ in the 98th percentile or above have been identified, and IndiGo will sponsor the education for all the 100 children till they graduate. We have also assigned an employee as a mentor for each of these 100 6€ Scholars.

In Faridabad, Haryana, we support the SOS Children's Home – ALNA, while also running the 3rd Child Campaign, which gives our employees an opportunity to adopt a child and support the child's needs by contributing Rs 4,800 every year. So far, 263 children are being sponsored by 193 IndiGo employees.

Other noteworthy initiatives in education include supporting the running cost of Tamana, a special needs school; and partnering with the Smile Foundation to support the education of 200 children at Nai Disha School.



So far, 263 children are being sponsored by 193 IndiGo employees

“An extremely important collaboration we have is with the India chapter of the globally established organisation, Mensa”



Women's empowerment

With its women-centric initiatives, IndiGo aims at imparting education to the girl child and encouraging the entrepreneurial spirit of women.

Our main initiatives include Girl Power, Nanhi Kali, and The Hard Core Poor Programme.

The Girl Power programme involves selling of Girl Power badges on IndiGo flights, with sale proceeds supporting the education of girls with Smile Foundation in Seemandhra. For Nanhi Kali, we have joined hands with the K.C. Mahindra Trust, educating 166 girls (83 in Chennai and 83 in Pune); a positive result of this programme has been a manifold increase in the household incomes of the families being helped.

The Hard Core Poor Programme, in collaboration with Bandhan, targets the poorest families, which are generally headed by women, unable to afford two meals a day and without any means of getting a regular income. We support 600 such beneficiaries in the rural slums of West Bengal.



The Girl Power programme involves selling of Girl Power badges on IndiGo flights

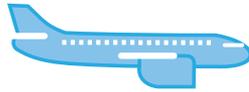


Environment



iRoar is a unique initiative of IndiGoReach, involving close collaboration with the Corbett Tiger Foundation for development in villages near Corbett National Park. We work in Dhela village, where we support Dhela Primary and Inter College Senior schools. As part of the programme, we meet the annual needs of the schools for stationery, sports equipment, water purifiers, solar water heaters, CFL bulbs, pedestal fans, umbrellas, mats, ceiling fans and hygiene kits.

Expanding our engagement with the village, we have now adopted it under the Swachh Bharat Mission and are regularly conducting cleanliness drives, along with distribution of hygiene kits to villagers. Toilets have also been built in the households, and we have installed solar lights in the village periphery to safeguard the people from the wildlife. We are now working towards an employment generation programme for the village, and are also looking at bringing other villages in the area within the ambit of our work.



In-house sustainability

Our environmental initiatives include in-house sustainability measures. Waste paper, in-flight magazines, or any other scrap paper from Delhi airport and our corporate office are sent to Greenobin. They recycle all of that into fresh paper and give us reward points, which helps us buy and stock the recycled paper in our offices, saving even more trees. During FY16, we donated 15,692.15 kgs of paper. At Hyderabad, we gave 1,716 kgs of used paper to the ITC WOW programme, and, in return, received paper rims worth Rs 6,864.

Under the IndiGo-FCN Offset Programme, aimed at neutralising carbon dioxide emissions from our aircraft, we have committed to building 7,500 biogas units in Andhra Pradesh. So far, 4,737 biogas units have already been built; 2,512 units have been commissioned and are being used; 9,385 tonnes of emission has been reduced. As a result of this programme, 110 women micro-Entrepreneurs have been created to monitor the usage and repair of the units, earning them an average monthly income of Rs 4,000.



6E Responsibility

At IndiGo, we constantly encourage our employees to join in our CSR efforts, especially in times of natural disaster. During the Nepal earthquake, we operated three rescue flights, which evacuated 541 passengers and 10 infants. Our Kathmandu-bound flights carried relief material for two months after the earthquake. During the Chennai floods, we flew 31 tonnes of cargo, which was relief material for common people, NGOs and corporate houses. In addition to this, we rescued 565 passengers.

In association with the NGO Akshay Patra, we provide midday meals to children at government schools to promote education and reduce absenteeism. Employees can sponsor a child's meal by contributing Rs. 750 a year.

An organisation riding the wave of success has a moral duty to share some of that good fortune. At IndiGo, we take that responsibility very seriously. Our mission of progress is complete only if we carry the underserved sections of society to a better place.

13,076

Total number of man hours spent in volunteering by IndiGo staff during FY16

“ Our CSR agenda is led by our IndiGoReach programme ”



We provide midday meals to children at government schools

Board of Directors



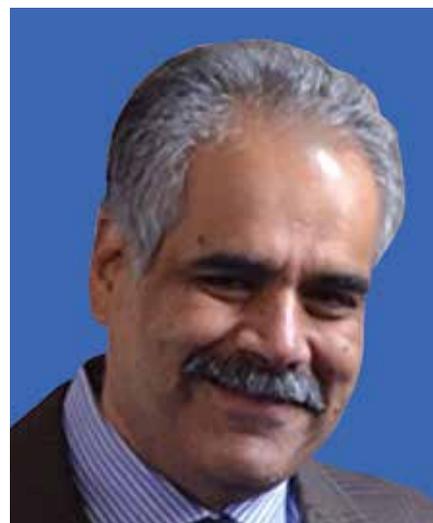
Devadas Malliya Mangalore

Chairperson and Non-Executive
Independent Director



Anupam Khanna

Non-Executive Independent Director



Rahul Bhatia

Non-Executive Promoter Director



Rakesh Gangwal

Non-Executive Promoter Director



Rohini Bhatia

Non-Executive Promoter Director



Aditya Ghosh

President and Whole Time Director

Key Management



Rohit Philip
Chief Financial Officer



Sanjay Kumar
Chief Commercial Officer



Riyaz Haider Peer Mohamed
Chief Aircraft Acquisition and
Financing Officer



Sanjeev Ramdas
Executive Vice President Customer Service
and Operations Control



Captain Dhruv Rebbapragada
Chief of Flight Safety

Management Discussion and Analysis

Overview

IndiGo, a brand belonging to InterGlobe Aviation Limited (hereafter referred to as the Company) is India's largest passenger airline with a 36.9% market share of domestic passenger volume for FY16. We primarily operate in India's domestic air travel market as a low-cost carrier (LCC), with a focus on providing "low fares, on-time flights and a hassle-free experience" to our passengers. As of March 31, 2016, we operated scheduled services to 35 domestic destinations and 5 international destinations with a fleet of 107 aircraft, all of them Airbus A320 family, with a maximum of 731 daily flights.

India is a highly underpenetrated aviation market with minimal barriers

to entry. In this market, we believe that we have been able to create structural cost advantages over other carriers that have enabled us to remain consistently profitable since FY09. We had placed an order for 100 Airbus A320 aircraft in FY15 that have all been delivered about two years ahead of the initially scheduled final delivery date. In addition, we have on order 430 Airbus A320Neo aircraft, 3 of which were delivered till March 31, 2016. These new generation A320Neo aircraft are up to 15% more fuel-efficient than the current A320 aircraft without sharklets. We believe that these aircraft will further strengthen our structural advantage by reducing our fuel expenses, which is the single largest cost for us, and will help us drive profitable growth in the future.

As of March 31, 2016, we also have 20 previously used aircraft on short-term lease.

Since our inception, we have achieved strong and sustained passenger growth. Over the past 5 years, our domestic passenger volumes grew at a CAGR of 27.1% between FY11 and FY16. During this period, our capacity also increased at a CAGR of 25.2%. In comparison, for the domestic aviation industry excluding IndiGo, the passenger volumes grew at a CAGR of 3.9% and capacity grew at a CAGR of 1.3% over these 5 years.

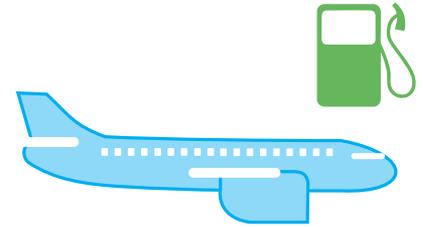
In November 2015, IndiGo got listed on domestic bourses, namely the National Stock Exchange of India Limited and BSE Limited.



“

Since our inception, we have achieved strong and sustained passenger growth. Over the past 5 years, our domestic passenger volumes grew at a CAGR of 27.1% between FY11 and FY16

”



A320Neo aircraft are up to 15% more fuel-efficient

Indian Economy

India economy continues to grow at a robust pace. As per Government of India data, India's Gross Domestic Product (GDP) grew at 7.9% for January-March 2016 quarter and 7.6% for FY16 at constant prices (2011-12). India's Gross Value Added (GVA) growth also accelerated, led by a pickup in industrial activities and a reliable contribution from service. Amongst other factors, this was also driven by manufacturing,

transport, hotels, communication and real estate. The International Monetary Fund forecast released in July put the Indian GDP growth at 7.4% at FY16, to stay at the same level in FY17. This is far ahead of the projected global GDP growth of 3.1% and the emerging and developing economies' collective growth of 4.1% in FY16. Several initiatives by the Government including Make in India programme, the Smart City programme, Digital India etc. offer sustainable growth prospects for India.

Industry Structure and Development

Internationally, the aviation market is growing one of the fastest in emerging economies. Asia and Latin America are gaining in terms of passenger volumes, and the relatively new Asian airlines are capturing some of the market share so far enjoyed by what might be called "legacy airlines". Within the emerging economies with many first-time fliers, LCCs are experiencing above-average growth rates. (Source: PwC)

Even in India, while full service carrier (FSCs) have historically dominated the Indian aviation market, the country's macroeconomic factors such as relatively low per capita income and price-sensitive consumers, have led LCCs to increasingly gain market share. LCCs' share of the Indian air travel market has increased from 45.6% in FY11 to 64.2% in FY16, an increase of 18.6% over the past 5 years. In addition to macroeconomic and India consumer factors, the following factors have also contributed to the success of LCCs in India:

1. the LCC business model, characterised by features such as single aircraft type fleets, aircraft with greater fuel efficiency and lower maintenance costs, faster turnaround times to increase aircraft utilisation, and low debt positions;
2. access to capital, when required, through promoter funding and, in some cases, sale-and-leaseback transactions;

(Percent change unless noted otherwise)	Year over Year			
	2014	2015	2016(P)*	2017(P)*
World Output	3.4	3.1	3.1	3.4
Advanced Economies	1.9	1.9	1.8	1.8
Emerging Market and Developing Economies	4.6	4.0	4.1	4.6
China	7.3	6.9	6.6	6.2
India [#]	7.2	7.6	7.4	7.4

* projected years

[#] Data and Forecast presented on fiscal year basis

Source: World Economic Outlook - July 2016



3. superior execution through sound management and strong delivery systems;
4. competitive aircraft pricing and favourable maintenance and support contracts;
5. structured systems, processes, and training; and
6. liberalisation of the Indian market.

With the Indian Government's thrust on promoting regional connectivity and creating more low cost airports, LCCs are expected to continue playing an increasing role in the rapidly expanding Indian aviation market.

India comes to the top

In 2015, India was the world's fastest growing aviation market, expanding by 18.8%, driven by economic growth in the Indian subcontinent. In comparison, Russia clocked 11.9% growth in a market of 47 million domestic passengers, China clocked 9.7% growth in a market of 394 million domestic passengers and the United States clocked 5.4% growth in a market of 708 million domestic passengers, according to International Air Transport Association (IATA). According to Airbus, domestic India revenue passenger kilometres (RPKs) is expected to grow at a CAGR of 9.2% and the domestic traffic in India will grow about 6-fold over the next 20 years.

In FY16, the Indian domestic aviation market grew at 21.6%. The growth is attributed to the large and growing middle-class population, rapid economic growth, increased spending and low aircraft penetration levels in the country. The Indian middle class flier, with an increasing level of disposable income, now frequently chooses air travel over road and rail transport, because of the convenience, competitive pricing and shorter journey time. As per Airbus, the number of households in India with discretionary income greater than USD7,500 are expected to almost treble to 180 million households by 2030 and the number of households in India with discretionary income greater than USD20,000 are expected to grow 4.8 times by 2030. The Government of India also plans to improve regional connectivity by reviving

160 non-functional airports and 10 of 25 defunct airstrips. Other government initiatives include 100% Foreign Direct Investment (FDI) in greenfield airports under automatic route and 74% FDI in brownfield airports under automatic route.

The passenger volumes growth was also aided by a low fuel cost environment. Brent crude continued to decline significantly almost throughout FY16 and reached its low of USD27.88 per barrel in January 2016. Global Aviation Turbine Fuel (ATF) prices, which are closely correlated with Brent crude, also showed a similar trend. During the Indian Union Budget 2016, while the ATF duty for jet fuel was hiked from 8% to 14%, the overall reduction in global fuel prices enabled airlines to reduce fares and attract more fliers.

Regulatory Changes in the Sector

The Ministry of Civil Aviation (MoCA), Government of India, unveiled the National Civil Aviation Policy (NCAP) 2016 on June 15, 2016, with the aim of providing an ecosystem for the harmonised growth of various aviation sub-sectors, i.e.; Airlines, Airports, Cargo, Maintenance Repairs and Overhaul services (MRO), General Aviation, Aerospace Manufacturing, Skill Development, etc.

Highlights of the New Civil Aviation Policy are as follows:

- Airport Infrastructure: The Government aims to increase the number of airports having scheduled commercial flights from 77 currently to 127 by 2019.
- 5/20 Rule: 5/20 rule (minimum 5 years of domestic operations and fleet

strength of minimum 20 aircraft required for Indian carriers to commence international operations) modified, enabling Indian airlines to commence international operations, provided that they deploy 20 aircraft or 20% of total capacity, whichever is higher, for domestic operations.

- Route Dispersal Guidelines: As per the proposed policy, the CAT-I routes would now be re-defined as routes with flying distance of more than 700 kms, average seat factor of more than 70% and annual traffic of 5 lakh passengers. Concurrently, the minimum capacity to be deployed on CAT-III routes would be reduced to 35% from 50% of CAT-I.
- Regional Connectivity Scheme (RCS): In order to promote regional connectivity to unserved and underserved airports, the Government has introduced Regional Connectivity Scheme under which the fare would be capped on these routes and the airlines would be provided a Viability Gap Funding (VGF) to make the operations commercially viable.
- Ground Handling: At least three Ground Handling Agencies (GHA) at all major airports (airports with annual passenger throughput in excess of 1.5 million). All domestic scheduled airline operators can either use these GHAs or carry out self-handling.
- Flexible and liberalised 'open skies' and 'code share' agreements.

The IndiGo advantage

The Indian air travel market has undergone considerable change during the last few years as several airlines

“

In 2015, India was the world's fastest growing aviation market, expanding by 18.8%, driven by economic growth in the Indian subcontinent

”

entered and exited the market. However, IndiGo always differentiated itself from its peers by creating unique structural advantages which have enabled us to focus on providing customers with low fare, on-time performance and hassle-free customer service.

We had placed order of 100 A320 aircraft in June 2005, 180 A320Neo aircraft in June 2011 and 250 A320Neo aircraft in August 2015 – each of which was the largest single order placed with Airbus at those times. The size of these orders helped us to negotiate favourable terms with the aircraft manufacturer as well as aircraft-related suppliers and service providers. This has given us a structural cost advantage by reducing overall costs associated with fleet acquisition, maintenance and operation. We were also one of the first airlines globally to order the A320Neo. According to Airbus, A320Neo aircraft are expected to deliver up to 15% fuel savings initially and up to 20% fuel savings by 2020 compared to A320 aircraft without sharklet. This is expected to further reduce our fuel consumption per flight as these

aircraft have started entering our fleet from FY16.

We also follow a disciplined execution of low cost model by employing single aircraft type, high aircraft utilisation, high operational reliability, no-frills product, low distribution costs and focus on ancillary revenues.

The clearly focussed strategy has helped IndiGo double its market share in the past five years – from 17.6% in FY11 to 36.9% in FY16.

Chart: IndiGo market share growth



19.3 pts
increase
in 5 years



The Company has continuously received industry accolades since its inception in recognition of the quality of the airline service, including being awarded the "Best Low Cost Airline in Central Asia & India" at the SkyTrax World Airline Awards for seven consecutive years from 2010 to 2016.



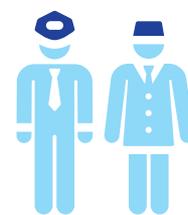
We had placed order of 100 A320 aircraft in June 2005, 180 A320Neo aircraft in June 2011 and 250 A320Neo aircraft in August 2015



Highlights and Results of Operations

Highlights

- Successfully completed its Initial Public Offering and got listed on domestic bourses, namely, BSE Limited and the National Stock Exchange of India Limited; raised Rs. 30.17 billion.
- Declared 8th consecutive year of profitability with highest ever yearly profit.
- Got delivery of 3 new generation fuel-efficient A320Neo.
- Added 3 new destinations, Dimapur, Udaipur and Dehradun, making it a total of 35 domestic destinations.
- Chosen as an AON Best Employer India 2016.



Chosen as
an AON Best
Employer India
2016

Operational Data

The following table sets forth key operational data for the periods indicated.

Particulars	FY Ended March 31		
	2016	2015	Change
ASK (in million)	42,826	35,327	21.2%
International	4,412	3,910	12.8%
Domestic	38,414	31,417	22.3%
RPK (in million)	35,968	28,177	27.6%
International	3,652	3,220	13.4%
Domestic	32,316	24,957	29.5%
Number of Scheduled Passengers Carried (in thousands)	33,103	25,180	31.5%
International	1,650	1,453	13.6%
Domestic	31,453	23,727	32.6%
Passenger Load Factor (%)	84.0%	79.8%	+4.2 ppts
International	82.8%	82.4%	+0.4 ppts
Domestic	84.1%	79.4%	+4.7 ppts
Block Hours	436,739	354,276	23.3%
International	37,931	29,401	29.0%
Domestic	398,808	324,875	22.8%
Number of Scheduled Destinations Served as of period end	40	37	8.1%
International	5	5	0.0%
Domestic	35	32	9.4%
Total Number of Flights	236,385	192,920	22.5%
International	11,044	9,771	13.0%
Domestic	225,341	183,149	23.0%
Number of aircraft at year/period end	107	94	13.8%
RASK (Rs.)	3.78	3.95	-4.3%
Average fare (Rs.)	4,248	4,882	-13.0%
CASK (Rs.)	3.12	3.42	-8.9%
CASK ex-fuel (Rs.)	2.01	1.80	11.5%

ASK – Available seat kilometre
RPK – Revenue passenger kilometre

Results of Operations

The following table shows a breakdown of our results of operations and each item as a percentage of total revenue (or total expense) for the periods indicated.

(Rs. in million)	FY Ended March 31			
	2016	%	2015	%
REVENUE				
Revenue from operations	161,399.09	97.2%	139,253.36	97.2%
Other income	4,613.93	2.8%	3,945.83	2.8%
Total revenue	166,013.02	100.0%	143,199.19	100.0%
EXPENSES				
Aircraft fuel expenses	47,793.24	34.7%	57,484.86	46.1%
Aircraft and engine rentals ⁽¹⁾	26,121.52	19.0%	19,522.38	15.7%
Purchase of stock in trade	1,147.82	0.8%	817.10	0.7%
Changes in inventories of stock in trade	(11.32)	0.0%	(31.72)	0.0%
Employee benefits expense	17,899.23	13.0%	11,886.91	9.5%
Finance costs	1,348.53	1.0%	1,155.32	0.9%
Depreciation and amortisation expense	5,030.79	3.7%	3,022.14	2.4%
Other expenses	38,393.71	27.8%	30,876.97	24.7%
Total expenses	137,723.52	100.0%	124,733.96	100.0%
EBITDAR⁽²⁾				
Margin ⁽³⁾	56,730.63		38,425.42	
		35.1%		27.6%
EBITDA⁽²⁾				
Margin ⁽⁴⁾	30,609.10		18,903.04	
		19.0%		13.6%
Profit before tax (charge)/benefit				
Margin	28,289.50		18,465.23	
		17.5%		13.3%
Tax (charge)/benefit				
Current Tax				
- Current period	(7,303.93)		-	
Minimum Alternative Tax ('MAT')				
- Current period	-		(3,889.77)	
Less: MAT credit entitlement	-		2,014.85	
Deferred tax credit / (charge)	(1,088.37)		(3,548.59)	
Profit for the year				
Margin	19,897.20		13,041.72	
		12.3%		9.4%

Note:

- (1) Aircraft and engine rentals are defined as aircraft and engine rentals net of cash and non-cash incentives.
- (2) EBITDAR is earnings before finance income and cost, income taxes, depreciation and amortisation and aircraft and engine rentals. It is calculated as EBITDA plus aircraft and engine rentals. EBITDA is earnings before finance income and cost, income taxes, and depreciation and amortisation. It is calculated as total revenue subtracting total expenses but excluding finance cost, finance income and depreciation and amortisation.
- (3) EBITDAR margin is calculated as EBITDAR / revenue from operations.
- (4) EBITDA margin is calculated as EBITDA / revenue from operations.

Balance Sheet

The following table shows a breakdown of our balance sheet for the periods indicated.

Particulars (Rs. in million)	FY Ended March 31		
	2016	2015	Change
Equity and Liabilities			
Shareholder's funds ⁽¹⁾	18,342.77	4,206.95	336.0%
Non-current liabilities ⁽²⁾	71,989.60	73,985.23	-2.7%
Current liabilities ⁽³⁾	39,858.74	29,490.27	35.2%
Total Liability	130,191.11	107,682.45	20.9%
Assets			
Non-current assets ⁽⁴⁾	74,183.25	76,002.32	-2.4%
Current assets ⁽⁵⁾	56,007.86	31,680.13	76.8%
Total Asset	130,191.11	107,682.45	20.9%

Note:

- (1) Shareholder's funds comprise (a) Share capital and (b) Reserves and surplus.
- (2) Non-current liabilities comprise (a) Deferred tax liabilities (net), (b) Long-term borrowings, (c) Other long-term liabilities, (d) Long-term provisions and (e) Deferred incentives.
- (3) Current liabilities include (a) Short-term borrowings, (b) Trade payables, (c) Other current liabilities, (d) Short-term provisions and (e) Deferred incentives.
- (4) Non-current assets include (a) Fixed assets, (b) Non-current investments, (c) Deferred tax asset (net), (d) Long-term loans and advances, and (e) Other non-current assets.
- (5) Current assets comprise (a) Current investments, (b) Inventories, (c) Trade receivables, (d) Cash and bank balances, (e) Short-term loans and advances and (f) Other current assets.

Revenue

Of the total revenues of Rs. 166,013.02 million generated in FY16, 97.2% was on account of revenue from our operations. Our revenues from operations comprise primarily of passenger ticket revenue, which we recognise on flown basis i.e., when service is rendered. In addition, we also earn revenue from ancillary products and services. Our ancillary products and services are composed of:

- (i) revenue from ancillary passenger related services, which mainly consists of charges for special service requests (including seat selection, charges for infants, and assistance for unaccompanied minors), ticket modification or cancellation including expiry of credit shell, excess baggage, lounge income and convenience fees; and
- (ii) revenue derived from products and services that are ancillary to our airline passenger services, which mainly consists of cargo services, in-flight

sales, advertisement, commission from insurance and our tours and packages business.

“
Our revenues from operations comprise primarily of passenger ticket revenue, which we recognise on flown basis i.e., when service is rendered. In addition, we also earn revenue from ancillary products and services”



The breakup of revenue from operations and percentage share of total revenue from operations is given in the following table:

(Rs. in million)	FY ended March 31			
	2016	%	2015	%
Passenger ticket revenue	140,624.22	87.1%	122,938.97	88.3%
Revenue from ancillary products and services	20,019.97	12.4%	15,724.94	11.3%
Other operating revenue ⁽¹⁾	754.89	0.5%	589.45	0.4%
Revenue from operations	161,399.09	100.0%	139,253.36	100.0%

Note:

(1) Representing amortisation of credits received on finance lease aircraft

Our revenue from operations increased 15.9% from Rs. 139,253.36 million in FY15 to Rs. 161,399.09 million in FY16 on account of the following:

- Passenger ticket revenue: Our passenger ticket revenue in FY16 was Rs. 140,624.22 million compared to Rs. 122,938.97 million in FY15, an increase of 14.4%. This was primarily due to 21.2% increase in capacity, 4.2 percentage points increase in load factors partially offset by 13% reduction in average fares.
- Revenue from ancillary products and services: Our ancillary revenue increased by 27.3%, from Rs. 15,724.94 million in FY15 to Rs. 20,019.97 million in FY16.

- Our revenue from ancillary passenger related services increased by 37.5%, from Rs. 7,608.24 million in FY15 to Rs. 10,464.65 million in FY16. While the passengers we carried in this period increased by 31.5%, our revenue from ancillary passenger related services per passenger increased from Rs. 302 in FY15 to Rs. 316 in FY16, an increase of 4.6%.
- Cargo and inflight sales contributed 97.4% of revenue derived from products and services ancillary to our passenger services, increasing from Rs. 8,116.70 million in FY15 to Rs. 9,555.32 million in FY16, an increase of 17.7%. Cargo increased by 15.9% whereas inflight sales increased by 33.8% in line with increase in passengers.

The breakup of revenue from ancillary products and services is given below:

(Rs. in million)	FY ended March 31			
	2016	%	2015	%
Revenue from ancillary passenger related services	10,464.65	52.3%	7,608.24	48.4%
Cargo	7,576.65	37.8%	6,538.80	41.6%
Tours	33.04	0.2%	146.09	0.9%
Inflight	1,726.31	8.6%	1,290.28	8.2%
Advertisement	218.87	1.1%	138.60	0.9%
Commission	0.45	0.0%	2.93	0.0%
Total Ancillary Revenue	20,019.97	100.0%	15,724.94	100.0%

- Other operating income: Our other operating income, comprising amortised incentives for aircraft on finance lease increased 28.1%

from Rs. 589.45 million in FY15 to Rs. 754.89 million in FY16. We had got delivery of 4 aircraft on finance lease in FY15, incentives for which

were amortised on a pro rata basis in FY15, based on their delivery month. While no new delivery of finance lease aircraft took place in FY16, incentives for all the aircraft on finance lease were amortised over the entire year.

- Other Income: The primary components of our other income are:

- Finance income consisting of interest on fixed deposits and gain on sale of current investments
- Other non-operating income such as profit on sale of fixed assets, liabilities written back no longer required etc.

Our other income has increased from Rs. 3,945.83 million in FY15 to Rs. 4,613.93 million in FY16, an increase of 16.9%. This is primarily on account of increase in our finance income, which has risen from Rs. 3,739.65 million in FY15 to Rs. 4,059.72 million in FY16.



Our ancillary revenue increased by 27.3%, from Rs. 15,724.94 million in FY15 to Rs. 20,019.97 million in FY16

Expenses

We had total expenses of Rs. 137,723.52 million in FY16 compared to Rs. 124,733.96 million in FY15, an increase of 10.4%. While the fuel cost was favourable to us in FY16, we were impacted by higher employee cost and higher depreciation charge due to adoption of component accounting.

- Aircraft fuel expenses: Aircraft fuel was 34.7% of our total expenses in FY16 compared to 46.1% of total expenses in FY15. In India, fuel price is announced

every month for the various airports in the country, based on the prevailing exchange rate and global fuel prices. Despite the 23.3% increase in block hours and 5.8% depreciation in the Indian Rupee against the US Dollar in FY16 compared to FY15, our fuel costs were lower by 16.9% during the year under review because of the softening of average Brent crude from USD 86.35 per barrel in FY15 to USD 48.73 per barrel in FY16.

- Aircraft ownership cost: Our aircraft ownership cost for FY16 and FY15 is detailed below:

(Rs. in million)	FY Ended March 31		
	2016	2015	%
Aircraft and engine rentals	26,121.52	19,522.38	33.8%
Finance cost	1,348.53	1,155.32	16.7%
Less: Finance income	(4,059.72)	(3,739.65)	8.6%
Depreciation and amortisation	5,030.79	3,022.14	66.5%
Total	28,441.12	19,960.19	42.5%

Our aircraft ownership cost increased by 42.5% in FY16 compared to FY15. Aircraft and engine rentals, which is the largest component of aircraft ownership cost, increased by 33.8% in FY16 compared to FY15, as our capacity increased by 21.2% and the Indian Rupee depreciated by 5.8% against the US Dollar. Our aircraft and engine rentals also include supplementary rental payments to our lessors, based on actual utilisation of our aircraft.

In February 2016, we used part of the IPO proceeds to retire debt for 5 aircraft that were on finance lease. However, it did not have any material impact on our finance cost in FY16.

We adopted component accounting in FY16, which increased our depreciation cost compared to FY15. We booked an additional depreciation charge of Rs. 1,568.31 million because of adoption of component accounting in FY16.

- Employee benefits expense consists primarily of salaries, bonuses and

allowances, as well as statutory mandatory contributions pursuant to Provident Fund and other funds, recruitment costs and staff welfare costs. During FY16, employee benefits were Rs. 17,899.23 million, an increase of 50.6% over FY15. This increase is attributable to increase in capacity by 21.2%, issue of ESOPs pursuant to the IPO and hiring of operational staff for future growth. The excess staffing was mainly the result of not receiving the number of A320Neo that we were

“
Our
maintenance
and repair
expenses
consist of
scheduled and
unscheduled
maintenance
of our aircraft,
engines and
other parts”

expecting from Airbus. However, now with the A320Neo deliveries back on track, we expect our surplus staffing to gradually get absorbed in the system.

- Other expenses comprise landing fee and en route charges, aircraft insurance costs, aircraft maintenance cost, selling and distribution cost, in-flight purchases, rent, legal and professional fees and other operating costs and in-flight and passenger related costs. The table below details other expenses:

(Rs. in million)	FY Ended March 31	
	2016	2015
Landing fee and en route charges	14,099.71	10,901.32
Maintenance cost	5,666.27	4,174.85
Selling and distribution cost	9,016.10	8,729.76
Other operating expenses	9,611.63	7,071.04
Total	38,393.71	30,876.97

Landing fee and en route charges, maintenance cost and selling and distribution cost together represented 75% of our other expenses.

Landing fee and en route charges include landing charges, route navigation facility charges, terminal navigation landing charges, parking and housing charges, X-ray charges and CUTE charges (at CUTE-enabled airports). Landing fee and en route charges were Rs. 14,099.71 million in FY16, an increase of 29.3% over the same period last year, primarily driven by increase in departures and annual escalations in airport charges.

Maintenance cost: As an operator of aircraft, we are required to and are responsible for maintaining and repairing the aircraft. Our maintenance and repair expenses consist of scheduled and unscheduled maintenance of our aircraft, engines and other parts. We maintain our aircraft in accordance with standards that meet or exceed Indian regulatory standards and have entered into several fleet hour agreements for our engines, auxiliary power units and other components. We outsource most of the maintenance of our aircraft and engines. Our maintenance cost increased by 35.7% from FY15 to FY16, due to 23.3% increase in block hours, 5.8% depreciation in Indian Rupee against the US Dollar, in which our maintenance cost is denominated, an

increase in number of C-checks in FY16 and annual escalations in maintenance contracts.

Selling and distribution cost includes costs towards our call centres, reservation system, commissions and other miscellaneous expenses towards selling and distribution. This cost component increased by 3.3%, despite a 31.5% increase in the number of passenger travelled. We continue to work on lowering our selling and distribution costs through various initiatives such as encouraging passengers to use our website and mobile app. We also continue to engage with our online and other travel agents to rationalize the commission paid for ticket bookings.

Profit before tax (charge)/ benefit

As a result of the above changes, our profit before tax increased 53.2% from Rs. 18,465.23 million in FY15 to Rs. 28,289.50 million in FY16.

Tax (charge) / benefit

- **Current Tax and Minimum Alternate Tax (MAT):** We recorded a book profit before tax and taxable profit in each of FY15 and FY16 as determined in accordance with the provisions of the Indian Income Tax Act of 1961. As the

MAT computed on book profit was higher than income tax computed on taxable profit, we were required to record MAT in FY15. In FY16, our income tax computed on taxable profits was higher than MAT and we paid tax under the normal provisions of the IT Act.

- **MAT credit entitlement:** No MAT credit entitlement was recorded in FY16. However, we recorded a MAT credit entitlement of Rs. 2,014.85 million in FY15.
- **Deferred tax credit / (charge):** We recorded a deferred tax charge of Rs. 1,088.37 million in FY16 compared to deferred tax charge of Rs. 3,548.59 million in FY15.

Our effective tax rate increased marginally from 29.4% in FY15 to 29.7% in FY16.

Profit after tax

Our profit after tax increased 52.6% from Rs. 13,041.72 million in FY15 to Rs. 19,897.20 million in FY16.

Equity and Liabilities

As of March 31, 2016, our shareholders' funds totalled Rs. 18,342.77 million compared to Rs. 4,206.95 million as of March 31, 2015. Our liabilities totalled Rs. 111,848.34 million as of March 31, 2016, compared to Rs. 103,475.50 million as of March 31, 2015.



- Shareholders' funds: We came out with an IPO in October 2015, pursuant to which 39,464,562 equity shares of Rs. 10 each were allotted, at an issue price of Rs. 765, consisting of fresh issue of 16,640,544 equity shares and an offer for sale of 22,824,018 equity shares by selling shareholders. Out of the fresh issue of 16,640,544 equity shares, 104,790 equity shares were issued to eligible employees at a discount of 10% of issue price and the remaining 16,535,754 equity shares were issued to the public. The proceeds from IPO amounted to Rs. 12,091.00 million (net of fresh issue related expenses including service tax). As of March 31, 2016, we have utilised Rs. 6,932.61 million towards the objectives of the IPO as given in the following table:



Particulars	(Rs. in million)		
	Objects of the issue as per the Prospectus	Utilised amount up to March 31, 2016	Unutilised amount as at March 31, 2016
Retirement of certain outstanding finance lease liabilities and consequent acquisition of aircraft	11,656.63	6,731.32	4,925.31
Purchase of ground support equipment for our airlines operations	342.58	109.50	233.08
General corporate purposes	91.79	91.79	0.00
Total	12,091.00	6,932.61	5,158.39

Our shareholders' fund totalled Rs. 18,342.77 million as of March 31, 2016, compared to Rs. 4,206.95 million as of March 31, 2015. This was primarily the result of issuing fresh shares and increased profitability offset by gross dividend of Rs. 18,576.60 million for FY16.

- Our non-current liabilities decreased from Rs. 73,985.23 million as of March 31, 2015, to Rs. 71,989.60 million as of March 31, 2016.
 - Our long-term borrowings reduced from Rs. 35,884.02 million as of March 31, 2015, to Rs. 29,498.61

million as of March 31, 2016, as we utilised part of our IPO proceeds to repay debt for 5 aircraft on finance lease.

- Our other long-term liabilities increased from Rs. 20,169.51 million as of March 31, 2015, to Rs. 24,722.47 million as of March 31, 2016, primarily on account of increase in supplementary rentals which is in line with our business expansion.
- Deferred incentives dipped from Rs. 13,317.44 million as of March 31, 2015, to Rs. 11,778.16 million as of March 31, 2016, as we continue to amortise the incentives and on account of fewer deliveries from Airbus in FY16.
- Our current liabilities increased from Rs. 29,490.27 million as of March 31, 2015, to Rs. 39,858.74 million as of March 31, 2016, mainly on account of proposed gross final dividend of Rs. 6,505.77 million.

Assets

As of March 31, 2016, our total assets were Rs. 130,191.11 million compared to Rs. 107,682.45 million as of March 31, 2015.

- Non-current assets decreased marginally by 2.4% from Rs. 76,002.32 million as of March 31, 2015, to Rs. 74,183.25 million as of March 31, 2016. This was primarily on account of reduction in our bank deposits due for maturity after 12 months from the reporting date as we liquidated these deposits to invest in highly rated mutual funds.
- Current assets increased by 76.8% from Rs. 31,680.13 million as of March 31, 2015, to Rs. 56,007.86 million as of March 31, 2016, reflecting increased profitability in FY16.
 - Our current investments increased 88.5% from Rs. 5,167.52 million as of March 31, 2015, to Rs. 9,741.20 million as of March 31, 2016, as we used our surplus cash to invest in highly rated mutual funds.
 - Our cash and bank balances increased 86.0% from Rs. 19,993.80 million as of March 31, 2015, to Rs. 37,186.70 million as of March 31, 2016, reflecting cash generated from operating activities and the unutilised IPO proceeds that were temporarily deployed in fixed deposits with banks.

Opportunities, Threats, Risks and Concerns

Historically, Indian flight passengers were individuals in relatively high income brackets as well as corporate travellers. However, the Indian aviation market has witnessed rapid growth beginning in 2003, following liberalising actions by the Indian Government. Between FY11 and FY16, domestic carrier capacity, as measured in available seat kilometres (ASK), grew at a CAGR of 7.5%, while domestic passenger traffic, as measured by revenue passenger kilometres (RPK), grew at a higher CAGR of 9.0%. Among several initiatives, the government's

“
Current assets increased by 76.8% from Rs. 31,680.13 million as of March 31, 2015, to Rs. 56,007.86 million as of March 31, 2016
 ”

focus on developing greenfield airports is the key catalyst for the next level of accelerated growth. Expansion of the middle class population, rail travel substitution, and strong economic growth fuelled by improved regional connectivity are also growth drivers.

While we believe that our structural advantages give us the ability to withstand different business cycles, our profitability is dependent on certain external factors:

- Depreciation of the Indian Rupee against the US Dollar: Substantially all of our revenues are denominated in Rupees, but we are exposed to foreign exchange rate risk as a large portion of our expenses is denominated in US Dollars, including our aircraft orders with Airbus, all of our aircraft and engine leases and financing payments, our aircraft fuel and a significant portion of our aircraft maintenance expenses.
- Price and availability of aircraft fuel: Aircraft turbine fuel expenses represent the single largest item of our total expenses and hence our operating results are significantly impacted by changes in the availability and the cost of aircraft fuel.
- Competition in the airline industry: The airline industry is highly competitive. We face intense competition from other LCCs as well as FSCs that operate on our routes. We may also face competition from airlines that could be established in the future.
- Lack of airport infrastructure and facilities and increased airport costs

in India: We are dependent on the quality of airport infrastructure in India and any other market where we operate for future expansion. The availability and cost of terminal space, slots and aircraft parking are critical to our operations.

- Changes in government regulations: The civil aviation industry in India is regulated by the MoCA, the DGCA and the Airports Authority of India (AAI). The regulations are extensive and complex and cover all major aspects of operations, including basic licenses, aircraft acquisitions, and routing. Any changes in the regulations, or the imposition of additional restrictions and conditions that affect our business and operations could impact our revenues, profitability and ability to grow our business.

Internal control system and its adequacies

Our internal control procedures are adequate to ensure compliance with various policies, practices and statutes in keeping with the organisation's pace of growth and increasing complexity of operations.

We have in place system and process commensurate with our size and nature of business and we maintain a system of internal controls designed to provide reasonable assurance regarding the following:

- Effectiveness and efficiency of operations
- Adequacy of safeguards for assets

- Prevention and detection of frauds and errors
- Accuracy and completeness of the accounting records
- Timely preparation of reliable financial information

Independent internal audit is carried out to ensure adequacy of internal control system and adherence to policies and practices. The scope of internal audit activity is guided by the internal annual audit plan which is approved by the Audit Committee of the Board. The Audit Committee reviews reports submitted by the independent internal auditor and monitors follow up and corrective action taken.

Outlook

In 2015, India had 1.311 billion people, according to the UN's new estimates, against China's 1.376 billion, a difference of 65 million. India is expected to overtake China as the world's most populous nation by 2022, as the new UN report revises its previous estimates, which had earlier put the date around 2028. This increased population coupled with strong growth in tourism are catalysts in the domestic aviation market. Rising disposable income in the hands of the Indian middle class will lead to more frequent air travel.

India is a vast country with airports covering different geographies and

IndiGo is flying to only 35 of such airports as of March 31, 2016. The substantial gap between the aircraft penetration rates in India and larger aviation markets in India suggest large elbow room for carriers. As we get more aircraft, we will not only have a denser network by increasing routes and frequencies on the existing destinations but will also enter newer regions. According to Airbus, in the 20 years from 2015 to 2034, India will require over 1,600 new passenger and freighter aircraft to help meet growth in demand. Valued at USD 224 billion, these will include 1,230 new single aisle aircraft and 380 wide-body passenger and freighter aircraft. By 2035, the number of Indian cities with over one million monthly air passengers will more than triple. In terms of origin and destination (O-D) traffic, passenger growth is expected to grow nearly six times in next twenty years from 2015.

As per a report published by FICCI and KPMG, increasing disposable incomes, fall in prices of Aircraft Turbine Fuel (ATF), increase in tourism, visa reforms, etc. have placed India in a unique position. The Indian civil aviation industry has exhibited tremendous resilience to the global economic slowdown and ranks ninth in the global civil aviation market. This is attributed largely to the growing economy, increased competition among airlines, especially among low cost

carriers, modern airports, greater use of technology, Foreign Direct Investment (FDI) and increased emphasis on regional connectivity. These factors have placed India to be the third largest aviation market by 2020 and the largest by 2030.

IndiGo has been consistently profitable for the past eight years. We will continue to focus on driving costs down and creating a stronger brand through operational efficiencies.

Human Resources

IndiGo has a foundation that emphasises on people. We not only offer a best-in-class experience to our customers but also extend the same to our employees. IndiGo participated in the prestigious AON Best Employer Survey and was chosen as an AON Best Employer India 2016. Such moments are made possible only by the dedication of our employees who work hard every day to provide the best operation and service in the industry. We are committed to remaining among the world's leading employers.

Recruitment and Training: We have a dedicated 75,000 sq. feet state-of-art learning academy, named ifly, for our training requirements. We have also tied up with various facilities for pilot training.

As of March 31, 2016, IndiGo employed 12,362 employees, of which 1,747 were pilots and 3,218 were cabin crew. We



added a net of 1,826 people during FY16. We have continuously been able to hire sufficient pilots and cabin crew to keep pace with the expansion of our operations and fleet.

Pilots

We require our Indian national captains to have a minimum of 2,500 hours of flying experience and 300 hours of command experience, and our expatriate captains to have a minimum of 4,000 hours of flying experience and 500 hours of command experience on A320 aircraft. Additionally, we require our pilots to undergo simulator assessment checks. While we recruit experienced pilots who are qualified on the A320, we also hire non-type rated pilots who complete a comprehensive training programme to become type-rated. Type rating is a certification that a pilot has additional training to fly a certain aircraft type, e.g. A320, in addition to the usual pilot training.

We have contracts with various DGCA-approved training facilities with full flight simulator training devices, including CAE in Noida, Bengaluru, Dubai, Madrid and Brussels, CTC Aviation Group Limited in the UK, and the Flight Simulation Technique Centre in Gurgaon. Our pilots also undergo regular training in accordance with our requirements and relevant regulations, together with cockpit resource management and other safety equipment and emergency procedure training.

Cabin Crew

We have formulated and implemented a recruitment policy for our cabin crew. We assess the educational qualifications, communication skills and personality traits of every candidate, and recruit

“
We require our Indian national captains to have a minimum of 2,500 hours of flying experience and 300 hours of command experience
”

those who have clear speech, a positive attitude and mindset, and exhibit courteous behaviour.

All our cabin crew undergo a programme called “Ab initio” training (a Latin term meaning “from the beginning”), irrespective of their previous experience. Courses include safety equipment and emergency procedure training, first aid, cabin familiarisation, in-flight announcements, grooming, customer service and in-flight selling skills. Certain safety and regulatory components of this programme have been approved by the DGCA.

Employees

As of March 31, 2016, the Company had 12,362 employees and we are adequately staffed not only for our current operations but also our anticipated growth. We have incorporated the best hardware, software, interface design and personnel from around the world to give our employees a platform to provide world-class solutions to customers. Our employees are encouraged to develop their acumen further as IndiGo has tied

up with UGC-recognized universities such as IMT Ghaziabad, Narsee Monjee Institute of Management Studies, Bharti Vidyaapeeth, Embry-Riddle Aeronautical University and others under our program “IndiGo Beyond”. In order to further sharpen the competency framework of our employees, we continuously try to meet their learning needs through tech-enabled and classroom trainings.

Our remuneration policy focuses on maximising efficiency and productivity while keeping the staff motivated and committed at the same time. We offer our management and administrative employees a range of incentives and loyalty bonuses. In addition to industry competitive base compensation, we also provide sector pay in relation to hours flown for all flight crew. Flight crew may also qualify for other loyalty and profit-related bonus schemes. Additionally, our cabin crew receives commissions for in-flight sales.

Employees of our airline are not members of any labour union. We have not experienced any labour strikes or work stoppages since our inception.

BOARD'S REPORT

Dear Shareholders,

Your directors have pleasure in presenting their thirteenth report on the business and operations of InterGlobe Aviation Limited (the "Company") together with the audited financial statements for the financial year ended March 31, 2016.

FINANCIAL STATEMENTS AND RESULTS

1. Financial Results

The Company's financial performance for the year ended March 31, 2016 is summarized below:

Particulars	(Rs. in million)	
	2015-16	2014-15
Revenue from operations	161,399.09	139,253.36
Other Income	4,613.93	3,945.83
Total	166,013.02	143,199.19
Profit before tax (charge) / benefit	28,289.50	18,465.23
Tax (charge) / benefit		
Current Tax – Current period	(7,303.93)	-
Minimum Alternate Tax ('MAT') - Current period	-	(3,889.77)
Less: MAT credit entitlement	-	2,014.85
Deferred tax credit/(charge)	(1,088.37)	(3,548.59)
Profit for the year after tax (PAT)	19,897.20	13,041.72
Add: Surplus in the statement of profit and loss at the beginning of the year	380.72	250.07
Amount available for appropriation	20,277.92	13,291.79
Less: Appropriations		
Interim dividend	(10,029.10)	(10,796.89)
Proposed equity dividend	(5,405.35)	-
Corporate dividend tax	(3,142.15)	(2,114.18)
Net surplus in the statement of profit and loss carried forward	1,701.32	380.72

Earnings Per share	(In Rs.)	
	2015-16	2014-15
Basic	58.17	42.48
Diluted	56.49	37.94

2. Results of operations

- Total income during the year 2015-16 increased to Rs. 166,013.02 million as against Rs. 143,199.19 million during the year 2014-15, a growth 15.9%.
- Profit after tax was Rs. 19,897.20 million during the year 2015-16 as compared to Rs. 13,041.72 million during 2014-15, a growth of 52.6%.
- Basic earnings per share (par value of Rs. 10 per share) was Rs. 58.17 for the year 2015-16 as compared to Rs. 42.48 for the year 2014-15, a growth of 36.9%.
- Diluted earnings per share (par value of Rs. 10 per share) was Rs. 56.49 for the year 2015-16 as compared to Rs. 37.94 for the year 2014-15, a growth of 48.9%.

For details please refer to notes to accounts and management discussion and analysis annexed to the annual report.

3. Appropriations

a. Dividend

Your Directors are pleased to recommend a final dividend of Rs. 15 per equity share for the financial year ended March 31, 2016 (being 150 % on the face value of Rs. 10 per share) which is subject to the approval of the members at the ensuing Annual General Meeting of your Company. The Interim Dividend of Rs. 32,668.08 per equity share of face value of Rs. 1,000 per share for financial year 2015-16 aggregating to Rs. 10,029.10 million was paid on June 22, 2015.

b. Reserves

Your Directors have not proposed to transfer any amount to reserves for the financial year 2015-16.

4. Changes in the capital structure

a. Scheme of Arrangement

A scheme of amalgamation between Caelum Investment LLC ("Transferor Company") and InterGlobe Aviation Limited (the "Company" or "Transferee Company") and their respective shareholders/members and creditors ("Scheme") was sanctioned by the Hon'ble High Court of Delhi vide its order dated December 22, 2014 ("Order") under Sections 391 to 394 and all other applicable provisions of the Companies Act, 1956 in Company Petition No. 599/2014 connected with Company Application (M) No.107/2014 and in respect of which the certified copy of the formal Order was obtained on March 27, 2015 and was subsequently filed with the Registrar of Companies on April 24, 2015. Further, in relation to the Scheme, the Company has received a certificate of merger dated April 24, 2015 from the Secretary of State, Division of Corporations, State of Delaware, United States of America giving effect to the merger of the Transferor Company with the Company. The applicable date and the effective date of the scheme is April 24, 2015.

In accordance with the terms of the Scheme, the Company at its Board meeting held on April 25, 2015, cancelled 147,000 Equity Shares of Rs. 1000 each held by Caelum Investment LLC and issued fresh Equity Shares to the members of Caelum Investment LLC in the proportion of the voting rights held by them in Caelum Investment LLC. For details please refer to note 2.43 to the notes to accounts to financial statements annexed to this report.

b. Conversion of convertible preference shares into equity shares

During the financial year, 36,716 fully paid up 0.00% convertible preference shares of Rs. 1000 each have been converted into equity shares of the Company ranking in all respects pari passu with the existing fully paid-up equity shares of the Company in the ratio of 1:1, vide resolution passed by the Board at the Board Meeting of the Company held on June 23, 2015.

c. Reclassification and sub-division of authorised share capital of the Company

The Shareholders' at the Extraordinary General Meeting ('EGM') of the Company held on June 25, 2015, approved the reclassification and subdivision of the authorised Share Capital of the Company aggregating to Rs. 2,200.00 million, comprising of 500,000 Equity Shares of Rs. 1,000 each aggregating to Rs. 500.00 million; 1,600,000 Redeemable Preference Shares of Rs. 1,000 each aggregating Rs. 1,600.00 million and 100,000 Convertible Preference Shares of Rs. 1,000

each aggregating Rs. 100.00 million to 220,000,000 Equity Shares of Rs. 10 each aggregating to Rs. 2,200.00 million.

Consequent to sub-division, the issued equity Share Capital was split from Rs. 343,716,000 divided into 343,716 equity shares of Rs. 1000 each to Rs. 343,716,000 divided into 34,371,600 equity shares of Rs. 10 each.

d. Increase in the authorised share capital of the Company

The Shareholders' at the EGM of the Company held on June 25, 2015, approved increase in authorized share capital of the Company from Rs. 2,200.00 million comprising of 220,000,000 Equity Shares of Rs. 10 each to Rs. 7,500.00 million comprising of 750,000,000 Equity Shares of Rs. 10 each.

e. Bonus issue

During the year, the Shareholders' at the EGM of the Company held on June 25, 2015, approved capitalization of sum of Rs. 3,093.44 million, out of the balance in the Company's Capital Redemption Reserve / General Reserve and issued and allotted 309,344,400 equity shares of Rs. 10 each as bonus shares in the proportion of nine fully paid Equity shares of Rs. 10 each for every one Equity share of Rs. 10 held as on the record date i.e. June 25, 2015.

5. Adoption of new Articles of Association of the Company

The Shareholders' at the EGM of the Company held on June 25, 2015 and September 22, 2015, had altered and adopted new set of Articles of Association comprising of Part I and Part II in accordance with the provisions of the Companies Act, 2013 read with the rules issued thereunder and in view of the conformity to the Shareholders Agreement dated April 23, 2015 as amended and the proposed initial public offer of equity shares of the Company. In accordance with the approval granted by shareholders, Part II of the Articles of Association shall terminate and shall be deemed to fall away without any further action immediately on the commencement of listing and trading of the equity shares of the Company on the BSE Limited or the National Stock Exchange of India Limited in accordance with applicable laws.

Accordingly your directors further propose to alter the Articles of Association of the Company by deleting Part II thereof at the ensuing annual general meeting for the approval of the shareholders.

6. Listing of Securities of the Company with National Stock Exchange of India Limited and BSE Limited

During the financial year 2015-16, the Company had completed the initial public offer (IPO), pursuant to which 39,464,562 equity shares of Rs. 10 each were allotted, at an issue price of Rs. 765, consisting of fresh issue of 16,640,544 equity shares and an offer for sale

of 22,824,018 equity shares by selling shareholders. Out of the fresh issue of 16,640,544 equity shares, 104,790 equity shares were issued to eligible employees at a discount of 10% to issue price and the remaining 16,535,754 equity shares were issued to public.

The equity shares of the Company were listed on National Stock Exchange of India Limited (NSE) (symbol INDIGO) and BSE Limited (BSE) (scrip code 539448) on November 10, 2015.

Expenses incurred by the Company aggregating to Rs. 1,286.27 million (including Service Tax) in connection with the IPO have been partly adjusted towards the securities premium account and partly recovered from the selling shareholders. The IPO expenses amounting to Rs. 1,286.27 million, excluding certain expenses which are directly attributable to the Company (such as legal counsel cost, auditor fee, Listing fee and stamp duty expenses) amounting to Rs. 152.68 million, have been allocated between the Company and each of the selling shareholders in proportion to the equity shares allotted to the public as fresh issue by the Company and under offer for sale by the existing shareholders. For details please refer note 2.2 to the notes to accounts to financial statements annexed to this report.

Your directors wish to apprise you that your Company had paid all refund due to non allottees of the IPO of the Company and there is nil balance of shares in the unclaimed shares escrow demat account opened for the purpose.

7. Utilization of IPO proceeds

The Company had filed prospectus with Registrar of Companies ('RoC') on October 30, 2015. As per the terms set out in the prospectus on "Utilization of Net Proceeds", the Company was required to utilize IPO proceeds to retire certain outstanding finance lease liabilities and consequent acquisition of aircraft by March 31, 2016. The Company has retired finance lease liabilities for five aircraft out of the proposed eight aircraft by March 31, 2016. Further during the month of April 2016, after obtaining the approvals from appropriate authorities, the Company has retired the remaining three finance lease liabilities out of the IPO proceeds. Please refer note 2.41 to the notes to accounts to financial statements as annexed to this report.

The unutilized amount of the issue as at March 31, 2016 has temporarily been deployed in fixed deposits with banks.

The Company had appointed HDFC Bank Limited as the Monitoring Agency of the IPO. Your Company had received Monitoring Report from HDFC Bank Limited as on March 31, 2016 under Regulation 32 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

8. Adoption and implementation of Employees stock option schemes

Your Company instituted two employee stock option schemes, namely the InterGlobe Aviation Limited Tenured Employees Stock Option Scheme – 2015 ("ESOS 2015 – I") and InterGlobe Aviation Limited Employees Stock Option Scheme - 2015 ("ESOS 2015 - II"), pursuant to resolutions of the Board of Directors dated June 23, 2015 and resolutions of the shareholders at the EGM dated June 25, 2015. The objective of the schemes is to provide certain existing employees an opportunity for investment in our equity shares. Both the schemes are in compliance with Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014.

Both the employees stock option schemes are implemented to recognize the efforts made by employees towards the growth and success of the Company and to bring employees participation in the growth and prospects of the Company. The Compensation Committee of the Company administers and monitors both the schemes.

The details required to be provided under Section 62 of Companies Act, 2013 and Rule 12 of Companies (Share Capital and Debentures) Rules, 2014 and Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 read with Securities and Exchange Board of India circular no. CIR/CFD/POLICY CELL/2/2015 dated June 16, 2015 are set out in the Annexure-A to this Report and also available on the Company's website www.goindigo.in.

On June 29, 2016, your Company has allotted 847,262 (Eight Lakhs Forty Seven Thousand Two Hundred Sixty Two) equity shares of Rs. 10/- each (Rupees Ten Only) to those grantees who had exercised their options under the InterGlobe Aviation Limited - Tenured Employees Stock Option Scheme 2015 "ESOS 2015-1" in accordance with the terms set out in the scheme.

9. Management discussion and analysis report

The Management discussion and analysis report on Company's operational performance, industry trends and other material changes with respect to the company prepared in compliance of Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of this annual report.

10. Public deposits

During the financial year under review, the Company has not accepted or renewed any deposit falling within the purview of the provisions of Sections 73 and 74 of the Companies Act, 2013 (the "Act") read with the Companies (Acceptance of Deposits) Rules, 2014.

11. Disclosure under Section 129(3) of the Companies Act, 2013

The Company does not have any subsidiary company, associate and joint venture company and hence no

information as per the provisions of Section 129(3) of the Companies Act, 2013 read with applicable rules is furnished.

12. Business responsibility report

A Business responsibility report as per Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 dealing with the various initiatives taken by your Company on the environmental, social and governance front forms an integral part of this report.

13. Corporate governance report

In compliance with the provisions of Regulation 34(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate report on Corporate Governance with a certificate from Sanjay Grover & Associates, Company Secretary in practice regarding compliance of conditions of Corporate Governance as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is an integral part of this report.

14. Indian Accounting standards (Ind AS)

Your Company has adopted Indian Accounting standards (Ind AS) with effect from April 01, 2016 pursuant to the Ministry of Corporate Affairs notification dated February 16, 2015 notifying the Companies (Indian Accounting Standard) Rules, 2015. The quarterly unaudited results for June 30, 2016 have been prepared as per the applicable Ind AS to the Company.

15. Segment Reporting

Your Company operates in domestic and international sectors. Moreover, the Company, considering its internal financial reporting, which is based on geographic segments, has identified geographic segment as the primary segment of your Company. The geographic segment consists of Domestic air transportation within India and International air transportation outside India.

The details regarding accounting treatment of segment reporting have been disclosed in the note no. 2.38 to notes to accounts of financial statements annexed to this report.

16. Disclosure of internal financial control and their adequacy

Your Company's internal control procedures are adequate to ensure compliance with various policies, practices and statutes in keeping with the organization's pace of growth and increasing complexity of operations.

Your Company has in place system and process commensurate with its size and nature of business and maintains a system of internal controls designed to provide reasonable assurance regarding the following:

- Effectiveness and efficiency of operations
- Adequacy of safeguards for assets

- Prevention and detection of frauds and errors
- Accuracy and completeness of the accounting records
- Timely preparation of reliable financial information

Independent internal audit is carried out to ensure adequacy of internal control system and adherence to policies and practices. The scope of internal audit activity is guided by the internal annual audit plan. The Audit Committee reviews reports submitted by the independent internal auditor and monitors follow up and corrective action taken.

The details in respect of internal financial control and their adequacy are included in the auditors' report which forms an integral part of this report.

17. Particulars of contracts or arrangements made with related parties

During the financial year 2015-16, your Company has entered into various transactions with related parties as defined under the Companies Act, 2013 read with applicable rules and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, all of them are in the ordinary course of business and at arm's length basis.

During the year, the Company had not entered into any contract, arrangement or transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions.

Information on transactions with related parties pursuant to Section 134(3)(h) of the Companies Act, 2013 read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in form AOC - 2 as Annexure - B which forms part of this report.

18. Particulars of loans, Guarantees and Investments

Details of loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 as on March 31, 2016 are set out in the financial statements forming part of this report.

19. Corporate Social Responsibility

IndiGoReach, our Corporate Social Responsibility program is based on shared values, responsible business and exposure to voluntary social activities. Any CSR project that we take up, we ensure that it is able to make a social and an economic impact. It also has an effect on the gender equality, caste and yield in the rural area where we intervene. A holistic approach is what helps us attain sustainability in any project. We truly believe that it's not just the funds, but true intentions and actions that go a long way.

Your Company focus on the identified areas that have long-term and sustainable impact on the society. We have also chosen multi-year projects whose implementation ranges from two to five years. We have set milestones for each and every project and the payments to the implementing team are made in tranches from time to time, as the CSR

activities of the Company are being planned out to ensure the optimal utilization of funds.

A detailed report on CSR activities undertaken during the financial year ended on March 31, 2016, in accordance with Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended from time to time is annexed to this report as Annexure C.

AUDITORS AND REPORTS

20. Auditors

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the rules framed thereunder, B S R & Co. LLP, Chartered Accountants, (ICAI Firm Registration No. 101248W/W-100022), were appointed as statutory auditors of your Company at the annual general meeting of the Company held on September 08, 2014 for a term of five years subject to ratification of their appointment at every annual general meeting by the shareholders of the company.

The Auditors have confirmed their eligibility and willingness to accept office to conduct audit of financial statements for the financial year ending March 31, 2017 at the ensuing annual general meeting. A resolution to that effect forms part of notice of the annual general meeting attached to this report.

The Report given by the Statutory Auditors of your Company on the financial statements is annexed to this report. There are no qualifications, reservations or adverse remarks made by the Statutory Auditors in their Report for the financial year ended March 31, 2016. The Statutory Auditors have not reported any incident of material fraud to the Audit Committee of the Company during the year under review.

21. Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Sanjay Grover & Associates, Practicing Company Secretaries to undertake the Secretarial Audit of the Company.

The Secretarial Audit Report in Form MR - 3 for the financial year ended March 31, 2016 forms part of this report and has been attached as Annexure - D. There are no qualifications, reservations or adverse remarks made Secretarial Auditors in their Report for the financial year ended March 31, 2016.

DISCLOSURES RELATED TO DIRECTORS AND KEY MANAGERIAL PERSONNEL

22. Directors

The Board of your Company is constituted in terms of the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The composition of the Board is detailed in the Corporate Governance Report which forms an integral part to this report.

During the year under review, the following changes took place in the office of directors of the Company.

On June 23, 2015 Mr. Kapil Bhatia resigned from the office of Chairman and Director of your Company. Your directors place on record their sincere appreciation for the advice and contributions made by Mr. Kapil Bhatia towards the growth and success of the Company during his tenure with the Company.

On June 23, 2015, the Board had approved the following:

- Appointment of Mr. Devadas Malliya Mangalore, Independent Director as the Chairman of the Board;
- Change in the office of Mr. Rahul Bhatia from Managing Director to Non-Executive Director of the Company liable to retire by rotation.

At the extra ordinary general meeting of your Company held on June 25, 2015, Mr. Rakesh Gangwal was appointed as a non - executive director of the Company liable to retire by rotation.

At the previous annual general meeting of the Company held on September 29, 2015 Mr. Rahul Bhatia who was liable to retire by rotation was reappointed as director of the Company.

Mr. Aditya Ghosh, Director of the Company is liable to retire by rotation in accordance with the provisions of Section 152 of the Companies Act, 2013 at the ensuing annual general meeting and being eligible, has offered himself for reappointment as director of the Company.

Mr. Devadas Malliya Mangalore and Dr. Anupam Khanna were appointed as independent directors at the extraordinary general meeting of the Company held on March 27, 2015 for period of 2 years i.e. March 27, 2015 to March 26, 2017. The board of directors at its meeting held on August 01, 2016 had recommended the re-appointment of the independent directors for a fresh term of 5 years from March 27, 2017 to March 26, 2022 subject to the approval of the shareholders at the ensuing annual general meeting.

None of the directors of the Company are disqualified as per the provisions of Section 164(2) of the Companies Act, 2013.

23. Key Managerial Personnel

During the financial year, on June 25, 2015, Mr. Suresh Kumar Bhutani, Company Secretary of the Company was appointed as Compliance Officer of the Company.

Subsequent to the close of the financial year, Mr. Pankaj Madan, Chief Financial Officer submitted his resignation on May 17, 2016 and served till July 17, 2016. The Board of Directors took on record the resignation of Mr. Pankaj Madan, Chief Financial Officer (HMP) of the Company and appreciated his sincere efforts and contributions towards the success of the Company.

Further based on the recommendation of Nomination and Remuneration Committee and approval of the Audit Committee, the board of directors approved the appointment of Mr. Rohit Philip as the Chief Financial Officer and Key Managerial Personnel of the Company for a period of five (5) years effective July 18, 2016.

Mr. Suresh Kumar Bhutani had resigned from the post of Company Secretary and Compliance Officer of the Company with effect from June 08, 2016 and served the Company till July 15, 2016. The board took on record the same at their meeting held on August 01, 2016 and appreciated his sincere efforts and contributions towards the success of the Company.

24. Declaration by Independent Directors

Pursuant to the provisions of Section 149 of the Companies Act, 2013 Mr. Devadas Malliya Mangalore and Dr. Anupam Khanna were appointed as independent directors at the extraordinary general meeting of the Company held on March 27, 2015. The terms and conditions of appointment of independent directors are as per Schedule IV of the Companies Act, 2013. They have submitted a declaration that each of them meets the criteria of independence as provided in Section 149(6) of the Act and there has been no change in the circumstances which may affect their status as independent director during the year.

DISCLOSURES RELATED TO BOARD, COMMITTEES AND POLICIES

25. Board Meetings

During the year, the board of directors of your Company met ten times. For details of the meetings of the board, please refer to the corporate governance report, which forms an integral part of this report.

26. Committees of the Board

As per the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the board of your Company has constituted the following committees:

- i. Audit Committee
- ii. Nomination and Remuneration Committee
- iii. Corporate Social Responsibility Committee
- iv. Stakeholders' Relationship Committee
- v. Compensation Committee
- vi. IPO Committee[#]
- vii. Risk Management Committee*

[#]The IPO Committee of the Company was constituted by the Board at its meeting held on June 28, 2015 to approve and decide upon all activities in connection with the Initial Public Offering of the Company. Since the equity shares of the Company got listed with National Stock Exchange of India Limited and BSE Limited on November 10, 2015 and the scope and objective for which the IPO committee was constituted has been achieved. Therefore IPO

Committee was dissolved by the board at its meeting held on January 21, 2016.

*According to Regulation 21 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Risk Management Committee is required to be constituted by the top 100 listed companies determined on the basis of market capitalisation, as at the end of the immediate previous financial year. Since, your Company was one of among the top 100 listed companies as per the list issued by the National Stock Exchange of India Limited based on market capitalisation as on March 31, 2016, the Risk Management Committee was constituted by board of directors of your Company at their meeting held on April 29, 2016.

For details of membership and attendance of the meetings of the above Committees of the board, please refer to the corporate governance report which forms an integral part of this report.

27. Policies

An extract of the policies adopted by the board of directors is included in Corporate Governance Report which forms part of this annual report and also available on the website of your Company.

- **Code of Conduct for Directors and Senior Management**

The Board of Directors of the Company has in compliance of Regulation 17(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, laid down a code of conduct for all Directors and Senior Management of the Company for governance of good corporate practices.

- **Vigil Mechanism for the Directors and Employees**

In compliance with the requirements of the provisions of Section 177 of the Companies Act, 2013 read with Regulation 22 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors has established a vigil mechanism for directors and employees of the Company to report their genuine concerns or grievances. The vigil mechanism provides adequate safeguards against victimization to any employees and / or directors who use the mechanism to report their concerns or grievances.

The audit committee periodically reviews the functioning of this mechanism. The employees/directors of the Company have the right / option to report their concern / grievance to the Chairman of the Audit Committee.

- **Related Party Transactions Policy**

In compliance with the requirements of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has approved a policy on dealing with related party transactions. The policy

has been placed on the Company's website at <https://www.goindigo.in/content/dam/goindigo/6e-website/pdf/investor-relation/corporate-governance/policies/IGAL-Policy-on-Related-Party-Transactions.pdf>

- **Corporate Social Responsibility Policy**

A brief outline of the Corporate Social Responsibility (CSR) Policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in Annexure - C of this report in the format prescribed as per the Companies (Corporate Social Responsibility Policy) Rules, 2014.

- **Nomination and Remuneration Policy**

Nomination and Remuneration Committee of the Company has framed a policy for selection and appointment of Directors including determining qualifications of Director, Key Managerial Personnel and their remuneration as part of its charter and other matters provided under Section 178(3) of the Companies Act, 2013. The Nomination and Remuneration Policy is available on the website of the Company https://www.goindigo.in/content/dam/goindigo/6e-website/pdf/investor-relation/corporate-governance/policies/IGAL_Nomination%20Remuneration%20Policy.pdf

- **Risk Management Policy**

The Audit Committee of the Company has formed a risk management committee to frame, implement and monitor the risk management plan for the Company. The committee is responsible for reviewing the risk management plan and ensuring its effectiveness. The audit committee has additional oversight in the area of financial risks and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

- **Annual Evaluation of Directors, Committee and Board and Familiarization Program for Independent Directors and Board**

The board of directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the

composition of committees, effectiveness of committee meetings, etc.

The Board and the Nomination and Remuneration Committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent directors, performance of non-independent directors and performance of the board as a whole was evaluated.

28. Directors' Responsibility Statement

Pursuant to Section 134(3)(c) of the Companies Act, 2013, the Board of Directors of the Company confirms that:

- in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of the affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the directors have prepared the annual accounts on a going concern basis; and
- the directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

29. Disclosure of orders passed by regulators or courts or tribunals

There are no significant material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of your Company and its operations in future.

30. Extract of Annual Return

Pursuant to the provisions of Section 134(3)(a) of the Companies Act, 2013, extract of the annual return in Form

MGT - 9 prepared in compliance with the provisions of Section 92(3) of the Companies Act, 2013 for the financial year ended March 31, 2016 is attached as Annexure - E and forms an integral part of this report.

OTHER DISCLOSURES

31. CEO and CFO Certification

A Certificate issued by Mr. Aditya Ghosh, President & Whole time Director and Mr. Pankaj Madan, Chief Financial Officer of the Company for the year under review, in terms of Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 was placed before the board of directors in its meeting held on April 29, 2016, is annexed to this report.

32. Prevention and prohibition of sexual harassment of women at work place

At IndiGo, we are committed to provide a healthy work environment that is free of discrimination and unlawful harassment and that enables employees to work without fear of prejudice, gender bias and sexual harassment. In keeping with this commitment, IndiGo expressly and strictly prohibits any form of employee harassment based on race, color, religion, sex, national origin, age, disability, sexual orientation, or status in any group protected by state or local law. The Company has always endeavored for providing a better and safe environment free of sexual harassment at all its work places. In compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("Act") and Rules made thereunder, the Company continued conducting workshops and awareness programs for sensitizing the employees with the provisions of the Act.

During the year, your Company received 6 complaints under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Only one was pending at the end of the financial year 2015-16 as the issue was raised in mid of March, 2016 was closed in the month of April, 2016.

33. Conservation of Energy and Technology Absorption

At IndiGo, we are committed to running a fuel and emission efficient operation. This lowers cost of our operations and is environment friendly. Our flight operating procedures are designed with focus on fuel efficiency and passenger safety. The average age of our aircraft was 4.6 years as of March 31, 2016 which is one of the youngest fleets of any LCC globally. A young fleet is more fuel efficient than an older fleet. We actively seek to maintain a young fleet because it helps us to mitigate against technological obsolescence and achieve better reliability in terms of aircraft performance, lower maintenance costs, improved

fuel-efficiency, higher flight dispatch reliability and higher passenger appeal. The A320 aircraft delivered to us by Airbus since January 2013 have been equipped with "sharklets" and consume less fuel than aircraft without sharklets. All of the A320 aircraft delivered to us since September 2008 use IAE SelectOne engines. These engines use various technological advances to reduce aircraft fuel consumption compared to previous IAE engines. Fuel consumption is directly proportional to the weight of an aircraft. We have sought to reduce the weight of our aircraft by selecting lighter seats and by choosing to not have in-flight entertainment systems. Your Company had ordered 430 Airbus A320 neo aircraft, 3 of which have been were delivered till March 31, 2016. As per Airbus these new generation A320 neo aircraft are up to 15% more fuel efficient than the current A320 aircraft without sharklets.

We have also adopted conservative fuel consumption policies which are inculcated in all pilots and engineering staff training procedure, enough fuel for sectors after evaluating various traffic trends thus avoiding any additional/unnecessary fuel upliftment, installing software for accurate flight planning which provides accurate maps and most efficient flight path, restricting the use of auxiliary power units, employing continuous descent approaches and economy cruise speeds, minimizing aircraft weight by removing unnecessary equipment and optimizing engine settings for take-off and climb. In addition, we have adopted fuel policies designed to reduce costs on the ground including the use of the EcoPower Engine Wash process for our engines, the use of ground equipment in place of aircraft auxiliary power units which consumes more fuel, use of single engine for taxing on ground and other engineering/operations protocols. These policies are all designed to optimize fuel productivity reduce carbon footprint, finally reducing costs.

34. Foreign Exchange Earnings and Outgo

The details of Foreign Exchange earnings and outgo are provided under note 2.33 and note 2.34 to the notes to the financial statements annexed to this report.

35. Particulars of employees

Your Directors acknowledge the untiring effort, support and co-operation of the employees at all levels.

The information required under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed to this report as Annexure - F. The information pursuant to Section 197 of the Act read with rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is available on the Company's website www.goindigo.in.

Acknowledgement and Appreciation

Your Directors place on the record their appreciation for the contribution made by all IndiGo employees at all levels with their hard work, solidarity, co-operation and dedication during the year.

The Board sincerely conveys its gratitude to IndiGo bankers, business associates, regulatory and government authorities for their continued support. We are honoured to acknowledge their co-operation.

The Board also wishes to deeply thank the vendors for their assistance, and is much obliged to consumers and shareholders for their trust and confidence in the Company.

On behalf of the Board of Directors

M. D. Mallya
(Chairman)
(DIN 01804955)

Aditya Ghosh
(President and Whole Time Director)
(DIN 01243445)

Gurgaon, August 01, 2016

Annexure - A

Statement pursuant to Regulation 14 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 as on March 31, 2016

- A. Relevant disclosures in terms of the 'Guidance note on accounting for employee share-based payments' issued by ICAI or any other relevant accounting standards as prescribed from time to time - please refer note no. 2.40 contained in the Notes to accounts forming part of the financial statements for the financial year ended March 31, 2016, annexed to this report.
- B. Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations in accordance with the accounting standard - 20 earnings per share - please refer note no. 2.39 contained in the Notes to accounts forming part of the financial statements for the financial year ended March 31, 2016, annexed to this report.

Sl. No.	Particulars	InterGlobe Aviation Limited - Tenured Employees Stock Option Scheme 2015 (ESOS 2015 - I)	InterGlobe Aviation Limited - Employees Stock Option Scheme 2015 (ESOS 2015 - II)																	
1.	Date of shareholders' approval	June 25, 2015	June 25, 2015																	
2.	Total number of options	1,111,819	2,528,928 options	3,107,674	578,746 options															
3.	Vesting Requirements	Vesting of the Options granted under the ESOS 2015 - I shall be one year from the Grant Date or the completion of the listing of the Shares of the Company on a recognized stock exchange in India in an initial public offering, whichever is later.	Tranche 1 - 15% vesting is one year from the date of grant; Tranche 2 - 20% vesting is two year from the date of grant; Tranche 3 - 30% vesting is three year from the date of grant; Tranche 4 - 35% vesting is four year from the date of grant.	Four and a half years after the Date of Grant Exercise Period: Four years from the Vesting Date	<table border="1"> <thead> <tr> <th>Tranche of Options</th> <th>Vesting Date</th> <th>Exercise Period</th> </tr> </thead> <tbody> <tr> <td>15%</td> <td>One year from Date of Grant</td> <td>One year from Vesting Date</td> </tr> <tr> <td>20%</td> <td>Two years from Date of Grant</td> <td>One year from Vesting Date</td> </tr> <tr> <td>30%</td> <td>Three years from Date of Grant</td> <td>One year from Vesting Date</td> </tr> <tr> <td>35%</td> <td>Four years from Date of Grant</td> <td>One year from Vesting Date</td> </tr> </tbody> </table>	Tranche of Options	Vesting Date	Exercise Period	15%	One year from Date of Grant	One year from Vesting Date	20%	Two years from Date of Grant	One year from Vesting Date	30%	Three years from Date of Grant	One year from Vesting Date	35%	Four years from Date of Grant	One year from Vesting Date
Tranche of Options	Vesting Date	Exercise Period																		
15%	One year from Date of Grant	One year from Vesting Date																		
20%	Two years from Date of Grant	One year from Vesting Date																		
30%	Three years from Date of Grant	One year from Vesting Date																		
35%	Four years from Date of Grant	One year from Vesting Date																		
4.	Exercise price	Exercise price is the face value of the Equity Shares i.e., Rs. 10 per Equity Share	Exercise price is the issue price i.e. Rs. 765 per Equity Share.		Exercise price is the face value of the Equity Shares i.e., Rs. 10 per Equity Share															
5.	Pricing formula	The Black - Scholes option valuation model	The Black Scholes model		Combination of Monte- Carlo Simulation and Black Scholes Model															
6.	Maximum term of options granted	One year from the date of grant of options	Four and a half years after the Date of Grant	Four and a half years after the Date of Grant	Four and a half years after the Date of Grant															
7.	Sources of shares (primary, secondary or combination)	Primary	Primary		Primary															
8.	Variation in terms of options	Nil	Nil		Nil															
9.	Method used to account for ESOS - Intrinsic or fair value	Fair Value	Fair Value		Fair Value															
10.	Where the Company opts for expensing of the options using the intrinsic value of the options:	Not applicable, as the Company is following the fair value method of valuing the option.																		
	• the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options																			
	• The impact of this difference on ;																			
	(a) profits	Not Applicable																		
	(b) EPS	Not Applicable																		
11.	Option movement during the year																			
	• Number of options outstanding at the beginning of the period	Nil	Nil																	
	• Number of options granted during the year	1,111,819	2,267,143																	
			1,514,587	332,026	420,530															
				subject to fulfillment of certain performance criteria																

Sl. No.	Particulars	InterGlobe Aviation Limited - Tenured Employees Stock Option Scheme 2015 (ESOS 2015 - I)	InterGlobe Aviation Limited - Employees Stock Option Scheme 2015 (ESOS 2015 - II)																																
	• Number of options forfeited / lapsed during the year	Nil	Nil	Nil	Nil																														
	• Number of options vested during the year	Nil	Nil	Nil	Nil																														
	• Number of options exercised during the year	Nil	Nil	Nil	Nil																														
	• Number of shares arising as a result of exercise of options	Nil	Nil	Nil	Nil																														
	• Money realized by exercise of options (INR), if scheme is implemented directly by the Company	Nil	Nil	Nil	Nil																														
	• Loan repaid by the Trust during the year from exercise price received	Not Applicable	Not Applicable	Not Applicable	Not Applicable																														
	• Number of options outstanding at the end of the year	1,111,819	1,514,587	332,026	420,530																														
	• Number of options exercisable at the end of the year	1,111,819	1,514,587	332,026	420,530																														
12.	Weighted - average exercise prices and weighted - average fair values of options shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock.	Weighted average exercise price is Rs .10 per option Weighted average fair value is Rs. 569.19 per option	<table border="1"> <thead> <tr> <th>Category</th> <th>Ex. Price</th> <th>Value per option</th> </tr> </thead> <tbody> <tr> <td>Tran. I</td> <td>765.00</td> <td>360.10</td> </tr> <tr> <td>Tran. II</td> <td>765.00</td> <td>412.30</td> </tr> <tr> <td>Tran. III</td> <td>765.00</td> <td>454.00</td> </tr> <tr> <td>Tran. IV</td> <td>765.00</td> <td>488.20</td> </tr> </tbody> </table>	Category	Ex. Price	Value per option	Tran. I	765.00	360.10	Tran. II	765.00	412.30	Tran. III	765.00	454.00	Tran. IV	765.00	488.20	<table border="1"> <thead> <tr> <th>Category</th> <th>Ex. Price</th> <th>Value per option</th> </tr> </thead> <tbody> <tr> <td>Tran. I</td> <td>10.00</td> <td>756.10</td> </tr> <tr> <td>Tran. II</td> <td>10.00</td> <td>756.70</td> </tr> <tr> <td>Tran. III</td> <td>10.00</td> <td>757.30</td> </tr> <tr> <td>Tran. IV</td> <td>10.00</td> <td>757.90</td> </tr> </tbody> </table>	Category	Ex. Price	Value per option	Tran. I	10.00	756.10	Tran. II	10.00	756.70	Tran. III	10.00	757.30	Tran. IV	10.00	757.90	Weighted average exercise price is Rs. 765.00 per option. Weighted average fair value is Rs. 447.90 per option.
Category	Ex. Price	Value per option																																	
Tran. I	765.00	360.10																																	
Tran. II	765.00	412.30																																	
Tran. III	765.00	454.00																																	
Tran. IV	765.00	488.20																																	
Category	Ex. Price	Value per option																																	
Tran. I	10.00	756.10																																	
Tran. II	10.00	756.70																																	
Tran. III	10.00	757.30																																	
Tran. IV	10.00	757.90																																	
13.	Employee wise details of options granted to (name of employee, designation, number of options granted during the year, exercise price) -																																		
	• Senior Management Personnel																																		
	Exercise Price	Rs. 10 per option	Rs. 765 per option	Rs. 765 per option	Rs. 10 per option																														
	Mr. Sanjeev Ramdas, EVP- Customer Services & Operations Control	102,079	131,799	-	-																														
	Mr. Sanjay Kumar, Chief Commercial Officer	142,911	184,518	-	-																														
	Mr. Dhruv Rebbapragada, Chief of Flight Safety	21,267	54,916	-	-																														
	Mr. Pankaj Madan, Chief Financial Officer	71,456	184,518	-	-																														
	Mr. Aditya Ghosh, President and Whole Time Director	Not Applicable	-	332,026	420,530																														
	• Any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year; and																																		
	Mr. Satish Chander Gupta Vice President - Engineering	108,885	140,585	-	-																														
	Mr. Sanjeev Ramdas, EVP- Customer Services & Operations Control	102,079	131,799	-	-																														
	Mr. Alphonso Dass, Vice President - Airport Operations & Customer Services	86,768	-	-	-																														
	Mr. Ashim Kumar Mittal, Vice President - Flight Operations	102,079	131,799	-	-																														
	Mr. Sanjay Kumar, Chief Commercial Officer	142,911	184,518	-	-																														
	Ms. Suman Chopra, Vice President- Inflight Services	86,768	-	-	-																														
	Mr. Sukhjot Singh Pasricha, Vice President- Human Resources	76,560	131,799	-	-																														

Sl. No.	Particulars	InterGlobe Aviation Limited - Tenured Employees Stock Option Scheme 2015 (ESOS 2015 - I)	InterGlobe Aviation Limited - Employees Stock Option Scheme 2015 (ESOS 2015 - II)																																
	Mr. Pankaj Madan, Chief Financial Officer	71,456	184,518	-	-																														
	Ms. Summi Sharma, Vice President - Ifly	76,560	-	-	-																														
	Mr. Aditya Ghosh, President & Whole time Director -	-	-	332,026	420,530																														
	<ul style="list-style-type: none"> Identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant. 																																		
	Nil	Nil	Nil	Nil	Nil																														
14.	A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:																																		
	<ul style="list-style-type: none"> The weighted - average values of share price, exercise price, expected volatility, expected option life, expected dividends, the risk-free interest rate and any other inputs to the model 	<p>Our Company has adopted the Black - Scholes method to estimate the fair value of options with the following assumptions: Grant Date - June 25, 2015; Expected Volatility - 57.00% Expected Risk Free Return - 7.50%; Expected Life - 1 year Expected Dividend - 0%</p>	<p>Our Company has adopted the Black-Scholes and Monte-Carlo Simulation method to estimate the fair value of options with the following assumptions: Grant Date : October 30, 2015; Expected dividend - 0%; Expected Risk Free Return -7.5%</p> <table border="1"> <thead> <tr> <th>Category</th> <th>Ex. Vol. (%)</th> <th>Ex. Life</th> </tr> </thead> <tbody> <tr> <td>Tran. I</td> <td>61.10</td> <td>3</td> </tr> <tr> <td>Tran. II</td> <td>61.00</td> <td>4</td> </tr> <tr> <td>Tran. III</td> <td>60.60</td> <td>5</td> </tr> <tr> <td>Tran. IV</td> <td>60.00</td> <td>6</td> </tr> </tbody> </table>	Category	Ex. Vol. (%)	Ex. Life	Tran. I	61.10	3	Tran. II	61.00	4	Tran. III	60.60	5	Tran. IV	60.00	6	<p>Grant Date : October 30, 2015; Expected dividend - 0%; Expected Risk Free Return -7.5%</p> <table border="1"> <thead> <tr> <th>Category</th> <th>Ex. Vol. (%)</th> <th>Ex. Life</th> </tr> </thead> <tbody> <tr> <td>Tran. I</td> <td>66.70</td> <td>1.5</td> </tr> <tr> <td>Tran. II</td> <td>60.70</td> <td>2.5</td> </tr> <tr> <td>Tran. III</td> <td>60.50</td> <td>3.5</td> </tr> <tr> <td>Tran. IV</td> <td>60.90</td> <td>4.5</td> </tr> </tbody> </table>	Category	Ex. Vol. (%)	Ex. Life	Tran. I	66.70	1.5	Tran. II	60.70	2.5	Tran. III	60.50	3.5	Tran. IV	60.90	4.5	<p>As per Monte - Carlo Simulation Grant Date - October 30, 2015; Expected Volatility - 60.90% Expected Risk Free Return- 7.50%; Expected Life - 4.50 years; Expected Dividend - 0% As per The Black-Scholes Model Grant Date - October 30, 2015; Expected Volatility - 62.40%; Expected Risk Free Return- 7.50%; Expected Life-2 years; Expected Dividend - 0%</p>
Category	Ex. Vol. (%)	Ex. Life																																	
Tran. I	61.10	3																																	
Tran. II	61.00	4																																	
Tran. III	60.60	5																																	
Tran. IV	60.00	6																																	
Category	Ex. Vol. (%)	Ex. Life																																	
Tran. I	66.70	1.5																																	
Tran. II	60.70	2.5																																	
Tran. III	60.50	3.5																																	
Tran. IV	60.90	4.5																																	
	<ul style="list-style-type: none"> The method used and the assumptions made to incorporate the effects of expected early exercise; 	The Black Scholes Method	The Black Scholes model.	The Black Scholes model.	Combination of Monte- Carlo Simulation and the Black-Scholes Model																														
	<ul style="list-style-type: none"> How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and 	The Black Scholes Method	The Black Scholes model.	The Black Scholes model.	Combination of Monte- Carlo Simulation and the Black-Scholes Model																														
	<ul style="list-style-type: none"> Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition. 	The Black Scholes Method	The Black Scholes model.	The Black Scholes model.	Combination of Monte- Carlo Simulation and the Black-Scholes Model																														
15.	Disclosures in respect of grants made in three years prior to IPO under each ESOS																																		
	<ul style="list-style-type: none"> Until all options granted in three years prior to the IPO have been exercised or have lapsed 	Nil	Nil	Nil	Nil																														
	<ul style="list-style-type: none"> Disclosures of the information specified above in respect of such options 	Nil	Nil	Nil	Nil																														

Note: On June 29, 2016, your Company has allotted 847,262 (Eight Lakhs Forty Seven Thousand Two Hundred Sixty Two) equity shares of Rs. 10/- each (Rupees Ten Only) to those grantees who had exercised their options under the InterGlobe Aviation Limited - Tenured Employees Stock Option Scheme 2015 in accordance with the terms set out in the scheme.

On behalf of the Board of Directors

M. D. Mallya
(Chairman)
(DIN 01804955)

Aditya Ghosh
(President and Whole Time Director)
(DIN 01243445)

Gurgaon, August 01, 2016

Annexure - B

Particulars of contracts or arrangements made with related parties

[Pursuant to Clause (h) of Sub-section (3) of Section 134 of the Companies Act, 2013, and Rule 8(2) of the Companies (Accounts) Rules, 2014 - AOC-2]

This Form pertains to the disclosure of particulars of contracts / arrangements entered into by the Company with related parties referred to in Sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis:

a) Name(s) of the related party and nature of relationship	Not Applicable
b) Nature of contracts / arrangements/transactions	
c) Duration of the contracts / arrangements/transactions	
d) Salient terms of the contracts or arrangements or transactions including the value, if any	
e) Justification for entering into such contracts or arrangements or transactions	
f) date(s) of approval by the Board	
g) Amount paid as advances, if any	
h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	

All the contracts or arrangements or transactions entered in to during the year ended March 31, 2016 are on arm's length basis and in the ordinary course of business.

2. Details of material contracts or arrangement or transactions at arm's length basis:

a) Name(s) of the related party and nature of relationship	Not Applicable
b) Nature of contracts / arrangements/transactions	
c) Duration of the contracts / arrangements/transactions	
d) Salient terms of the contracts or arrangements or transactions including the value, if any	
e) date(s) of approval by the Board	
f) Amount paid as advances, if any	

On behalf of the Board of Directors

M. D. Mallya

(Chairman)

(DIN 01804955)

Aditya Ghosh

(President and Whole Time Director)

(DIN 01243445)

Gurgaon, August 01, 2016

Annexure - C

Annual Report on Corporate Social Responsibility

1. A brief outline of the company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes:

At IndiGo, we try to reach out not just with our airplanes, but also with our hearts. We may not be able to change the world, but we have the power to influence individual lives.

IndiGoReach, our Corporate Social Responsibility program is based on shared values, responsible business and exposure to voluntary social activities. The government guideline of utilizing minimum 2% of the company's average net profit during the immediately three preceding financial year is only a mandate; CSR is much beyond that. Any CSR project that we take up, we ensure that it is able to make a social and an economic impact. It also has an effect on the gender equality, caste and yield in the rural area where we intervene. A holistic approach is what helps us attain sustainability in any project. We truly believe that it's not just the funds, but true intentions and actions that go a long way.

Our focus towards Children & Education, Women Empowerment and Environment is reflected in our commitment towards NGOs like Tamana, Bandhan Konnagar, Smile Foundation, SOS India, Nanhi Kali, All India Human Development Council, Neev, Mensa India, Greenobin, Environmental Defense Fund

Children & Education

With our focused approach through projects like 6E Scholar, Nai Disha School in Vasant Kunj, New Delhi, Tamana school for children with special needs, Manas Primary school in Gurgaon, we are able to reach out to 14,000 children. With this we provide appropriate education and intervention at an early stage to ensure holistic development. The education projects are strategically designed to cover the rural and urban slum population. Most of the students are first generation learners and we work closely with the families to ensure there are no drop-outs due to lack of family support.

The 6E Scholar program is an initiative in collaboration with Mensa which provides mentorship and scholarship to school children until they graduate from college.

All these children fall in the 98th percentile of the standardized IQ test. Our employees have volunteered to mentor these scholars. Each child is aligned to an IndiGo employee who works closely with them and tracks their progress and growth.

We also work in Dhela village in Jim Corbett where we support government schools to facilitate education. Under the Swachh Bharat guidelines, toilets have been constructed

in 48 households where the occupants practiced open defecation. Solar lights have been installed in the village boundary to avoid any deaths due to wild animals in the vicinity, especially when the villagers go to fetch wood after dusk. We are working on building a model village which will generate livelihood and help make this a sustainable village in Ramnagar.

Women empowerment

Women empowerment is yet another focus area. Through our initiative with Bandhan Konnagar we are able to make an impact on the lives of 600 households headed by women. These are families with a monthly income as low as Rs. 1000 and where the woman of the house is the sole bread earner. We help them establish small scale profit making enterprises by allotting an asset to all of them to start a business. We also teach them how to open a bank account and manage finances independently. Special focus is given to the education of the girl child through projects with NGOs like Smile Foundation and Nanhi Kali.

Environment

Due to the nature of our business, aviation has a great impact on the environment as it emits a large quantity of carbon dioxide. To neutralize the impact of CO₂ emissions by IndiGo, we have invested in a carbon reduction project with the Environmental Defense Fund (EDF). The carbon offset program provides inclusive growth while mitigating climate change; impacting 7500 rural households.

81% of our rural population still cooks using biomass such as firewood, dung cakes and coal which leads to indoor air pollution and it is also a major cause of deaths. To make a difference we have committed to build 7500 biogas units in 2 districts of Andhra Pradesh. This program also offers options to passengers to offset a portion of the climate pollution caused as a result of their flight.

4,524 biogas units have already been built and 2,436 are being used. So far, 9,385 tonnes of CO₂ emissions have been reduced.

We will further be able to reduce 164,419 tonnes of Co₂ emissions over 7 years, with the help of this project. In the process, this project has created 297 jobs like biogas masons, biogas makers, material transporters, repair workers etc. Additionally the project contributes towards women empowerment as each unit is registered in the name of the lady of the household.

We have also created women entrepreneurs through this project. Women are trained to monitor the usage of biogas units and to help with minor repairs. An average monthly income of Rs. 4000 is earned. Each woman is employed to serve 70-100 units.

Studies have shown a positive impact on household health and nutrition, especially of women and children. These women also have time to take up additional roles or jobs leading to an increase in income.

Recycling is another important part of our CSR Program. We recycle waste paper with the help of Greenobin and ITC Wow program.

Perishable items from our flights are donated to Delhi Food Bank and Earth Savior Foundation. Old seat covers from IndiGo airplanes are recycled into useful articles like pen stands, laptop covers, ipad sleeves, coasters and baggage tags. This has been done with the help of Swechha which provides a livelihood to these women by training them to make these goods.

6E Responsibility

A massive earthquake hit Nepal on the 28th of April 2015 and IndiGo's Emergency Response Plan was activated within minutes of the occurrence. We operated 3 rescue flights from KTM on FOC basis, which transported a total of 541 passengers and 10 infants to safety. Over 100 tonnes of FOC cargo and excess baggage of relief material was transported on our KTM flights for almost 2 months after the earthquake. We flew medical rescue teams from IMA, Fortis, Apollo and Max Health Care to provide medical aid to the survivors in Nepal.

IndiGoReach donated blankets, tarpaulins, clothes, milk, Quaker oats, glucose biscuits, food grains, tents, sleeping bags and medicines to organizations working locally - Nepal Army Wives Association Kathmandu, National Emergency Operations Center (NEOC), Ministry of Home Affairs – Kathmandu and Nepal Bharat Maitri Hospital.

Chennai experienced torrential rains in November of 2015 and the aftermath of the rain saw the city submerged along with its residents for days on end. We flew 31 tonnes of cargo for various NGOs and corporate houses, carrying relief material for people in Chennai. In addition to this, we rescued 565 passengers and no fare was charged. IndiGo staff from Chennai donated clothes, blankets, medicines, food grains sleeping bags, chlorine tablets, milk, tarpaulins to the people in adversely affected areas.

(c) Manner in which the amount spent during the financial year 2015-16

(Amount in Rs.)							
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sl. No.	CSR project or activity identified.	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or Programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs (in Rs.) Subheads: (1) Direct expenditure on projects or programs. (2) Overheads:	Cumulative expenditure up to the reporting period.	Amount spent: Direct or through implementing agency
1.	Primary education for children in the rural slums of East India	Promoting education	(1) Assam, Bihar, Jharkhand, Kolkata	115,317,707	(1) 23,268,809 (2) Nil	23,268,809	Implementation Agency- Bandhan Konnagar

Employee volunteering is a central part of IndiGoReach. Our CSR initiatives have always provided a platform to the employees to volunteer. We also have a philosophy of iServe that allows each employee to dedicate 3 working days towards a CSR initiative that they would like to volunteer for. All the new hires – airport operations staff, our cabin crew, pilots and engineers have a half day of volunteering activity as part of the training calendar. In addition, all the departments participate in a CSR volunteering activity once a quarter. Each airport is committed to a cause and an NGO where they conduct visits or knowledge sharing sessions once a quarter.

The Company CSR policy has been uploaded on the website of the Company under the web link;

<https://www.goindigo.in/content/dam/goindigo/6e-website/pdf/investor-relation/corporate-governance/policies/IndiGo-CSR-Policy.pdf>

2. **The composition of the CSR committee:** The Company's CSR committee comprises following Directors as members:
 - a) Mrs. Rohini Bhatia, Chairperson, Non-Executive Director
 - b) Dr. Anupam Khanna, Member, Non-Executive Independent Director
 - c) Mr. Aditya Ghosh, Member, President and Whole-Time Director
3. **Average net profit of the company for last three financial years for the purpose of computation of CSR:** Rs. 9,473.50 million
4. **Prescribed CSR Expenditure (two per cent of the amount as in item 3 above):** Rs. 189.47 million
5. **Details of CSR spent during the financial year 2015-16:**
 - a. Total amount to be spent for the financial year 2015-16: Rs. 189.47 million
 - b. Amount unspent: Rs. 104.39 million.

(Amount in Rs.)

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sl. No.	CSR project or activity identified.	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or Programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs (in Rs.) Subheads: (1) Direct expenditure on projects or programs. (2) Overheads:	Cumulative expenditure up to the reporting period.	Amount spent: Direct or through implementing agency
2.	Women Empowerment by setting up small scale enterprise to promote livelihood and sustainability	Promoting gender equality and women empowerment	(1) Kolkata (2) West Bengal	2,32,68,809	(1) 8,779,422	8,779,422	Implementation Agency- Bandhan Konnagar
3.	Corbett Feasibility Study	Employment enhancing vocational Skills	(1) Dhela Village, Jim Corbett (2) Uttarakhand	28,644	(1) 28,644	28,644	Implementation Agency- Bandhan Konnagar
4.	Project Iroar- holistic development of villages around Jim Corbett National Park	Promoting education and eradicating poverty, hunger and providing health care	(1) Dhela and Amdanda Village (2) Uttarakhand	10,000,000	(1) 4,674,533	4,674,533	Direct
5.	Manas Primary School	Promoting education	(1) Gurgaon (2) Haryana	1,590,000	(1) 1,294,400	1,294,400	Implementation Agency- All India Human Development Council
6.	Supporting education for 100 underprivileged gifted children	Promoting education	(1) Delhi, Gurgaon (2) Delhi, Haryana	13,000,000	(1) 5,363,680 (2) Nil	5,363,680	Implementation Agency- Mensa India Delhi
7.	Supporting a child	Promoting education and eradicating poverty, hunger and providing health care	(1) Faridabd, Bhimtal, Latur, Chennai, Cochin, Hyderabad, Raipur, Varanasi (2) Haryana, Uttarakhand, Maharashtra, Tamil Nadu, Kerala, Telangana, Chhattisgarh, Uttar Pradesh	As per the agreed terms, employees of the Company can sponsor children @ Rs. 9,800 per child in which case half of the sponsorship fee is paid by the Company. There is no limit to the number of children the Company may sponsor.	(1) 1,995,000	1,995,000	Implementation Agency- SOS Children's Village
8.	Supporting one family home of 10 children	Promoting education and eradicating poverty, hunger and providing health care	(1) Faridabad (2) Haryana	880,000	(1) 880,000 (2) Nil	880,000	Implementation Agency- SOS Children's Village
9.	Support education for the autistic children	Promoting education	(1) Delhi (2) Delhi	2,185,050	(1) 2,186,919 (2) Nil	2,186,919	Implementation Agency- Tamana - School of Hope
10.	Tree Plantation at Pune	Environment sustainability	(1) Pune (2) Maharashtra	9,920	(1) 9,920	9,920	Direct
11.	Swedhha- Green the Gap	Employment enhancing vocational Skills	(1) Delhi (2) Delhi	79,643	79,643	79,643	Implementation Agency- Swedhha Green the Gap

(Amount in Rs.)

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sl. No.	CSR project or activity identified.	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or Programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs (in Rs.) Subheads: (1) Direct expenditure on projects or programs. (2) Overheads:	Cumulative expenditure up to the reporting period.	Amount spent: Direct or through implementing agency
12.	Relief and rescue operations	Providing health care, eradicating hunger and malnutrition, sanitation and making available safe drinking water etc.	(1) Chennai (2) Tamil Nadu	Relief and rescue operations were undertaken on basis of the need of the hour at the state due to natural disaster.	(1) 4,023,951	4,023,951	Direct
13.	Unsettled Waters- Arvind Hoon Book	Disaster Relief	(1) Srinagar (2) Jammu and Kashmir	200,000	(1) 170,479	170,479	Direct
14.	Sadbhavna Mission	Promoting Education	(1) Srinagar (2) Jammu and Kashmir	247,000	(1) 247,000	247,000	Implementation Agency-Indian Army Sadbhavna Mission
15.	Food distribution and volunteering initiatives by our employees across the network	Eradication of hunger	(1) Delhi, Cochin, Trivandrum, Chennai, Vishakhapatnam, Kolkata, Mumbai, Jammu, Guwahati, Dibrugarh, Bhubaneshwar, Hyderabad, Jaipur, Raipur, Chandigarh, Bangalore, Lucknow (2) Delhi, Kerala, Tamil Nadu, Andhra Pradesh, West Bengal, Maharashtra, Jammu and Kashmir, Assam, Odisha, Telangana, Rajasthan, Chhattisgarh, Chandigarh, Karnataka, Uttar Pradesh	1,000,000	(1) 640,606	640,606	Direct
16.	Rehabilitation of Khan-e- Khan Tomb/ Preservation of culture in the nearby village	Protection of National Heritage	(1) Delhi (2) Delhi	28,000,000	(1) 28,000,000	28,000,000	Implementation Agency- Agha Khan Foundation
17.	Donation of old computers for refurbishing and use for education of children by NGO's	Promoting Education	(1) Delhi (2) Delhi	10,000	(1) 8,151	8,151	Yes We can
18.	Supporting education of 166 girls	Promoting Education	(1) Chennai, Chakan (2) Tamil Nadu, Maharashtra	498,000	(1) 498,000	498,000	Nanhi Kali, K.C. Mahindra Trust

(Amount in Rs.)

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sl. No.	CSR project or activity identified.	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or Programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs (in Rs.) Subheads: (1) Direct expenditure on projects or programs. (2) Overheads:	Cumulative expenditure up to the reporting period.	Amount spent: Direct or through implementing agency
19.	Supporting education for 38 children from middle & senior classes at NEEV- a learning academy	Promoting Education	(1) Gurgaon (2) Har yana	355,290	(1) 355,290	355,290	Bharat Memorial Charitable Trust
20.	Provide support to 200 underprivileged children for a period of 3 years under the Mission Education Program	Promoting Education	(1) Delhi (2) Delhi	6,442,404	(1) 954,600	954,600	Smile Foundation
21.	Girl Power	supporting the education of 50 underprivileged girl children	(1) Seemandhara	210,000	(1) 210,000	210,000	Smile Foundation
22.	Cleanliness Drive	Preventive healthcare and sanitation	(1) Gurgaon (2) Har yana	5,513	(1) 5,513	5,513	Direct
23.	Madhavrao Scindia Foundation	Promotion of sports for underprivileged	(1) Gurgaon (2) Har yana	500,000	(1) 500,000	500,000	Madhavrao Scindia Foundation
24.	Facilitating travel for various projects towards promotion of education, women empowerment and promotion of health care for underprivileged	Promotion of education and health care	Across India where the Company is having its operations.	1,000,000	(1) 905,899	905,899	Tata Medical centre, Planet Harmony, National Centre for Promotion of employment for Disabled People (NCPEDP), Kranti NGO and Madhavrao Scindia Foundation

6. Reasons for not spending the prescribed amount -

The project undertaken by the Company were of long gestation period with budget spread over 3-5 years thus resulting into lesser utilization of earmarked budget for the financial year 2015-16.

7. Responsibility statement of the CSR Committee

We hereby affirm that the implementation and monitoring of CSR activities is in compliance with CSR objectives and CSR Policy of the Company.

On behalf of the Board of Directors

M. D. Mallya
(Chairman)
(DIN 01804955)

Aditya Ghosh
(President and Whole Time Director)
(DIN 01243445)

Gurgaon, August 01, 2016

Annexure - D

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
InterGlobe Aviation Limited
(CIN: L62100DL2004PLC129768)¹
Central Wing, Ground Floor,
Thapar House, 124, Janpath,
New Delhi - 110 001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by InterGlobe Aviation Limited¹ (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

We report that

- a) Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit;
- b) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed, provide a reasonable basis for our opinion;
- c) We have not verified the correctness and appropriateness of the financial statements of the Company;
- d) Wherever required, we have obtained the management representation about the compliances of laws, rules and regulations and happening of events etc.;
- e) The compliance of the provisions of the corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis;
- f) The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering

the financial year ended on March 31, 2016 ("Audit Period") complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the "Act") and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
- (v) The following Regulations prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - e) *The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
 - g) *The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
 - h) *The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; and
 - i) The Securities and Exchange Board of India (Listing obligations and Disclosures requirements) Regulations, 2015 applicable w.e.f. December 1, 2015.

* No event took place under these regulations during the Audit period.

¹ Effective from November 10, 2015, equity shares of the Company were listed and admitted to dealings on the BSE Limited and National Stock Exchange of India Limited.

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standard on Meetings of the Board of Directors (SS-1) and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India applicable w.e.f. July 01, 2015.
- (ii) Listing Agreements entered into by the Company with BSE Limited and the National Stock Exchange of India Limited (NSE) (applicable upto November 30, 2015).

During the Audit Period, the Company has complied with the provisions of the Act, Rules, Regulations and Guidelines to the extent applicable, as mentioned above.

- (vi) The Company is engaged in the business of providing domestic and international scheduled air transport services under the name of "IndiGo". As informed by the management, following are some of the laws which are specifically applicable to the Company:
 - The Aircraft Act, 1934 and Rules made thereunder;
 - The Aircraft (Carriage of Dangerous Goods) Rules, 2003;
 - The Carriage by Air Act, 1972;
 - The Regulations, Circulars, Requirements, Orders, Notifications, issued by Ministry of Civil Aviation, Bureau of Civil Aviation Security and the Directorate General of Civil Aviation.

We have checked the compliance management system of the Company to obtain reasonable assurance about the adequacy of systems in place to ensure compliance of specifically applicable laws and this verification was done on test basis. In our opinion and to the best of our information and according to explanations given to us, we believe that the compliance management system of the Company seems adequate to ensure compliance of laws specifically applicable to the Company.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the audit period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda are sent in advance of the meetings, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meeting. Some meetings of the Board were also convened at shorter notice to transact urgent business in compliance of Section 173 of the Act and detailed notes on agenda were provided in such meetings.

Board decisions are carried out with unanimous consent and therefore, no dissenting views were required to be captured and recorded as part of the minutes.

We further report that there are systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period; the shareholders of the Company in their Extra- Ordinary General Meeting held on 25th June, 2015 through passing following special resolutions:

- (i) for alteration and adoption of new set of Articles of Association (AOA) of the Company inter alia for aligning the AOA in line with the provisions of the Act.
- (ii) reclassified and sub-divide the authorized share capital of the Company from Rs. 2,20,00,00,000/- (Rupees Two Hundred Twenty Crore Only) comprising 5,00,000 (Five Lac) Equity Shares of Rs. 1,000/- (Rupees One Thousand Only) each, 16,00,000 (Sixteen Lac) Redeemable Preference Shares of Rs. 1,000/- (Rupees One Thousand Only) each and 1,00,000 (One Lac) Convertible Preference Shares of Rs. 1,000/- (Rupees One Thousand Only) each to Rs. 2,20,00,00,000/- (Rupees Two Hundred Twenty Crore Only) comprising 22,00,00,000 (Twenty Two Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each;
- (iii) increased the authorized share capital of the Company from Rs. 2,20,00,00,000/- (Rupees Two Hundred Twenty Crore Only) comprising 22,00,00,000 (Twenty Two Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 7,50,00,00,000/- (Rupees Seven Hundred Fifty Crore Only) comprising 75,00,00,000 (Seventy Five Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each;
- (iv) issued Bonus Shares in the ratio of 1:9 (i.e. Nine Equity Shares for Every One Equity Share) comprising 30,93,44,400 (Thirty Crore Ninety Three Lac Forty Four Thousand Four Hundred) Equity Shares of Rs. 10/- (Rupees Ten Only) each;
- (v) approved adoption and implementation of "InterGlobe Aviation Limited Tenured Employee Stock Option Scheme- 2015 (ESOS 2015 - I)" comprising 11,11,819 (Eleven Lac Eleven Thousand Eight Hundred Nineteen) options which are convertible into equivalent number of equity shares of Rs. 10/- (Rupees Ten Only) each as per the terms of the ESOS 2015-I scheme;
- (vi) approved adoption and implementation of "InterGlobe Aviation Limited- Employee Stock Option Scheme 2015 (ESOS 2015-II)" comprising 31,07,674 (Thirty One Lac Seven Thousand Six Hundred Seventy Four) options which are convertible into equivalent number of Equity shares of Rs. 10/- (Rupees Ten Only) each as per the terms of the ESOS 2015-II scheme; and
- (vii) approved the Initial Public Offering (IPO) of Rs. 30,18,00,00,000/- (Rupees Three Thousands Eighteen Crore Only) comprising fresh issue of shares worth Rs. 12,72,20,00,000 Crore (Rupees One Thousands Two Hundred Seventy Two Crore Twenty Lac Only) and an Offer for Sale upto 3,01,46,000 (Three Crore One Lac Forty Six Thousand) Equity Shares of the face value of Rs. 10/- (Rupees Ten Only) each.

For Sanjay Grover & Associates
Companies Secretaries
Firm Registration No.P2001DE052900

New Delhi
July 19, 2016

Sanjay Grover
Managing Partner
CP No.3850

Annexure - €

FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31.03.2016

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management & Administration) Rules, 2014

I. REGISTRATION & OTHER DETAILS

i)	CIN	L62100DL2004PLC129768
ii)	Registration Date	January 13, 2004
iii)	Name of the Company	InterGlobe Aviation Limited
iv)	Category/Sub-category of the Company	Public Listed Company / Limited by shares
v)	Address of the Registered office & contact details	Central Wing, Ground Floor, Thapar House, 124 Janpath, New Delhi - 110 001 Tel: +91 11 6500 0428 Fax: +91 11 4351 3200 Email: investors@goindigo.in
vi)	Whether listed company	Yes
vii)	Name, Address & contact details of the Registrar and Transfer Agent, if any.	Karvy Computershare Private Limited Karvy Selenium Tower B Plot 31-32, Gachibowli, Financial District Nanakramguda, Hyderabad – 500 032 Tel: +91 40 6716 2222 Fax: +91 40 2343 1551 Email: einward.ris@karvy.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated

Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Passenger Services	51101, 51201, 52243 and 52291	91.01%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
- Not Applicable -					

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year 01.04.2015				No. of Shares held at the end of the year 31.03.2016				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	1,599	1,599	0.52	1,449,355	-	1,449,355	0.41	(0.58)
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	156,950	156,950	51.13	153,659,581	-	153,659,581	42.64	(8.49)
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1)	-	158,549	158,549	51.65	155,108,936	-	155,108,936	43.05	(9.07)
(2) Foreign									
a) NRIs-Individuals	-	1,451	1,451	0.47	95,713,571	-	95,713,571	26.56	26.56
b) Other-Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	147,000	147,000	47.88	3,240,000	-	3,240,000	0.90	46.98
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any Other-Foreign Trust	-	-	-	-	56,375,730	-	56,375,730	15.64	15.64
Sub-Total (A) (2):	-	148,451	148,451	48.35	155,329,301	-	155,329,301	43.10	4.78
Total Shareholding of Promoter (A)	-	307,000	307,000	100.00	310,438,237	-	310,438,237	86.15	13.85
= (A)(1)+(A)(2)									

Category of Shareholders	No. of Shares held at the beginning of the year 01.04.2015				No. of Shares held at the end of the year 31.03.2016				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	5,805,584	-	5,805,584	1.61	1.61
b) Banks / FI	-	-	-	-	150,735	-	150,735	0.04	0.04
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others - Foreign Portfolio Investors	-	-	-	-	21,855,326	-	21,855,326	6.07	6.07
Sub-total (B)(1)	-	-	-	-	27,811,645	-	27,811,645	7.72	7.72
2. Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	2,881,224	-	2,881,224	0.80	0.80
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	-	-	-	-	5,956,521	156	5,956,677	1.65	1.65
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	-	-	-	-	7,307,330	-	7,307,330	2.03	2.03
c) Others – NBFC Trust	-	-	-	-	224,949	-	224,949	0.06	0.06
Non – Indian Residents	-	-	-	-	12,248	-	12,248	0.00	0.00
Clearing Members	-	-	-	-	645,375	4,854,500	5,499,875	1.53	1.53
Sub-total (B)(2):	-	-	-	-	224,515	-	224,515	0.06	0.06
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	17,252,006	4,854,656	22,106,662	6.13	6.13
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)		307,000	307,000	100.00	355,501,888	4,854,656	360,356,544	100.00	-

* On June 25, 2015, the face value of equity shares of our Company was sub-divided from Rs. 1000/- each into Rs. 10/- each.

@ Promoter includes promoter group.

ii) Shareholding of Promoter*®

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares (Refer note 1)	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Rahul Bhatia	40	0.01	0.00	40,000	0.01	0.00	-
2	Kapil Bhatia	50	0.02	0.00	50,000	0.02	0.00	-
3	Rohini Bhatia	10	0.01	0.00	10,000	0.01	0.00	-
4	Asha Mukherjee	1,499	0.49	0.00	1,349,100	0.37	0.00	0.12
5	Shobha Gangwal	1,451	0.47	0.00	34,852,858	9.67	0.00	9.20
6	InterGlobe Enterprises Limited	156,950	51.12	0.00	153,649,581	42.64	0.00	8.48
7	Caelum Investment LLC	147,000	47.88	0.00	-	-	-	Cancelled due to merger (Refer note)
8	Rakesh Gangwal	-	-	-	60,860,713	16.89	0.00	16.89
9	Acquire Services Private Limited	-	-	-	10,000	0.00	0.00	0.00
10	The Chinkerpoo Family Trust (Trustee: Shobha Gangwal & J. P. Morgan Trust Company Of Delaware)	-	-	-	56,375,730	15.64	0.00	15.64
11	IGE Mauritius Private Limited	-	-	-	3,240,000	0.90	0.00	0.90
12	Alok Mehta	-	-	-	255	0.00	0.00	0.00
	Total	307,000	100	-	310,438,237	86.15	0.00	-

Note: Pursuant to the final order dated December 22, 2014 passed by the Hon'ble High Court of Delhi and the certified formal order dated March 27, 2015, in relation to the scheme of merger of Caelum with our Company as per the provisions of Sections 391 to 394 of the Companies Act, 1956, 147,000 equity shares of Rs. 1,000 each of the Company held by Caelum Investment LLC. were cancelled and 147,000 equity shares of Rs. 1,000 each of the Company (constituting 47.88% of the issued and paid-up equity share capital of our Company as of the record date of the merger i.e. April 23, 2015) were issued to the members of Caelum Investment LLC. i.e. Mr. Rakesh Gangwal, Ms. Shobha Gangwal and The Chinkerpoo Family Trust (Trustee: Ms. Shobha Gangwal & J. P. Morgan Trust Company of Delaware) in the proportion of the voting rights held by such members. The Company has received a certificate of merger dated April 24, 2015 from the Secretary of State, Division of Corporations, State of Delaware, United States of America.

* On June 25, 2015, the face value of equity shares of our Company was sub-divided from Rs. 1000/- each into Rs. 10/- each.

@ Promoter includes promoter group.

iii) Change in Promoters' Shareholding (please specify, if there is no change)[@]

Sl. No.	Particulars	Date	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the Company	No. of shares	% of total shares of the company
1.	Rahul Bhatia					
	At the beginning of the year	01.04.2015	40	0.01	40	0.01
	Conversion of convertible preference shares into equity shares	23.06.2015	3,006	0.01	3,046	0.89
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	304,600	0.89	304,600	0.89
	Bonus	25.06.2015	2,741,400	0.89	3,046,000	0.89
	Sold through Offer for sale in IPO of the Company	05.11.2015	(3,006,000)	0.83	40,000	0.01
	At the end of the year	31.03.2016	40,000	0.01	40,000	0.01
2.	Kapil Bhatia					
	At the beginning of the year	01.04.2015	50	0.01	50	0.01
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	5,000	0.01	5,000	0.01
	Bonus	25.06.2015	45,000	0.01	50,000	0.01
	At the end of the year	31.03.2016	50,000	0.01	50,000	0.01
3.	Rohini Bhatia					
	At the beginning of the year	01.04.2015	10	0.01	10	0.01
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	1,000	0.01	1,000	0.01
	Bonus	25.06.2015	9,000	0.01	9,000	0.01
	At the end of the year	31.03.2016	10,000	0.01	10,000	0.01
4.	Asha Mukherjee					
	At the beginning of the year	01.04.2015	1,499	0.49	1,499	0.49
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	149,900	0.49	149,900	0.49
	Bonus	25.06.2015	1,349,100	0.49	1,499,000	0.49
	Sold through Offer for sale in IPO of the Company	05.11.2015	(149,900)	0.04	1,349,100	0.37
	At the end of the year	31.03.2016	1,349,100	0.37	1,349,100	0.37
5.	Alok Mehta					
	At the beginning of the year	01.04.2015	Nil		Nil	
	Allotment of shares in IPO of the Company	05.11.2015	255	0.00	255	0.00
	Buy/ (sale) after IPO of the Company		1876 (1876)	0.00	255	0.00
	At the end of the year	31.03.2016	255	0.00	255	0.00
6.	Acquire Services Private Limited					
	At the beginning of the year	01.04.2015	Nil			
	Transfer from InterGlobe Enterprises Limited	22.06.2015	10	0.00	10	0.00
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	1,000	0.00	1,000	0.00
	Bonus	25.06.2015	9,000	0.00	10,000	0.00
	At the end of the year	31.03.2016	10,000	0.00	10,000	0.00
7.	InterGlobe Enterprises Limited					
	At the beginning of the year	01.04.2015	156,950	51.12	156,950	51.12
	Transfer to Acquire Services Private Limited	22.06.2015	(10)	0.00	156,940	0.00
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	15,694,000	45.66	15,694,000	45.66
	Bonus	25.06.2015	141,246,000	45.66	156,940,000	45.66
	Sold through Offer for sale in IPO of the Company	05.11.2015	(3,290,419)	0.91	153,649,581	42.64
	At the end of the year	31.03.2016	153,649,581	42.64	153,649,581	42.64
8.	Shobha Gangwal					
	At the beginning of the year	01.04.2015	1451	0.47	1,451	0.47
	Allotment pursuant to scheme of merger	25.04.2015	29400	0.10	30,851	10.05
	Conversion of convertible preference shares into equity shares	23.06.2015	3,006	0.87	33,857	0.87
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	3,385,700	9.85	3,385,700	9.85
	Bonus	25.06.2015	30,471,300	9.85	33,857,000	9.85
	Transfer from Steven Eugene Harfst	05.10.2015	2,165,000	0.63	36,022,000	10.48
	Sold through Offer for sale in IPO of the Company	05.11.2015	(1,169,142)	0.32	34,852,858	9.67
	At the end of the year	31.03.2016	34,852,858	9.67	34,852,858	9.67

Sl. No.	Particulars	Date	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the Company	No. of shares	% of total shares of the company
9.	Rakesh Gangwal					
	At the beginning of the year	01.04.2015	Nil		Nil	
	Allotment pursuant to scheme of merger	25.04.2015	58,800	19.15	58,800	19.15
	Conversion of convertible preference shares into equity shares	23.06.2015	2,004	0.58	60,804	17.69
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	6,080,400	17.69	6,080,400	17.69
	Bonus	25.06.2015	54,723,600	17.69	60,804,000	17.69
	Transfer from IGT- InterGlobe Technologies Philippines Inc.	05.10.2015	2,798,000	0.81	63,602,000	18.50
	Sold through Offer for sale in IPO of the Company	05.11.2015	(2,741,287)	0.76	60,860,713	16.89
	At the end of the year	31.03.2016	60,860,713	16.89	60,860,713	16.89
10.	Caelum Investment LLC.					
	At the beginning of the year	01.04.2015	147,000	47.88	147,000	47.88
	Cancelled pursuant to scheme of merger	25.04.2015	(147,000)	47.88	Nil	47.88
	At the end of the year	31.03.2016	Nil		Nil	
11.	IGT- InterGlobe Technologies Philippines Inc.					
	At the beginning of the year	01.04.2015	Nil		Nil	
	Conversion of convertible preference shares into equity shares	23.06.2015	6,038	1.76	6,038	1.76
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	603,800	1.76	603,800	1.76
	Bonus	25.06.2015	5,434,200	1.76	6,038,000	1.76
	Transfer to Rakesh Gangwal	05.10.2015	2,798,000	0.81	3,240,000	0.94
	Transfer to IGE (Mauritius) Private Limited	05.10.2015	3,240,000	0.94	Nil	-
	At the end of the year	31.03.2016	Nil	-	Nil	-
12.	The Chinkerpoo Family Trust (Trustee: Shobha Gangwal & J. P. Morgan Trust Company of Delaware)					
	At the beginning of the year	01.04.2015	Nil	-	Nil	-
	Allotment pursuant to scheme of merger	25.04.2015	58,800	19.15	58,800	19.15
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	5,880,000	19.15	5,880,000	19.15
	Bonus	25.06.2015	52,920,000	19.15	58,800,000	19.15
	Sold through Offer for sale in IPO of the Company	05.11.2015	(2,424,270)	0.67	56,375,730	15.64
	At the end of the year	31.03.2016	56,375,730	15.64	56,375,730	15.64
13.	IGE (Mauritius) Private Limited					
	At the beginning of the year	01.04.2015	Nil		Nil	
	Transfer from IGT- InterGlobe Technologies Philippines Inc.	05.10.2015	3,240,000	0.94	3,240,000	0.90
	At the end of the year	31.03.2016	3,240,000	0.90	3,240,000	0.90

@ Promoter includes promoter group.

iv) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	Particulars	Date	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	Riyaz Haider Peer Mahamed					
	At the beginning of the year	01.04.2015	Nil	Nil	Nil	Nil
	Conversion of convertible preference shares into equity shares	23.06.2015	5,110	1.49	5,110	1.49
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	511,000	1.49	511,000	1.49
	Bonus	25.06.2015	4,599,000	1.49	5,110,000	1.49
	At the end of the year	31.03.2016	5,110,000	1.42	5,110,000	1.42
2.	Hunal Chanana					
	At the beginning of the year	01.04.2015	Nil	Nil	Nil	Nil
	Conversion of convertible preference shares into equity shares	23.06.2015	3,006	0.87	3006	0.87
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	300,600	0.87	300,600	0.87
	Bonus	25.06.2015	2,705,400	0.87	3,006,000	0.87
	Sold through Offer for sale in IPO of the Company	05.11.2015	(300,600)	0.08	2,705,400	0.75
	At the end of the year	31.03.2016	2,705,400	0.75	2,705,400	0.75
3.	Anil Chanana					
	At the beginning of the year	01.04.2015	Nil	Nil	Nil	Nil
	Conversion of convertible preference shares into equity shares	23.06.2015	3,006	0.87	3006	0.87
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	300,600	0.87	300,600	0.87
	Bonus	25.06.2015	2,705,400	0.87	3,006,000	0.87
	Sold through Offer for sale in IPO of the Company	05.11.2015	(601,200)	0.17	2,404,800	0.67
	At the end of the year	31.03.2016	2,404,800	0.67	2,404,800	0.67

Sl. No.	Particulars	Date	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
4.	Shakti Swarup Lumba					
	At the beginning of the year	01.04.2015	Nil	Nil	Nil	Nil
	Conversion of convertible preference shares into equity shares	23.06.2015	84	0.02	84	0.02
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	8,400	0.02	8,400	0.02
	Bonus	25.06.2015	75,600	0.02	84,000	0.02
	Sold through Offer for sale in IPO of the Company	05.11.2015	(84,000)	0.02	Nil	
	At the end of the year	31.03.2016	Nil	Nil	Nil	Nil
5.	Steven Eugene Harfst					
	At the beginning of the year	01.04.2015	Nil	Nil	Nil	Nil
	Conversion of convertible preference shares into equity shares	23.06.2015	3,607	1.05	3,607	1.05
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	360,700	1.05	360,700	1.05
	Bonus	25.06.2015	3,246,300	1.05	3,607,000	1.05
	Transfer to Shobha Gangwal	05.10.2015	2,165,000	0.63	1,442,000	0.42
	Sold through Offer for sale in IPO of the Company	05.11.2015	(1,442,000)	0.42	Nil	Nil
	At the end of the year	31.03.2016	Nil	Nil	Nil	Nil
6.	Newton Bruce Ashby					
	At the beginning of the year	01.04.2015	Nil	Nil	Nil	Nil
	Conversion of convertible preference shares into equity shares	23.06.2015	6,012	1.75	6,012	1.75
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	601,200	1.75	601,200	1.75
	Bonus	25.06.2015	5,410,800	1.75	6,012,000	1.67
	Sold through Offer for sale in IPO of the Company	05.11.2015	(6,012,000)	1.67	Nil	Nil
	At the end of the year	31.03.2016	Nil	Nil	Nil	Nil
7.	Paul Carl Schorr, IV (nominee of G5 Investments)					
	At the beginning of the year	01.04.2015	Nil	Nil	Nil	Nil
	Conversion of convertible preference shares into equity shares	23.06.2015	1,503	0.44	1,503	0.44
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	150,300	0.44	150,300	0.44
	Bonus	25.06.2015	1,352,700	0.44	1,503,000	0.44
	Sold through Offer for sale in IPO of the Company	05.11.2015	(1,503,000)	0.44	Nil	Nil
	At the end of the year	31.03.2016	Nil	Nil	Nil	Nil
8.	Sanjay Kumar					
	At the beginning of the year	01.04.2015	Nil	Nil	Nil	Nil
	Conversion of convertible preference shares into equity shares	23.06.2015	334	0.10	334	0.10
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	33,400	0.10	33,400	0.10
	Bonus	25.06.2015	300,600	0.10	334,000	0.10
	Sold through Offer for sale in IPO of the Company	05.11.2015	(100,200)	0.03	233,800	0.06
	At the end of the year	31.03.2016	233,800	0.06	233,800	0.06
9.	Motilal Oswal Most Focused Multicap Thirty Five Fund					
	At the beginning of the year	01.04.2015	Nil	Nil	Nil	Nil
	Allotment of shares in IPO of the Company	05.11.2015	121,984	0.03	121,984	0.03
	Purchased after IPO		2,448,060	0.68	2,570,044	0.71
	Sold after IPO		(132,314)	(0.04)	2,437,730	0.68
	At the end of the year	31.03.2016	2,437,730	0.68	2,437,730	0.68
10.	Stichting Depository APG Emerging Markets Equity P					
	At the beginning of the year	01.04.2015	Nil	Nil	Nil	Nil
	Allotment of shares in IPO of the Company	05.11.2015	415,320	0.12	415,320	0.12
	Purchased after IPO		1,391,496	0.39	1,806,816	0.50
	At the end of the year	31.03.2016	1,806,816	0.50	1,806,816	0.50
11.	Swiss Finance Corporation (Mauritius) Limited					
	At the beginning of the year	01.04.2015	Nil	Nil	Nil	Nil
	Allotment of shares in IPO of the Company	05.11.2015	105,314	0.03	105,314	0.03
	Purchased after IPO		3,055,277	0.85	3,160,591	0.88
	Sold after IPO		(1,474,909)	(0.41)	1,685,682	0.47
	At the end of the year	31.03.2016	1,685,682	0.47	1,685,682	0.47
12.	Government of Singapore					
	At the beginning of the year	01.04.2015	Nil	Nil	Nil	Nil
	Allotment of shares in IPO of the Company	05.11.2015	690,060	0.19	690,060	0.19
	Purchased after IPO		1,607,990	0.45	2,298,050	0.64

Sl. No.	Particulars	Date	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	Sold after IPO		(690,060)	0.19	1,607,990	0.45
	At the end of the year	31.03.2016	1,607,990	0.45	1,607,990	0.45
13.	National Westminster Bank Plc as trustee of The JU					
	At the beginning of the year	01.04.2015	Nil	Nil	Nil	Nil
	Allotment of shares in IPO of the Company	05.11.2015				
	Purchased after IPO		1,259,611	0.35	1,259,611	0.35
	At the end of the year	31.03.2016	1,259,611	0.35	1,259,611	0.35
14.	Morgan Stanley Asia (Singapore) Pte.					
	At the beginning of the year	01.04.2015	Nil	Nil	Nil	Nil
	Allotment of shares in IPO of the Company	05.11.2015	26,407	0.01	26,407	0.01
	Purchased after IPO		1,058,219	0.29	1,084,626	0.30
	Sold after IPO		(26,407)		1,058,219	0.29
	At the end of the year	31.03.2016	1,058,219	0.29	1,058,219	0.29
15.	Columbia Emerging Markets Fund					
	At the beginning of the year	01.04.2015	Nil	Nil	Nil	Nil
	Allotment of shares in IPO of the Company	05.11.2015	330,405	0.09	330,405	0.09
	Purchased after IPO		791,095	0.22	1,121,500	0.31
	Sold after IPO		(330,405)	0.09	791,095	0.22
	At the end of the year	31.03.2016	791,095	0.22	791,095	0.22

v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Particulars	Date	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	Rahul Bhatia					
	At the beginning of the year	01.04.2015	40	0.01	40	0.01
	Conversion of convertible preference shares into equity shares	23.06.2015	3,006	0.01	3,046	0.89
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	304,600	0.89	304,600	0.89
	Bonus	25.06.2015	2,741,400	0.89	3,046,000	0.89
	Sold through Offer for sale in IPO of the Company	05.11.2015	(3,006,000)	0.83	40,000	0.01
	At the end of the year	31.03.2016	40,000	0.01	40,000	0.01
2.	Rakesh Gangwal					
	At the beginning of the year	01.04.2015	Nil		Nil	
	Allotment pursuant to scheme of merger	25.04.2015	58,800	19.15	58,800	19.15
	Conversion of convertible preference shares into equity shares	23.06.2015	2,004	0.58	60,804	17.69
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	6,080,400	17.69	6,080,400	17.69
	Bonus	25.06.2015	54,723,600	17.69	60,804,000	17.69
	Transfer from IGT- InterGlobe Technologies Philippines Inc.	05.10.2015	2,798,000	0.81	63,602,000	18.50
	Sold through Offer for sale in IPO of the Company	05.11.2015	(2,741,287)	0.76	60,860,713	16.89
	At the end of the year	31.03.2016	60,860,713	16.89	60,860,713	16.89
3.	Rohini Bhatia					
	At the beginning of the year	01.04.2015	10	0.01	10	0.01
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	1,000	0.01	1,000	0.01
	Bonus	25.06.2015	9,000	0.01	9,000	0.01
	At the end of the year	31.03.2016	10,000	0.01	10,000	0.01
4.	Kapil Bhatia®					
	At the beginning of the year	01.04.2015	50	0.01	50	0.01
	Sub-division of face value from Rs. 1000 to Rs. 10 per equity share	25.06.2015	5,000	0.01	5,000	0.01
	Bonus	25.06.2015	45,000	0.01	50,000	0.01
	At the end of the year	31.03.2016	50,000	0.01	50,000	0.01
5.	Pankaj Madan					
	Allotment of shares in IPO of the Company	05.11.2015	285	0.00	285	0.00
	At the end of the year	31.03.2016	285	0.00	285	0.00

@ Kapil Bhatia resigned from directorship with effect from June 23, 2015.

V. INDEBTEDNESS: Indebtedness of the Company including interest outstanding/ accrued but not due for payment.

(Rs. in million)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	39,261.63	-	-	39,261.63
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	75.08	-	-	75.08
Total (i+ii+iii)	39,336.71	-	-	39,336.71
Change in Indebtedness during the financial year				
Addition**	3,331.69	-	-	3,331.69
Reduction *	(10,585.38)	-	-	(10,585.38)
Net Change	(7253.71)	-	-	(7,253.71)
Indebtedness at the end of the financial year				
i) Principal Amount	32,007.93	-	-	32,007.93
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	95.92	-	-	95.92
Total (i+ii+iii)	32,103.85	-	-	32,103.85
* Includes borrowing associated with finance lease amounting to Rs. 3,014.61.				
** Includes amount capitalised on account of foreign currency loss / (gain) arising on re-statement of long-term foreign currency monetary liabilities.				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Amount in Rs.)

Sl. No.	Particulars of Remuneration	Name of Whole Time Director Aditya Ghosh, President & Whole time Director	Total Amount
1	Gross salary		
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	270,143,178	270,143,178
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	39,600	39,600
(c)	Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
2	Stock Option (Numbers)	752,556*	752,556*
3	Sweat Equity	-	-
4	Commission - as % of profit - others, specify...	-	-
5	Others, please specify	-	-
	Total (A)	270,182,778	270,182,778
	Ceiling as per the Act	Rs. 1,360,035,800 being 5% of the net profits calculated under Section 198 of the Companies Act, 2013	

* Out of the total stock options granted during the year, 332026 stock options @ Rs. 765 subject to fulfillment of certain performance criteria and 420530 stock options @ Rs. 10.

B. Remuneration to other directors:

(Amount in Rs.)

Particulars of Remuneration	Fee for attending board committee meetings	Commission	Others, please specify	Total Amount
1 Independent Directors				
M. D. Mallya	850,000	-	-	850,000
Anupam Khanna	600,000	-	-	600,000
Total A	1,450,000	-	-	1,450,000
2 Other Non-Executive Directors				
Rahul Bhatia	150,000	-	-	150,000
Rakesh Gangwal	50,000	-	-	50,000
Rohini Bhatia	400,000	-	-	400,000
Total B	600,000	-	-	600,000
Total Managerial Remuneration	20,50,000	-	-	20,50,000
Overall Ceiling as per the Act	Rs. 272,007,160 being 1% of the net profits calculated under Section 198 of the Companies Act, 2013			

C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD:

(Amount in Rs.)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		Pankaj Madan, Chief Financial Officer	Suresh Kumar Bhutani, Company Secretary	Total
1	Gross salary			
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	27,574,541	3,094,653	30,669,194
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	46,413	-	46,413
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option (Numbers)*	255,974*	-	255,974*
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	Others, specify...	-	-	-
5	Others, please specify	-	-	-
	Total	27,620,954	3,094,653	30,715,607

* the number of stock options granted during the year.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: Nil

There were no penalties, punishment / compounding of offences for breach of any section of Companies Act against the Company or its directors or other officers in default, if any, during the year.

On behalf of the Board of Directors

M. D. Mallya

(Chairman)

(DIN 01804955)

Aditya Ghosh

(President and Whole Time Director)

(DIN 01243445)

Gurgaon, August 01, 2016

Annexure - F

Statement of Disclosure of Remuneration under Section 197 of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. Ratio of remuneration of each Director to the median remuneration of all the employees of your company for the financial year 2015-16 and the percentage increase in remuneration of each director, Chief Financial Officer and Company Secretary in the financial year 2015-16;

Sr. No.	Name of Director / Key Managerial Personnel	Designation	Ratio of the remuneration of each director to the median remuneration of the employees of the Company	Percentage increase in remuneration
1.	Aditya Ghosh	President & Whole Time Director	770.3*	619.7*
2.	Pankaj Madan	Chief Financial Officer	-	**
3.	Suresh Kumar Bhutani	Company Secretary	-	**

* the total remuneration paid to Mr. Aditya Ghosh includes onetime incentive of Rs. 209.97 million paid in recognition of his efforts towards the growth and success of the Company during the financial year ending March 31, 2016.

** Percentage increase in remuneration not reported as they were holding the position of Key Managerial Personnel for part of financial year 2014-15.

2. During the financial year, there was an increase of 20.1% in the median remuneration of employees.

3. There were 12362 permanent employees on the rolls of Company as on March 31, 2016

4. Relationship between average increase in remuneration and company performance;

Average increase in remuneration is about 42.8% during the financial year 2015-16; compared to that of the Company's Profit after tax increased by 52.6%. The average increase in remuneration is closely linked to and driven by achievement in annual corporate goals and overall business, financial and operational performance of the Company.

5. Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company:

The increase in remuneration of the employees including Key Managerial Personnel are directly linked to individual performance as well as that of business, however it is not comparable as the Chief Financial Officer and Company Secretary were employed for part of the financial year during 2014-15. The Company's profit after tax increased by 52.6% from Rs. 13,041.72 million in 2014-15 to Rs. 19,897.20 million in 2015-16.

6. Variations in the market capitalisation of the Company price earnings ratio of the Company as at March 31, 2016 and March 31, 2015 and percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer:

Particulars	As at	As at	Variation (%)
	March 31, 2016	November 10, 2015 [®]	
Closing Share Price on NSE (in Rs.)	873.20	877.25	(0.46)
Market Capitalisation (Rs. in million)	314,663.33	316,122.78	(0.46)
P/E Ratio	15.01	N.A.	N.A.

[®] Date of listing of the Company on the Stock Exchanges.

7. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;

Average percentile increase in the salaries of employees (other than the managerial personnel)	Average percentile increase in the managerial remuneration	Comparison
**The percentage comparison of average increase in the salaries of employees with average increase in the managerial remuneration is not comparable as the Chief Financial Officer and Company Secretary were employed for part of the financial year during 2014-15.		

** Percentage increase in remuneration not reported as they were holding the position of Key Managerial Personnel for part of financial year 2014-15.

8. Comparison of the each remuneration of the Key Managerial Personnel against the performance of the company;

Sr. No.	Name of Key Managerial Personnel	Designation	Remuneration of KMP as % of Net Profit
1.	Aditya Ghosh	President & Whole Time Director	1.36*
2.	Pankaj Madan	Chief Financial Officer	0.14
3.	Suresh Kumar Bhutani	Company Secretary	0.02

* the total remuneration paid to Mr. Aditya Ghosh includes onetime incentive of Rs. 209.97 million paid in recognition of his efforts towards the growth and success of the Company during the financial year ending March 31, 2016.

9. The key parameters for any variable component of remuneration availed by the directors.

The key parameters for the variable component of remuneration to the Directors are decided by the Nomination and Remuneration Committee in accordance with the principles laid down in the Nomination and Remuneration Policy.

10. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year: Not Applicable

11. It is hereby affirmed that the remuneration paid during the year is as per the Remuneration policy of the Company.

On behalf of the Board of Directors

M. D. Mallya

(Chairman)

(DIN 01804955)

Aditya Ghosh

(President and Whole Time Director)

(DIN 01243445)

Gurgaon, August 01, 2016

REPORT ON CORPORATE GOVERNANCE

1) COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Responsible corporate conduct is integral to the way we do our business. Our actions are governed by our values and principles, which are reinforced at all levels within InterGlobe Aviation Limited ("IndiGo" or "Company"). We adhere to high ethical standards in all our operations and activities. Your Company follows three basic values of integrity, customer orientation and future mindedness. At IndiGo, we are committed to doing things the right way which means taking business decisions and acting in a way that is ethical and is in compliance with applicable legislation. At IndiGo we rely on the integrity, knowledge, skill and collaboration of colleagues and partners globally.

Your Company strives for continued excellence by adopting best-in-class governance and disclosure practices. The Company's Code of Conduct for directors and senior management "InterGlobe Aviation Limited - Code of Conduct for Directors and Senior Management" reflect our commitment to good corporate governance framework. Transparency, integrity and accountability are the fundamental principles to sound Corporate Governance, which ensures that the Company is managed and monitored in a responsible manner.

Your board of directors, guided by above philosophy, formulate strategies and policies having focus on optimizing

value for various stakeholders like consumers, shareholders and the society at large. Our Corporate Governance framework ensures that we make the timely disclosures and adequate information regarding our financials and performance as well as business of the Company.

Your Company has complied with the requirements of Corporate Governance as laid down under Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and as per the provisions of the Companies Act, 2013 ("the Act").

2) BOARD OF DIRECTORS

i. Composition of the Board

The Composition of Board of Directors of your Company as on March 31, 2016 is in conformity with the requirements of Regulation 17 of the Listing Regulations and the Act:

S. No.	Category	No. of Directors
1	Executive Director	1
2	Non - Executive Independent Director	2
3	Non - Executive Non Independent Promoter Director	3
	Total	6

The details relating to composition & category of directors, directorships held by them in other companies and their membership and chairmanship on various Committees of Board of other companies, as on March 31, 2016 are as follows:

S. No.	Name of the Director	DIN	Category	No. of Directorships held in Companies (excluding IndiGo)	No. of Memberships/Chairmanships in Board Committees (excluding IndiGo)	
					Member	Chairman
1	Devadas Mallya Mangalore	01804955	Chairperson, Non-Executive Independent Director	6	6	
2	Anupam Khanna	03421015	Non-Executive Independent Director	-	-	-
3	Aditya Ghosh	01243445	Executive Director	2	-	-
4	Rahul Bhatia	00090860	Non-Executive Promoter Director	3	-	-
5	Rakesh Gangwal	03426679	Non-Executive Promoter Director	-	-	-
6	Rohini Bhatia	01583219	Non-Executive Promoter Director	-	-	-

Notes:

- The Independence of a director is determined by the criteria stipulated under Regulation 16(1)(b) of the Listing Regulations & Section 149 (6) of the Act.
- The directorships and committee positions held by the directors, as mentioned above do not include the directorships and committee positions held by them in private limited companies, foreign companies and companies registered under Section 8 of the Act.

- iii. The Committees considered for the purpose are those prescribed under Regulation 26 of the Listing Regulations viz. Audit Committee and Stakeholders' Relationship Committee of Public Limited Companies.
- iv. Except Mrs. Rohini Bhatia who is the wife of Mr. Rahul Bhatia, none of the directors are related inter-se.
- v. None of the Non-Executive Directors have any material pecuniary relationship or transactions with the Company.
- vi. None of the directors on the Board hold directorship in more than 20 companies or more than 10 public companies, whether listed or not. Necessary disclosures regarding Directorship positions in other companies as on March 31, 2016 have been made by the directors.
- vii. None of the directors on the Board is a member of more than 10 Committees or Chairman of more than 5 Committees (as specified in Regulation 26 of the Listing Regulations) across all the public limited companies, whether listed or not, in which the person is a director. Necessary disclosures regarding Committee positions in other public limited companies as on March 31, 2016 have been made by the directors.
- viii. None of the directors of the Company are holding position of Independent Director in more than seven listed companies.

ii. Board Meetings & Attendance

Conduct of board meetings is in compliance with the applicable provisions of the Act and Secretarial Standard on meetings of the board of directors and general meetings issued by the Institute of Company Secretaries of India. Each agenda item is provided with sufficient background and all material information is incorporated in the agenda papers for facilitating meaningful and focused discussions at the meeting. Where it is not practicable to attach any document to the agenda, it is tabled before the meeting with specific reference to this effect in the agenda. In special and exceptional circumstances, additional or supplementary item(s) on the agenda are permitted.

Video conferencing or other audio visual facilities are used to facilitate Directors for participating from abroad or who are not able to attend meetings physically in India and present at other locations, to participate in the meetings. In case of exigencies or urgencies, resolutions are considered by Circulation as well.

During the financial year under review, the Board of directors met ten (10) times in accordance with the provisions of the Act and rules made thereunder on the following dates with necessary quorum being present at all the meetings. The gap between two Board meetings did not exceed 120 days:

- April 23, 2015;
- April 25, 2015;
- June 23, 2015;
- June 25, 2015;
- June 28, 2015;
- September 04, 2015;

- October 06, 2015;
- October 14, 2015;
- November 05, 2015 and
- January 21, 2016.

The attendance of each Director at the Board Meetings during the financial year 2015-16 as well as at last Annual General Meeting (AGM) is as under:

S. No.	Name of the Director	No. of Board meeting attended (total meetings held 10)	Whether attended last AGM held on September 29, 2015
1	Devadas Malliya Mangalore	10	Yes
2	Anupam Khanna	8	Yes
3	Aditya Ghosh	9	No
4	Rahul Bhatia	3	No
5	Rakesh Gangwal*	1	No
6	Rohini Bhatia	5	Yes

* Rakesh Gangwal was appointed as a director of the Company w.e.f June 25, 2015.

Familiarization Programme for the Independent Directors

During Financial Year 2015-16, separate meeting of the Independent Directors of the Company were held on February 29, 2016 without the attendance of non-independent directors and members of management. Along with other matters, Independent Directors discussed the matters specified in Schedule IV of the Act and Regulations 25(4) of the Listing Regulations.

The Company carried out a Familiarization Programme on July 09, 2015 in accordance with the Regulations 25(7) of the Listing Regulations. Details of Familiarization Programme conducted are uploaded on the website of the Company and can be accessed through the link

<https://www.goindigo.in/content/dam/goindigo/6e-website/pdf/investor-relation/corporategovernance/policies/familiarisation%20Programmes%20for%20Independent%20Directors.pdf>

The shareholding of non - executive directors

The shareholding of non - executive directors of the Company as on March 31, 2016 is as follows:

S. No.	Name of the Director	No. of equity shares held
1	Devadas Malliya Mangalore	Nil
2	Anupam Khanna	Nil
3	Rahul Bhatia	40,000
4	Rakesh Gangwal	6,08,60,713
5	Rohini Bhatia	10,000

Your Company does not have any convertible instrument as on date.

3) COMMITTEES OF BOARD

Your Company have seven board level Committees: –

- a) Audit Committee;
- b) Nomination and Remuneration Committee;
- c) Corporate Social Responsibility Committee
- d) Stakeholders Relationship Committee;
- e) IPO Committee*;
- f) Risk Management Committee**; and
- g) Compensation Committee

* The equity shares of the Company got listed on the National Stock Exchange of India Limited and BSE Limited on November 10, 2015 and the scope and objective for which the IPO committee was constituted had been achieved, hence the Board dissolved the IPO Committee at its meeting held on January 21, 2016.

** The Risk Management Committee was required to be constituted by the top 100 listed companies determined on the basis of market capitalisation, as at the end of the immediate previous financial year as per Regulation 21 of the Listing Regulations. Since, your Company was one of among the top 100 listed companies as per the list issued by the National Stock Exchange of India Limited based on market capitalisation on March 31, 2016 and as available on the website of the stock exchange. The Risk Management Committee was constituted by board of directors of your Company at their meeting held on April 29, 2016.

The details of the role and composition of Board Committees including number of meetings held during the financial year and attendance thereat are provided below:

(i) Audit committee:

a) Terms of Reference:

The role / terms of reference of the Audit Committee includes the following:

1. Overseeing the Company's financial reporting process and disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;
 - b. changes, if any, in accounting policies and practices and reasons for the same;
 - c. major accounting entries involving estimates based on the exercise of judgment by management;

- d. significant adjustments made in the financial statements arising out of audit findings;
 - e. compliance with listing and other legal requirements relating to financial statements;
 - f. disclosure of any related party transactions;
 - g. qualifications in the draft audit report.
5. Reviewing, with the management, the quarterly, half yearly and annual financial statements before submission to the Board for approval;
 6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter. This also includes monitoring the use/ application of the funds raised through the proposed offer by the Company
 7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
 8. Approval or any subsequent modification of transactions of the Company with related parties;
 9. Scrutiny of inter-corporate loans and investments;
 10. Valuation of undertakings or assets of the Company, wherever it is necessary;
 11. Evaluation of internal financial controls and risk management systems;
 12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
 13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 14. Discussion with internal auditors of any significant findings and follow up there on;
 15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
 16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
 17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

18. To review / oversee the functioning of the whistle blower / vigil mechanism;
19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. In consultation with the internal auditor, formulate the scope, functioning, periodicity and methodology for conducting the internal audit; and
21. Carrying out such other functions as may specified by the Board from time to time.

The Audit Committee shall have powers, which should include the following:

- 1) To investigate any activity within its role / terms of reference or as may be referred to it by the Board and for this purpose shall have full access to information contained in the records of the Company;
- 2) To seek information from any employee;
- 3) To obtain outside legal or other professional advice; and
- 4) To secure attendance of outsiders with relevant expertise, if it considers necessary.
- 5) management discussion and analysis of financial condition and results of operations;
- 6) statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
- 7) management letters / letters of internal control weaknesses issued by the statutory auditors;
- 8) internal audit reports relating to internal control weaknesses;
- 9) the appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee; and
- 10) carrying out such other functions as may specified by the Board from time to time.

b) Composition:

The composition of the Audit Committee as at March 31, 2016 is as under:

S. No.	Name of the Member	Position	Category
1	Devadas Mallaya Mangalore	Chairperson	Independent Director
2	Anupam Khanna	Member	Independent Director
3	Aditya Ghosh	Member	Executive Director

The Composition of the Committee meets the requirements of Section 177 of the Act and Regulation 18 of the Listing Regulations. The Chairman of the Committee is an Independent Director. The Company Secretary of the Company acts as the Secretary of the Committee. All the members of the Committee have the ability to read and understand the Financial Statements.

c) Meetings and Attendance during the year:

During the financial year under review, the Audit Committee met (5) five times on the following dates with necessary quorum being present at all the meetings and the gap between two meetings did not exceed 120 days.

- June 23, 2015;
- June 28, 2015;
- September 04, 2015;
- October 06, 2015 and
- January 21, 2016.

The attendance of the members during the financial year 2015-16 is given below:

S. No.	Name of the Director	No. of meetings attended
1	Devadas Mallaya Mangalore	5
2	Anupam Khanna	4
3	Aditya Ghosh	4

Chief Finance Officer and executives from Finance Department and representatives of the Statutory Auditors and Internal Auditors have attended the Audit Committee meetings by invitation.

(ii) Nomination and Remuneration Committee:

a) Terms of Reference:

The role / terms of reference of the Nomination and Remuneration Committee is as given below:

1. formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. formulation of criteria for evaluation of Independent Directors and the Board;
3. devising a policy on Board diversity;
4. identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance;

5. the chairperson or in his absence, any other member of the nomination and remuneration committee authorised by him in this behalf shall attend the general meetings of the Company to answer the shareholders' queries. However, it would be up to the Chairman to decide who should answer the queries; and
6. carrying out such other functions as may specified by the Board from time to time.

b) Composition:

The Composition of Nomination and Remuneration Committee as at March 31, 2016 is as under:

S. No.	Name of the Member	Position	Category
1	Anupam Khanna	Chairperson	Independent Director
2	Devadas Mallya Mangalore	Member	Independent Director
3	Rohini Bhatia	Member	Non - Executive Director

The Composition of the Committee meets the requirements of Section 178 of the Act and Regulation 19 of the Listing Regulations. The Chairman of the Committee is an Independent Director.

The Company Secretary of the Company acts as the Secretary of the Committee.

c) The attendance of the members during the financial year 2015-16 is given below:

During the financial year under review, the Nomination and Remuneration Committee met once on June 23, 2015 and the details of attendance of the Members at the meeting is given below:

S. No.	Name of the Director	No. of meetings attended
1	Devadas Mallya Mangalore	1
2	Anupam Khanna	0
3	Rohini Bhatia	1

d) Performance evaluation criteria for independent directors.

Pursuant to the provisions of the Act and Regulation 17 of the Listing Regulations, the board has carried out the annual performance evaluation of its own performance, the directors as an individual and performance of various committees constituted of the board.

The criteria for performance evaluation cover the areas relevant to the functioning of Independent Directors such as preparation, participation, conduct and effectiveness. The performance evaluation of Independent Directors was done by the entire Board of Directors and in the evaluation the Directors who

were subject to evaluation had not participated. As members of the Board, the performance of the individual Directors as well as the performance of the entire Board and its Committees is required to be formally evaluated annually.

The Board undertook the evaluation of performance of the independent directors based on various parameters relating to roles, responsibilities and obligations of the directors, contribution and level of participation of directors at meetings, understanding the business of the Company along with the environment and effectiveness of their contribution, their responsibility towards stakeholders and independent judgment.

Further, the performance of the committees of the Board was undertaken on various parameters relating to discharge of its functions & duties as per their respective terms of reference, process & procedure followed for discharging its functions, effectiveness of suggestions & recommendations received, size, structure & expertise of the committees of the Board and conduct of its meetings and procedure followed in this regard.

(iii) Corporate Social Responsibility Committee:

The Corporate Social Responsibility Committee of the Board ("CSR Committee") has been constituted to oversee the CSR Policy and recommend and monitor the amount of expenditure to be incurred on the activities mentioned in the Schedule VII of the Act.

a) Terms of Reference:

The scope and functions of the Corporate Social Responsibility Committee is in accordance with Section 135 of the Companies Act, 2013. The Corporate Social Responsibility Committee has formulated the corporate social responsibility policy, which indicates the activities to be undertaken by the Company, and to recommend the amount to be incurred on such activities, and institute a transparent monitoring mechanism for implementation of the corporate social responsibility activities.

b) Composition:

The composition of CSR Committee as at March 31, 2016 is as under:-

S. No.	Name of the Member	Position	Category
1	Rohini Bhatia	Chairperson	Non - Executive Director
2	Anupam Khanna	Member	Independent Director
3	Aditya Ghosh	Member	Executive Director

c) The attendance of the members during the financial year 2015-16 is given below:

During the financial year under review, the Corporate Social Responsibility Committee met (2) two times in

accordance with the provisions of the Companies Act, 2013 and rules made thereunder on the following dates with necessary quorum being present at all the meetings.

1. June 28, 2015 and
2. September 04, 2015.

The attendance of the Members during the financial year 2015-16 is given below:

S. No.	Name of the Director	No. of meetings attended (total meetings held 2)
1	Rohini Bhatia	1
2	Anupam Khanna	2
3	Aditya Ghosh	2

(iv) **Stakeholders' Relationship Committee:**

The Stakeholders Relationship Committee has been constituted to specifically look into the redressal of Shareholders and Investors complaints and other shareholders related issues.

a) **Terms of Reference:-**

1. To consider and resolve the grievances of security holders of the Company;
2. The Chairman or in his absence, any other member of the Stakeholders Relationship Committee authorised by him in this behalf shall attend the general meetings of the Company;
3. To consider, approve, investigate and provides resolution of shareholders' grievances relating to transfer, transmission, dematerialisation and rematerialisation of shares, issue of duplicate share certificates, non-receipt of annual report, dividend and other matters relating to the shareholders / investors; and
4. Carrying out such other functions as may specified by the Board from time to time.

b) **Composition:**

The composition of Stakeholders Relationship Committee as at March 31, 2016 is as under-

S. No.	Name of the Member	Position	Category
1	Rohini Bhatia	Chairperson	Non - Executive Director
2	Aditya Ghosh	Member	Executive Director

c) **Name designation and contact details of compliance officer is given below –**

Mr. Ashish Singla*
 Manager - Corporate Secretarial
 InterGlobe Aviation Limited ("IndiGo")

Level - 4, Tower - D, Global Business Park,
 M. G. Road Gurgaon, Haryana - 122002, India
 O +91 - 124 - 4852048, F +91 - 124 - 4268664,
 M - +91 - 9650008856

Email: investors@goindigo.in ashish.singla@goindigo.in

(* The position of Compliance Officer of the Company is vacant with effect from July 15, 2016 and Grievance Redressal is being taken care of by Mr. Ashish Singla, Manager Corporate Secretarial of the Corporate Secretarial department along with Registrar and Share Transfer Agent of the Company)

d) **Number of shareholders' complaints received and resolved during the Financial Year 2015- 16 :**

Particulars	Number of Complaints
Number of shareholders' complaints received	244
Resolved to the satisfaction of shareholders.	244
Number of pending complaints at the end of March 31, 2016	Nil

(v) **IPO Committee:**

The IPO Committee of the Company was constituted by the Board at its meeting held on June 28, 2015 to approve and decide upon all activities in connection with the Initial public offering of the Company and *inter alia* for:-

a) **Terms of Reference:-**

1. decide on the actual size of the Issue, including any offer for sale by promoters/shareholders, and/or reservation on a competitive basis, and/or any pre-IPO placement and/or green shoe option any discount to be offered to retail individual bidders or eligible employees participating in the Issue and all the terms and conditions of the Issue, including without limitation timing, opening and closing dates of the Issue, price band, allocation/allotment to eligible persons pursuant to the Issue, including any anchor investors, and to accept any amendments, modifications, variations or alterations thereto;
2. to appoint, instruct and enter into arrangements with the book running lead managers, co-managers, underwriters, syndicate members, brokers, escrow collection bankers, registrars, Issue grading agency, monitoring agency, legal advisors, printers, advertising agencies and any other agencies or persons whose appointment is required in relation to the Issue;
3. to finalise and arrange for submission of the Draft Red Herring Prospectus, the Red Herring Prospectus, the Prospectus, the preliminary and final international wrap and any amendments, supplements, notices or corrigenda thereto, to appropriate government and regulatory authorities, institutions or bodies;

4. to issue advertisements in such newspapers as it may deem fit and proper conforming to the regulations and guidelines issued by Securities and Exchange Board of India;
5. to open separate current accounts in such name and style and or any other account in such other name, style, as may be necessary, with scheduled banks to receive applications along with application monies in relation to the Issue;
6. to finalise, sign and execute the issue agreement, syndicate agreement, escrow agreement and the underwriting agreement and any other agreements or documents required in relation to the Issue;
7. the opening of a bank account of the Company in the name and style of "IndiGo Public Issue Account" and "IndiGo Public Issue Refund Account" for the handling of refunds for the Issue;
8. to make any applications to the FIPB, RBI and such other authorities, as may be required, for the purpose of issue of shares by the Company to non-resident investors, including NRIs and FIIs;
9. to make applications for listing of the equity shares of the Company on one or more stock exchange(s), to execute and to deliver or arrange the delivery of the equity listing agreement(s) or equivalent documentation to the concerned stock exchange(s) and to take all such other actions as may be necessary in connection with obtaining such listing;
10. to seek, if required, the consent of the Company's lenders, parties with whom the Company has entered into various commercial and other agreements, all concerned government and regulatory authorities in India or outside India, and any other consents that may be required in connection with the Issue in accordance with the applicable regulations;
11. to settle all questions, difficulties or doubts that may arise in relation to the Issue, as it may in its absolute discretion deem fit;
12. to do all acts and deeds, and execute all documents, agreements, forms, certificates, undertakings, letters and instruments as may be necessary for the purpose of or in connection with the Issue;
13. to authorize and approve the incurring of expenditure and payment of fees in connection with the Issue;
14. affix the common seal of the Company on all documents as may be required by law, in relation to the Issue, and in terms of the articles of association of the Company;
15. to submit undertaking/certificates or provide clarifications to the Securities and Exchange Board of India and the relevant stock exchanges where the equity shares of the Company are to be listed; and
16. to authorize and empower officers of the Company (each, an "Authorized Officer"), for and on behalf of the Company, to execute and deliver, on a several basis, any agreements and arrangements as well as amendments or supplements thereto that the Authorized Officers consider necessary, appropriate or advisable, in connection with the Issue, including, without limitation, engagement letter(s), memoranda of understanding, the listing agreements, the registrar's agreement and memorandum of understanding, the depositories agreements, the issue agreement with the Joint Book Running Lead Managers (and other entities as appropriate), the underwriting agreement, the syndicate agreement, the stabilization agreement, the escrow agreement, confirmation of allocation notes, and any agreement or document in connection with the pre-IPO placement (including any placement agreement, escrow agreement and Issue documentation), with the Joint Book Running Lead Managers, lead managers, syndicate members, placement agents, bankers to the Issue, registrar to the Issue, bankers to the Company, managers, underwriters, guarantors, escrow agents, accountants, auditors, legal counsel, depositories, trustees, custodians, advertising agencies, and all such persons or agencies as may be involved in or concerned with the Issue, if any and to do or cause to be done any and all such acts or things that the Authorized Officer may deem necessary, appropriate or desirable in order to carry out the purpose and intent of the foregoing resolutions for the Issue; and any such agreements or documents so executed and delivered and acts and things done by any such Authorized Officer shall be conclusive evidence of the authority of the Authorized Officer and the Company in so doing.

b) **Composition:**

The composition of IPO Committee was as under-

S. No.	Name of the Member	Position	Category
1	Aditya Ghosh	Chairperson	Executive Director
2	Rahul Bhatia	Member	Non - Executive Director
3	Rohini Bhatia	Member	Non - Executive Director

c) **The attendance of the members during the financial year 2015-16 is given below:**

During the financial year under review, the IPO Committee met two times at the following dates:-

1. October 29, 2015 and
2. October 30, 2015.

The attendance of the Members during the financial year 2015-16 is given below:

S. No.	Name of the Director	No. of meetings attended
1	Aditya Ghosh	2
2	Rahul Bhatia	1
3	Rohini Bhatia	1

The equity shares of the Company got listed on the National Stock Exchange of India Limited and BSE Limited on November 10, 2015 and the scope and objective for which the IPO committee was constituted had been achieved, hence the Board dissolved the IPO Committee at its meeting held on January 21, 2016

(vi) Risk Management Committee:

The Risk Management Committee was constituted by board of directors of your Company at their meeting held on April 29, 2016.

The Risk Management Committee is required to be constituted by the top 100 listed companies determined on the basis of market capitalisation, as at the end of the immediate previous financial year as per Regulation 21 of the Listing Regulations. Since, your Company was one of among the top 100 listed companies as per the list issued by the National Stock Exchange of India Limited based on market capitalisation on March 31, 2016.

a) Terms of reference

- i. To oversee the ERM process;
- ii. To review the risk mitigation plans;
- iii. To provide guidance to the Company on related matters and make recommendations to the Board on related issues; and
- iv. Carrying out such other functions as may specified by the Board from time to time.

b) Composition:

The composition of Risk Management Committee as under-

S. No.	Name of the Member	Position	Category
1	Aditya Ghosh	Chairman	Executive Director
2	Devadas Mallya Mangalore	Member	Independent Non - Executive Director
3	Pankaj Madan*	Member	Chief Financial Officer

*Mr. Pankaj Madan submitted his resignation on May 17, 2016 and serve till July 17, 2016. Mr. Rohit Philip, Chief Financial Officer was appointed as member of the committee w.e.f. August 01, 2016.

- c) The attendance of the members during the financial year 2015-16 is given below:

The Risk management committee was formed by the Board at its meeting held on April 29, 2016, there was no meeting held during the financial year under review.

(vii) Compensation Committee

a) Terms of reference

The terms of reference of the Compensation Committee include the following:

- i. formulating the detailed terms and conditions of the schemes which shall include the provisions as specified and shall ensure due implementation of the same;
- ii. framing suitable policies and procedures to ensure that there is no violation of securities laws, as amended from time to time, including Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices Relating to the Securities Market) Regulations, 2003 by the Company and its employees, as applicable; and
- iii. carrying out such other functions as may specified by the Board from time to time.

b) Composition:

The Compensation Committee of the Board was constituted on June 21, 2015 and comprises of the following members:

S. No.	Name of the Member	Position	Category
1	Anupam Khanna	Chairman	Non-executive Independent Director
2	Devadas Mallya Mangalore	Member	Independent Non - Executive Director
3	Rohini Bhatia	Member	Non-executive Promoter Director

- c) The attendance of the members during the financial year 2015-16 is given below:

During the financial year under review, the compensation committee met one time at June 23, 2015.

The attendance of the Members for the meeting is given below:

S. No.	Name of the Director	No. of meetings attended
1	Anupam Khanna	0
2	Devadas Mallya Mangalore	1
3	Rohini Bhatia	1

4) Remuneration of Directors:

- None of our Non-Executive Directors has any pecuniary relationship or transaction with the Company, except to the extent of shareholding, if any in the Company.
- The criteria of making payments to non-executive directors is disclosed on our website at the link www.goindigo.in
- Details of Remuneration to all the Directors for the financial year 2015-16 :

(Amount in Rs.)

Name of the Director	Salary	Perquisites and Allowances	Commission/ Performance Bonus	Sitting Fees*	Number of Stock Options granted
Devadas Mallya Mangalore	Nil	Nil	Nil	850,000	Nil
Rahul Bhatia	Nil	Nil	Nil	150,000	Nil
Rakesh Gangwal	Nil	Nil	Nil	50,000	Nil
Rohini Bhatia	Nil	Nil	Nil	400,000	Nil
Aditya Ghosh	270,143,178	39,600	Nil	Nil	752,556 [#]
Anupam Khanna	Nil	Nil	Nil	600,000	Nil
Kapil Bhatia [@]	Nil	Nil	Nil	Nil	Nil

*Includes sitting fees paid for Board and Board Committee meetings.

[#] Comprising of 332,026 options at an exercise price of Rs. 765.00 and 420,530 options at an exercise price of Rs. 10.00.[@]Mr. Kapil Bhatia had resigned from directorship on June 23, 2015 and did not receive any remuneration from the Company during the period.

5) General body meetings:

- a) Location, date and time of last three Annual General Meetings;

Financial Year	Date	Time	Venue
2014 - 15	September 29, 2015	11.00 a.m.	Hotel IBIS, Asset No. 9, Hospitality District Delhi, Aerocity, IGI Airport, New Delhi - 110 037, India
2013 - 14	September 08, 2014	10:00 a.m.	Ground Floor, Central Wing, Thapar House, 124, Janpath, New Delhi
2012 - 13	August 30, 2013	2.00 p.m.	124, Janpath, New Delhi

- b) Details of special resolutions passed in the previous three annual general meetings

No special resolution was passed by the Company in FY 2014 - 15 and FY 2012 - 13.

The Company passed the following special resolution at its Annual general meeting held on September 08, 2014:

- Approval under section 180 (1) (a) of the act;
- Approval under section 180 (1) (c) of the act.

- c) Details of special resolution passed last year through postal ballot – details of voting pattern

The Equity shares of the Company got listed on November 10, 2015 on National Stock Exchange of India Limited and BSE Limited. No Special Resolution was passed by Postal Ballot after listing in the year under review. No special resolution is proposed to be conducted through Postal Ballot.

6) Means of communication:

The company maintains a functional website with a separate section on the Investors and disseminating all information required to be uploaded on its website as per Listing Regulations.

The quarterly, half yearly and annual financial results are sent to the Stock exchanges immediately once the same are approved by the Board and are displayed on the Company's website www.goindigo.in. The results are also published in newspapers Financial Express and Jansatta. The transcript, audio, official news releases and presentations made to investors and analysts and official news releases are also made available on the website of the Company.

The Company has been sending all communications including annual reports through email to those shareholders, who have registered their e-mail id with their depository participant / Company's Registrar and Share Transfer Agent.

7) General shareholder information:

- a) Annual general meeting

Date : September 21, 2016

Time : 9:30 AM IST

Venue : Siri Fort Auditorium, August Kranti Marg, New Delhi -110 049

- b) Financial year

The financial year of the Company starts from on the 1st day of April and ends on 31st day of March of next year. For the year under review, it covered the period from 01st April 2015 to 31st March 2016.

c) **Financial Calendar for the Year 2016-17 (Tentative and subject to change)**

Particulars	Tentative Schedule
Financial reporting for the quarter ending June 30, 2016	On or before August 14, 2016
Financial reporting for the second quarter and half-year ending September 30, 2016	On or before November 14, 2016
Financial reporting for the third quarter and nine months ending December 31, 2016	On or before February 14, 2017
Financial reporting for the year ending March 31, 2017	On or before May 30, 2017
Annual General Meeting for the year ending March 31, 2017	Before September 30, 2017

d) **Disclosures with respect to demat suspense account / unclaimed suspense**

Pursuant to Regulation 39(4) read with Schedule VI of the Listing Regulations, unclaimed shares i.e. shares issued pursuant to the Public Issue but remaining unclaimed despite of the best efforts of the Registrar to Issue or the Company required to be transferred such shares and any other corporate benefit related to these shares are required to be transferred to a separate Unclaimed Shares Demat Account.

Therefore, the Company opened a separate Demat Suspense Account in the name and style of "InterGlobe Aviation Limited Unclaimed Shares Demat Account" and the shares lying unclaimed as on that date are nil.

The directors wish to apprise that the Company had refunded all dues to non allottees of the initial public offer of the Company and there is nil balance of shares in the unclaimed shares escrow demat account opened.

The details of such equity shares as on March 31, 2016 are as follows:

S. No.	Description	Number of shareholders	Number of Shares
1	Total number of Shareholders and outstanding shares in the Suspense Account at the beginning of the year	3	240
2	Number of Shareholders who approached the Company for transfer of shares and to whom shares were transferred from Suspense Account during the year	3	240
3	Number of shares transferred from Suspense Account during the year	3	240
4	Total number of Shareholders and outstanding shares in the Suspense Account at the end of the year	-	-

e) **Dividend:**

Your Directors are pleased to recommend a final dividend of Rs. 15 per equity share for the financial year ended March 31, 2016 (being 150 % on the face value of Rs. 10 per share) at their meeting which is subject to the approval of the members at the ensuing Annual General Meeting of your Company. The Interim Dividend of Rs. 32,668.08 per equity share of face value of Rs. 1000 per share aggregating to Rs. 10,029.10 million was paid on June 22, 2015.

Dividend payment date - on or after September 22, 2016.

f) **Name and address of each stock exchange(s):**

The Equity shares of the Company got listed on November 10, 2015 on:

National Stock Exchange of India Limited (NSE)
Exchange Plaza, C-1,
Block G, Bandra Kurla Complex,
Bandra (E), Mumbai - 400051
and
BSE Limited (BSE)
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001

The annual listing fees due for the year 2016-17 have been paid to both the stock exchanges by the Company. There are no arrears of listing fees with any of the said stock exchanges till date.

g) **Stock Code;**

National Stock Exchange of India Limited Stock Code: INDIGO
BSE Limited Stock Code: 539448
International Securities Identification Number (ISIN Number) for NSDL / CDSL: INE646L01027
Corporate Identification Number (CIN): L62100DL2004PLC129768*

* the CIN of the Company was updated on June 01, 2016.

h) **Market share and Volume data on the National Stock Exchange of India Limited (NSE) and the BSE Limited (BSE):**

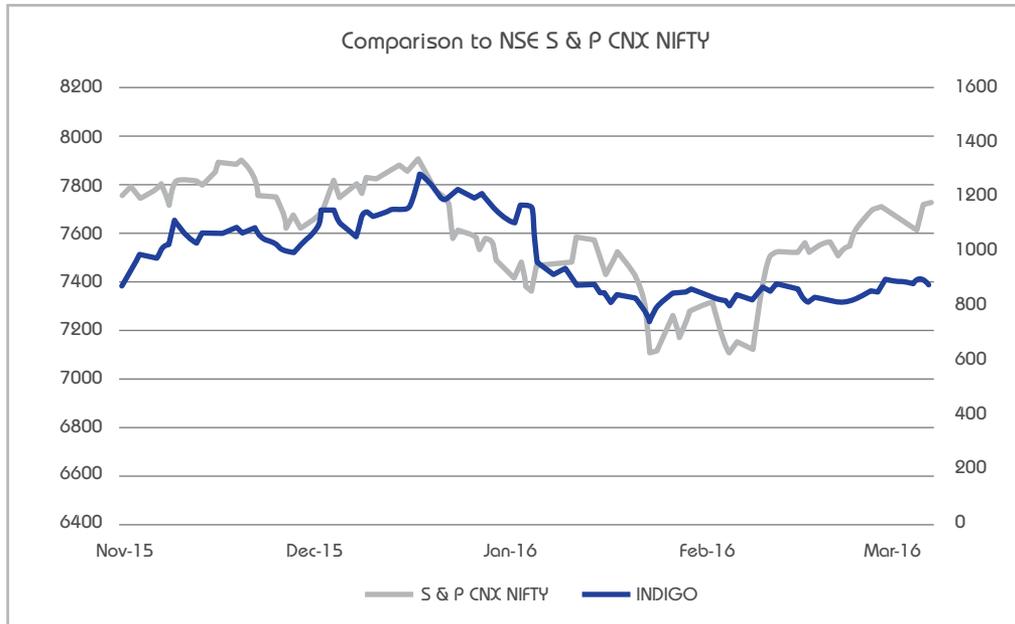
The monthly high and low stock quotations of equity shares of the Company on NSE and BSE during the year 2015-16# was as under:

(In Rs.)

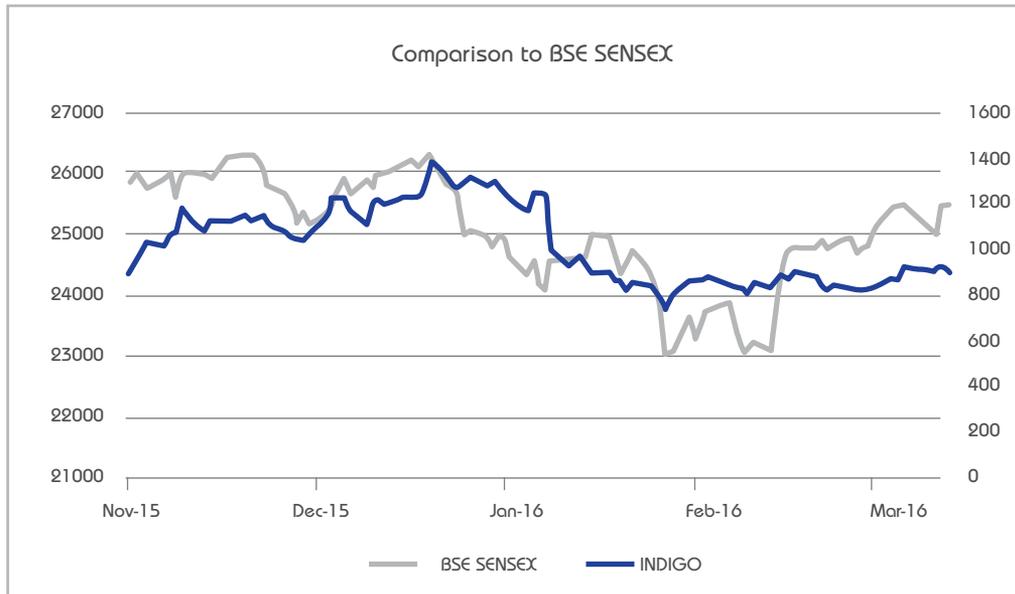
Month	NSE		BSE	
	HIGH	LOW	HIGH	LOW
November, 2015	1,166.7	849.00	1,168.70	848.10
December, 2015	1,245.00	982.00	1,244.75	982.50
January, 2016	1,394.85	857.85	1,395.50	860.00
February, 2016	920.00	698.35	918.00	702.00
March, 2016	927.85	797.00	928.00	798.00

#Equity shares of the Company got listed on BSE and NSE w.e.f. November 10, 2015.

i) Stock Performance in comparison to NSE S & P CNX NIFTY for the relevant period:



j) Stock Performance in comparison to BSE Sensex for the relevant period:



k) **Reason for securities suspended from trading:** none of the securities of the Company were suspended from trading on stock exchanges during the year.

l) **Registrar to an issue and share transfer agents;**

Karvy Computershare Private Limited is the Registrar and Share Transfer Agent of the Company to whom communications regarding change of address, transfer of shares, change of mandate etc. can be addressed as per the details mentioned below:

Registrar and Share Transfer Agent
 Karvy Computershare Private Limited
 Karvy Selenium Tower - B, Plot Number 31 & 32,
 Financial District, Gachibowli,
 Hyderabad - 500 032, India

Phone: +91 - 40 - 6716 2222
 Fax No: +91 - 40 - 2342 0814
 Toll Free No. : 1800 345 4001
 Email Id: einward.ris@karvy.com

m) **Share transfer system:**

The Company's shares are traded on the Stock Exchange compulsorily in dematerialized mode. Physical Shares which are lodged with the Registrar and Share Transfer Agent and / or Company for transfer are processed and returned to the shareholders duly transferred within the time stipulated under the Listing Regulations subject to documents being found valid and complete in all respects. The dematerialized shares are transferred directly to the beneficiaries by the depositories.

As per the provisions of the Act, facility for making nomination is available for Members in respect of shares held by them. Members holding shares in physical form may obtain nomination form, from the Share Department of the Company or Registrar of the Company. Members holding shares in dematerialized form should contact their Depository Participants (DP) in this regard.

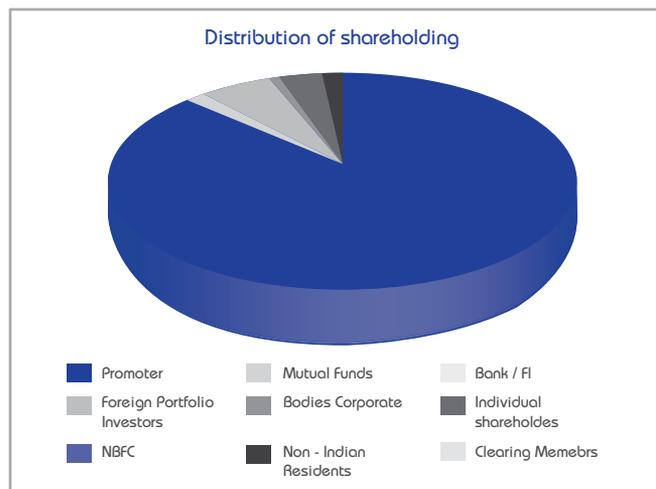
The Company obtains half-yearly certificate of compliance related to the share transfer formalities from a Company Secretary in practice as required under Regulation 40 (9) of the Listing Regulations and files a copy of the certificate simultaneously with the Stock Exchanges under Regulation 40 (10) of the Listing Regulations.

n) Distribution of shareholding as on March 31, 2016:

Shareholding pattern as on March 31, 2016

Category of Equity Shareholders	No. of shares held	% of total shares
A. Promoters		
(1) Indian		
a) Individual/ HUF	1,449,355	0.41
b) Central Govt	-	-
c) State Govt(s)	-	-
d) Bodies Corp.	153,659,581	42.64
e) Banks / FI	-	-
f) Any other	-	-
Sub-total (A) (1) :	155,108,936	43.05
(2) Foreign		
a) NRIs-Individuals	95,713,571	26.56
b) Other-Individuals	-	-
c) Bodies Corp.	3,240,000	0.90
d) Banks/FI	-	-
e) Any Other – Foreign Trust	56,375,730	15.64
Sub-Total (A) (2):	155,329,301	43.10
Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	310,438,237	86.15
B. Public Shareholding		
1. Institutions		
a) Mutual Funds	5,805,584	1.61
b) Banks / FI	150,735	0.04
c) Central Govt		
d) State Govt(s)		
e) Venture Capital Funds		
f) Insurance Companies		
g) FIs		
h) Foreign Venture Capital Funds		
i) Others - Foreign Portfolio Investors	21,855,326	6.07
Sub-total (B)(1):-	27,811,645	7.72

Category of Equity Shareholders	No. of shares held	% of total shares
2. Non-Institutions		
a) Bodies Corp.	2,881,224	0.80
i) Indian		
ii) Overseas		
b) Individuals		
i) Individual shareholders holding nominal share capital up to Rs. 2 lakh	6,196,871	1.72
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	7,066,980	1.96
c) Others – NBFC	224,949	0.06
Trust	12,248	0
Non – Indian Residents	5,499,875	1.53
Clearing Members	224,515	0.06
Sub-total (B)(2):-	22,106,662	6.13
Total Public Shareholding (B)=(B)(1)+ (B)(2)	49,918,307	13.85
C. Shares held by Custodian for GDRs & ADRs	-	-
Grand Total (A+B+C)	360,356,544	100.00



Distribution schedule as on March 31, 2016:

Category Equity shares From – To	Shareholders		Shares	
	Number	% of total shareholders	Number	% of total equity capital
1 – 5000	64,396	99.49	6,597,746	1.83
5001 - 10000	119	0.18	867,097	0.24
10001 - 20000	37	0.06	530,402	0.15
20001 - 30000	31	0.05	769,474	0.21
30001 - 40000	23	0.04	800,339	0.22
40001 - 50000	12	0.02	532,160	0.15
50001 - 100000	12	0.02	659,781	0.18
100001 and above	96	0.15	349,599,545	97.01
Total	64,726	100.00	360,356,544	100.00

o) Dematerialization of shares and liquidity;

98.65% of the outstanding equity shares have been in dematerialised form as on March 31, 2016.

p) Outstanding global depository receipts or American depository receipts or warrants or any convertible instruments, conversion date and likely impact on equity:

As of March 31, 2015, your Company has no outstanding global depository receipts or American depository receipts or warrants or any convertible instruments.

q) Commodity price risk or foreign exchange risk and hedging activities;

The Company has not undertaken any forex or hedging transaction during the financial year under review.

r) Plant locations;

The Company operates from various offices and airports in India and abroad and occupies a Hangar at Delhi to provide repairs and maintenance services for aircraft. The Company also has Ground Support Departments at various airports. The Company do not have any manufacturing or processing plants.

s) Address for correspondence:

InterGlobe Aviation Limited
Level - 4, Tower - D, Global Business Park,
M G Road Gurgaon, Haryana - 122 002, India
Phone: +91 - 124 - 435 2500
Fax: +91 - 124 - 426 8664
Email: investors@goindigo.in

Registrar and Share Transfer Agent
Karvy Computershare Private Limited
Karvy Selenium Tower - B, Plot Number 31 & 32,
Financial District, Gachibowli,
Hyderabad - 500 032, India
Phone: +91 - 40 - 6716 2222
Fax No : +91 - 40 - 2342 0814
Toll Free No. : 1800 345 4001
Email Id : einward.ris@karvy.com

8) Other Disclosures:

a) Related party transactions

During the financial year 2015-16, your Company has entered into various transactions with related parties as defined under section 2(76) of the Companies Act, 2013 read with the Companies ((Specification of Definitions Details) Rules, 2014, all of them are in the ordinary course of business and at arm's length basis and in accordance with the provisions of the Companies Act, 2013 read with the rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

There are no materially significant related party transactions having potential conflicts with the interests of the Company at large. Transactions with related parties are being disclosed in the Notes forming part of the financial statements and are transacted after obtaining applicable approval(s), wherever required. The Company has adopted and approved a Policy on Related Party Transaction which has been uploaded on the website of the Company at <https://www.goindigo.in/content/dam/goindigo/6e-website/pdf/investor-relation/corporate-governance/policies/IGAL-Policy-on-Related-Party-Transactions.pdf>

b) Details of non-compliance by the Company

There were no penalties, strictures imposed on the Company during the last three years.

c) Whistle blower policy and vigil mechanism

The Company is committed to develop a culture of highest standards of ethical, moral and legal business conduct wherein it is open for communication regarding the Company's business practices, avenues for employees to raise concerns about any poor or unacceptable practice and to protect employees from unlawful victimization, retaliation or discrimination for their having disclosed or reported fraud, unethical behavior, violation of Code of Conduct, questionable accounting practices, grave misconduct etc.

To enforce the above and with a view to implement the highest ethical standards in the course of business, the Company has formed and adopted a whistleblower policy and vigil mechanism.

It is further affirmed that:

- The vigil mechanism provides adequate safeguards against victimization to any employees and / or directors who use the mechanism to report their concerns or grievances.
- No personnel has been denied access to the Audit Committee or its Chairman.

The audit committee periodically reviews the functioning of this mechanism. The employees/directors of the Company have the right / option to report their concern / grievance to the Chairman of the Audit Committee.

The said policy has been uploaded on the website of the Company at

<https://www.goindigo.in/content/dam/goindigo/6e-website/pdf/investor-relation/corporate-governance/policies/IGAL%20-%20Whistle%20Blower%20Policy.pdf>

d) Compliance with mandatory requirements and adoption of the non-mandatory requirements

Your Company has complied with all the mandatory corporate governance requirements as per the Listing Regulations.

The Company has complied with and adopted the following non-mandatory requirements of Regulation 27 along with requirements specified in part E of schedule II of Listing Regulations.

i. Audit qualifications

During the year, there was no audit qualification on your Company's financial statements.

ii. Reporting of Internal Auditor

The Internal Auditors of the Company Price Waterhouse & Co Bangalore LLP, Firm Registration Number 0075675/S-200012 and LLPIN AAC-6284 report to the Audit Committee of the Company.

e) Policy for determining 'material' subsidiaries

The Company does not have any subsidiary hence the policy for determining 'material' subsidiaries is not applicable on the Company

f) Disclosure of Commodity price risk and hedging activities;

The Company has not undertaken any commodity price risk or hedging transaction during the financial year under review.

g) Procedures for fair disclosure of Unpublished Price Sensitive Information and Prevention of Insider Trading

The Company has adopted a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("Fair Disclosure Code") and Code of Conduct for Prevention of Insider Trading ("Insider Code") with a view to deal with Unpublished Price Sensitive Information and trading in securities by Directors, employees of the Company, Designated Employees and Connected Persons. The Company Secretary is Compliance Officer for the purpose of Insider Code. Both the Codes have been posted on the website of the Company.

https://www.goindigo.in/information/investor-relations.html?linkNav=investor-relations_footer

h) Compliance with Corporate Governance Requirements

During the financial year, the Company has complied with Corporate Governance requirements specified in the Listing Regulations.

i) President & Whole Time Director/CFO Certification

A Certificate issued by Mr. Aditya Ghosh, President & Whole time Director and Mr. Pankaj Madan, Chief Financial Officer of the Company for the year under review, in terms of Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 was placed before the board of directors in its meeting held on April 29, 2016 and is annexed to this report.

j) Code of Conduct

The Company has in place a Code of Conduct applicable to the Board Members as well as the Senior Management and the same has been posted on the web-site of the Company i.e. www.goindigo.in. Code of Conduct inter alia includes the duties of the Independent Directors as prescribed under the Act. All the Board Members and the Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct as on March 31, 2016.

A declaration to this effect, duly signed by Whole-time Director who is performing the role and responsibility of the Chief Executive Officer, is annexed to this Annual Report.

On behalf of the Board of Directors

M. D. Mallya
(Chairman)
(DIN 01804955)

Aditya Ghosh
(President and Whole Time Director)
(DIN 01243445)

Gurgaon, August 01, 2016

CERTIFICATION BY THE CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER OF INTERGLOBE AVIATION LIMITED

We, Aditya Ghosh, President & Whole Time Director and Pankaj Madan, Chief Financial Officer, hereby certify that:

- a. We have reviewed the financial statements and the cash flow statement of the Company for the quarter ended March 31, 2016 and that to the best of our knowledge and belief:
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated wherever applicable, to the auditors and to the Audit Committee
 - i) significant changes in internal control over financial reporting during the year;
 - ii) significant changes in accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements; and
 - iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Aditya Ghosh

(President & Whole Time Director)

Date : April 29, 2016

Place : Gurgaon

Pankaj Madan

(Chief Financial Officer)

CORPORATE GOVERNANCE CERTIFICATE

To
The Members
InterGlobe Aviation Limited

We have examined the compliance of regulations of Corporate Governance by InterGlobe Aviation Limited for the year ended March 31, 2016, as stipulated in Part C of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The compliance of regulations of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the regulations of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the regulations of Corporate Governance as stipulated in the above-mentioned Listing Regulations.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Sanjay Grover & Associates
Company Secretaries
Firm Registration No.: P2001DE052900

Date: August 01, 2016
Place: New Delhi

Sanjay Grover
Managing Partner
C.P. No.: 3850

BUSINESS RESPONSIBILITY REPORT

InterGlobe Aviation Limited owns the country's largest passenger airline, IndiGo. The airline commanded a 36.9% market share of domestic passenger volume for FY16. Our business is primarily centered on the domestic Indian air travel market. We operate on a low-cost carrier (LCC) business model and continuously focus on maintaining our cost advantage and a high frequency of flights.

From a humble beginning in August 2006 when IndiGo commenced operations with a single aircraft, we have come a long way today having grown our fleet size to 107 aircraft as on March 31, 2016. We have a young fleet with the average age of our aircraft being 4.6 years. Not only has IndiGo acquired the status of India's leading airline, but it has also been recognized as the seventh largest low-cost carrier globally in terms of seat capacity in FY15. Since our inception, we have achieved strong and sustained passenger growth.

At IndiGo, we are committed to achieving industry-leading on-time performance and operational reliability. Our vision is manifested in our brand message: provide low fares, on-time flights and a hassle-free experience to our passengers. While we seek to provide exceptional value to our customers, we also endeavour to positively impact the lives of our multiple stakeholders. Our deep-rooted philosophy of growth thus embraces community welfare and social responsibility.

Since this is the first year after listing of the shares of your Company at the stock exchanges, this is the first business responsibility report based on the format prescribed by the Securities and Exchange Board of India. This report is in line with the National Voluntary Guidelines (NVG) of 9 principles.

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1.	Corporate Identity Number (CIN) of the Company	:	L62100DL2004PLC129768
2.	Name of the Company	:	InterGlobe Aviation Limited
3.	Registered address	:	Central Wing, Ground Floor, Thapar House, 124, Janpath, New Delhi - 110 001, India
4.	Website	:	www.goindigo.in
5.	E-mail id	:	Investors@goindigo.in
6.	Financial Year reported	:	2015-16
7.	Sector(s) that the Company is engaged in (industrial activity code-wise)	:	Passenger Services - Air Transport (National Industrial Classification (NIC) Code - 51101, 51201, 52243 and 52291)
8.	List three key products / services that the Company manufactures provides	:	Domestic scheduled air transport services of passengers International scheduled air transport services of passengers
9.	Total number of locations where business activity is undertaken by the Company (a) Number of International Locations (Provide details of major 5) (b) Number of National Locations	:	5 international locations - Bangkok, Dubai, Kathmandu, Muscat and Singapore 35 domestic locations
10.	Markets served by the Company	:	National (domestic) / International

SECTION B: FINANCIAL DETAILS OF THE COMPANY

1.	Paid up Capital (INR)	:	Rs. 3,603.57 million
2.	Total Turnover (INR)	:	Rs. 166,013.02 million
3.	Total profit after taxes (INR)	:	Rs. 19,897.20 million
4.	Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	:	Rs. 85.08 million or 0.43% of profit after tax
5.	List of activities in which expenditure in 4 above has been incurred:-	:	a) Promoting education and eradicating poverty, hunger and providing health care b) Promoting gender equality and women empowerment c) Employment enhancing vocational Skills d) Protection of National Heritage e) Environment f) Disaster relief

SECTION C: OTHER DETAILS

1.	Does the Company have any Subsidiary Company/ Companies?	:	No, the Company does not have any subsidiary company as on date.
2.	Do the Subsidiary Company / Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)	:	Not applicable

3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? : No
If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]

SECTION D: BR INFORMATION

1. Details of Director/Directors responsible for BR

(a) Details of the Director/Director responsible for implementation of the BR policy/policies

1. DIN Number : 01583219
2. Name : Ms. Rohini Bhatia
3. Designation : Chairperson of Corporate Social Responsibility Committee

(b) Details of the BR head

1. DIN Number : 01243445
2. Name : Mr. Aditya Ghosh
3. Designation : President & Whole Time Director

2. Principle-wise (as per NVGs) BR Policy/policies - the National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business (NVGs), released by the Ministry of Corporate Affairs has adopted nine areas of Business Responsibility. The principles are listed hereunder:

Principles	Principle-wise (as per NVGs) BR Policy / policies
Principle 1	: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability
Principle 2	: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle
Principle 3	: Businesses should promote the wellbeing of all employees
Principle 4	: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized
Principle 5	: Businesses should respect and promote human rights
Principle 6	: Business should respect, protect, and make efforts to restore the environment
Principle 7	: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner
Principle 8	: Businesses should support inclusive growth and equitable development
Principle 9	: Businesses should engage with and provide value to their customers and consumers in a responsible manner

(a) Details of compliance (Reply in Y/N)

Sr. No	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Do you have a policy/ policies for	Y	Y	Y	Y	Y	Y	N	Y	Y
	This forms part of the Code of conduct (COC) of the Company as applicable to all employees and external agencies.	Your Company have a Safety Policy in accordance with applicable regulations prescribed by Directorate General of Civil Aviation.	Your Company has a number of policies to promote the wellbeing of all its employees.	Your Company do not have any specific policy for this but this aspect is well covered under CSR policy	This forms a part of the Code of conduct of the Company as applicable to all employees and external agencies.	Your Company do not have any specific policy for this but this aspect is well covered under CSR policy	The Company does not take part in any lobbying in the aviation sector.	Your Company do not have any specific policy for this but this aspect is well covered under CSR policy	Your Company has a separate department to address Customer issues.	
2	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	-	Y	Y
	Human Resource department is periodically reviewing the policy in consultation with management.	The policy is framed after due consultation with regulatory and other bodies/ authorities.	Human Resource department is periodically reviewing the policy in consultation with management	CSR Committee is periodically reviewing the policy.	Human Resource department is periodically reviewing the policy in consultation with management	CSR Committee is periodically reviewing the policy.	-	CSR Committee is periodically reviewing the policy.	There may not be formal consultation but all aspects are well considered.	

Sr. No	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
3	Does the policy conform to any national / international standards? If yes, specify? (50 words)	Y	Y	Y	Y	Y	Y	-	Y	Y
		The spirit and content of Code of Conduct are in compliance with and are based on the applicable regulatory requirements and international laws and standards.	The Policy is based on the safety management system (SMS) set out by the DGCA and applicable regulatory requirements and international laws and standards.	The spirit and content of COC are in compliance with and are based on the applicable regulatory requirements and international laws and standards.	The CSR policy is as per the regulatory requirements.	The spirit and content of Code of Conduct are in compliance with and are based on the applicable regulatory requirements and international laws and standards.	The CSR policy is as per the regulatory requirements.	-	The CSR policy is as per the regulatory requirements.	The departmental standards are in compliance with and are based on the applicable regulatory requirements.
4	Has the policy being approved by the Board? If yes, has it been signed by MD / owner / CEO / appropriate Board Director?	Y	Y	Y	Y	Y	Y	-	Y	Y
		The Code of conduct for Senior management and directors had been approved by the board at its meeting. The COC applicable to all employees have been approved by the management and signed by the President and Whole time Director.	The policy is approved by the management of the Company and signed by the President and Whole time Director.	The Code of Conduct is applicable to all employees have been approved by the management.	The CSR policy and any amendments thereto are approved by the CSR Committee of the Company.	The COC for Senior management and board had been approved by the board at its meeting. The COC applicable to all employees have been approved by the management and signed by the President and Whole time Director.	The CSR policy and any amendments thereto are approved by the CSR Committee and Board of directors of the Company.	-	The CSR policy and any amendments thereto are approved by the CSR Committee and Board of directors of the Company.	A robust CRM (customer relationship management) approved by the management.
5	Does the company have a specified committee of the Board / Director / Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	-	Y	Y
		The Compliance Committee consisting of Head of Human Resources, Chief Financial Officer, Head of Legal and Nominee of Group - Corporate Governance is responsible to oversee the implementation of this policy.	The Safety Committee is responsible for the implementation of the Safety policy, consisting of President and Whole Time Director and Chief of Flight Safety department	The Compliance Committee consisting of Head of Human Resources, Chief Financial Officer, Head of Legal and Nominee of Group - Corporate Governance is responsible to oversee the implementation of this policy.	The CSR Committee is responsible to the proper conduct and implementation of the CSR policy	The Compliance Committee consisting of Head of Human Resources, Chief Financial Officer, Head of Legal and Nominee of Group - Corporate Governance is responsible to oversee the implementation of this policy.	The CSR Committee is responsible to the proper conduct and implementation of the CSR policy	-	The CSR Committee is responsible to the proper conduct and implementation of the CSR policy	The Customer relation department is responsible to address the related issues.
6	Indicate the link for the policy to be viewed online?	Y	Y	Y	Y	Y	Y	-	Y	Y

Sr. No	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
		The Code of Conduct for Senior management is available at https://www.goindigo.in/content/dam/goindigo/6e-website/pdf/investor-relation/corporate-governance/policies/IGAL-code-of-conduct-for-directors-and-senior-Management.pdf . The COC for employees is available intranet and accessible to all employees.	The Safety policy is available intranet and accessible to all employees.	The Code of Conduct for employees is available intranet and accessible to all employees.	The CSR policy of the Company is available at https://www.goindigo.in/content/dam/goindigo/6e-website/pdf/investor-relation/corporate-governance/policies/IndiGo%20CSR%20Policy%20(v4).pdf	The COC for Senior management is available at https://www.goindigo.in/content/dam/goindigo/6e-website/pdf/investor-relation/corporate-governance/policies/IGAL-code-of-conduct-for-directors-and-senior-Management.pdf . The coc for employees is available intranet and accessible to all employees.	The CSR policy of the Company is available at https://www.goindigo.in/content/dam/goindigo/6e-website/pdf/investor-relation/corporate-governance/policies/IndiGo%20CSR%20Policy%20(v4).pdf .	-	The CSR policy of the Company is available at https://www.goindigo.in/content/dam/goindigo/6e-website/pdf/investor-relation/corporate-governance/policies/IndiGo%20CSR%20Policy%20(v4).pdf	A robust CRM (customer relationship management) ensures tracking of communication with the customers
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	-	Y	Y
		Same as above	Same as above	Same as above	Same as above	Same as above	Same as above	-	Same as above	Same as above
8	Does the company have in-house structure to implement the policy / policies?	Y	Y	Y	Y	Y	Y	-	Y	Y
		The Compliance committee consists of Head of Human Resources, Chief Financial Officer, Head of Legal and Nominee of Group - Corporate Governance to take care of implementation of code.	The Safety Committee is responsible for the implementation of the Safety policy, consisting of President and Whole Time Director and Chief of Flight Safety and Flight Safety department	The Compliance committee consists of Head of Human Resources, Chief Financial Officer, Head of Legal and Nominee of Group - Corporate Governance to take care of implementation of code.	The CSR policy is administered by the CSR Committee in line with the requirements of Companies Act, 2013 and rules made thereunder.	The Compliance committee consists of Head of Human Resources, Chief Financial Officer, Head of Legal and Nominee of Group - Corporate Governance to take care of implementation of code	The CSR policy is administered by the CSR Committee in line with the requirements of Companies Act, 2013 and rules made thereunder.		The CSR policy is administered by the CSR Committee in line with the requirements of Companies Act, 2013 and rules made thereunder.	The customer relation department is responsible for implementation of its principles.
9	Does the Company have a grievance redressal mechanism related to the policy/ policies to address stakeholders' grievances related to the policy / policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
		Proper Grievance Redressal system is in place to address the concern of employees and external agencies.	Proper Grievance Redressal system is in place to address the concern of employees and others external parties.	Proper Grievance Redressal system is in place to address the concern of employees.	The CSR Committee is responsible to address the grievances related to the policy	Proper Grievance Redressal system is in place to address the concern of employees and others	The CSR Committee is responsible to address the grievances related to the policy	-	The CSR Committee is responsible to address the grievances related to the policy	Proper Grievance Redressal system is in place to address the grievances of customers.

Sr. No	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
10	Has the company carried out independent audit / evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	Y	-	Y	Y
		Any formal audit is not required under any law however inputs are taken periodically from management for evaluation.	The Company periodically conducts evaluation and review the policy on the lines set out by the DGCA and periodically audit has also been conducted by the external agencies on request.	Any formal audit is not required under any law however inputs are taken periodically from management for evaluation.	Any formal audit is not required under any law however inputs are taken periodically from management for evaluation.	Any formal audit is not required under any law however inputs are taken periodically from management for evaluation.	Any formal audit is not required under any law however inputs are taken periodically from management for evaluation.	-	Any formal audit is not required under any law however inputs are taken periodically from management for evaluation.	Any formal audit is not required under any law however inputs are taken periodically from management for evaluation.

Notes:

B (b) If answer to the question at serial number 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	The company has not understood the Principles	-	-	-	-	-	-	-	-	-
2	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	-	-	-	-	-	-	-	-	-
3	The company does not have financial or manpower resources available for the task	-	-	-	-	-	-	-	-	-
4	It is planned to be done within next 6 months	-	-	-	-	-	-	-	-	-
5	It is planned to be done within the next 1 year	-	-	-	-	-	-	-	-	-
6	Any other reason (please specify)	-	-	-	-	-	-	No the Company do not take part in any lobbying in the aviation sector.	-	-

3. Governance related to BR

(a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year - the Company was listed with National Stock Exchange of India Limited (NSE) and BSE Limited with effect from November 10, 2015 and this report became applicable on the Company as per top 100 list released by NSE on the basis of market capitalisation as on March 31, 2016.

(b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published? - The Business Responsibility Report is available at the website of the Company at www.goindigo.in and this is the first report of the Company.

Principle 1 - Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

The Company is committed in conducting its business on the pillars of ethics and transparency so as to uphold the trust of

our stakeholders. We have policies and procedures in place to ensure that business actions at all levels are performed without compromising on integrity and accountability.

The InterGlobe Aviation Limited Code of Conduct ("Code") for employees contains the essence of various regulatory requirements and internal policies, which primarily deal with or are framed around the principles of ethical behavior and a sense of accountability. The Code is our commitment to adhere to high ethical standards in all our operations and activities. It defines what the Company expects from all its businesses, employees and all external parties/agencies sets forth the guidelines for them to achieve and maintain high standards of ethics and professional conduct. It enables them to work in a manner which is consistent with our values and to ensure that your Company maintains its reputation with internal as well as external stakeholders. In the present times when governance is looked upon as a critical aspect of sustainability, we believe, our compliance management systems play a significant role in ensuring good corporate governance.

The Compliance Committee (CC) set up as per the Code, comprising of Head of Human Resources, Chief Financial Officer, Head of Legal and Nominee of Group - Corporate Governance is taking care of all complaints received by the Company under the Code. Further, 'iSpeak' is the initiative launched by InterGlobe as a part of its whistle-blowing mechanism. "iSpeak" encourages every employee and others to commit to the Code and report any incident of actual or potential violation of the Code or any laws governing the Company.

The Company endeavours to preserve the confidentiality of Unpublished Price Sensitive Information and prevents misuse of such information and in order to further strengthen its internal controls to regulate, monitor and report trading by insiders the Company has adopted "InterGlobe Aviation Limited - Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" and 'InterGlobe Aviation Limited - Code of Conduct to Regulate, Monitor and Report Trading by Insiders', duly approved by the Board of Directors as per the regulatory requirements.

The Company has in place different mechanisms for receiving and dealing with complaints from different stakeholders, viz. shareholders, customers, employees, vendors etc. There are dedicated resources to respond to the complaints in a timely manner and upto the satisfaction of them.

For more details on the Company's governance structure, please refer to the section, "Report on Corporate Governance".

Principle 2 - Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

We consistently seek to enhance the quality of our services and promote the highest levels of safety. Our constant endeavour is also to minimize the environmental fallout of our operations by deploying efficient technology and solutions.

Domestic aviation in India is jointly regulated by several Government departments and regulators, including the Ministry of Civil Aviation (MoCA) and its attached office, the Bureau of Civil Aviation Security ("BCAS") is the central agency for aviation security; the Directorate General Civil Aviation (DGCA) is responsible for the regulation of air transport services in India and for the enforcement of civil air regulations, air safety and airworthiness standards; and the Airport Authority of India (AAI) is responsible for the infrastructure in respect of airports. The existing practices and services comply with the relevant guidelines issued by these regulatory authorities.

At IndiGo, it is our strategy to consistently offer low fares and provide reliable service that meets or exceeds our customers' expectations. We regularly monitor our performance in relation to on-time performance, lost baggage, cancelled flights and customer relations. We deliver quality in-flight services through our cabin crew who are recruited through a rigorous hiring process and undergo various training courses which are also refreshed annually and comply with guidelines stipulated by the DGCA and our internal performance standards. These training courses include service procedures, customer care, safety and grooming.

We have strived to achieve significant cost reductions by scrutinizing every aspect of our business to remove non-essential costs without compromising passenger safety, security or on-time performance.

We strive to follow best safety practices and our commitment to safety and security is reflected in the maintenance of our aircraft and engines, the extensive training given to pilots, cabin crew and employees and the strict policies and procedures in compliance with the local regulations, international standards and best practices regarding all areas of our business that are involved with the operation of our aircraft.

Our safety procedures are established by a Safety Committee chaired by our President and Whole Time Director and comprises of senior management with responsibility for safety and security matters and the heads of each operating department. Our commitment to safe operations is apparent through our participation in internationally recognized safety audits and our safety training procedures, investment in safety-related equipment, collection of flight data for analysis and oversight of equipment and use of systems and procedures relating to safety standards.

The International Air Transport Association (IATA), Operational Safety Audit (IOSA), program is an internationally recognized and accepted evaluation system designed to assess the operational management and control systems of an airline. IOSA certification certifies our commitment to meeting international safety standards which helps to reduce our insurance premiums. In addition, we have undergone the Line Operation Safety Audit, (LOSA), conducted by the U.S. based LOSA Collaborative.

We implemented a robust system and well comprehensive and documented safety management system, including safety procedures and safety related data collection, which is designed

to identify and report hazards or incidents before their occurrence and ensure that our employees understand their responsibility in ensuring safety standards are met. The Safety Committee ensures the compliance of all safety procedures beforehand to avoid any lapses. We have installed software on all of our aircraft to report engine performance and maintenance data to our centralized operations control center.

We perform safety audits, inspections, surveys and studies as part of our quality assurance program. We also regularly meet with third parties such as the DGCA, IATA and the Gulf Flight Safety Committee to share information relating to hazards, safety-related matters and best practices in the worldwide. We conduct safety audits once in a two year voluntarily. The Company is a member of Flight Safety Foundation, USA to meet all safety requirements as per international standards.

BCAS oversees security procedures in Indian civil aviation, whereas the DGCA oversees safety procedures in Indian civil aviation. As such, we are governed by the appropriate regulations of BCAS and the DGCA with respect to our operations.

The policy of Company towards waste mechanism and its steps towards the function, are well addressed in the CSR Report. Please refer to the section of Directors Report.

Principle 3 - Businesses should promote the wellbeing of all employees

We believe that our employees are our greatest assets. Keeping them motivated and giving them opportunities to excel is the key to achieve important business goals. Your Company has a long standing practice of developing talent from within. Much of this can be attributed to living and espousing our values, employee-friendly policies and practices and nurturing a culture of shared vision and commitment.

- Employee Composition**

Details of employees and contracted work force as on March 31, 2016 are listed below:

Sl. No.	Categories of employees	Number of employees
1.	Total number of Permanent employees	12,362
2.	Total number of employees hired on temporary / contractual / casual basis	7,711
3.	Number of permanent women employees	5,276
4.	Number of permanent employees with disabilities	10

The total number of employees as on March 31, 2016 was 12,362 permanent employees, 7,511 outsourced people to handle flight operations at all stations across the network and 200 outsourced work force consists of International Off Roll, Consultants and Off Roll domestic.

- Your Company did not have any employee association that is recognized by management.

- Women Safety and Well-being**

We are committed towards providing an inclusive workspace where our women employees feel safe. We provide facilities such as extended maternal leaves and an onsite crèche at our location to enable young mothers to pursue their careers. The safety of our female staff is made the responsibility of their respective supervisors who are guided by our safety guidelines. All cases of harassment are treated with great sensitivity and are escalated in time for resolution. The Compliance Committee (CC) investigates complaints/instances that are reported and ensures resolution through a fair and transparent process. Our policy and the process of redressing is governed by The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

- Engagement, Training and Development**

Your Company promotes an inclusive culture where merit is rewarded, openness is fostered, diversity is valued and an individual's opinion is respected. We undertake several initiatives on a periodic basis to keep our employees informed, engaged and empowered. Some of our key employee engagement activities include a IGT (IndiGo's Got Talent), online quiz programmes, offsite events, special workshops for women on International Women day and programs like 'In pursuit of Excellence', and sports events like cricket matches and others. Caring for the well-being of employees is central to our work culture. Aligned to this approach, the Company has a number of employee welfare policies. Your Company also provides Medclaim facility under the Group Medclaim Policy to its employees.

For our progressive work policies and nurturing work environment, IndiGo has been chosen as an AON Best Employer India 2016.

- Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year:

Sl.No.	Category	No. of complaints filed during the financial year	No. of complaints pending as on end of the financial year
1	Child labour / forced labour / involuntary labour	0	0
2	Sexual harassment	6	1*
3	Discriminatory employment	0	0

* The issue was raised in Mid-March and was closed in the month of April.

- The aviation business requires having highly-skilled, dedicated and efficient pilots, cabin crew and other personnel. The growth plans of your Company will require us to hire, train and retain a significant number of new employees in the future. From time to time, the airline industry has experienced a shortage of skilled personnel, especially pilots. We compete against all other airlines, including major full-service airlines, for highly skilled personnel.

All training programs for our pilots, cabin crew, engineers and dispatchers are approved by the DGCA. Our operation control procedures and flight crew training standards are regularly audited for compliance with Indian legislation by both DGCA and us. We have developed emergency response procedures and regularly conduct drills and training sessions for key personnel. For further details of training programmes, please refer to the section - Management discussion and analysis.

Principle 4 - Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized

The Company believes that effective stakeholder engagement is pivotal for business sustainability. Structured programs are identified and pursued to create societal impact. Through collaborations with NGO's and organizations working for the welfare of the socially disadvantaged, we seek to empower communities.

IndiGoReach the CSR arm of the Company, supports the Smile Foundation's Mission Education Center, 'Nai Disha' at Vasant Kunj, New Delhi. We aim to provide education to children who have dropped out of school due to lack of funds and remedial classes for children going to Government Schools. The facility can cater to 200 children in the age group 3 to 18 years.

6E Mentorship Program - Mensa India and IndiGo have identified 100 6E Scholars and we aim to assign mentors from our IndiGo family for each of these scholars. To enable this, we are doing the 6E Mentorship Program and giving our employees a chance to make a difference to the future of a child.

These mentors will be working closely with the scholars to offer guidance and sharing values and life experiences. The mentors will also be proactive in identifying their interest areas and helping them shape a better career for themselves.

Tamana is a non-profit voluntary organization registered in March 1984, created solely with the purpose of helping the cause of mentally challenged, multiply disabled and autistic. This was the first institution to recognize autism as a disability distinct from others and to start programs for autistic spectrum disorder in 1985. The Autism Center-School of Hope set up by Tamana, is India's first rehabilitate and research center for autistic individuals providing holistic services under one roof – a special school, sensory integration clinic, early intervention center, diagnostic center, research cell and an outreach cell. IndiGo is supporting Tamana in running the Autism Center-School of Hope.

Bandhan was set up to meet the cardinal goals of poverty alleviation and women empowerment. Bandhan's model of poverty alleviation is based on carefully calibrated blending of credit with microfinance and providing development interventions. Today there is an entire suite of development programs which are expected to bring about holistic transformation in the underprivileged community.

IndiGo has joined hands with Bandhan in this noble cause. We will be building 400 new schools across the States of Bihar, Jharkhand, Assam and West Bengal to expand the reach of this initiative.

Supporting the mission of 'Clean India', we have adopted Dhela Village under the Swachh Bharat Campaign. IndiGoReach has installed toilets in the households at the village. We also conducted a cleanliness drive to sensitize the villagers on cleanliness and hygiene.

For further details, please refer to the CSR Report as annexed to Directors Report.

Principle 5 - Businesses should respect and promote human rights

At IndiGo, we are committed to provide a healthy work environment that is free of discrimination and unlawful harassment and that enables employees to work without fear of prejudice, gender bias and sexual harassment. In keeping with this commitment, IndiGo expressly and strictly prohibits any form of employee harassment based on race, color, religion, sex, national origin, age, disability, sexual orientation, or status in any group protected by state or local law. The Company has always endeavored for providing a better and safe environment free of sexual harassment at all its work places. In compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (the "Act") and Rules made thereunder, the Company continued conducting workshops and awareness programs for sensitizing the employees with the provisions of the Act. Details of complaints received and resolved are already covered under principle 3.

The commitment to human rights is embedded in the Code of conduct adopted by the Company for the wellbeing of its employees and well reflected in its principles. All policies of the Company are extended to its external agencies also.

With respect to vendors, the Company follows a screening process before entering into business relationship. All the contracts that the Company enters into with vendors require the vendor to comply with the relevant laws safeguarding labour rights and human rights in their respective jurisdiction.

Principle 6 - Business should respect, protect and make efforts to restore the environment

The Company believes in taking a proactive and holistic approach to preserve the environment, while executing operations. Our environment conscious approach is manifested by our initiatives that serve the following objectives:

The Company has contributed to building environmental security by not only ensuring efficient use of resources but also by augmenting precious natural resources. Through our IndiGo Reach initiative, CSR activities like tree plantation and cleanliness drive are undertaken in line with our environmental sustainability strategy. IndiGo Reach is also working closely with Corbett Tiger Reserve to support villages in the periphery of the forest.

IndiGo announced its partnership with the Fair Climate Network (FCN), a consortium of NGOs committed to promoting simple measures that improve rural livelihoods and reduce carbon pollution in February 2013 as a commitment to low-carbon rural development program.

Through this partnership, IndiGo along with its own contribution of funds will enable its flyers to voluntarily contribute Rs 100 (per PNR) towards this cause. The revenue generated through this voluntary contribution along with the contribution made by IndiGo will be used to support the implementation of climate friendly technologies like constructing domestic biogas units for poor women, providing fuel efficient woodstoves, installing photovoltaic lamps in un-electrified homes, setting up drinking water purification systems, undertaking agro-forestry, sustainable and profitable farming practices, etc.

This partnership has been facilitated by Environmental Defence Fund (EDF), a science and economics based global NGO that harnesses the power of policy frameworks and markets to deliver sound environmental outcomes. This groundbreaking partnership

will create a more positive economic and health impact for individuals and families in six states across rural India. For example, cleaner burning stoves funded by the project will improve indoor air quality and have a direct impact on the household health.

IndiGo is currently working towards 5000 biogas units in Chittoor District and 2500 in Anantapur District of Andhra Pradesh. Till date we have 2512 commissioned units of biogas plants with 9,385 Certified Emission Reductions (CERs) generated.

Recycle, Reuse & Repeat In pursuit of our goal towards environment sustainability, IndiGo has a tie-up with Greenobin in Gurgaon and the ITC WOW program in Hyderabad. All the used paper or old newspapers which we have to discard is given to them and we earn reward points in return. These reward points are redeemed against paper reams which we use in the office. Last year, through availing these paper recycling services, we saved Rs. 93,284 while getting paper reams.

Apart from these measures, the Director General of Civil Aviation (DGCA), the regulatory body, also had, vide its various environment circulars issued from time to time, mandated adoption of several measures by the airlines, airport service providers and airports to ensure environment protection. As a responsible corporate citizen we have devised the necessary procedures to meet the applicable environmental standards continuously. We will continue to demonstrate the same responsibility towards the protection of the environment in the future as well.



Principle 7 - Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

The Company does not engage in policy advocacy, but are actively involved in consultations and discussion forums with the government and other bodies in the Aviation industry in a responsible manner. The board members and senior leadership team members are associated with several regulatory and global bodies. Mr. Aditya Ghosh, President and Whole Time Director of your Company, was a member of the Main Jury of the St. Gallen Wings of Excellence Award in 2014.

The Company is represented in key industry and business associations which include the Associated Chamber of Commerce and industry of India (ASSOCHAM), PHD Chamber of Commerce and other associations. Your Company participates in multi-stakeholder debates and, when relevant, respond to public consultations. In aviation industry, we have membership of International Civil Aviation Organization (ICAO), Federation of Indian Airlines (FIA), International Air Transport Association (IATA), Air cargo Forum India.

Principle 8 - Businesses should support inclusive growth and equitable development

At IndiGo, we try to reach out not just with our airplanes, but also with our hearts. We may not be able to change the world, but we have the power to influence individual lives.

The health and wellbeing of our communities has always been an important facet of our operations. The focus of IndiGo towards Children & Education, Women Empowerment and Environment is reflected in our commitment towards NGOs like Tamana, Bandhan Konnagar, Smile Foundation, SOS India, Nanhi Kali, All India Human Development council, Neev, Mensa India, Greenobin and Environmental Defense Fund.

An amount of Rs. 85.08 million was spent towards various CSR project and initiatives taken by the Company and People from all over the country have benefitted out from these CSR activities of the Company.

The details of the CSR projects undertaken by the Company during the year are set out in the CSR Report annexed to the Director Report.

Principle 9 - Businesses should engage with and provide value to their customers and consumers in a responsible manner

The Company places its customers at the centre of all its business conducts. Customer service is core to our business and the industry we are in. Since our inception in 2006, our philosophy has been simple: offer fares that are always low, flights that are on time, and a courteous, hassle-free travel experience. A critical aspect of the above has been handling the complaint redressal procedures. The positives of having a unique redressal procedure have helped us in setting an example in the industry and for others to follow. With time, we have also had an opportunity to improve our standards, to revisit the processes and enhance the same.

To ensure a hassle free process for customers, we have opened various channels of communications, from a call centre, to info boards/check-in counters at the airport, feedback forms and most recently the social media and email processes. All customer interactions funnel to a central location.

A robust CRM (customer relationship management) ensures tracking of communication, not only with the customers but also internally. Details of customer feedback are collected every week and a briefing is conducted in the presence of our President and some of our key leadership team members. The focus is not only to see specific complaints but look at trends to see if there are any changes required to prevent the occurrence of such issues. Employee counseling and corrective training is also embedded in the system to facilitate the entire improvement process.

Some of the initiatives taken to ensure complaints are received in time, addressed and answered upto the satisfaction of the customers are as follows:

Social Media Desk: We have set up our Social Media desk right at the nerve centre of the operations. This is the hub where all information regarding aircraft, delays, crew, airports etc. is coordinated from. With the social media team strategically placed here, the turn-around time is monitored faster and accurate information is given.

Proactive Help Desk: Based on the feedback from our inflight team, commander's trip report or a flight report filled in by our lead cabin attendant concerns or issues raised by a customer, are addressed by a proactive helpdesk reaching out to the customer even before he contacts us.

Empowerment: While as an airline we must have standard operating procedures to ensure safety, efficiency and consistency, we also understand certain situations require flexibility and understanding. Therefore, our front line staff is empowered to take decisions under certain circumstances to help customers.

As on March 31, 2016 there were only 24 complaints pending for resolution relating to various subject matters including, disputes in relation to loss of baggage/ cargo, no-show, cancellation of tickets, incorrect bookings, refund of fares, flight delays, death/ injury on board, baggage mishandling and flight cancellation, which were resolved in the month of April 2016.

The Company has multiple channels for grievance handling - through website, call center, email, SMS etc. A feedback form is also sent via email to customers after the completion of the flight.

Independent Auditor's Report

To the Members of InterGlobe Aviation Limited

Report on the Financial Statements

We have audited the accompanying financial statements of InterGlobe Aviation Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of

the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2016, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order'), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we enclose in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of said the Order.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) On the basis of written representations received from the directors as on 31 March 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2016 from being appointed as a director in terms of Section 164 (2) of the Act;

Independent Auditor's Report (Contd.)

- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure B; and
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 2.28 to the financial statements;
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For B S R & Co. LLP

Chartered Accountants

Firm registration number: 101248W / W-100022

Jiten Chopra

Partner

Place: Gurgaon

Date: 29 April 2016

Membership number: 092894

Independent Auditor's Report (Contd.)

Annexure A referred to in our Independent Auditor's Report to the members of InterGlobe Aviation Limited on the financial statements for the year ended 31 March 2016

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets. 186 of the Companies Act, 2013. Moreover, in respect of the investments made by the Company, requirements of section 186 of the Companies Act, 2013 have been complied with.
- (b) The Company has a regular programme of physical verification of its fixed assets by which all fixed assets are verified in a phased manner over a period of two years except for aircraft and spare engines, which are verified on an annual basis. In our opinion, this periodicity of physical verification by management is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this programme, certain fixed assets were physically verified during the year. As informed to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us, the Company does not have any immovable properties. Accordingly, paragraph 3(i)(c) of the Order is not applicable.
- (ii) Inventories, except for goods-in-transit and stocks lying with third parties have been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable. For stocks lying with third parties at the year-end, written confirmations have been obtained. According to the information and explanations given to us, the procedures for physical verification of inventories followed by the management during the year are reasonable and adequate in relation to the size of the Company and the nature of its business. The discrepancies noticed on verification between the physical stocks and the book records were not material and have been properly adjusted in the books of account.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of paragraph 3 (iii) of the Order are not applicable to the Company.
- (iv) According to the information and explanations given to us, the Company has not given any loan, or provided any guarantee or security as specified under section 185 and
- (v) As per the information and explanations given to us, the Company has not accepted any deposits as mentioned in the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under. Accordingly, para 3(v) of the Order is not applicable.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013, for any of the services rendered by the Company. Accordingly, para 3(vi) of the Order is not applicable.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, value added taxes, cess and other statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of duty of excise.
- According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, value added taxes, cess and other statutory dues were in arrears as at 31 March 2016 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no dues of income tax, service tax, sales tax, value added tax and duty of customs which have not been deposited by the Company with the appropriate authorities on account of any dispute as at 31 March 2016, other than those mentioned as follows:

Independent Auditor's Report (Contd.)

Statement of Disputed Tax Dues

Name of the Statute	Nature of the dues	Amount (Rs. in million)	Period to which the amount relates	Forum where dispute is pending
Income-tax Act, 1961	Revision to the taxable income on account of: a) Tax treatment of certain incentives received by the Company from manufacturers with the acquisition of aircraft and engine. b) Disallowance of certain expenses / adjustments.	1,180.34	A.Y 2007-08 ¹ AY 2009-10 ² AY 2010-11 ³	Income Tax Appellate Tribunal (ITAT), Commissioner of Income Tax, Appeals [CIT(A)]
Income-tax Act, 1961	Revision to taxable income on account of : a) Disallowances of certain expenses / adjustments; and b) Tax treatment of certain incentives received by the Company from the manufacturers with the acquisition of aircraft and engine.	993.21	AY 2008-09 ⁴	ITAT
Income-tax Act, 1961	Revision to taxable income on account of : a) Disallowances of certain expenses; and b) Tax treatment of certain incentives received by the Company from the manufacturers with the acquisition of aircraft and engine.	-	AY 2012-13 ⁵	CIT(A)
Income-tax Act, 1961	Tax deducted at source	1.02	AY 2007-08	Assessing officer (AO)
Income-tax Act, 1961	Tax deducted at source (Rs. 7.84 million deposited under dispute)	142.48	AY 2010-11	ITAT, CIT(A)
Income-tax Act, 1961	Tax deducted at source (Rs. 5.07 million deposited under dispute)	20.99	AY 2011-12	ITAT
Income-tax Act, 1961	Tax deducted at source (Rs. 4.20 million deposited under dispute for AY 2013-14)	0.19	AY 2013-14	CIT(A), AO
Income-tax Act, 1961	Tax deducted at source (Rs. 11.41 million deposited under dispute)	22.78	AY 2012-13	CIT(A)
Income-tax Act, 1961	Tax deducted at source	12.00	AY 2013-14, AY 2014-15, AY 2015-16	ITAT, CIT(A), AO
Finance Act, 1994 (Service tax)	Service tax and penalty on excess baggage charges, services received from overseas vendors and denial of CENVAT Credit	111.21	FY 2006-07 to FY 2010-11	Customs, Excise and Service Tax Appellate Tribunal (CESTAT), Chandigarh
Finance Act, 1994 (Service tax)	Service tax and penalty on services received from overseas vendors	2.96	FY 2005-06 to FY 2009-10 and FY 2010-11	CESTAT, Chandigarh

Independent Auditor's Report (Contd.)

Statement of Disputed Tax Dues (Contd.)

Name of the Statute	Nature of the dues	Amount (Rs. in million)	Period to which the amount relates	Forum where dispute is pending
Finance Act, 1994 (Service tax)	Penalty for late payment of Service tax on various expenses incurred on ECB (Rs. 89.64 million deposited under protest)	358.56	FY 2012-13 to FY 2013-14	CESTAT, Chandigarh
The Customs Act, 1962	Customs duty and penalty on import of aircraft engines	531.20	FY 2011-12 and FY 2012-13	CESTAT, Bangalore
The Customs Act, 1962	Custom duty and penalty demanded on notional freight charges added to the value of Aviation turbine fuel left in the tank of an aircraft	6.78	August 2012 to May 2015	CESTAT, Chennai
Kerala Value Added Tax Act, 2003	Value Added Tax on sale of goods in International flights	3.07	FY 2012-13 to FY 2013-14	Assistant Commissioner (Appeals), Kerala

1 The proposed addition to taxable income amounting to Rs. 1,874.63 million for AY 2007-08, will result in reduction of business loss and depreciation of the respective assessment year.

2 The proposed revision to taxable income resulted in additional taxable income amounting to Rs. 3,830.83 million for AY 2009-10. This resulted in reduction of the returned business loss and depreciation. During the current year, CIT (A) has passed an order dated 20 January 2016 which further proposed additional taxable income amounting of Rs. 333.71 million and raised the aforesaid demand. The ITAT has granted stay against the outstanding demand.

3 The additional taxable income amounting to Rs.3,569.11 million for AY 2010-11 was proposed vide order dated 15 March 2013 and during the current year, CIT(A) has passed an order dated 20 January 2016 proposing additions to the tune of Rs. 726.60 million. However, the Company is in appeal before the ITAT against the additions made by CIT(A). Further, addition of Rs. 50.97 million was proposed vide re-assessment order dated 27 January 2016 and accordingly, above mentioned demand has arisen.

4 The additional taxable income amounting to Rs. 1,655.78 million for AY 2008-09 was proposed, which reduced the returned business loss and depreciation. During the current year, CIT(A) has passed an order dated 8 January 2016 which further proposed additional taxable income amounting of Rs. 3,033.94

million. Due to this addition, above mentioned demand has arisen. The ITAT has granted stay against the outstanding demand.

5 The tax liability on the revised taxable income, after the adjustments/disallowances by the tax authority of Rs. 6,070.11 million, was more than the minimum alternate tax paid by the Company on book profits as assessed under section 115 JB of Income Tax Act, 1961. Accordingly, an assessed tax demand of Rs. 1,543.30 million was raised on the Company. During the current year, the entire tax demand has been deleted vide order u/s 154 dated 08 June 2015 on account of MAT credit adjusted against the total tax payable as per normal provisions of the Act.

(viii) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans or borrowings to banks or financial institutions. Further, no loans or borrowings were taken from government and there were no debentures issued during the year or outstanding as at 31 March 2016.

(ix) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has utilized the money raised by way of initial public offer during the year, for the purposes for which they were raised, except for delay in utilisation of Rs. 4,925.31 million due to

Independent Auditor's Report (Contd.)

obtaining requisite approvals, which as informed to us by management will be received in the first quarter of the next financial year. Moreover, the term loans taken by the Company have been applied for the purposes for which they were raised.

- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to information and explanations given to us and on the basis of our examination of the records of the Company, the managerial remuneration has been provided and paid by the Company in accordance with the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) According to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, the transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013 where applicable and the

details have been disclosed in the financial statements as required by the accounting standards.

- (xiv) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable.
- (xv) According to information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **B S R & Co. LLP**

Chartered Accountants

Firm registration number: 101248W / W-100022

Jiten Chopra

Partner

Place: Gurgaon

Date: 29 April 2016

Membership number: 092894

Independent Auditor's Report (Contd.)

Annexure B to the Independent Auditor's Report of even date on the financial statements of InterGlobe Aviation Limited

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of InterGlobe Aviation Limited ("the Company") as of 31 March 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI.

Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating

effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are

Independent Auditor's Report (Contd.)

subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential

components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B S R & Co. LLP**
Chartered Accountants
Firm registration number: 101248W / W-100022

Place: Gurgaon
Date: 29 April 2016

Jiten Chopra
Partner
Membership number: 092894

Balance Sheet

as at March 31, 2016

(Rupees in millions, except for share data and if otherwise stated)

	Notes	As at March 31, 2016	As at March 31, 2015
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2.1	3,603.57	343.72
Reserves and surplus	2.2	14,739.20	3,863.23
		18,342.77	4,206.95
Non-current liabilities			
Long-term borrowings	2.3	29,498.61	35,884.02
Deferred tax liability (net)	2.10	5,179.72	4,091.35
Other long-term liabilities	2.4	24,722.47	20,169.51
Long-term provisions	2.5	810.64	522.91
Deferred incentives		11,778.16	13,317.44
		71,989.60	73,985.23
Current liabilities			
Trade payables	2.6		
- Total outstanding dues of micro enterprises and small enterprises		15.89	17.75
- Total outstanding dues of creditors other than micro enterprises and small enterprises		7,396.39	4,737.00
Other current liabilities	2.7	21,509.21	19,007.99
Short-term provisions	2.8	6,883.18	1,528.51
Deferred incentives		4,054.07	4,199.02
		39,858.74	29,490.27
TOTAL		130,191.11	107,682.45
ASSETS			
Non-current assets			
Fixed assets			
Tangible fixed assets	2.9	46,755.15	48,664.02
Intangible fixed assets	2.9	199.74	96.37
Capital work-in-progress		237.34	4.53
Intangible assets under development		82.31	-
		47,274.54	48,764.92
Non-current investments	2.11	0.25	0.46
Long-term loans and advances	2.12	11,930.62	11,181.34
Other non-current assets	2.13	14,977.84	16,055.60
		74,183.25	76,002.32
Current assets			
Current investments	2.14	9,741.20	5,167.52
Inventories	2.15	1,267.20	1,305.54
Trade receivables	2.16	1,571.14	1,045.50
Cash and bank balances	2.17	37,186.70	19,993.80
Short-term loans and advances	2.18	2,248.75	1,555.61
Other current assets	2.19	3,992.87	2,612.16
		56,007.86	31,680.13
TOTAL		130,191.11	107,682.45
Significant accounting policies	1		

The notes referred to above form an integral part of the financial statements

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
Registration No.: 101248W/ W-100022

Jiten Chopra
Partner
Membership No. 092894

For and on behalf of the Board of Directors of
InterGlobe Aviation Limited

Rohini Bhatia
Director
DIN:01583219

Pankaj Madan
Chief Financial Officer

Aditya Ghosh
President and Whole Time Director
DIN: 01243445

Suresh Kumar Bhutani
Company Secretary

Place: Gurgaon
Date: 29 April 2016

Place: Gurgaon
Date: 29 April 2016

Statement of Profit and Loss

for the year ended March 31, 2016

(Rupees in millions, except for share data and if otherwise stated)

	Notes	For the year ended March 31, 2016	For the year ended March 31, 2015
Revenue			
Revenue from operations	2.20	161,399.09	139,253.36
Other income	2.21	4,613.93	3,945.83
		166,013.02	143,199.19
Expenses			
Aircraft fuel expenses		47,793.24	57,484.86
Aircraft and engine rentals (net of cash and non cash incentives Rs. 3,565.96 (previous year Rs. 3,553.12) (Refer to Note 2.27)		26,121.52	19,522.38
Purchase of stock in trade	2.22	1,147.82	817.10
Changes in inventories of stock in trade	2.23	(11.32)	(31.72)
Employee benefits expense	2.24	17,899.23	11,886.91
Finance costs	2.25	1,348.53	1,155.32
Depreciation and amortisation expense	2.26	5,030.79	3,022.14
Other expenses	2.27	38,393.71	30,876.97
		137,723.52	124,733.96
Profit before tax (charge)/benefit		28,289.50	18,465.23
Tax (charge)/benefit			
Current Tax			
- Current period		(7,303.93)	-
Minimum Alternative Tax ('MAT')			
- Current period		-	(3,889.77)
Less: MAT credit entitlement		-	2,014.85
Deferred tax credit / (charge)		(1,088.37)	(3,548.59)
Profit for the year		19,897.20	13,041.72
Earnings per equity share [par value of share Rs. 10]			
Basic			
Basic	2.39	58.17	42.48
Diluted			
Diluted	2.39	56.49	37.94
Significant accounting policies	1		

The notes referred to above form an integral part of the financial statements

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
Registration No.: 101248U/ W-100022

Jiten Chopra
Partner
Membership No. 092894

For and on behalf of the Board of Directors of
InterGlobe Aviation Limited

Rohini Bhatia
Director
DIN:01583219

Pankaj Madan
Chief Financial Officer

Aditya Ghosh
President and Whole Time Director
DIN: 01243445

Suresh Kumar Bhutani
Company Secretary

Place: Gurgaon
Date: 29 April 2016

Place: Gurgaon
Date: 29 April 2016

Cash Flow Statement

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

	For the year ended March 31, 2016	For the year ended March 31, 2015
A. Cash flows from operating activities		
Profit before tax	28,289.50	18,465.23
Adjustments for:		
Depreciation and amortisation expense	5,030.79	3,022.14
Provision for redelivery cost (adj. for provision utilized / reversed during the year)	82.48	63.37
Liabilities written back no longer required	(69.34)	(107.78)
Provision for doubtful debts and loans and advances	-	71.45
Provision for inventory obsolescence (net)	31.62	21.34
(Profit) / Loss on sale of fixed asset (net)	(0.40)	0.13
Non cash incentives, net	51.72	(1.12)
Advances written off	2.10	0.90
Assets written off	4.26	0.18
Unrealised foreign exchange loss (net)	2,057.93	1,192.08
Interest expense	137.99	107.29
Finance lease charges	1,019.02	929.36
Employee stock compensation cost	677.07	-
Interest income on fixed deposits	(3,687.41)	(2,703.77)
Net gain on sale of current investments	(372.31)	(1,035.88)
Operating profit before working capital changes	33,255.02	20,024.92
Adjustments for:		
(Increase)/decrease in trade receivables	(530.72)	(224.56)
(Increase)/decrease in inventories	6.72	(654.02)
(Increase)/decrease in loans and advances and other assets	(3,013.81)	2.01
Increase/(decrease) in trade payables, other liabilities and provisions	8,842.66	8,607.22
Increase/(decrease) in deferred incentives	(1,807.96)	34.51
Cash generated from operating activities	36,751.91	27,790.08
Taxes paid	(5,761.16)	(3,951.24)
Net cash generated from operating activities	30,990.75	23,838.84
B. Cash flows from investing activities		
Purchase of fixed assets (including capital advances), net of cash incentives	(2,319.90)	(10,171.15)
Proceeds from sale of fixed assets	1.62	1.63
Deposits made with banks due to mature within 12 months from the reporting date (net) [deposits under lien Rs. 24,961.08 (previous year : Rs. 15,004.03)]	(11,606.71)	(7,617.43)
Deposits made with banks due to mature after 12 months from the reporting date (net) [deposits under lien Rs. 12,883.85 (previous year : Rs. 13,649.11)]	1,578.62	(1,504.44)
Purchase of mutual funds / shares	(59,387.98)	(65,074.52)
Proceeds from sale of mutual funds / shares	55,186.61	73,657.73
Interest received	3,285.80	1,303.12
Net cash generated from / (used in) investing activities	(13,261.94)	(9,405.06)

Cash Flow Statement (Contd.)

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

	For the year ended March 31, 2016	For the year ended March 31, 2015
C. Cash flows from financing activities		
Proceeds from secured loans	843.70	8,137.45
Repayment of secured loans	(11,084.90)	(4,320.32)
Interest paid	(123.76)	(100.46)
Finance lease charges paid	(701.57)	(669.67)
Proceeds from public issue of shares	166.41	-
Proceeds from securities premium (net)	11,971.74	-
Dividend paid	(11,026.49)	(13,575.30)
Tax paid on dividends	(2,244.77)	(2,552.83)
Net cash generated from / (used in) financing activities	(12,199.64)	(13,081.13)
Net Increase in cash and cash equivalents during the year (A+B+C)	5,529.17	1,352.65
Effect of exchange rate changes on cash and cash equivalent held in foreign currency	57.02	8.40
D. Cash and cash equivalents at the beginning of the year		
Cash on hand	21.42	16.50
Cheques on hand	0.09	1.00
Balance with banks:		
- On current accounts	2,098.48	838.94
- On deposit accounts (with original maturity of three months or less)	347.50	250.00
	2,467.49	1,106.44
E. Cash and cash equivalents as at the end of the year		
Cash on hand	30.83	21.42
Cheques on hand	-	0.09
Balance with banks:		
- On current accounts	2,664.02	2,098.48
- On deposit accounts (with original maturity of three months or less)	5,358.83	347.50
	8,053.68	2,467.49

Notes:

- The cash flow statement has been prepared in accordance with 'Indirect method' as set out in the Accounting Standard (AS) - 3 on 'Cash Flow Statements', as notified under Section 133 of the Companies Act 2013, read together with Rule 7 of the Companies (Accounts) Rules, 2014.
- Current account balance with banks includes Rs. 211.45 (previous year Rs. 222.36) held in foreign currency which are freely remissible to the Company.

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
Registration No.: 101248W/ W-100022

Jiten Chopra
Partner
Membership No. 092894

For and on behalf of the Board of Directors of
InterGlobe Aviation Limited

Rohini Bhatia
Director
DIN:01583219

Pankaj Madan
Chief Financial Officer

Aditya Ghosh
President and Whole Time Director
DIN: 01243445

Suresh Kumar Bhutani
Company Secretary

Place: Gurgaon
Date: 29 April 2016

Place: Gurgaon
Date: 29 April 2016

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

1. Significant accounting policies

Background

InterGlobe Aviation Limited ('the Company') was incorporated on 13 January 2004 as a private limited company. Subsequently, the Company changed its legal status from a private company to a public company on 11 August 2006. The Company is in the low cost carrier (LCC) segment of the airline industry in India. The Company had commenced international operations during the year ended 31 March 2012. The Company got listed on National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) on 10 November 2015.

Significant accounting policies

(i) *Basis of accounting and presentation*

The financial statements are prepared under the historical cost convention, on the accrual basis of accounting, in accordance with the Generally Accepted Accounting Principles in India ('GAAP'), mandatory accounting standards as notified under section 133 of the Companies Act, 2013, read together with rule 7 of the Companies (Accounts) Rules, 2014, and the relevant provisions of Companies Act, 2013. All income and expenditure having a material bearing on the financial statements are recognised on accrual basis. The financial statements have been presented based on Schedule III to the Companies Act, 2013.

(ii) *Use of estimates*

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements, and reported amounts of income and expenses during the reporting period. Examples of estimates include useful life of fixed assets, retirement benefits, provision for inventory obsolescence, provision for redelivery costs, provision for doubtful trade receivables and loans and advances. Actual results could differ from these estimates. Any changes in estimates are adjusted prospectively.

(iii) *Fixed assets, capital work-in-progress and depreciation and amortisation*

Tangible fixed assets

Owned tangible fixed assets are stated at the cost of acquisition including incidental costs related to acquisition and installation, less accumulated depreciation and impairment losses, if any.

The cost of improvements to aircraft have been capitalised and disclosed separately as leasehold improvement - aircraft.

Capital work-in-progress

Cost of tangible assets not ready for use as at the balance sheet date are disclosed as capital work-in-progress.

Intangible fixed assets

Intangible fixed assets are recognised only if acquired and it is probable that the future economic benefits that are attributable to the assets will flow to the Company and the cost of assets can be measured reliably. The intangible fixed assets are recorded at cost of acquisition including incidental costs related to acquisition and installation and are carried at cost less accumulated amortisation and impairment losses, if any.

Intangible fixed assets under development

Cost of intangible assets under development as at the balance sheet date are disclosed as intangible fixed assets under development.

Leased assets

Leased assets under which the Company assumes substantially all risks and benefits of ownership are classified as finance lease. Other leases are classified as operating leases.

Finance lease: Assets taken on finance lease are capitalized at the lower of the fair value of the assets and the present value of the minimum lease rentals (which includes initial amount paid by the Company to the lessors) with the corresponding

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

amount payable by the Company shown as lease liability. The principal component of the lease rentals is adjusted against the lease liability and interest component is charged to the Statement of Profit and Loss.

Operating lease: Lease rentals in respect of assets taken on operating lease are charged to the Statement of Profit and Loss with reference to the lease term and other considerations.

Depreciation and amortisation

Depreciation on fixed assets, except aircraft and spare engine, leasehold improvements - leased aircraft, leasehold improvements and intangible assets, is provided on written down value method at the rates and in the manner provided in Schedule II of the Companies Act, 2013. Depreciation on aircraft (including aircraft taken on finance lease) and spare engine is provided on the straight line method at the rates and in the manner prescribed in Schedule II of the Companies Act, 2013.

Intangible assets are amortised on a straight line basis over their estimated useful life of 3 years.

Major inspection costs relating to engine and airframe overhauls and other heavy maintenance are identified as separate components for owned and leased aircraft and are depreciated over the expected lives between major overhauls, estimated to be 4 - 12 years.

Depreciation has been charged based on the following useful lives:

Asset Head	Useful life in years
Owned and leased Aircraft and Spare Engines	
- Aircraft and engine components including spare engines	20
- Major inspection and overhaul costs*	4 - 12
Furniture and fixtures	10
Computer	
- End user Devices	3
- Server and Networks	6
Office equipment	
- Office Equipment	5
- Electrical Equipment	10
Ground support equipment	15
Ground support vehicles	
- Motor Vehicles(Ground Support Equipment)	8
- Motor Vehicles (Commercial)	8

* separate component recognised with effect from 1 April 2015

Expenditure incurred on improvements to aircraft (leasehold improvements on leased aircraft) is depreciated on a straight line basis over the remaining period of the lease of the aircraft or 5 years, whichever is lower.

Leasehold improvements are depreciated on a straight line basis over the period of the initial lease.

The useful lives are based on an internal technical evaluation performed by management and are determined after considering following factors:

- Expected usage of the asset
- Expected physical wear and tear
- Technical and commercial obsolescence
- Understanding of past practices and general industry experience

The above mentioned lives and method of depreciation/ amortisation are in line with the estimated useful lives, as determined by management.

Depreciation and amortisation is calculated on a pro-rata basis for assets purchased/sold during the year.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

The appropriateness of depreciation/amortisation period and depreciation/amortisation method is reviewed by the management each financial year.

Pursuant to identification of major inspection and overhaul costs as separate components as required by Schedule II of the Companies Act, 2013 with effect from 1 April 2015, the depreciation charge for the year ended 31 March 2016 is higher by Rs. 1,568.31.

(iv) *Sale and lease back transactions*

Profit or loss on sale and lease back transactions resulting in operating leases are recognised immediately in case the transaction is established at fair value, else the excess of sale price over the fair value is deferred and amortised over the period for which the asset is expected to be used.

Any excess or deficiency of sales proceeds over the carrying amount in case a sale and leaseback transaction results in a finance lease, is deferred and amortised over the lease term in proportion to the depreciation of the leased asset.

(v) *Incentives –non-refundable*

Cash incentives

The Company receives non-refundable incentives in connection with the acquisition of aircraft and engines. In case of owned aircraft or aircraft under finance lease, incentives are recorded as a reduction to the cost of related aircraft and engines. Where the aircraft is held under operating lease, the incentives are deferred and reduced from the operating lease rentals on a straight line basis over the period of the related lease. In case of return of an aircraft before the expiry of the lease term, the unamortised balance of deferred incentive is recorded in the Statement of Profit and Loss.

The Company also receives non-refundable milestone incentives from the engine manufacturer on achievement of certain milestones relating to delivery of aircraft. These milestone incentives are recorded as reduction to the carrying value of aircraft and engines in case of owned aircraft and engines. Where the aircraft is held under operating lease, the incentives are deferred and reduced from the lease rentals on a straight line basis over the remaining lease period of the related lease. Where the aircraft is held under finance lease, the incentives are deferred and recognised under the head 'Other operating revenue' in the Statement of Profit and Loss, on a straight line basis over the remaining lease period of the related lease.

Non-cash incentives

Non-cash incentives are recorded as and when due to the Company by setting up a deferred asset and a corresponding deferred incentive. These incentives are recorded as a reduction to the cost of related aircraft and engines in case of owned assets and aircraft held under finance lease. Where the aircraft is held under operating lease, the incentives are deferred and reduced from the lease rentals on a straight line basis over the estimated period of use of these incentives.

The deferred asset explained above is reduced on the basis of utilization of incentives against purchase of goods and services.

(vi) *Investments*

Investments that are readily realizable and intended to be held for not more than a year from the date of acquisition are classified as current investments. All other investments are classified as long-term investments. However, that part of long term investments which is expected to be realized within 12 months after the reporting date is presented under current assets as "current portion of long term investments" in consonance with the current /non- current classification scheme of Schedule III of Companies Act, 2013.

Long-term investments (including current portion thereof) are carried at cost less any other-than-temporary diminution in value, determined separately for each category of investments.

Current investments are carried at the lower of cost and fair value. The comparison of cost and fair value is done separately in respect of each category of investment.

Any reductions in the carrying amount and any reversals of such reductions are charged or credited to the Statement of Profit and Loss.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

Profit or loss on sale of investments is determined on the basis of weighted average carrying amount of investments disposed of.

(vii) Revenue recognition

Passenger and Cargo revenue

Passenger revenue is recognised on flown basis, i.e. when the service is rendered, net of airport charges and discounts, if any. Cargo revenue is recognised when service is rendered, i.e. goods are transported, net of airport charges.

The sale of tickets not yet flown is credited to unearned revenue, i.e. 'Forward Sales' disclosed under current liabilities. Fees charged for any changes to flight tickets and towards special service requests are recognised as revenue immediately on rendering of services.

The unutilized balance in Forward Sales for more than a year is recognised as revenue based on historical statistics, data and management estimates, and considering the Company's cancellation policy.

In flight sales

Revenue from sale of merchandise is recognised on transfer of all significant risks and rewards to the passenger. Revenue from sale of food and beverages is recognised on sale of goods to the passenger.

Dividend income

Dividend is recognised as and when the right to receive such income is established.

Tours and packages

Income and related expense from the sale of tours and packages are recognised upon services being rendered and where applicable, are stated net of discounts. The income and expense is stated on gross basis.

Passenger revenue earned from sale of tours and packages is recognised on flown basis and disclosed under tours and packages.

The sale of tours and packages not yet serviced is credited to unearned revenue, i.e. 'Forward Sales' disclosed under current liabilities.

Interest income

Interest income is recognised on a time proportion basis.

Commission and advertisement income

Commission and advertisement income is recognised on an accrual basis and in accordance with the terms of specific contracts, provided the consideration is reliably determinable and no significant uncertainty exists regarding the collection. The amount recognised is net of applicable taxes.

(viii) Commission

The commission paid / payable on sales is recognised on sale of ticket and in accordance with the terms of contracts with agents.

(ix) Borrowing costs

Borrowing costs attributable to the acquisition or construction of a qualifying asset are capitalised as part of the cost of the asset. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. Other borrowing costs are recognised as an expense in the period in which they are incurred.

(x) Foreign currency transactions and translations

Foreign currency transactions are recorded at the rate of exchange prevailing on the date of the respective transactions. Monetary foreign currency assets and liabilities remaining unsettled at the balance sheet date are translated at the

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

rates of exchange prevailing on that date. Gains/(losses) arising on account of realisation/settlement of foreign exchange transactions and on translation of foreign currency assets and liabilities (except for gains/(losses) arising on translation of foreign currency loans used for purchase of fixed assets) are recognised in the Statement of Profit and Loss. Gains/ (losses) arising on translation of foreign currency loans used for purchase of fixed assets are adjusted in the cost of fixed assets.

(xi) *Taxation*

Income tax expense comprises current tax (i.e. amount of tax for the year determined in accordance with the Income-tax law) and deferred tax charge or credit. Income taxes are accrued in the same period the related revenues and expenses arise.

The differences that result between the profit / (loss) considered for income taxes and the profit / (loss) as per the financial statements are identified and thereafter a deferred tax asset or deferred tax liability is recorded for timing differences, namely the differences that originate in one accounting period and reverse in another, based on the tax effect of the aggregate amount being considered. The tax effect is calculated on the accumulated timing differences at the end of an accounting period based on tax rates that have been enacted or substantially enacted by the Balance Sheet date.

Where there are unabsorbed depreciation or carry forward losses, deferred tax assets are recognised only to the extent there is virtual certainty of realisation of such assets. In other situations, deferred tax assets are recognised only to the extent there is reasonable certainty of realisation in future. Such assets are reviewed at each Balance Sheet date and written down or written up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realised.

Minimum Alternative Tax ('MAT') expense under the provisions of the Income-tax Act, 1961 is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it in the form of adjustment of future income tax liability, will flow to the Company and the asset can be measured reliably. MAT credit entitlement is set off to the extent allowed in the year in which the Company becomes liable to pay income taxes at the enacted tax rates. MAT credit entitlement is reviewed at each Balance Sheet date and is written down to reflect the amount that is reasonably certain to be set off in future years against the future income tax liability.

(xii) *Employee benefits*

Short – term employee benefits

All employee benefits payable / available within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages and bonus etc., are recognised in the Statement of Profit and Loss in the period in which the employee renders the related service.

Defined benefit plans

Defined benefit plans of the Company comprise of gratuity.

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment, of an amount based on the respective employee's salary and the tenure of employment. Vesting occurs upon completion of five years of service.

The liability in respect of defined benefit plans is accrued in the books of account on the basis of actuarial valuation carried out by an independent actuary using the Projected Unit Credit Method, which recognizes each year of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation is measured at the present value of estimated future cash flows. The discount rates used for determining the present value of obligation under defined benefit plans, is based on the market yields on Government securities as at the balance sheet date, having maturity periods approximating to the terms of related obligations. Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss. Gains or losses on the curtailment or settlement of any defined benefit plan are recognised when the curtailment or settlement occurs. The gratuity plan of the Company is unfunded.

Defined contribution plans

Under the provident fund, a defined contribution plan, the Company pays fixed contributions to the appropriate government authorities and has no obligation to pay further amounts. Such fixed contributions are recognised in the Statement of Profit and Loss on accrual basis in the financial year to which they relate.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

Other employee benefits

Till previous year ended 31 March 2015, benefits under compensated absences constitute short term employee benefits, since the employees were required to avail the leave within one year from the year end. These are recognised in the Statement of Profit and Loss in the period in which the employee renders the related service.

In the current year, the Company has amended its leave policy. Accordingly the accumulated leaves, which are expected to be availed or encashed beyond 12 months from the year end are treated as other long term employee benefits. The Company's liability is actuarially determined (using the Project Unit Credit method) at the end of the year. Actuarial losses / gains are recognised in the Statement of Profit and Loss in the year in which they arise.

(xiii) *Provisions, contingent liabilities and contingent assets*

A provision is created when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made. Contingent assets are neither recognised nor disclosed in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

(xiv) *Contingencies*

Provision in respect of loss contingencies relating to claims, litigation, assessment, fines, penalties, etc. are recognised when it is probable that a liability has been incurred, and the amount can be estimated reliably.

(xv) *Impairment of assets*

The carrying values of assets are reviewed at each reporting date to determine if there is indication of any impairment. If any indication exists, the asset's recoverable amount is estimated. For assets that are not yet available for use, the recoverable amount is estimated at each reporting date. An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount and is recognised in the Statement of Profit and Loss. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortisation, if no impairment loss had been recognised.

(xvi) *Inventories*

Inventories primarily include fuel, tools and engineering stores, which include rotables, consumables and non-aircraft equipments. Inventories are valued at lower of cost and net realisable value ('NRV'). Cost of inventories comprise of all costs of purchase and incidental costs incurred in bringing the inventories to their present location and condition. Cost is determined on the weighted average cost basis. In arriving at NRV, due allowance is made for all damaged, obsolete and slow moving items. The comparison of cost and net realizable value is made on an item by item basis.

In respect of reusable items such as rotables, non-aircraft equipments and tools, NRV takes into consideration provision for obsolescence and wear and tear and also provision for non-moving/slow moving items, if any.

(xvii) *Aircraft maintenance and repair cost*

Aircraft maintenance, Auxiliary Power Unit (APU), and Engine maintenance and repair costs are expensed as incurred except where such overhaul costs in respect of engines/APU are covered by third party maintenance agreements, which are accounted in accordance with terms of the agreements and charged to the Statement of Profit and Loss. The Company receives non-refundable incentives in connection with aircraft and engines from Original Equipment Manufacturers (OEM). These incentives are deferred on a straight line basis over the period of the contract. Moreover, the Company also receives non-cash incentives in connection with aircraft and engines from OEM. These are recorded as and when due to the Company by setting up a deferred asset and a corresponding deferred incentive. The deferred incentives are deferred and recognized on a straight line basis over the period of the contract. The deferred asset as explained above is reduced on the basis of utilization of incentives against purchase of goods and services.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

(xviii) Redelivery cost

The Company has in its fleet aircraft on operating lease. As contractually agreed under the lease agreements, the aircraft have to be redelivered to the lessors at the end of the lease term under stipulated technical conditions. Such redelivery conditions entail costs for technical inspection, maintenance checks, repainting costs prior to its redelivery and the cost of ferrying the aircraft to the location as stipulated under the lease agreement. These costs are estimated by management based on historical trends and data, and recorded in the financial statements in proportion to the expired lease period.

(xix) Earnings per share

Basic earnings per share are computed using the weighted average number of the equity shares outstanding during the year. Diluted earnings per share are computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the year end, except where the results would be anti-dilutive.

(xx) Expenditure

Expenses are accounted for on the accrual basis and provisions are made for all known losses and liabilities.

(xxi) Employee stock compensation cost

In accordance with the Guidance Note on Accounting for Employee Share-based Payments as issued by the Institute of Chartered Accountants of India, the Company has recognised cost of equity settled stock options using the fair value method. The Company recognizes the fair value of the stock options granted under the Employee Stock Option Scheme (ESOS) as employee stock compensation cost which is amortized over the vesting period. Fair value of stock options granted under the ESOS is determined at the grant date using valuation techniques consistent with the generally accepted valuation methodologies for pricing financial instruments. The grant date fair value of equity settled stock options granted to employees is recognized as employee benefit expense with a credit to employee stock option outstanding account, over the period that the employees unconditionally become entitled to the options. The cumulative expense recognized for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of stock options that will ultimately vest.

(xxii) Current–non-current classification

All assets and liabilities are classified into current and non-current.

Assets

An asset is classified as current when it satisfies any of the following criteria:

- it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is expected to be realised within 12 months after the reporting date; or
- it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

- it is expected to be settled in the Company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is due to be settled within 12 months after the reporting date; or
- the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include the current portion of financial liabilities some part of which may be non-current. All other liabilities are classified as non-current.

Operating cycle

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. Based on the nature of operations and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle being a period of 12 months for the purpose of classification of assets and liabilities as current and non-current.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

2.1 Share capital

Particulars	Rs at	
	31 March 2016	31 March 2015
Authorized*		
750,000,000 equity shares of Rs. 10 each (previous year 500,000 equity shares of Rs. 1,000 each)	7,500.00	500.00
Nil (previous year 1,600,000 0.00% non-cumulative redeemable preference shares of Rs. 1,000 each)	-	1,600.00
Nil (previous year 100,000 0.00% convertible preference shares of Rs. 1,000 each)	-	100.00
Total	7,500.00	2,200.00
Issued, subscribed and paid up*		
360,356,544 equity shares of Rs. 10 each fully paid up (previous year 307,000 equity shares of Rs. 1,000 each fully paid up)	3,603.57	307.00
Nil (previous year 36,716 0.00% convertible preference shares of Rs. 1,000 each fully paid up)	-	36.72
Total	3,603.57	343.72

* Refer to Note 2.1 (h)

a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Particulars	Rs at 31 March 2016		Rs at 31 March 2015	
	Number of shares	Amount	Number of shares	Amount
1. Equity shares issued, subscribed and paid up				
Shares at the beginning of the year	307,000	307.00	307,000	307.00
- Increase due to conversion of 0.00% convertible preference shares of Rs. 1,000 each in equity shares of Rs. 1,000 each. (Refer to Note 2.1 (b)(2))	36,716	36.72	-	-
- Increase due to sub-division of equity shares (Refer to Note 2.1 (h)(i))	34,027,884	-	-	-
- Issued during the year - Bonus shares of Rs. 10 each (Refer to Note 2.1 (h) (iii))	309,344,400	3,093.44	-	-
- Issued during the year - Initial public offer- fresh issue (Refer to Note 2.1 (h)(vi))	16,640,544	166.41	-	-
Shares at the end of the year	360,356,544	3,603.57	307,000	307.00
2. Preference shares issued, subscribed and paid up				
0.00% convertible preference shares				
Shares at the beginning of the year	36,716	36.72	36,716	36.72
Conversion of 0.00% convertible preference shares of Rs. 1,000 each to equity shares of Rs. 1,000 each (Refer to Note 2.1 (b)(2))	(36,716)	(36.72)	-	-
Shares at the end of the year	-	-	36,716	36.72

b. Terms/ rights attached to each class of shares

1. Equity shares

The Company has only one class of equity share. The par value of the share at the beginning of the year under review was Rs. 1,000 per share. With the approval of the members at the Extraordinary General Meeting ('EGM') of the Company held on 25 June 2015 the par value of the share was changed to Rs. 10 per share (Refer to Note 2.1 (h)(i)). Each holder of the equity share is entitled to one vote per share and is entitled to dividend, declared if any. The paid up equity shares of the Company rank pari-pasu in all respects, including dividend. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

2. Convertible preference shares

The fully paid up convertible preference shares of Rs. 1,000 each are issued at a premium ranging from Rs. 5,650 to Rs. 6,642 per share with 0.00% coupon rate and are convertible into equity shares of the Company in the ratio of 1:1 not earlier than (a) the initial public offer of the Company; or (b) a strategic sale of the Company. In the event of liquidation of the Company before conversion of preference shares, the preference shareholders have priority over the equity shares in the repayment of the capital. The holder of preference shares were entitled to one vote per share at any meeting of the Company on any resolutions of the Company directly affecting their rights. During the year ended 31 March 2016, 36,716 fully paid up 0.00% convertible preference shares have been converted into equity shares of the Company on 23 June 2015 in the ratio of 1:1, vide resolution passed by the Board at the Board Meeting of the Company held on 23 June 2015.

c. Shares held by holding/ultimate holding company and /or their subsidiaries/ associates

Name of Shareholder	Rs at 31 March 2016		Rs at 31 March 2015	
	Number of shares	Amount	Number of shares	Amount
Equity shares of Rs. 10 each [previous year Rs. 1,000 each], fully paid up held by:				
InterGlobe Enterprises Limited, holding and ultimate holding company upto 9 November 2015*	-	-	156,950	156.95
Total	-	-	156,950	156.95

* Post Initial Public Offer ('IPO'), InterGlobe Enterprises Limited ceases to be holding and ultimate holding company.

d. Aggregate number of bonus shares issued during the period of five years immediately preceding the reporting date

Particulars	31 March 2016 Number of shares	31 March 2015 Number of shares
Equity shares allotted as fully paid bonus shares by capitalization of capital redemption reserve	155,400,000	-
Equity shares allotted as fully paid bonus shares by capitalization of general reserve	153,944,400	-
Total	309,344,400	-

The Company has issued 309,344,400 fully paid bonus shares (previous year Nil) during the period of five years immediately preceding the reporting date. The above shares were issued for Rs. 10 each. Refer to Note 2.1 (h) (iii).

e. Aggregate number of equity shares issued for consideration other than cash during the period of five years immediately preceding the reporting date

Particulars	31 March 2016 Number of shares	31 March 2015 Number of shares
Equity shares allotted pursuant to scheme of merger (Refer to Note 2.43).	147,000	-
Total	147,000	-

The Company in addition to the shares as stated in Note 2.1 (d) above has issued 147,000 fully paid shares for consideration other than cash (previous year Nil) during the period of five years immediately preceding the reporting date. The above shares were issued for Rs. 1,000 each, which were subsequently sub divided into equity share of Rs. 10 each. Refer to Note 2.1 (h)(i).

f. Shares reserved for issue under options

For details of shares reserved for issue under the employee stock option scheme (ESOS) of the Company, (Refer to Note 2.1.h (iv), (v) and Note 2.40)

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

g. Details of each shareholder holding more than 5% shares in the Company

Name of Shareholders	Class of Share	Rs at 31 March 2016		Rs at 31 March 2015	
		Number of Shares	%*	Number of Shares	%*
InterGlobe Enterprises Limited	Equity shares	153,649,581	42.64%	156,950	51.12%
Caelum Investment LLC	Equity shares	-	-	147,000	47.88%
Rakesh Gangwal	Equity shares	60,860,713	16.89%	-	-
The Chinkerpoo Family Trust (Trustee: Shobha Gangwal & J.P.Morgan Trust Company of Delaware)	Equity shares	56,375,730	15.64%	-	-
Shobha Gangwal	Equity shares	34,852,858	9.67%	-	-
Rahul Bhatia	Convertible preference shares	-	-	3,006	8.19%
Riyaz Haider Peer Mohamed	Convertible preference shares	-	-	5,110	13.92%
Steven Eugene Harfst	Convertible preference shares	-	-	3,607	9.82%
Newton Bruce Ashby	Convertible preference shares	-	-	6,012	16.37%
Kunal Chanana	Convertible preference shares	-	-	3,006	8.19%
Anil Chanana	Convertible preference shares	-	-	3,006	8.19%
IGT-InterGlobe Technologies Philippines Inc.	Convertible preference shares	-	-	6,038	16.45%
Rakesh Gangwal	Convertible preference shares	-	-	2,004	5.46%
Shobha Gangwal	Convertible preference shares	-	-	3,006	8.19%

* Represents % of total shares in the respective class.

h. Other Notes

- The Shareholders' at the Extraordinary General Meeting ('EGM') of the Company held on 25 June 2015, approved the reclassification and sub-division of the authorized share capital of the Company aggregating to Rs. 2,200.00, comprising of 500,000 equity shares of Rs. 1,000 each aggregating to Rs. 500.00; 1,600,000 redeemable preference shares of Rs. 1,000 each aggregating Rs. 1,600.00 and 100,000 convertible preference shares of Rs. 1,000 each aggregating Rs. 100.00 to 220,000,000 equity shares of Rs. 10 each aggregating to Rs. 2,200.00.
- The Shareholders' at the EGM of the Company held on 25 June 2015, approved increase in authorized share capital of the Company from Rs. 2,200.00 comprising of 220,000,000 equity shares of Rs. 10 each to Rs. 7,500.00 comprising of 750,000,000 equity shares of Rs. 10 each.
- The Shareholders' at the EGM of the Company held on 25 June 2015, approved capitalization of sum of Rs. 3,093.44, out of the balance in the Company's Capital Redemption Reserve / General Reserve and issued and allotted 309,344,400 equity shares of Rs. 10 each as bonus shares in the proportion of 9 fully paid equity shares of Rs. 10 each for every equity share of Rs. 10 held as on the record date which is 25 June 2015.
- The Shareholders' at the EGM of the Company held on 25 June 2015, approved adoption and implementation of "InterGlobe Aviation Limited-Tenured Employee Stock Option Scheme 2015 (ESOS 2015-I)" comprising 1,111,819 stock options which are convertible into equivalent number of equity shares of Rs. 10 each as per the terms of the ESOS 2015-I. All options under ESOS 2015-I have been granted on 25 June 2015.

Vesting of the Options granted under the ESOS 2015 – I shall be one year, from the Grant Date or completion of the listing of the shares of the Company on a recognized stock exchange in India in an initial public offering, whichever is later. In case the listing is not completed within two years from the date of Grant, the Options shall automatically lapse on the expiry of such two year period."

- Further, the Shareholders' at the EGM of the Company held on 25 June 2015, approved adoption and implementation of "InterGlobe Aviation Limited- Employee Stock Option Scheme 2015 (ESOS 2015-II)" comprising 3,107,674 stock options which are convertible into equivalent number of equity shares of Rs. 10 each as per the terms of the ESOS 2015-II scheme. Out of the above, 2,267,143 stock options under ESOS 2015-II have been granted on 30 October 2015.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

Vesting period of the options granted under ESOS 2015-II shall be:

- a) Over the period of four years (Graded Vesting) for, 420,530 options granted to the President and Whole Time Director of the Company and 1,514,587 options granted to other employees of the Company;
 - b) After four and a half years subject to market condition being met for 332,026 options granted to the President and Whole Time Director of the Company. The options granted under ESOS 2015-II can be exercised within four years from the date of vesting.
- vi. During the year ended 31 March 2016, the Company has completed the initial public offer (IPO), pursuant to which 39,464,562 equity shares of Rs. 10 each were allotted, at an issue price of Rs. 765, consisting of fresh issue of 16,640,544 equity shares and an offer for sale of 22,824,018 equity shares by selling shareholders. Out of fresh issue of 16,640,544 equity shares, 104,790 equity shares were issued to eligible employees at a discount of 10% of issue price and the remaining 16,535,754 equity shares were issued to public.

The equity shares of the Company were listed on National Stock Exchange of India Limited (NSE) via ID INDIGO and BSE Limited (BSE) via ID 539448 on 10 November 2015.

2.2 Reserves and surplus

Particulars	Rs at 31 March 2016	Rs at 31 March 2015
1. Capital redemption reserve		
Balance at the beginning of the year	1,554.00	1,554.00
Less: Utilised during the year for issuing bonus shares (Refer to Note 2.1 (h)(iii))	(1,554.00)	-
Balance at the end of year	-	1,554.00
2. Employee stock options outstanding		
Balance at the beginning of the year	-	-
Add: Options granted during the year (Refer to Note 2.40)	677.07	-
Balance at the end of year	677.07	-
3. Securities premium account		
Balance at the beginning of the year	-	-
Add: Premium received during the year on account of issue of shares (Refer to Note 2.1 (h)(vi))	12,555.59	-
Less: Utilized for share issue expenses*	(583.85)	-
Balance at the end of year	11,971.74	-
4. General reserve		
Balance at the beginning of the year	1,928.51	1,928.51
Less: Utilised during the year for issuing bonus shares (Refer to Note 2.1 (h)(iii))	(1,539.44)	-
Balance at the end of year	389.07	1,928.51
5. Surplus / (deficit) in Statement of Profit and Loss		
Balance at the beginning of the year	380.72	250.07
Add: Profit for the year	19,897.20	13,041.72
Amount available for appropriation	20,277.92	13,291.79
Less: Appropriations		
Interim dividend [Rs. 32,668.08 per share ** (previous year Rs. 35,169 per share)]	(10,029.10)	(10,796.89)
Proposed equity dividend [Rs. 15 per share *** (previous year Rs. Nil per share)]	(5,405.35)	-
Corporate dividend tax	(3,142.15)	(2,114.18)
Net surplus in the Statement of Profit and Loss	1,701.32	380.72
Total reserves and surplus	14,739.20	3,863.23

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

- * Expenses incurred by the Company aggregating to Rs. 1,286.27 (including Service Tax) in connection with the IPO have been partly adjusted towards the securities premium account and partly recovered from the selling shareholders. The IPO expenses amounting to Rs. 1,286.27, excluding certain expenses which are directly attributable to the Company (such as legal counsel cost, auditor fee, Listing fee and stamp duty expenses) amounting to Rs. 152.68, have been allocated between the Company and each of the selling shareholders in proportion to the equity shares allotted to the public as fresh issue by the Company and under offer for sale by the existing shareholders.
- ** On 19 June 2015, the Company has declared interim dividend of Rs. 32,668.08 per equity share on 307,000 shares of Rs. 1,000 each. The same was declared before the sub-division, conversion of equity shares and fresh issue of shares. Refer to Note 2.1 (h)
- *** On 29 April 2016, the Board of Directors has recommended a final dividend of Rs. 15 per share (face value of Rs. 10 per share) for the financial year ended 31 March 2016, subject to approval of the shareholders in the upcoming Annual General Meeting.

2.3 Long-term borrowings

Particulars	Rs at 31 March 2016	Rs at 31 March 2015
Secured term loans:		
Foreign currency term loan		
- From others	4,035.46	3,000.24
Secured other loans:		
Finance lease obligations [net of borrowing cost associated with finance lease amounting to Rs. 2,697.17 (previous year Rs. 2,843.49)]	25,463.15	32,883.78
Total	29,498.61	35,884.02

Current maturities of foreign currency term loans and finance lease obligations amounting to Rs. Nil and Rs. 2,509.32 (previous year Rs. Nil and Rs. 3,377.61) respectively have been disclosed under "Other current liabilities.

Term loans

Rs at 31 March 2016

Secured loans

Particulars	Disclosed under	Rs at 31 March 2016	Rate of Interest*	Period of maturity from the balance sheet date
Foreign currency term loan [#]	Long-term borrowings	4,035.46	USD LIBOR plus markup	94 months

* Markup for 275 basis points over 6 month USD LIBOR. The period of maturity from the date of origination is 137 months.

The above mentioned loan is repayable in twenty unequal installments ranging between USD 4 million to USD 6 million between the period September 2022 - December 2023.

There are no defaults as on balance sheet date in repayment of principal and interest.

Secured term loans are secured against the assignment of certain rights under aircraft purchase agreement signed with Airbus SAS.

Rs at 31 March 2015

Secured loans

Particulars	Disclosed under	Rs at 31 March 2015	Rate of Interest*	Period of maturity from the balance sheet date
Foreign currency term loan #	Long-term borrowings	3,000.24	USD LIBOR plus markup	106 months

* Markup ranges from 275 basis points over 6 month USD LIBOR. The period of maturity from the date of origination is 137 months.

The above mentioned loan is repayable in twenty unequal installments between the period September 2022 - December 2023.

There are no defaults as on balance sheet date in repayment of principal and interest.

Secured term loans are secured against the assignment of certain rights under aircraft purchase agreement signed with Airbus SAS.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

Finance lease obligations

Certain aircraft and items of furniture and fixtures have been obtained on finance lease. The legal title to these items vests with the lessors and the security trustee. The lease term for aircraft ranges between maximum 10 - 12 years (previous year 10 - 12 years) and for furniture and fixtures is Nil (previous year 2.3 - 3 years) with monthly/ quarterly payments beginning from the month/ quarter subsequent to the commencement of the lease. The total future minimum lease payments as at the balance sheet date, element of interest included in such payments and present value of these minimum lease payments are as follows:

Particulars	Non-Current		Current	
	As at 31 March 2016	As at 31 March 2015	As at 31 March 2016	As at 31 March 2015
(a) Total future minimum lease payments	27,272.88*	35,151.14*	2,927.69**	3,979.75**
(b) Future interest included in (a) above	1,809.73	2,267.36	418.37	602.14
(c) Present value of future minimum lease payments [(a-b)]	25,463.15*	32,883.78*	2,509.32**	3,377.61**

* net of borrowing cost associated with finance lease amounting to Rs. 2,697.17 (previous year Rs. 2,843.49).

** net of borrowing cost associated with finance lease amounting to Rs. 317.44 (previous year Rs. 299.36).

The rate of interest for aircraft acquired on finance lease is less than 450 basis points over 1/3/6 months USD LIBOR (previous year less than 450 basis points over 1/3/6 months USD LIBOR) and for furniture and fixtures it is Nil (previous year 15.5%). Finance lease liability is secured against the respective aircraft - Rs. 27,972.47 (previous year Rs. 36,261.39) and furniture and fixtures Rs. Nil (previous year Rs. Nil).

The future minimum lease payments and their present value as at 31 March 2016 is as follows:

Particulars	Present value of minimum lease payments	Future interest	Minimum lease payments
Not later than one year*	2,509.32	418.37	2,927.69
Later than one year and not later than five years**	10,890.98	1,258.40	12,149.38
Later than five years***	14,572.17	551.33	15,123.50
Total	27,972.47	2,228.10	30,200.57

* net of borrowing cost associated with finance lease amounting to Rs. 317.44.

** net of borrowing cost associated with finance lease amounting to Rs. 1,269.71.

*** net of borrowing cost associated with finance lease amounting to Rs. 1,427.46.

The future minimum lease payments and their present value as at 31 March 2015 is as follows:

Particulars	Present value of minimum lease payments	Future interest	Minimum lease payments
Not later than one year*	3,377.61	602.14	3,979.75
Later than one year and not later than five years**	15,903.52	1,678.88	17,582.40
Later than five years***	16,980.26	588.48	17,568.74
Total	36,261.39	2,869.50	39,130.89

* net of borrowing cost associated with finance lease amounting to Rs. 299.36.

** net of borrowing cost associated with finance lease amounting to Rs. 1,197.43.

*** net of borrowing cost associated with finance lease amounting to Rs. 1,646.06.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

2.4 Other long-term liabilities

Particulars	As at 31 March 2016	As at 31 March 2015
Others:		
- Supplementary rentals	24,493.00	19,907.68
- Employee related liabilities	229.47	261.83
Total	24,722.47	20,169.51

2.5 Long-term provisions

Particulars	As at 31 March 2016	As at 31 March 2015
Provision for employee benefits:		
- Provision for gratuity (Refer to Note 2.31)	319.84	239.99
- Provision for compensated absences	137.38	-
Others:		
- Provision for redelivery cost (Refer to Note 2.8)	353.42	282.92
Total	810.64	522.91

2.6 Trade payables

Particulars	As at 31 March 2016	As at 31 March 2015
Trade Payables		
- Related parties (Refer to Note 2.30)	232.69	232.68
- Micro enterprises and small enterprises (Refer to Note below)	15.89	17.75
- Others	7,163.70	4,504.32
Total	7,412.28	4,754.75

Dues to micro enterprises and small enterprises:

Particulars	As at 31 March 2016	As at 31 March 2015
The amounts remaining unpaid to micro and small suppliers as at the end of the year		
- Principal	15.89	17.75
- Interest	-	-
The amount of interest paid by the buyer as per the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006)	-	-
The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed date during the year) but without adding the interest specified under MSMED Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting period.	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006.	-	-

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

2.7 Other current liabilities

Particulars	As at 31 March 2016	As at 31 March 2015
Interest accrued but not due on borrowings	95.92	75.08
Advances from customers	2,130.40	1,925.22
Forward sales	12,445.78	11,984.19
Current maturities of finance lease obligations [net of borrowing cost associated with finance lease amounting to Rs. 317.44 (previous year Rs. 299.36)] (Refer to Note 2.3)	2,509.32	3,377.61
Other payables		
- Statutory dues	790.75	605.01
- Employee related liabilities	1,265.97	851.07
- Supplementary rentals	2,271.07	189.81
Total	21,509.21	19,007.99

2.8 Short-term provisions

Particulars	As at 31 March 2016	As at 31 March 2015
Provision for employee benefits		
- Provision for gratuity (Refer to Note 2.31)	55.69	34.56
- Provision for compensated absences	203.19	291.47
Others:		
- Provision for tax [net of advance tax of Rs. 7,361.67 (previous year Rs. 1,350.13)]	89.66	1.02
- Provision for wealth tax [net of advance tax of Rs. Nil (previous year Rs. Nil)]	-	1.03
- Interim dividend	-	997.38
- Proposed dividend	5,405.35	-
- Corporate dividend tax	1,100.42	203.05
- Provision for redelivery cost	28.87	-
Total	6,883.18	1,528.51

Provision for redelivery cost

The schedule of provision as required to be disclosed in compliance with Accounting Standard 29 on 'Provisions, Contingent Liabilities and Contingent Assets' is as under :

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
Opening balance at the beginning of the year	282.92	208.91
Add: Provisions created during the year	82.48	63.37
Less: Impact of exchange loss on restatement of opening liability	(36.38)	(25.74)
Add: Exchange loss on restatement of closing liability	53.27	36.38
Closing balance at the end of the year	382.29	282.92
Closing balance at the end of the year – Non current	353.42	282.92
Closing balance at the end of the year – Current	28.87	-

Provision for redelivery cost represents provision set up for expenses to be incurred on redelivery of the aircraft that in the opinion of management could result in an outflow of funds depending upon the condition of the aircraft at the time of redelivery. During the current year ended 31 March 2016, the Company has redelivered Nil aircraft (previous year Nil aircraft) to lessors.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

2.9 Fixed assets

Fixed Assets as at 31 March 2016

Particulars	GROSS BLOCK			DEPRECIATION/ AMORTISATION			NET BLOCK				
	Rs at 1 April 2015	Additions during the year	Deletions during the year	Adjustments during the year**/#	Rs at 31 March 2016	Rs at 1 April 2015	Depreciation/ Amortisation for the year	Adjustments during the year#	Rs at 31 March 2016	Rs at 31 March 2016	
Tangible fixed assets											
Owned aircraft and spare engines	-	476.76	-	11,444.10	11,920.86	-	126.15	-	4,880.25	5,006.40	6,914.46
Leased aircraft	52,342.49	168.53	243.06	(9,391.38)	42,876.58	5,806.87	4,008.59	243.06	(3,893.24)	5,679.16	37,197.42
Furniture and fixtures	71.05	132.94	6.24	-	197.75	45.62	22.14	4.99	-	62.77	134.98
Computer	433.34	186.36	8.55	-	611.15	301.66	127.83	8.32	-	421.17	189.98
Office equipment	92.67	37.04	3.30	-	126.41	58.41	20.38	2.72	-	76.07	50.34
Ground support equipment	1,139.16	402.49	12.18	-	1,529.47	439.78	165.79	11.43	-	594.14	935.33
Ground support vehicles	890.63	186.33	14.43	-	1,062.53	535.39	135.54	13.04	-	657.89	404.64
Leasehold improvements	387.41	306.44	67.81	-	626.04	245.06	107.32	66.51	-	285.87	340.17
Leasehold improvements - aircraft	983.74	47.84	-	-	1,031.58	243.68	200.07	-	-	443.75	587.83
Total tangible fixed assets	56,340.49	1,944.73	355.57	2,052.72	59,982.37	7,676.47	4,913.81	350.07	987.01	13,227.22	46,755.15
Intangible fixed assets											
Software	374.96	220.36	25.33	-	569.99	278.60	116.98	25.33	-	370.25	199.74
Total intangible fixed assets	374.96	220.36	25.33	-	569.99	278.60	116.98	25.33	-	370.25	199.74
Grand Total	56,715.45	2,165.09	380.90	2,052.72	60,552.36	7,955.07	5,030.79	375.40	987.01	13,597.47	46,954.89

Fixed Assets as at 31 March 2015

Particulars	GROSS BLOCK			DEPRECIATION/ AMORTISATION			NET BLOCK			
	Rs at 1 April 2014	Additions during the year	Deletions during the year	Adjustments during the year**/#	Rs at 31 March 2015	Rs at 1 April 2014	Depreciation/ Amortisation for the year	Adjustments during the year	Rs at 31 March 2015	Rs at 31 March 2015
Tangible fixed assets										
Leased aircraft	41,059.20	9,859.51	-	1,423.78	52,342.49	3,521.92	2,284.95	-	5,806.87	46,535.62
Furniture and fixtures	60.15	12.98	2.08	-	71.05	34.69	12.68	1.75	45.62	25.43
Computer	308.52	124.91	0.09	-	433.34	188.68	113.06	0.08	301.66	131.68
Office equipment	77.52	16.45	1.30	-	92.67	30.83	28.65	1.07	58.41	34.26
Ground support equipment	897.99	243.22	2.05	-	1,139.16	310.10	131.06	1.38	439.78	699.38
Ground support vehicles	749.65	147.96	6.98	-	890.63	419.20	122.46	6.27	535.39	355.24
Leasehold improvements	287.81	101.02	1.42	-	387.41	171.91	74.57	1.42	245.06	142.35
Leasehold improvements - aircraft	713.28	270.46	-	-	983.74	69.59	174.09	-	243.68	740.06
Total tangible fixed assets	44,154.12	10,776.51	13.92	1,423.78	56,340.49	4,746.92	2,941.52	11.97	7,676.47	48,664.02
Intangible fixed assets										
Software	350.44	24.52	-	-	374.96	197.98	80.62	-	278.60	96.37
Total intangible fixed assets	350.44	24.52	-	-	374.96	197.98	80.62	-	278.60	96.37
Grand Total	44,504.56	10,801.03	13.92	1,423.78	56,715.45	4,944.90	3,022.14	11.97	7,955.07	48,760.39

* Pursuant to the notifications dated 31 March 2009 and 29 December 2011, issued by The Ministry of Corporate Affairs, the Company has capitalised foreign currency loss / (gain) amounting to Rs. 2,296.48 (previous year Rs. 1,521.87), arising on re-statement of long-term foreign currency monetary liabilities used for acquisition of a depreciable capital asset.

** Adjustments also include adjustment for cash and non cash incentive amounting to Rs. Nil (previous year Rs. 98.09).

During the current year, the Company has utilized its Initial Public Offer proceeds towards retirement of certain outstanding finance lease liabilities in foreign currency and consequent acquisition of aircraft. The adjustment in the Gross Block of owned aircraft of Rs. 11,444.10 represents the cost of the acquired finance leased aircraft as reduced by the outstanding deferred incentives amounting to Rs. 243.76 in respect of these aircraft, as on the date of the acquisition. The adjustment in the Accumulated Depreciation of owned aircraft of Rs. 4,880.25 represents the accumulated depreciation of the acquired finance leased aircraft as increased by the outstanding provision for supplemental rentals amounting to Rs. 987.01 in respect of these aircraft, as on the date of the acquisition. Consequently, the adjustment in the Gross Block of finance leased aircraft of Rs. 11,687.86 represents the cost of the transferred finance leased aircraft to owned aircraft, as on the date of the acquisition. Moreover, the adjustment in the Accumulated Depreciation of finance leased aircraft of Rs. 3,893.24 represents the accumulated depreciation of the transferred finance leased aircraft to owned aircraft as on the date of the acquisition.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

2.10 Deferred taxes (net)

Particulars	As at 31 March 2016	As at 31 March 2015
Deferred tax liability		
- Assets acquired under finance lease and owned aircraft	5,446.54	4,223.23
- Difference between written down value of fixed assets as per books and as per Income Tax Act, 1961	180.01	277.00
- Others	99.80	51.59
Total deferred tax liability	5,726.35	4,551.82
Deferred tax asset		
- Provision for doubtful advances and receivables	26.09	26.09
- Disallowances made under section 43B of the Income Tax Act, 1961	387.88	336.66
- Provision for gratuity under section 40A(7) of the Income Tax Act, 1961	132.66	97.72
Total deferred tax asset	546.63	460.47
Net deferred tax liability	5,179.72	4,091.35

2.11 Non-current investments

Particulars	As at 31 March 2016	As at 31 March 2015
Trade investments (unquoted and at cost)		
* 1,653 equity shares (previous year 2,815) of Thai Baht (THB) 100 each, fully paid up, of Aeronautical Radio of Thailand, a state enterprise under the Ministry of Transport, Thailand.	0.25	0.46
Total	0.25	0.46

*The transfer of this investment is restricted to airline members flying in Thailand.

The investment mentioned above also represents long term investment within the meaning of Accounting Standard 13 "Accounting for Investments" as notified under Section 133 of the Companies Act 2013, read together with Rule 7 of the Companies (Accounts) Rules 2014.

2.12 Long-term loans and advances

Particulars	As at 31 March 2016	As at 31 March 2015
<i>Unsecured, considered good, unless otherwise stated</i>		
To parties other than related parties:		
Capital advances	136.34	51.07
Security deposits	8,139.57	6,051.32
Other loans and advances:		
- Advance to employees	35.76	5.87
- Minimum alternate tax recoverable	3,429.67	4,689.31
- Advance tax (net of provision for income tax Rs. 7,615.72 (previous year Rs. 7,671.61)).	189.28	383.77
Total	11,930.62	11,181.34

2.13 Other non-current assets

Particulars	As at 31 March 2016	As at 31 March 2015
<i>Unsecured, considered good, unless otherwise stated</i>		
Bank deposits [due for maturity after twelve months from the reporting date (Refer to Note 2.17)]*	13,539.93	15,118.55
Interest accrued but not due on fixed deposits	1,437.91	937.05
Total	14,977.84	16,055.60

*Bank deposits include Rs. 12,883.85 (previous year Rs. 13,649.11) as deposits with banks under lien. These deposits are used for issuing letter of credit/ standby letter of credit/ bank guarantees.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

2.14 Current investments

Particulars	As at 31 March 2016	As at 31 March 2015
Investments in mutual funds, non trade -unquoted		
<i>(At the lower of cost and fair value)</i>		
Nil (previous year 7,412,319) units of face value of Rs. 100 each of Birla Sun Life Cash Plus - Growth - Regular Plan	-	1,654.34
63,241,843 (previous year Nil) units of face value of Rs. 10 each of ICICI Prudential- Ultra Short Term- Growth	950.00	-
11,146,542 (previous year Nil) units of face value of Rs. 100 each of ICICI Prudential Savings Fund - Growth	2,493.50	-
627,831 (previous year Nil) units of face value of Rs. 1,000 each of HDFC Cash Management Fund - Saving Plan - Growth	1,961.93	-
47,343,265 (previous year Nil) units of face value of Rs. 10 each of HDFC Floating Rate Income Fund-STP-Wholesale Option Growth	1,200.00	-
25,429,005 (previous year Nil) units of face value of Rs. 10 each of Sundaram Money Fund Regular Growth	805.77	-
966,294 (previous year 187,142) units of face value of Rs. 1,000 each of UTI Floating Rate Fund - STP - Regular Plan - Growth	2,330.00	420.00
Nil (previous year 558,570) units of face value of Rs. 1,000 each of Reliance Liquid Fund - Cash Plan - Growth Option - Growth Plan	-	1,233.50
Nil (previous year 258,097) units of face value of Rs. 1,000 each of Tata Floater Fund Plan A - Growth	-	540.08
Nil (previous year 47,988,690) units of face value of Rs. 10 each of HDFC Liquid Fund - Growth	-	1,319.60
Aggregate book value of unquoted investments	9,741.20	5,167.52
Aggregate net assets value (fair value) of unquoted investments	9,861.31	5,193.03

The investment mentioned above also represents current investment within the meaning of Accounting Standard 13 "Accounting for Investments" as notified under Section 133 of the Companies Act 2013, read together with Rule 7 of the Companies (Accounts) Rules 2014.

Aggregate amount of unquoted investments:

Particulars	As at 31 March 2016	As at 31 March 2015
Book value of unquoted investments (Refer to Note 2.11 and 2.14)	9,741.45	5,167.98
Total	9,741.45	5,167.98

Aggregate amount of current and non-current investments within the meaning of Accounting Standard 13 "Accounting for Investments"

Particulars	As at 31 March 2016	As at 31 March 2015
Book value of current investments (Refer to Note 2.14)	9,741.20	5,167.52
Book value of non-current investments (Refer to Note 2.11)	0.25	0.46
Total	9,741.45	5,167.98

There are no quoted investments during the current year and previous year.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

2.15 Inventories

Particulars	As at 31 March 2016	As at 31 March 2015
<i>Valued at lower of cost and net realisable value</i>		
Stores and Spares		
- Engineering stores (includes rotables, consumables, tyres and non-aircraft equipment)	1,084.89	856.74
- Goods in transit	51.59	34.45
Loose tools	80.67	39.61
	1,217.15	930.80
Less: Provision for obsolescence, slow/non-moving items	243.57	211.95
Total	973.58	718.85
Stock in trade		
- In-flight inventory	74.66	63.34
Fuel	218.96	523.35
Total	1,267.20	1,305.54

2.16 Trade Receivables

Particulars	As at 31 March 2016	As at 31 March 2015
<i>Unsecured, considered good, unless otherwise stated</i>		
Receivables outstanding for a period exceeding six months from the date they became due for payment		
- Considered good	27.94	41.81
- Considered doubtful	71.45	71.45
	99.39	113.26
Less: Provision for doubtful debts	71.45	71.45
	27.94	41.81
Other receivables	1,543.20	1,003.69
Total	1,571.14	1,045.50

2.17 Cash and bank balances

Particulars	As at 31 March 2016	As at 31 March 2015
Cash and cash equivalents		
- Cash on hand	30.83	21.42
- Cheques on hand	-	0.09
- Balance with banks:		
On current accounts#	2,664.02	2,098.48
On deposit account (with original maturity of three months or less)*	5,358.83	347.50
	8,053.68	2,467.49
Other bank balances**		
- On deposit accounts	29,133.02	17,526.31
Total	37,186.70	19,993.80

Current account balance with banks includes Rs. 211.45 (previous year Rs. 222.36) held in foreign currency which are freely remissible to the Company.

* Deposits as at 31 March 2016 represents unutilized amounts of the IPO proceeds, been temporarily deployed in fixed deposits with banks.

** Includes Rs. 24,961.08 (previous year Rs. 15,004.03) as deposits with banks under lien. These deposits are used for issuing letter of credit/ standby letter of credit/ bank guarantees.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

Details of deposits

Particulars	As at 31 March 2016	As at 31 March 2015
Deposit with original maturity of three months or less included under 'cash and cash equivalents'	5,358.83	347.50
Deposit due for maturity within twelve months from the reporting date included under 'other bank balances'	29,133.02	17,526.31
Deposit due for maturity after twelve months from the reporting date included under 'other non-current assets'	13,539.93	15,118.55
Total	48,031.78	32,992.36

2.18 Short-term loans and advances

Particulars	As at 31 March 2016	As at 31 March 2015
<i>Unsecured, considered good, unless otherwise stated</i>		
To parties other than related parties:		
Prepaid expenses	1,052.17	882.39
Loans and advances to employees	101.05	91.60
Balance with service tax and custom authorities	496.86	275.17
Value added tax recoverable	37.83	16.68
Security deposits	90.46	41.25
Advance to suppliers:		
- Considered good	470.38	248.52
- Considered doubtful	3.94	3.94
	474.32	252.46
Less: Provision for doubtful loans and advances	3.94	3.94
	470.38	248.52
Total	2,248.75	1,555.61

2.19 Other current assets

Particulars	As at 31 March 2016	As at 31 March 2015
<i>Unsecured, considered good, unless otherwise stated</i>		
Interest accrued but not due on fixed deposits	1,645.84	1,745.09
Deferred incentive (non-cash)	700.28	594.76
Maintenance recoverable	306.12	166.01
Insurance claim recoverable	11.42	54.64
Other recoverable	1,329.21	51.66
Total	3,992.87	2,612.16

2.20 Revenue from operations

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
Sale of services		
- Passenger services	151,088.88	130,547.21
- Cargo services	7,576.65	6,538.80
- Tours and packages	33.04	146.09
Sale of products		
- In-flight sales (traded goods)	1,726.31	1,290.28
Other operating revenue		
- Incentives	754.89	589.45
- Advertisement income	218.87	138.60
- Commission	0.45	2.93
Total	161,399.09	139,253.36

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

2.21 Other income

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
Interest from fixed deposits	3,687.41	2,703.77
Net gain on sale of current investments	372.31	1,035.88
Other non-operating income:		
- Profit on sale of fixed assets [net of loss on sale of fixed assets Rs. 0.20 (previous year Rs. Nil)]	0.40	-
- Liabilities written back no longer required	69.34	107.78
- Miscellaneous income	484.47	98.40
Total	4,613.93	3,945.83

2.22 Purchase of stock in trade

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
In-flight sales (traded goods)	1,147.82	817.10
Total	1,147.82	817.10

2.23 Changes in inventories of stock in trade

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
In-flight sales (traded goods)		
- Opening stock	63.34	31.62
- Closing stock	(74.66)	(63.34)
Net (Increase) / decrease in stock in trade	(11.32)	(31.72)

2.24 Employee benefits expense

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
Salaries, wages and bonus	16,795.22	11,563.02
Contribution to provident and other funds (Refer to Note 2.31)	306.71	251.93
Staff welfare expenses	120.23	71.96
Employee stock compensation cost (Refer to Note 2.40)	677.07	-
Total	17,899.23	11,886.91

2.25 Finance costs

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
Interest expenses:		
- Interest on borrowings	125.65	105.53
- Finance lease charges	1,019.02	929.36
- Interest others	12.34	1.76
Net loss on foreign currency transactions and translation to the extent regarded as borrowing cost*	191.52	118.67
Total	1,348.53	1,155.32

* Schedule III to the Companies Act, 2013 requires disclosure of exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest cost. The amount of Rs. 191.52 (previous year Rs. 118.67) representing this adjustment has been disclosed in the above note. The remaining exchange loss of Rs. 937.71 (previous year Rs. 592.44) has been disclosed under "Other expenses".

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

2.26 Depreciation and amortisation expense

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
Depreciation for the year on tangible fixed assets (Refer to Note 2.9)	4,913.81	2,941.52
Amortisation for the year on intangible fixed assets (Refer to Note 2.9)	116.98	80.62
Total	5,030.79	3,022.14

2.27 Other expenses

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
Tours and packages	18.11	76.26
Consumption of stores and spares and loose tools (Refer to Note 2.36)	1,130.73	892.31
Rent (Refer to Note below)	778.98	444.62
Repairs and maintenance		
- equipment	22.58	17.84
- others	402.13	350.15
Insurance		
- aircraft	295.09	288.59
- others	138.60	69.04
Legal and professional	569.26	499.68
Rates and taxes	65.90	20.97
Landing fees and en route charges	14,099.71	10,901.32
Reservation cost	876.08	740.94
Commission	7,257.91	7,027.98
Sales promotion and advertisement	882.12	960.84
In-flight and passenger cost	741.41	477.07
Aircraft maintenance		
- Redelivery cost (Refer to Note 2.8)	82.48	63.37
- Engineering consumables (including provision for obsolescence)	31.62	21.34
- others	3,996.73	2,829.84
Operating cost of software	688.68	305.59
Recruitment cost	82.05	61.63
Training	1,024.97	699.58
Bank charges	461.48	341.16
Crew accommodation and transportation	1,958.49	1,531.04
Assets written off	4.26	0.18
Loss on sale of fixed assets [net of profit on sale of fixed assets Rs. Nil (previous year Rs. 0.61)]	-	0.13
Electricity and water charges	75.84	62.87
Traveling and conveyance	571.45	528.17
Printing and stationery	143.63	125.51
Communication and information technology	67.06	57.84
Donations	0.18	20.00
Vehicle running and maintenance	16.95	13.77
Auditor's remuneration		
- Audit fees	9.50	6.00
- Limited reviews	1.50	-
- Tax audit	0.80	0.80
- Other matters*	0.03	-
Provision for doubtful debts	-	71.45
Other operating cost	693.29	598.53
Advance written off	2.10	0.90
Foreign exchange loss [net of gain Rs. 1,051.64 (previous year Rs. 807.53)]	937.71	592.44
Miscellaneous expenses	177.17	138.19
Corporate social responsibility expenses (Refer to Note 2.42)	85.08	39.03
Sitting Fees	2.05	-
Total	38,393.71	30,876.97

* Excludes fee paid to statutory auditor amounting to Rs. 20.00 for IPO related services (Refer to Note 2.2)

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

Operating leases

The Company has taken its office premises, various commercial premises and residential premises for its employees under cancelable operating lease arrangements. The lease payments charged during the year to the Statement of Profit and Loss amounting to Rs. 778.98 (previous year Rs. 444.62).

The Company has taken aircraft on dry operating lease from lessors. Under the aircraft operating lease arrangement, the Company pays monthly rental in the form of base and supplementary rentals.

Base rental payments are either based on floating interest rates or on fixed rentals.

Supplementary rentals are based on aircraft utilisation and are calculated with reference to the number of hours or cycles operated during each month. Both base and supplementary rentals have been charged to Statement of Profit and Loss.

Total future minimum lease payments due under non-cancellable operating leases (except supplementary rental which are based on aircraft utilization and calculated on number of hours or cycles operated) are as follows:

Particulars	Rs at 31 March 2016	Rs at 31 March 2015
Not later than one year	19,796.27	16,486.80
Later than one year but not later than five years	41,106.97	39,503.28
Later than five years	3,210.87	5,153.81
Total	64,114.11	61,143.89

Lease rental expense including supplementary rental, recognised in Statement of Profit and Loss amounts to Rs. 26,121.52 (previous year Rs. 19,522.38) which is net of cash and non-cash incentives amounting to Rs. 3,565.96 (previous year Rs. 3,553.12).

2.28 Contingent liabilities (to the extent not provided for)

Particulars	Rs at 31 March 2016	Rs at 31 March 2015
a. Income Tax	972.71	972.71

The income tax authority has assessed and revised the taxable income on account of disallowance of certain expenses, provisions, depreciation and/or adjustments, and in respect of the tax treatment of certain incentives received from the manufacturer with the acquisition of aircraft and engines. Management has filed an appeal against the disallowance and/or adjustments made by tax authorities and believe, based on advice from counsels/experts, that the views taken by the tax authority are not sustainable at higher levels and accordingly no provision is required to be recorded in the books of account on account of the same. Liability as at 31 March 2016 is net of Rs. 1,602.03 (previous year Rs. 1,602.03), which represents minimum alternate tax recoverable written off in earlier years.

b. The Company is in legal proceedings for various matters related to Customs, Service Tax and Value Added Tax (VAT). The amount involved in these proceedings, not acknowledged as debt, is:

- (a) Customs- Rs. Nil (Previous Year Rs. 24.05),
- (b) Service Tax- Rs. 145.68 (Previous Year Rs. 56.04) and
- (c) Value Added Tax- Rs. Nil (Previous Year Rs. 10.28).

The Company is of the opinion that the amount is not tenable and accordingly no provision is required in the books of account.

- c. Claims against the Company not acknowledged as debt
- i) Claims by supplier amounting to Rs. 244.09 (previous year Rs. 179.32) on account of certain disputed matters.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

ii) As per the notification dated 1 January 2016, The Payment of Bonus (Amendment) Act, 2015 is applicable retrospectively w.e.f 1 April 2014. While the Company has considered the impact of this amendment for the current financial year, in view of the partial stay granted by Karnataka and Kerala High Court, the impact of this amendment for the period 1 April 2014 till 31 March 2015 amounting to Rs. 19.47 has not been acknowledged as debt.

d. The Company is party to various legal proceedings in the normal course of business and does not expect the outcome of these proceedings to have any adverse effect on the financial statements and hence no provision has been set-up against the same.

2.29 Commitments

Particulars	As at	
	31 March 2016	31 March 2015
Estimated amount of contracts remaining to be executed on capital account and other commitments, and not provided for in the books of account [net of advances Rs. 136.34 (previous year Rs. 51.07)]	1,487,878.36	586,812.64

2.30 Related party as per Accounting Standard 18 on Related Party Disclosures

(I) List of related parties and nature of relationship where control exists:

Nature of relationship	Name of parties
Investing party of which the Company is an associate (Holding and Ultimate Holding Company till 9 November 2015)	InterGlobe Enterprises Limited

(II) List of related parties and nature of relationship with whom transactions have taken place during the current/previous year:

Nature of relationship	Name of parties
Investing party of which the Company is an associate (Holding and Ultimate Holding Company till 9 November 2015)	InterGlobe Enterprises Limited
Enterprises where significant influence of:	InterGlobe Air Transport Limited (Fellow subsidiary till 9 November 2015)
- Key management personnel or their relatives	InterGlobe Foundation (Fellow subsidiary till 9 November 2015)
	InterGlobe Technologies Private Limited
	Acquire Services Private Limited
	InterGlobe Hotels Private Limited
	CAE Simulation Training Private Limited (Related party till 23 March 2015)
	The Chinkerpoo Family Trust (Trustee: Shobha Gangwal & J. P. Morgan Trust Company of Delaware)
	Caddie Hotels Private Limited
	IGE (Mauritius) Private Limited
Key management personnel and their relatives	Mr. Aditya Ghosh – President and Whole Time Director Mr. Kapil Bhatia – Director (Director till 23 June 2015) Mr. Rahul Bhatia – Director (Managing director till 23 June 2015) Ms. Rohini Bhatia – Director (Director with effect from 27 March 2015) Mr. Rakesh Gangwal - Director (Director with effect from 25 June 2015) Ms. Shobha Gangwal - Wife of Mr. Rakesh Gangwal Dr. Asha Mukherjee - Sister of Mr. Rakesh Gangwal
Individuals owning, directly or indirectly, an interest in voting power of the Company and their relatives	Ms. Shobha Gangwal (with effect from 25 April 2015)

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

(III) Transactions with related parties during the current / previous year:

S. No.	Particulars	Holding and Ultimate Holding Company (Till 9 November 2015)	Investing party of which the Company is an associate	Enterprises where significant influence of key management personnel or their relatives/ individuals owning voting power or their relative exists	Fellow Subsidiary (Till 9 November 2015)	Key management personnel / Individuals owning voting power and their relatives	Total
a)	Rent expense						
	InterGlobe Enterprises Limited	23.36	16.86	-	-	-	40.22
		(38.14)	(-)	(-)	(-)	(-)	(38.14)
	Acquire Services Private Limited	-	-	65.13	-	-	65.13
		(-)	(-)	(49.93)	(-)	(-)	(49.93)
b)	Commission expense						
	InterGlobe Air Transport Limited	-	-	397.25	537.93	-	935.18
		(-)	(-)	(-)	(964.82)	(-)	(964.82)
c)	Reservation cost						
	InterGlobe Technologies Private Limited	-	-	222.96	-	-	222.96
		(-)	(-)	(210.31)	(-)	(-)	(210.31)
d)	Legal and professional expense						
	InterGlobe Enterprises Limited	73.35	72.86	-	-	-	146.21
		(132.25)	(-)	(-)	(-)	(-)	(132.25)
e)	Landing fees and en route charges						
	InterGlobe Air Transport Limited	-	-	-	-	-	-
		(-)	(-)	(-)	(2.34)	(-)	(2.34)
f)	Crew accommodation expense						
	InterGlobe Hotels Private Limited	-	-	69.08	-	-	69.08
		(-)	(-)	(75.33)	(-)	(-)	(75.33)
	Caddie Hotels Private Limited	-	-	19.19	-	-	19.19
		(-)	(-)	(-)	(-)	(-)	(-)
g)	Training expense						
	CAE Simulation Training Private Limited	-	-	-	-	-	-
		(-)	(-)	(251.61)	(-)	(-)	(251.61)
h)	Operating cost of software						
	InterGlobe Enterprises Limited	15.32	131.21	-	-	-	146.53
		(-)	(-)	(-)	(-)	(-)	(-)
	InterGlobe Technologies Private Limited	-	-	33.91	-	-	33.91
		(-)	(-)	(25.49)	(-)	(-)	(25.49)
i)	Electricity and water charges						
	InterGlobe Enterprises Limited	2.48	3.07	-	-	-	5.55
		(5.75)	(-)	(-)	(-)	(-)	(5.75)
	Acquire Services Private Limited	-	-	7.42	-	-	7.42
		(-)	(-)	(5.90)	(-)	(-)	(5.90)
j)	Repairs and maintenance - others						
	InterGlobe Enterprises Limited	4.43	4.45	-	-	-	8.88
		(11.33)	(-)	(-)	(-)	(-)	(11.33)
	Acquire Services Private Limited	-	-	14.52	-	-	14.52
		(-)	(-)	(11.60)	(-)	(-)	(11.60)

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

S. No.	Particulars	Holding and Ultimate Holding Company (Till 9 November 2015)	Investing party of which the Company is an associate	Enterprises where significant influence of key management personnel or their relatives/ individuals owning voting power or their relative exists	Fellow Subsidiary (Till 9 November 2015)	Key management personnel / Individuals owning voting power and their relatives	Total
k)	Reimbursement of expenses						
	InterGlobe Enterprises Limited	-	-	-	-	-	-
		(0.33)	(-)	(-)	(-)	(-)	(0.33)
	InterGlobe Air Transport Limited Limited	-	-	-	-	-	-
		(-)	(-)	(-)	(0.05)	(-)	(0.05)
	InterGlobe Technologies Private Limited	-	-	-	-	-	-
		(-)	(-)	(0.04)	(-)	(-)	(0.04)
	Acquire Services Private Limited	-	-	-	-	-	-
		(-)	(-)	(0.36)	(-)	(-)	(0.36)
	InterGlobe Hotels Private Limited	-	-	-	-	-	-
		(-)	(-)	(0.12)	(-)	(-)	(0.12)
l)	Corporate social responsibility expenses						
	InterGlobe Foundation	-	-	-	28.00	-	28.00
		(-)	(-)	(-)	(6.70)	(-)	(6.70)
m)	Miscellaneous Income						
	InterGlobe Technologies Private Limited	-	-	0.54	-	-	0.54
		(-)	(-)	(-)	(-)	(-)	(-)
n)	Miscellaneous Expenses						
	InterGlobe Hotels Private Limited	-	-	0.25	-	-	0.25
		(-)	(-)	(-)	(-)	(-)	(-)
	Caddie Hotels Private Limited	-	-	1.93	-	-	1.93
		(-)	(-)	(-)	(-)	(-)	(-)
o)	Managerial Remuneration						
	Salaries, wages and bonus @	-	-	-	-	273.36	273.36
		(-)	(-)	(-)	(-)	(45.02)	(45.02)
	Contribution to provident and other funds	-	-	-	-	1.52	1.52
		(-)	(-)	(-)	(-)	(1.03)	(1.03)
p)	Interim Dividend						
	InterGlobe Enterprises Limited	5,127.26	-	-	-	-	5,127.26
		(5,519.78)	(-)	(-)	(-)	(-)	(5,519.78)
	Kapil Bhatia	-	-	-	-	1.63	1.63
		(-)	(-)	(-)	(-)	(1.76)	(1.76)
	Rahul Bhatia	-	-	-	-	1.31	1.31
		(-)	(-)	(-)	(-)	(1.41)	(1.41)
	Rohini Bhatia	-	-	-	-	0.33	0.33
		(-)	(-)	(-)	(-)	(0.35)	(0.35)
	Rakesh Gangwal	-	-	-	-	1,920.88	1,920.88
		(-)	(-)	(-)	(-)	(-)	(-)

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

S. No.	Particulars	Holding and Ultimate Holding Company (Till 9 November 2015)	Investing party of which the Company is an associate	Enterprises where significant influence of key management personnel or their relatives/ individuals owning voting power or their relative exists	Fellow Subsidiary (Till 9 November 2015)	Key management personnel / Individuals owning voting power and their relatives	Total
	Shobha Gangwal	-	-	-	-	1,007.84	1,007.84
		(-)	(-)	(-)	(-)	(-)	(-)
	The Chinkerpoo Family Trust (Trustee: Shobha Gangwal & J.P. Morgan Trust Company of Delaware)	-	-	1,920.88	-	-	1,920.88
		(-)	(-)	(-)	(-)	(-)	(-)
q)	Proposed Dividend						
	InterGlobe Enterprises Limited	-	2,304.74	-	-	-	2,304.74
		(-)	(-)	(-)	(-)	(-)	(-)
	Kapil Bhatia	-	-	-	-	0.75	0.75
		(-)	(-)	(-)	(-)	(-)	(-)
	Rahul Bhatia	-	-	-	-	0.60	0.60
		(-)	(-)	(-)	(-)	(-)	(-)
	Rohini Bhatia	-	-	-	-	0.15	0.15
		(-)	(-)	(-)	(-)	(-)	(-)
	Rakesh Gangwal	-	-	-	-	912.91	912.91
		(-)	(-)	(-)	(-)	(-)	(-)
	Shobha Gangwal	-	-	-	-	522.79	522.79
		(-)	(-)	(-)	(-)	(-)	(-)
	Asha Mukherjee	-	-	-	-	20.24	20.24
		(-)	(-)	(-)	(-)	(-)	(-)
	IGÉ (Mauritius) Private Limited	-	-	48.60	-	-	48.60
		(-)	(-)	(-)	(-)	(-)	(-)
	The Chinkerpoo Family Trust (Trustee: Shobha Gangwal & J.P.Morgan Trust Company of Delaware)	-	-	845.64	-	-	845.64
		(-)	(-)	(-)	(-)	(-)	(-)
	Acquire Services Private Limited	-	-	0.15	-	-	0.15
		(-)	(-)	(-)	(-)	(-)	(-)
r)	Conversion of convertible preference shares into equity shares (Refer to Note 2.1 (b) (2))						
	Rahul Bhatia	-	-	-	-	3.01	3.01
		(-)	(-)	(-)	(-)	(-)	(-)
	Shobha Gangwal	-	-	-	-	3.01	3.01
		(-)	(-)	(-)	(-)	(-)	(-)
	Rakesh Gangwal	-	-	-	-	2.00	2.00
		(-)	(-)	(-)	(-)	(-)	(-)
s)	Bonus shares - Issued during the year (Refer to Note 2.1 (h) (iii))						
	InterGlobe Enterprises Limited	1,412.46	-	-	-	-	1,412.46
		(-)	(-)	(-)	(-)	(-)	(-)

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

S. No.	Particulars	Holding and Ultimate Holding Company (Till 9 November 2015)	Investing party of which the Company is an associate	Enterprises where significant influence of key management personnel or their relatives/ individuals owning voting power or their relative exists	Fellow Subsidiary (Till 9 November 2015)	Key management personnel / Individuals owning voting power and their relatives	Total
	Acquire Services Private Limited	-	-	0.09	-	-	0.09
		(-)	(-)	(-)	(-)	(-)	(-)
	Kapil Bhatia	-	-	-	-	0.45	0.45
		(-)	(-)	(-)	(-)	(-)	(-)
	Rahul Bhatia	-	-	-	-	27.41	27.41
		(-)	(-)	(-)	(-)	(-)	(-)
	Rohini Bhatia	-	-	-	-	0.09	0.09
		(-)	(-)	(-)	(-)	(-)	(-)
	Shobha Gangwal	-	-	-	-	304.71	304.71
		(-)	(-)	(-)	(-)	(-)	(-)
	Rakesh Gangwal	-	-	-	-	547.24	547.24
		(-)	(-)	(-)	(-)	(-)	(-)
	Asha Mukherjee	-	-	-	-	13.49	13.49
		(-)	(-)	(-)	(-)	(-)	(-)
	The Chinkerpoo Family Trust (Trustee: Shobha Gangwal & J.P.Morgan Trust Company of Delaware)	-	-	529.20	-	-	529.20
		(-)	(-)	(-)	(-)	(-)	(-)
t)	Employee stock compensation cost (Refer to Note 2.40)						
	Aditya Ghosh	-	-	-	-	72.69	72.69
		(-)	(-)	(-)	(-)	(-)	(-)

(figures in () are for previous year)

@ excludes expense towards gratuity since the same is based on actuarial valuation for the Company as a whole.

(IV) Balances as at 31 March 2016:

Particulars	Holding and Ultimate Holding Company (Till 9 November 2015)	Investing party of which the Company is an associate	Enterprises where significant influence of key management personnel or their relatives/ individuals owning voting power or their relative exists	Fellow Subsidiary (Till 9 November 2015)	Key management personnel/ Individuals owning voting power and their relatives	Total
Payables						
InterGlobe Enterprises Limited	-	41.96	-	-	-	41.96
	(4.52)	(-)	(-)	(-)	(-)	(4.52)
InterGlobe Air Transport Limited	-	-	78.96	-	-	78.96
	(-)	(-)	(-)	(83.39)	(-)	(83.39)
InterGlobe Technologies Private Limited	-	-	95.55	-	-	95.55
	(-)	(-)	(124.74)	(-)	(-)	(124.74)
InterGlobe Hotels Private Limited	-	-	4.86	-	-	4.86
	(-)	(-)	(5.82)	(-)	(-)	(5.82)
Caddie Hotels Private Limited	-	-	10.51	-	-	10.51
	(-)	(-)	(-)	(-)	(-)	(-)

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

Particulars	Holding and Ultimate Holding Company (Till 9 November 2015)	Investing party of which the Company is an associate	Enterprises where significant influence of key management personnel or their relatives/ individuals owning voting power or their relative exists	Fellow Subsidiary (Till 9 November 2015)	Key management personnel/ Individuals owning voting power and their relatives	Total
Acquire Services Private Limited	-	-	0.85	-	-	0.85
	(-)	(-)	(6.16)	(-)	(-)	(6.16)
CAE Simulation Training Private Limited	-	-	-	-	-	-
	(-)	(-)	(8.05)	(-)	(-)	(8.05)
Aditya Ghosh	-	-	-	-	11.11	11.11
	(-)	(-)	(-)	(-)	(0.81)	(0.81)
Dividend payable						
InterGlobe Enterprises Limited	-	2,304.74	-	-	-	2,304.74
	(509.86)	(-)	(-)	(-)	(-)	(509.86)
Kapil Bhatia	-	-	-	-	0.75	0.75
	(-)	(-)	(-)	(-)	(0.16)	(0.16)
Rahul Bhatia	-	-	-	-	0.60	0.60
	(-)	(-)	(-)	(-)	(0.13)	(0.13)
Rohini Bhatia	-	-	-	-	0.15	0.15
	(-)	(-)	(-)	(-)	(0.03)	(0.03)
Rakesh Gangwal	-	-	-	-	912.91	912.91
	(-)	(-)	(-)	(-)	(-)	(-)
Shobha Gangwal	-	-	-	-	522.79	522.79
	(-)	(-)	(-)	(-)	(-)	(-)
Asha Mukherjee	-	-	-	-	20.24	20.24
	(-)	(-)	(-)	(-)	(-)	(-)
IGE (Mauritius) Private Limited	-	-	48.60	-	-	48.60
	(-)	(-)	(-)	(-)	(-)	(-)
The Chinkerpoo Family Trust (Trustee: Shobha Gangwal & J.P.Morgan Trust Company of Delaware)	-	-	845.64	-	-	845.64
	(-)	(-)	(-)	(-)	(-)	(-)
Acquire Services Private Limited	-	-	0.15	-	-	0.15
	(-)	(-)	(-)	(-)	(-)	(-)

(figures in () are for previous year)

2.31 Employee benefits

Defined contribution plan

An amount of Rs. 306.71 (previous year Rs. 251.93) has been recognised as an expense in respect of the Company's contribution to Provident Fund and Employee State Insurance Fund deposited with the relevant authorities and has been shown under personnel expenses in the Statement of Profit and Loss.

Defined benefit plan

The Company operates gratuity plan wherein every employee is entitled to the benefit equivalent to 15 days of total basic salary last drawn for each completed year of service. Gratuity is payable to all eligible employees of the Company on retirement, separation, death or permanent disablement, in terms of the provisions of the Payment of Gratuity Act.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

The following table sets out the status of the gratuity plan as required under Accounting Standard 15:

Passenger services

Particulars	As at 31 March 2016	As at 31 March 2015
I. Changes in present value of defined benefit obligation:		
Present value of obligation as at the beginning of the year	266.06	174.81
Interest cost	22.16	16.94
Past service cost- vested	-	-
Current service cost	70.92	52.17
Benefits paid	(13.45)	(13.61)
Actuarial loss/ (gain) on obligations	18.49	35.75
Present value of obligation as at the end of the year	364.18	266.06
II. Change in the fair value of plan assets		
The Scheme does not have any assets as at the valuation date to meet the gratuity liability	-	-
III. Amount recognised in the Balance Sheet		
Present value of obligation as at the end of the year	(364.18)	(266.06)
Fair value of plan assets at the end of the year	-	-
Funded status of the plans – (liability)	(364.18)	(266.06)
Net (Liability) recognised in the balance sheet	(364.18)	(266.06)
IV. Expense recognised in the Statement of Profit and Loss		
Current service cost	70.92	52.17
Past service cost- vested	-	-
Interest cost	22.16	16.94
Expected return on plan assets	-	-
Net actuarial (gain)/loss recognised in the year	18.49	35.75
Net gratuity cost	111.57	104.86
V. Assumptions:		
Economic assumptions		
Discount rate	7.79%	7.98%
Rate of increase in compensation levels	Non crew 10.75% Crew 5.75%	Non crew 10.75% Crew 5.75%
Average remaining working lives of employees (years)	26.66	28.34
Demographic assumptions:		
Retirement age	Pilot : 65 years Cabin Crew : 40 years	Pilot: 65 years Cabin Crew : 40 years
Mortality table	Non Crew: 60 years IAM (2006-08)	Non Crew: 60 years IAM (2006-08)
Withdrawal	18%	18%

Experience adjustment

Particulars	As at 31 March 2016	As at 31 March 2015	As at 31 March 2014	As at 31 March 2013	As at 31 March 2012
Experience adjustment loss/ (gain) – plan	-	-	-	-	-
Experience adjustment loss/ (gain) – obligations	18.36	14.96	(8.60)	8.43	0.14

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

Cargo services

Particulars	As at 31 March 2016	As at 31 March 2015
I. Changes in present value of defined benefit obligation:		
Present value of obligation as at the beginning of the year	8.49	5.94
Interest cost	0.67	0.53
Past service cost- vested	-	-
Current service cost	1.53	1.22
Benefits paid	(0.14)	(0.27)
Actuarial loss/(gain) on obligations	0.80	1.07
Present value of obligation as at the end of the year	11.35	8.49
II. Change in the fair value of plan assets		
The Scheme does not have any assets as at the valuation date to meet the gratuity liability	-	-
III. Amount recognized in the Balance Sheet		
Present value of obligation as at the end of the year	(11.35)	(8.49)
Fair value of plan assets at the end of the year	-	-
Funded status of the plans – (liability)	(11.35)	(8.49)
Net (liability) recognised in the Balance Sheet	(11.35)	(8.49)
IV. Expense recognised in the Statement of Profit and Loss		
Current service cost	1.53	1.22
Interest cost	0.67	0.53
Expected return on plan assets	-	-
Net actuarial loss/ (gain) recognised in the year	0.80	1.07
Net gratuity cost	3.00	2.82
V. Assumptions:		
Economic assumptions:		
Discount rate	7.79%	7.98%
Rate of increase in compensation levels	10.75%	10.75%
Average remaining working lives of employees (years)	28.70	31.67
Demographic assumptions:		
- Retirement age	60 years	60 years
- Mortality table	IALM (2006-08)	IALM (2006-08)
- Withdrawal		
- Upto 30 years	18%	18%
- From 31 to 44 years	18%	18%
- Above 45 years	18%	18%

Experience adjustment

Particulars	As at 31 March 2016	As at 31 March 2015	As at 31 March 2014	As at 31 March 2013	As at 31 March 2012
Experience adjustment loss/ (gain) – plan	-	-	-	-	-
Experience adjustment loss/ (gain) – obligations	0.81	0.43	(3.32)	0.15	0.06

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

Bifurcation of provision for gratuity at the end of year:

Particulars	As at 31 March 2016	As at 31 March 2015
Provision for gratuity		
Passenger services		
- Current liability	54.13	33.56
- Non-Current liability	310.05	232.50
Cargo services		
- Current liability	1.56	1.00
- Non-Current liability	9.79	7.49
Total	375.53	274.55

2.32 The Company's exposure in respect of foreign currency denominated liabilities and assets not hedged by derivative instruments or otherwise is as follows:

Particulars		31 March 2016		31 March 2015	
		Amount in foreign currency	Amount (In Rupees)	Amount in foreign currency	Amount (In Rupees)
Current/Non-current assets	USD	131.02	8,667.32	108.18	6,761.81
	EUR	0.04	2.82	0.39	26.35
	GBP	0.01	0.55	-	-
	AED	23.97	431.84	51.21	871.46
	NPR	73.43	45.83	34.90	21.60
	OMR	0.14	24.25	0.45	73.81
	SGD	0.32	15.85	2.94	133.63
	THB	7.04	13.25	25.76	49.46
Current /Non-current liabilities (excluding items mentioned below)	USD	430.73	28,495.10	342.32	21,396.94
	EUR	0.49	37.04	0.20	13.60
	GBP	0.20	18.64	0.80	74.14
	CHF	0.12	8.61	0.11	7.36
	AED	8.33	150.11	7.00	119.12
	NPR	30.31	18.91	30.43	18.83
	OMR	0.11	19.48	0.07	11.38
	SGD	0.20	10.07	0.31	14.21
	THB	8.47	15.95	3.89	7.47
AUD	-	-	0.02	0.90	
Outstanding finance lease liability	USD	468.40*	30,987.08*	630.42*	39,404.24*
Secured loans from banks and others	USD	61.00	4,035.46	48.00	3,000.24
Provision for redelivery cost	USD	5.78	382.29	4.53	282.92

* Includes borrowing associated with finance lease amounting to USD 45.57 (Rs. 3,014.61) [previous year USD 50.28 (Rs. 3,142.85)].

USD: United States Dollar, GBP: Great British Pound, AED: Arab Emirates Dirhams, NPR: Nepalese Rupee Rate, OMR: Omani Rials, THB: Thai Baht, CHF: Swiss Franc, SGD: Singapore Dollar, EUR: Euro, AUD: Australian Dollar.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

2.33 Expenditure in foreign currency

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
Aircraft and engine rentals (excluding cash and non-cash incentives)	29,687.48	23,075.50
Aircraft maintenance	4,061.23	2,735.51
Aircraft fuel expenses*	7,217.18	6,803.31
Employee benefits	806.30	514.28
Finance cost	1,144.67	1,034.89
Landing fees and en route charges	1,680.95	1,249.86
Insurance-aircraft	295.09	288.59
Reservation cost	640.89	515.34
Training	437.44	295.14
Legal and professional	30.11	70.52
Operating cost of software	158.96	128.36
Travelling and conveyance	17.30	8.32
Crew accommodation and transportation	185.55	124.82
Recruitment cost	36.57	22.54
In flight purchases	9.47	17.05
Repair and maintenance	21.94	11.00
Commission	76.19	60.74
Bank Charges	1.14	-
Insurance Charges	0.41	-
Rates and Taxes	0.27	-
Share Issue Expenses (Refer to Note 2.2)	27.82	-
Miscellaneous expenses	139.21	103.13
Total	46,676.17	37,058.90

* Including consumption of imported fuel inventory amounting to Rs. 5,332.28 (previous year Rs. 4,429.58)

2.34 Earnings in foreign exchange

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
Passenger services*	6,818.38	5,144.48
Cargo services	48.98	83.92
Inflight sales	136.15	95.17
Incentives (cash and non-cash)	4,320.85	4,142.57
Advertisement income	3.14	-
Miscellaneous income	157.17	19.93
Total	11,484.67	9,486.07

*Includes earnings from tickets booked through international credit cards.

2.35 CIF value of imports

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
Capital goods	1,082.30	396.21
Components and spare parts	1,183.17	928.53
Total	2,265.47	1,324.74

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

2.36 Value of stores and spares and loose tools consumed

Particulars	For the year ended 31 March 2016		For the year ended 31 March 2015	
	%	Amount	%	Amount
Imported	88.08%	995.99	89.06%	794.69
Indigenous	11.92%	134.74	10.94%	97.62
Total	100.00%	1,130.73	100.00%	892.31

2.37 Dividend remittances in foreign currency

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
Amount remitted during the year	5,331.90	6,564.39
Year to which the dividend relates	Year ended 31 March 2015 and 31 March 2016	Year ended 31 March 2015 and 31 March 2014
Number of non-resident shareholders*	3	2
Number of shares held by non-resident shareholders*	148,451	148,451

*Dividend has been paid before the date of issue of bonus shares and sub-division of equity shares (Refer to Note 2.1).

2.38 Segment Reporting

a) Primary Segment: Geographical Segment

The Company operates in domestic and international sectors. Moreover, the Company, considering its internal financial reporting, which is based on geographic segments has identified geographic segment as the primary segment.

The geographic segment consists of :

- i) Domestic (air transportation within India)
- ii) International (air transportation outside India)

Accounting policies: Segment information is prepared in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

Segment revenue and expenses:

Segment revenue and expenses represents revenue and expenses that are either directly attributed to individual segments or are attributed to individual segments on a reasonable basis. The remainder of the revenue and expenses are categorized as unallocated which mainly comprises finance costs and other operating expenses and certain other incomes since the underlying assets/liabilities/services are used interchangeably. The Company believes that it is not practical to provide segment disclosures relating to these unallocated revenue and expenses, and accordingly these are separately disclosed as "unallocated".

Segment assets and liabilities:

Segment assets includes all operating assets used by a segment and consists primarily of fixed assets, inventories, trade receivables, loans and advances etc which are directly attributed to individual segments or are attributed to individual segments on a reasonable basis. Segment liabilities include all operating liabilities and consist primarily of forward sales, advance from customers etc which are directly attributed to individual segments or are attributed to individual segments on a reasonable basis. The remainder of assets and liabilities are categorized as unallocated, since the Company believes that it is not practical to allocate the same over reportable segments on a reasonable basis.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

b) Secondary Segment: Business Segment

The company operates into one business segment only i.e. Air transportation. Therefore business segmenting is not applicable to the Company.

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
Segment Revenue		
Domestic	146,893.36	127,254.63
International	14,697.26	12,084.26
Total	161,590.62	139,338.89
Segment Results		
Domestic	29,210.20	18,944.02
International	3,788.92	1,921.63
Total	32,999.12	20,865.65
Less:		
Finance costs	1,348.53	1,155.32
Depreciation and amortisation expense	394.65	309.57
Un-allocable expenses	7,388.84	4,795.83
Add:		
Other Un-allocable revenue	4,422.40	3,860.30
Profit before tax	28,289.50	18,465.23
Less:		
Tax expenses	8,392.30	5,423.51
Net Profit after tax	19,897.20	13,041.72
Segment Assets:		
Domestic	47,631.99	47,826.31
International	4,540.05	4,332.13
Un-allocable assets	78,019.07	55,524.01
Total	130,191.11	107,682.45
Segment Liabilities:		
Domestic	28,702.73	29,553.52
International	2,804.07	2,721.30
Un-allocable liabilities	80,341.54	71,200.68
Total	111,848.34	103,475.50
Capital expenditure		
Domestic	1,381.50	9,647.98
International	131.40	873.17
Un-allocable capital expenditure	967.31	284.41
Total	2,480.21	10,805.56
Depreciation and amortisation expense		
Domestic	4,233.47	2,487.45
International	402.67	225.12
Un-allocable depreciation and amortisation expense	394.65	309.57
Total	5,030.79	3,022.14

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
Non-cash expenses other than depreciation and amortisation expense		
Domestic	104.19	77.68
International	9.91	7.03
Un-allocable Non-cash expenses other than depreciation and amortisation expense	683.43	72.53
Total	797.53	157.24

2.39 Earnings per share

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
Net profit	19,897.20	13,041.72
Net profit attributable to equity shareholders	19,897.20	13,041.72
Weighted average number of equity shares		
- For basic earnings per share	342,073,191	307,000,000
Dilutive effect	10,133,850	36,716,000
- For diluted earnings per share	352,207,041	343,716,000
Basic earnings per share (Rs.)	58.17	42.48
Diluted earnings per share (Rs.)	56.49	37.94
Nominal value per share (Rs.)	10	10

Note: Earnings per share calculations are done in accordance with Accounting Standard 20 "Earnings Per Share" ("AS 20") as notified under section 133 of the Companies Act 2013, read together with rule 7 of the Companies (Accounts) Rules 2014. As required by AS 20, if the number of equity or potential equity shares outstanding increases as a result of a bonus issue or share split or decreases as a result of a reverse share split (consolidation of shares), the calculation of basic and diluted earnings per share should be adjusted for all the periods presented. As stated in Note 2.1 'Share Capital', the number of shares, during the year ended 31 March 2016, have increased on account of issue of bonus shares and split of shares. Accordingly, the bonus shares and share split have been considered while computing the basic and diluted earnings per share for the year ended 31 March 2016 and previous year ended 31 March 2015.

2.40 Employee share-based payment plans

Description of share-based payment arrangements

As at 31 March 2016, the Company has following share-based payment arrangements for employees:

(i) InterGlobe Aviation Limited Tenured Employees Stock Option Scheme - 2015 (ESOS 2015 - I)

On 23 June 2015, the Board of Directors approved the InterGlobe Aviation Limited Tenured Employees Stock Option Scheme (the "ESOS 2015 - I"), which was subsequently approved in the Extraordinary General Meeting held on 25 June 2015. The InterGlobe Aviation Limited Tenured Employees Stock Option Scheme - 2015, comprises 1,111,819 options which are convertible into equivalent number of equity shares of Rs. 10 each as per the terms of the scheme. Upon vesting, the employees can acquire one common equity share of the Company for every option granted. The options were granted on 25 June 2015.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

The terms and conditions related to the grant of the share options are as follows:

Grant date/employees entitled	Number of options granted	Vesting conditions	Contractual period
Options granted to the employees of the Company during the year ended 31 March 2016	1,111,819	Refer note below	2 years
Total share options outstanding as at 31 March 2016	1,111,819		

Note:

Vesting of the Options granted under the ESOS 2015 – I shall be one year from the Grant Date or completion of the listing of the shares of the Company on a recognized stock exchange in India in an initial public offering, whichever is later. In case the listing is not completed within two years from the date of Grant, the Options shall automatically lapse on the expiry of such two year period.

(ii) InterGlobe Aviation Limited Employees Stock Option Scheme - 2015 (ESOS 2015 - II)

On 23 June 2015, the Board of Directors approved the InterGlobe Aviation Limited Employees Stock Option Scheme (the "ESOS 2015 - II"), which was subsequently approved in the extra ordinary general meeting held on 25 June 2015. The InterGlobe Aviation Limited Employees Stock Option Scheme - 2015, comprises 3,107,674 options which are convertible into equivalent number of equity shares of Rs. 10 each as per the terms of the scheme. Upon vesting, the employees can acquire one common equity share of the Company for every option. The options were granted on 30 October 2015.

The terms and conditions related to the grant of the share options are as follows:

Grant date/employees entitled	Number of options granted	Vesting conditions	Contractual period
Options granted to the employees of the Company during the year ended 31 March 2016	2,267,143	Refer note below	5 years - 8.5 years
Total share options outstanding as at 31 March 2016	2,267,143		

Note:

Vesting period of the options granted under ESOS 2015-II shall be:

- Over the period of four years (Graded Vesting) for 420,530 options granted to the President and Whole Time Director of the Company and 1,514,587 options granted to other employees of the Company; and
- After four and a half years subject to market condition being met for 332,026 options granted to the President and Whole Time Director of the Company.

The options granted under ESOS 2015-II can be exercised within four years from the date of vesting.

Reconciliation of outstanding share options

The number and weighted average exercise prices of share options under employee stock option plans are as follows:

Particulars	As at 31 March 2016		
	No. of options	Weighted average exercise price	Weighted average remaining life
Outstanding at the beginning of the year	-	-	-
Granted during the year	3,378,962	422.61	4.95
Forfeited / expired during the year	-	-	-
Exercised during the year	-	-	-
Outstanding at the end of the year	3,378,962	422.61	4.95
Exercisable at the end of the year	-	-	-

In accordance with the Guidance Note on Accounting for Employee Share-based Payments, issued by the Institute of Chartered Accountants of India, the Company has elected to account for stock options based on the fair value method.

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

The weighted average fair value of stock options as on grant date

Particulars	Method of valuation	Weighted average fair value as on grant date (Rs.)
ESOS - I	Black-Scholes option pricing model	569.19
ESOS - II		
- Employees other than President and Whole Time Director	Black-Scholes option pricing model	488.2-360.1
- President and Whole Time Director covered in (a) above	Black-Scholes option pricing model and Monte Carlo Simulation	757.9-756.1
- President and Whole Time Director covered in (b) above	Black-Scholes option pricing model	620.1

The inputs used in the measurement of grant-date fair value are as follows:

Particulars	Share price (Rs.)	Exercise price (Rs.)	Expected volatility	Expected life (in years)	Expected dividend	Risk-free interest rate
ESOS - I	578.47	10	57.0%	1	0.00%	7.5%
ESOS - II						
- Employees other than President and Whole Time Director	765	765	60.0% - 61.1%	3-6	0.00%	7.5%
- President and Whole Time Director covered in (a) above	765	10	60.5%-66.7%	1.5-4.5	0.00%	7.5%
- President and Whole Time Director covered in (b) above	765	765	62.4%	2	0.00%	7.5%

The risk-free interest rates are determined based on current yield to maturity of Government Bonds with 10 year residual maturity. Volatility calculation is based on daily closing stock prices of competitors using standard deviation of daily change in stock price. The minimum life of stock option is the minimum period before which the options cannot be exercised and the maximum life is the period after which the options cannot be exercised. The expected term has been considered based on average sum of maximum life and minimum life. Dividend yield has been calculated taking into account expected rate of dividend on equity share price as on grant date.

Effect of employee stock option scheme on the Statement of Profit and Loss:

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
Employee stock compensation cost	677.07	-
Total	677.07	-

2.41 The proceeds from IPO is Rs.12,091 (net of fresh issue related expenses (including Service Tax))

Details of utilization of IPO proceeds are as follows:

Particulars	Objects of the issue as per the prospectus	Utilized upto 31 March 2016	Unutilized amount as at 31 March 2016
Retirement of certain outstanding finance lease liabilities and consequent acquisition of aircraft*	11,656.63	6,731.32	4,925.31
Purchase of ground support equipment for airline operations	342.58	109.50	233.08
General corporate purposes	91.79	91.79	-
Total	12,091.00	6,932.61	5,158.39

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

Majority of the unutilized amounts of the issue as at 31 March 2016 have been temporarily deployed in fixed deposits with banks.

* The Company has filed prospectus with Registrar of Companies ('RoC') on 30 October 2015. As per the terms set out in the prospectus on "Utilization of IPO Proceeds", the Company was required to utilise IPO proceeds to retire certain outstanding finance lease liabilities and consequent acquisition of aircraft by 31 March 2016. The Company has retired finance lease liabilities for five aircraft out of the proposed eight aircraft by 31 March 2016. The Company is in the process of obtaining requisite approvals for the remaining outstanding finance lease in respect of three aircraft. Management expects to receive the approvals in the first quarter of financial year 2016-2017.

2.42 Under Section 135 of the Companies Act, 2013, the Company is required to spend, in every financial year, atleast 2% of the average net profits of the Company made during the three immediately preceding financial years on Corporate Social Responsibility (CSR), pursuant to its policy in this regard. The Act requires such companies to constitute a Corporate Social Responsibility Committee which shall formulate and recommend to the Board a Corporate Social Responsibility Policy which shall indicate the CSR activities to be undertaken by the Company as specified in Schedule VII to the Companies Act, 2013.

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
a) Gross amount required to be spent by the Company during the year	189.47	98.55
b) Amount spent and paid during the year	85.08	39.03
Particulars of amount spent and paid during the year:		
(i) Construction/acquisition of any asset	-	-
(ii) On purpose other than (i) above	85.08	39.03
Total	85.08	39.03

2.43 Scheme of arrangement

Amalgamation of the Company with Caelum Investment, LLC

A scheme of amalgamation between Caelum Investment LLC ("Transferor Company") and InterGlobe Aviation Limited (the "Company" or "Transferee Company") and their respective shareholders/members and creditors ("Scheme") was sanctioned by the High Court of Delhi vide its order dated 22 December 2014 ("Order") under Sections 391 to 394 and all other applicable provisions of the Companies Act, 1956 in Company Petition No. 599/2014 connected with Company Application (M) No. 107/2014 and in respect of which the certified copy of the formal Order was obtained on 27 March 2015 and was subsequently filed with the Registrar of Companies on 24 April 2015. Further, in relation to the Scheme, the Company has received a certificate of merger dated 24 April 2015 from the Secretary of State, Division of Corporations, State of Delaware, United States of America giving effect to the merger of the Transferor Company with the Company. Accordingly, in terms of the Scheme, the Scheme came into effect from 24 April 2015 ("Effective Date"). The applicable date and the effective date of the scheme is 24 April 2015.

Transferor Company was an investment Company.

In relation to the Scheme, the Foreign Investment Promotion Board vide its letter (No. 69(2014)/90(2014) dated 10 September 2014 had granted its approval to the Company to issue and allot upto 147,000 equity shares having face value of Rs. 1,000 each constituting 47.88% of the issued, paid-up equity share capital to the members of the Transferor Company in the proportion of the voting units held by such members in the Transferor Company pursuant to the Scheme. Further, the Competition Commission of India vide its order dated 30 July 2014 stated that the proposed combination is not likely to have an appreciable adverse effect on competition in India and therefore, approved the same under Section 31(1) of the Competition Act, 2002.

As on the Effective Date, the only assets of the Transferor Company represents 147,000 equity shares having face value of Rs. 1,000 ("Equity Shares") in the Transferee Company.

In accordance with the terms of the Scheme, the Company at its board meeting held on 25 April 2015, cancelled the equity shares held by the Transferor Company in the Company and issued and allotted 147,000 fresh fully paid-up equity shares of Rs. 1,000 each to the members of Transferor Company in the manner mentioned below, constituting 47.88% of the post

Notes forming part of the financial statements

for the year ended 31 March 2016

(Rupees in millions, except for share data and if otherwise stated)

issue paid-up equity share capital of the Company on the date of issue of the aforesaid 147,000 equity shares. In terms of the Scheme, the 147,000 fresh equity shares were issued to the members of the Transferor Company in the proportion to the voting units held by the members of the Transferor Company in the Transferor Company and whose names appear in the books and records of the Transferor Company as on 23 April 2015 i.e. the 'Record Date', as defined in the Scheme:

S. No.	Name of Shareholder	Number of equity shares
1.	Mr. Rakesh Gangwal	58,800
2.	Ms. Shobha Gangwal	29,400
3.	The Chinkerpoo Family Trust (Trustee: Shobha Gangwal & J.P Morgan Trust Company of Delaware)	58,800
	Total	147,000

The amalgamation is in the nature of a merger and has been accounted for under the "Pooling of Interest Method" as per Accounting Standard 14 (AS-14), by recording the following:

- As per the scheme, 147,000 equity shares of Rs. 1,000 each held by the Transferor Company in the Transferee Company were extinguished and proportionate number of fresh fully paid-up equity shares of Rs. 1,000 each of the Transferee Company were issued to the members of the Transferor Company on 25 April 2015.
- There is no material adjustment required to be made for difference in the accounting policies between the Transferee Company and the Transferor Company.

2.44 The Company had placed a firm order for 180 A320Neo aircraft with Airbus in June 2011. Pursuant to this firm order, the Company was to receive delivery of the first aircraft out of the fleet of 180 A320Neo aircraft during the quarter ended 31 December 2015. However, on 17 December 2015, the Company has received a notification from Airbus that the delivery of the first A320Neo aircraft is delayed due to industrial reasons. Subsequently, in the quarter ended 31 March 2016, the Company has received delivery of three A320Neo Aircraft out of the order of 180 A320Neo Aircraft.

2.45 The Company has established a comprehensive system of maintenance of information and documents that are required by the transfer pricing legislation under section 92-92F of the Income Tax Act, 1961. Since the law requires existence of such information and documentation to be contemporaneous in nature, the Company is in the process of updating the documentation for the transactions entered into with the associated enterprises during the financial year and expects such records to be in existence latest by due date as required under the law. The management is of the opinion that its transactions with the associated enterprises are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation.

2.46 Previous year's figures have been regrouped / reclassified, where necessary, to conform to current year's classification.

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
Registration No.: 101248U/ W-100022

Jiten Chopra
Partner
Membership No. 092894

For and on behalf of the Board of Directors of
InterGlobe Aviation Limited

Rohini Bhatia
Director
DIN:01583219

Pankaj Madan
Chief Financial Officer

Aditya Ghosh
President and Whole Time Director
DIN: 01243445

Suresh Kumar Bhutani
Company Secretary

Place: Gurgaon
Date: 29 April 2016

Place: Gurgaon
Date: 29 April 2016

INTERGLOBE AVIATION LIMITED

CIN: L62100DL2004PLC129768

Registered Office: Central Wing, Ground Floor, Thapar House, 124, Janpath,
New Delhi - 110001, India, Tel: 011 - 6500 0428; Fax: 011 - 43513200
Email: investors@goindigo.in Website: www.goindigo.in



NOTICE

Notice is hereby given that the Thirteenth Annual general meeting of the shareholders of InterGlobe Aviation Limited (the "Company") will be held on Wednesday, September 21, 2016 at 09:30 A.M. Indian Standard Time at Siri Fort Auditorium, August Kranti Marg, New Delhi -110 049 India to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited financial statements of the Company for the financial year ended March 31, 2016, together with the reports of the Board of directors and the Auditors thereon.
2. To confirm the payment of Interim dividend and to declare Final dividend on Equity Shares for the financial year ended March 31, 2016.
3. To appoint a Director in place of Mr. Aditya Ghosh (DIN: 01243445), who retires by rotation and being eligible, offers himself for re-appointment.
4. To ratify the appointment of the Auditors and fix their remuneration and in this regard 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 Section 139, 141, 142 and other applicable provisions of the Companies Act, 2013 read with the rules made thereunder, the appointment of B S R & Co. LLP, Chartered Accountants, (Registration No. 101248W/ W-100022) as Statutory Auditors of the Company, approved at the Annual general meeting of the Company held on September 08, 2014 until the conclusion of the fifteenth consecutive Annual general meeting of the Company, be and is hereby ratified in this thirteenth Annual general meeting till the conclusion of the fourteenth Annual general meeting and the Board of directors of the Company be and are hereby authorised to fix their remuneration for the financial year ending on March 31, 2017."

Special Business

5. Re-appointment of Mr. Devadas Mallya Mangalore (DIN: 01804955) as a Chairman and Non - Executive Independent Director

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) (the "Act") and as recommended by Nomination and

Remuneration Committee and the Board of directors, approval of the shareholders of the Company be and is hereby granted to the re-appointment of Mr. Devadas Mallya Mangalore (DIN: 01804955), as a Chairman and Non-Executive Independent Director of the Company not liable to retire by rotation, for a period of five years with effect from March 27, 2017 to March 26, 2022.

RESOLVED FURTHER THAT the Board of directors of the Company (the "Board") be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient, to give effect to this resolution and the Board may, by a resolution delegate the aforementioned power to any committee of directors, director or any other principal officer of the Company on such conditions as the Board may prescribe."

6. Re-appointment of Dr. Anupam Khanna (DIN: 03421015) as Non-Executive Independent Director

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) (the "Act") and as recommended by Nomination and Remuneration Committee and the Board of directors, approval of the shareholders of the Company be and is hereby granted to the re-appointment of Dr. Anupam Khanna (DIN: 03421015), as Non-Executive Independent Director of the Company not liable to retire by rotation, for a period of five years with effect from March 27, 2017 to March 26, 2022.

RESOLVED FURTHER THAT the Board of directors of the Company (the "Board") be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient, to give effect to this resolution and the Board may, by a resolution delegate the aforementioned power to any committee of directors, director or any other principal officer of the Company on such conditions as the Board may prescribe."

7. Alteration of Articles of Association of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 5 read with Section 14 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in

force) and subject to the approvals, consents, permissions and sanctions, if any, required from any authority and as recommended by the Board of directors, approval of the shareholders of the Company be and is hereby granted for alteration in the Articles of Association of the Company by deleting Part II from the existing set of Articles of Association with immediate effect.

RESOLVED FURTHER THAT the Board of directors of the Company (the "Board") be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient, to give effect to this resolution and the Board may, by a resolution delegate the aforementioned power to any committee of directors, director or any other principal officer of the Company on such conditions as the Board may prescribe."

8. Approval for increase in borrowing limits of the Company

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

"RESOLVED THAT in supersession of resolution approved by the shareholders at the Extraordinary general meeting of the Company held on March 27, 2015 and pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, approval of the shareholders be and is hereby granted to the Board of directors of the Company (the "Board") to borrow, from time to time, any sum or sums of money, notwithstanding that such borrowings together with the money already borrowed by the Company (apart from temporary loans obtained / to be obtained from the Company's bankers in the ordinary course of business), exceeds the aggregate for the time being of the paid up capital of the Company and its free reserves provided that the maximum aggregate amount of the money/ moneys so borrowed by the Company shall not at any time exceed the limit of Rs. 200 billion (Rupees two hundred billion).

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient, to give effect to this resolution and the Board may, by a resolution delegate the aforementioned power to any committee of directors, director or any other principal officer of the Company on such conditions as the Board may prescribe."

By order of the Board of directors

For InterGlobe Aviation Limited

Registered Office:

Central Wing, Ground Floor,
Thapar House, 124 Janpath,
New Delhi-110 001

Aditya Ghosh
(President and
Whole Time Director)
(DIN 01243445)

Gurgaon, August 01, 2016

NOTES

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual general meeting is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
3. Corporate Members intending to send their authorised representatives to attend the Annual general meeting, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a certified copy of relevant Board resolution together with the respective specimen signatures of those representative(s) authorised under the said resolution to attend and vote on their behalf at the meeting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, September 15, 2016 to Wednesday, September 21, 2016 (both days inclusive).
5. Members/Proxies are requested to bring duly filled Attendance slips attached herewith for attending the meeting and copies of the Annual report with them.
6. Members whose shareholding(s) are in electronic mode are requested to direct changes relating to address, bank mandate and Electronic clearing service (ECS) details to their respective Depository participants.
7. Members are requested to quote their Registered Folio Number or Demat account number & Depository participant (D.P) ID number on all correspondence with the Company.
8. Members who are holding shares in more than one folio are requested to intimate to the Company the detail of all folio numbers for consolidation into a single folio.
9. The Final dividend for the financial year ended March 31st, 2016, as recommended by the Board, if approved at the Annual general meeting, will be paid on or after Thursday, September 22, 2016 to those members whose names

- appear on the Register of Members as on Wednesday, September 14, 2016. In respect of shares held in electronic form, the dividend will be payable on the basis of beneficial ownership as at the close of business hours on Wednesday, September 14, 2016 as per the details furnished by the Depositories, viz. National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) for the purpose as on that date.
10. Members holding shares in demat form are hereby informed that bank particulars registered with their respective Depository participants, with whom they maintain their demat accounts, will be used by the Company for the payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository participants of the Members. Members holding shares in demat form are requested to intimate any change in their address and/ or bank mandate immediately to their Depository participants.
 11. Members holding shares in physical form are requested to intimate any change of address and/ or bank mandate to Karvy Computershare Private Limited immediately.
 12. Members are requested to send to the Company their queries, if any, on accounts and operations of the Company at least ten days before the meeting so that the same could be suitably answered at the meeting.
 13. The details of directors seeking appointment / re-appointment as required under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by The Institute of Company Secretaries of India have been given and forms part of the Notice.
 14. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, companies can serve Annual reports and other communications through electronic mode to those Members who have registered their email address either with the Company or with the Depository participant(s). Members who have not registered their email address with the Company can now register the same by submitting the details to Karvy Computershare Private Limited. Members holding shares in demat form are requested to register their email address with their Depository participant(s) only. Members of the Company who have registered their email address are also entitled to receive such communication in physical form, upon request.
 15. The Notice of Annual general meeting, Annual report and Attendance slip are being sent in electronic mode to Members whose email address is registered with the Company or the Depository participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of Annual general meeting, Annual report and Attendance slip are being sent to those Members who have not registered their email address with the Company or Depository participant(s). Members who have received the Notice of Annual general meeting, Annual report and Attendance slip in electronic mode are requested to print the Attendance slip and submit a duly filled in Attendance slip at the Registration counter at the Annual general meeting.
 16. Members may also note that the Notice of the 13th Annual general meeting, Attendance slip, Proxy form, Route map and the Annual report for the financial year 2015-16, will also be available on the Company's website www.goindigo.in for their download. The physical copies of the aforesaid documents will also be available at the Company's registered office, for inspection during normal business hours on working days.
 17. Even after registering for e-communication, members are entitled to receive such communication(s) in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: investors@goindigo.in.
 18. For the immediate reference, route map for reaching the venue of the Annual general meeting is attached.
 19. All documents referred to in the accompanying Notice and the Explanatory statement shall be open for inspection at the Registered office and copies thereof shall also be made available for inspection at the Corporate office of the Company during normal business hours on all working days up to and including the date of the Annual general meeting of the Company.
 20. In terms of Section 72 of the Companies Act, 2013 and related rules thereunder, a Member of the Company may nominate a person on whom the Shares held by him/her shall vest in the event of his/her death. Member(s) desirous of availing this facility may submit nomination in the prescribed Form SH-13 to the Company/ Karvy Computershare Private Limited (RTA) in case shares are held in Physical form, and to their respective Depository participant, if held in electronic form.
 21. Members who are holding shares in physical form in identical names in more than one folio are requested to write to RTA enclosing their Share certificate(s) to enable the Company to consolidate their holding into one folio.
 22. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at Annual general meeting by electronic means. The Members, whose names appear in the Register of Members/ list of Beneficial Owners as on Wednesday, September 14, 2016 being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. Members may cast their votes on electronic

voting system from any place other than the venue of the meeting (remote e-voting) and a person who is not a Member as on the cut-off date should treat this Notice for information purposes only. The remote e-voting period will commence at 10:00 A.M. on Friday, September 16, 2016 and will end at 05:00 P.M. on Tuesday, September 20, 2016 and at the end of remote e-voting period, the facility shall forthwith be blocked. The members, who have voted by remote e-voting, cannot vote at the Annual general meeting but such members shall be entitled to attend the Annual general meeting.

23. Contact details of the official responsible to address the grievances connected with voting by electronic means are set out below;

Mr. I L Murthy,

Manager-Corporate Registry
 Karvy Computershare Private Limited,
 Unit : InterGlobe Aviation Limited
 Karvy Selenium, Tower B, Plot 31-32, Gachibowli,
 Financial District, Nanakramguda, Hyderabad – 500 032.
 Tel. No.: +91 40 6716 1500; Toll Free No.: 1800-345-4001
 Fax No.: +91 40 2300 1153.
 E-mail: lakshmana.murthy@karvy.com or
 evoting@karvy.com

24. In addition, the facility for voting through electronic voting system shall also be made available at the Annual general meeting and the Members attending the Annual general meeting who have not cast their vote by remote e-voting shall be eligible to vote at the Annual general meeting. The Company has appointed Mr. S Anand SS Rao, Practising Company Secretary, to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.
25. Members may please note that no gifts/gift coupons shall be distributed at the venue of the meeting.

PROCEDURE FOR REMOTE E-VOTING

- I. The Company has entered into an arrangement with Karvy Computershare Private Limited for facilitating remote e-voting for Annual general meeting. The instructions for remote e-voting are as under:
- (a) In case of Members receiving an e-mail from Karvy Computershare Private Limited:
- Launch an internet browser and open <https://evoting.karvy.com>
 - Shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cutoff date i.e. closing hours of Wednesday, September 14, 2016 may cast their vote electronically.
 - Enter the login credentials i.e. User ID and password, provided in the email received from Karvy Computershare Private Limited. However,

if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.

- After entering the above details click on - LOGIN.
 - Password change menu will appear. Change the Password with a new Password of your choice. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@, #, \$, etc.) The system will also prompt you to update your contact details like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential. After changing the password, you need to login again with the new credentials.
 - On successful login, the system will prompt you to select the E-Voting Event.
 - Select 'EVENT' of InterGlobe Aviation Limited - AGM and click on – Submit.
 - Now you are ready for e-voting as 'Ballot Form' page opens.
 - Cast your vote by selecting appropriate option and click on 'Submit'. Click on 'OK' when prompted.
 - Upon confirmation, the message 'Vote cast successfully' will be displayed.
 - Once you have confirmed your vote on the resolution, you cannot modify your vote.
 - The Portal will remain open for voting from 10:00 A.M. on Friday, September 16, 2016 to 05:00 P.M. on Tuesday, September 20, 2016.
 - Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board resolution/ Authority Letter, along with attested specimen signature of the duly authorised signatory(ies) who are authorized to vote, to the Scrutinizer by an e-mail at anandssrao@gmail.com. They may also upload the same in the e-voting module in their login. The scanned image of the above mentioned documents should be in the naming format "Corporate Name EVENT NO."
- (b) In case of Members receiving physical copy of the Notice of Annual general meeting and Attendance slip
- Initial Password is provided at the bottom of the Attendance slip in the following format:
- | User Id | Password |
|---------|----------|
| - | - |
- Please follow all steps from Sr. No. (a)(i) to Sr. No. (a)(xi) mentioned above, to cast vote.

- II. In case of any queries, you may refer to the 'Frequently Asked Questions' (FAQs) and 'e-voting user manual' available in the downloads section of the e-voting website of Karvy Computershare Private Limited <https://evoting.karvy.com>.
- III. The voting rights shall be as per the number of equity shares held by the Member(s) as on Wednesday, September 14, 2016, being the cut-off date. Members are eligible to cast vote electronically only if they are holding shares as on that date.
- IV. The Scrutinizer shall after the conclusion of voting at the Annual general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than forty hours of the conclusion of the Annual general meeting, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a director authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- V. The results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company i.e. www.goindigo.in immediately after the declaration of result by the Chairman or a director authorised by him in writing and at the website of e-voting agency viz. Karvy Computershare Private Limited at <https://evoting.karvy.com> and shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited.
- VI. In case a person has become a Member of the Company after dispatch of Notice of Annual general meeting but on or before the cut - off date for e-voting i.e., Wednesday, September 14, 2016, he or she may obtain the User ID and Password in the manner as mentioned below;
- If mobile number of the member is registered against Folio No. / DP ID. Client ID, the member may send SMS: MYEPWD <space> E-voting EVEN Number + Folio No. or DP ID Client ID to +91 9212993399

Example for NSDL:
MYEPWD <SPACE> IN12345612345678
Example for CDSL:
MYEPWD <SPACE> 1402345612345678
Example for Physical:
MYEPWD <SPACE> XXX1234567890
 - If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.karvy.com>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
 - Alternatively, Members may also obtain the user ID and Password by sending a request at evoting@karvy.com. However, if you are already registered with Karvy Computershare Private Limited for remote e-voting, then you can use your existing user ID and password for casting your vote. If you have forgotten your password, you can reset your password by using "Forgot Password" option available on <https://evoting.karvy.com> or contact Karvy Computershare Private Limited at toll free no. 1800-345-4001 or email at evoting@karvy.com. In case of any other queries/grievances connected with voting by electronic means, you may also contact Mr. I L Murthy, Manager – Corporate Registry of Karvy Computershare Private Limited, at telephone no +91 40 6716 1500.
- In case of joint holders attending the Annual general meeting, only such joint holder who is higher in the order of names, will be entitled to vote at the Meeting.
 - The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which Directors are interested under Section 189 of Companies Act, 2013 and the Certificate from Auditors of the Company certifying that the InterGlobe Aviation Limited - Tenured Employee Stock Option Scheme, 2015 and InterGlobe Aviation Limited - Employee Stock Option Scheme, 2015 are being implemented in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, will be available for inspection at the Annual general meeting.
 - Members are requested to note that as per Section 205A of the Companies Act, 1956/ 124 of the Companies Act, 2013, dividends not encashed/ claimed within seven years from the date of declaration will be transferred to the Investor Education and Protection Fund (IEPF). No claims in this respect shall lie against IEPF or the Company.
 - Members may utilize the facility extended by the Registrar and Transfer Agent for redressal of queries. Members may visit <http://karisma.karvy.com> and click on Members option for query registration through free identity registration process.
 - The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to Karvy Computershare Private Limited.
 - For convenience of the Members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance slip, which is enclosed with this Annual report. Members are requested to sign at the place provided on the Attendance slip and hand it over at the Registration counter at the venue.

By order of the Board of directors
For InterGlobe Aviation Limited

Registered Office:

Central Wing, Ground Floor,
Thapar House, 124 Janpath,
New Delhi-110 001

Gurgaon, August 01, 2016

Aditya Ghosh
(President and
Whole Time Director)
(DIN 01243445)

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

Item No. 5: Re-appointment of Mr. Devadas Mallaya Mangalore (DIN: 01804955) as a Chairman and Non - Executive Independent Director

Mr. Devadas Mallaya Mangalore is a Chairman and Non-Executive Independent Director of the Company, appointed pursuant to approval of the Members under the provisions of the Companies Act, 2013 through resolution passed at the Extraordinary general meeting held on March 27, 2015. As per the said resolutions, the present term of appointment will expire on March 26, 2017.

In terms of Nomination and Remuneration policy of the Company and pursuant to the recommendation of Nomination and Remuneration Committee, the Board of directors of the Company passed a resolution on August 01, 2016 approving and recommending the re-appointment of Mr. Devadas Mallaya Mangalore as a Chairman and Non-Executive Independent Director of the Company for a second term of five years to hold office with effect from March 27, 2017 to March 26, 2022, based on his skill, experience and performance evaluation on various parameters relating to roles, responsibilities, obligations of the directors, contribution and level of participation at the Board meetings, subject to the approval of the shareholders at this Annual general meeting by way of special resolution.

No remuneration was paid to Mr. Devadas Mallaya Mangalore other than the sitting fee for attending meetings of the Board and the Committees thereof. Further except the sitting fees as approved by the Board no remuneration will be paid to Mr. Devadas Mallaya Mangalore.

Mr. Devadas Mallaya Mangalore is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as the Director of the Company.

The Company has received notice in writing from a Member alongwith the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mr. Devadas Mallaya Mangalore for the office of Non-Executive Independent Director of the Company.

Brief resume of Mr. Devadas Mallaya Mangalore, nature of his expertise in specific functional areas and names of companies in which he hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 form part of this Notice.

In the opinion of the Board, Mr. Devadas Mallaya Mangalore fulfill the conditions specified in the Companies Act, 2013, and the rules made there under for his re-appointment as Non-Executive Independent Director of the Company and he is independent of the Management. Further Mr. Devadas Mallaya Mangalore has given the requisite declarations and consents to the Board for his appointment and to the effect that he meets

the criteria of independence as provided under sub-section (6) of Section 149 of the Act and under Regulation 16(1) (b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Copy of the draft letter of appointment setting out the terms and conditions of appointment is available for inspection at the registered office of the Company by any member during normal business hours upto the date of the Annual general meeting.

The Board considers the continued association of Mr. Devadas Mallaya Mangalore would be of immense benefit to the Company and it is desirable to continue to avail his services as Chairman and Non-Executive Independent Director.

Save and except for Mr. Devadas Mallaya Mangalore and their relatives, to the extent of their shareholding interest, if any, none of the other Directors and the Key Managerial Personnel and their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

In consideration of the above, the Board recommends the resolution set out in this Notice at Item No. 5 for approval by the shareholders of the Company by a special resolution.

Item No. 6: Re-appointment of Dr. Anupam Khanna (DIN: 03421015) as Non-Executive Independent Director

Dr. Anupam Khanna is a Non-Executive Independent Director of the Company appointed pursuant to approval of the Members under the provisions of the Companies Act, 2013 through resolution passed at the Extraordinary general meeting held on March 27, 2015. As per the said resolutions, the present term of appointment will expire on March 26, 2017.

In terms of Nomination and Remuneration policy of the Company and pursuant to the recommendation of Nomination and Remuneration Committee, the Board of directors of the Company passed a resolution on August 01, 2016 approving and recommending the re-appointment of Dr. Anupam Khanna as Non-Executive Independent Director of the Company for a second term of five years to hold office with effect from March 27, 2017 to March 26, 2022, based on his skill, experience and performance evaluation on various parameters relating to roles, responsibilities, obligations of the directors, contribution and level of participation at the board meetings, subject to the approval of the shareholders at this Annual general meeting by way of special resolution.

No remuneration was paid to Dr. Anupam Khanna other than the sitting fee for attending meetings of the Board and the Committees thereof. Further except the sitting fees as approved by the Board no remuneration will be paid to Mr. Dr. Anupam Khanna.

Dr. Anupam Khanna is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as the Director of the Company.

The Company has received notice in writing from a Member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Dr. Anupam Khanna for the office of Non- Executive Independent Director of the Company.

Brief resume of Dr. Anupam Khanna, nature of his expertise in specific functional areas and names of companies in which he hold directorships and memberships/ chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 form part of this Notice.

In the opinion of the Board, Dr. Anupam Khanna fulfills the conditions specified in the Companies Act, 2013, and the rules made thereunder for his re-appointment as Non-Executive Independent Director of the Company and he is independent of the Management. Further Dr. Anupam Khanna has given the requisite declarations and consents to the Board for his appointment and to the effect that he meets the criteria of independence as provided under sub-section (6) of Section 149 of the Act and under Regulation 16(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Copy of the draft letter of appointment setting out the terms and conditions of appointment is available for inspection at the registered office of the Company by any member during normal business hours upto the date of the Annual general meeting.

The Board considers the continued association of Dr. Anupam Khanna would be of immense benefit to the Company and it is desirable to continue to avail his services as Non-Executive and Independent Director.

Save and except for Dr. Anupam Khanna and their relatives, to the extent of their shareholding interest, if any, none of the other Directors and the Key Managerial Personnel and their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

In consideration of the above, the Board recommends the resolution set out in this notice at Item no. 6 for approval by the Shareholders of the Company by a special resolution.

Item No. 7: Alteration of Articles of Association of the Company

At the Extraordinary general meeting of the company held on June 25, 2015 and September 22, 2015, the shareholders had altered and adopted new set of Articles of Association comprising of Part I and Part II in accordance with the provisions of the Companies Act, 2013 read with the rules thereunder and in view of the conformity to the Shareholders Agreement dated April 23, 2015 as amended and the proposed initial public offer of equity shares of the Company. In accordance with the approval granted by shareholders, Part II of the Articles of Association shall terminate and shall be deemed to fall away without any further action immediately on the commencement of listing and trading of the equity shares of the Company on the BSE Limited, or the National Stock Exchange of India Limited in accordance with applicable laws.

****Accordingly the Board recommends to alter the Article of association of the Company by deleting Part II thereof at this Annual general meeting for the approval of shareholders.**

None of the Directors and Key Managerial Personnel of the Company or their respective relatives, except to the extent of their shareholding, if any, are interested or concerned in the resolution.

In consideration of the above, the Board recommends the resolution set out in this Notice at Item No. 7 for approval by the shareholders of the Company by a special resolution.

Item No. 8: Approval for increase in borrowing limits of the Company

At the Extraordinary general meeting of the Company held on March 27, 2015, the shareholders had granted its consent to the Board of directors of the Company (the "Board") to borrow, from time to time, any sum or sums of money notwithstanding that such borrowings together with the money already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business), exceeds the aggregate for the time being of the paid up capital of the Company and its free reserves, provided that the total amount of the money/ moneys so borrowed by the Board shall not at any time exceed the limit of Rs. 150 billion (Rupees one hundred fifty billion).

Considering the existing borrowing limits of the Company with various banks / financial institutions and in order to meet the financial requirements for growth plans of the Company, the borrowing limits previously sanctioned by the shareholders is proposed to be increased to Rs. 200 billion (Rupees two hundred billion).

None of the Directors and Key Managerial Personnel of the Company or their respective relatives, except to the extent of their shareholding, if any, are interested or concerned in the resolution.

In consideration of the above, the Board recommends the resolution set out in this Notice at Item No. 8 for approval by the shareholders of the Company by a special resolution.

By order of the Board of directors

For InterGlobe Aviation Limited

Registered Office:

Central Wing, Ground Floor,
Thapar House, 124 Janpath,
New Delhi-110 001

Aditya Ghosh
(President and
Whole Time Director)
(DIN 01243445)

Gurgaon, August 01, 2016

Annexure

Details of Directors seeking appointment/ re-appointment as required under Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by The Institute of Company Secretaries of India.

Name of the Director	Mr. Aditya Ghosh	Mr. Devadas Mallaya Mangalore	Dr. Anupam Khanna
DIN	01243445	01804955	03421015
Date of Birth	July 27, 1975	November 09, 1952	May 12, 1953
Date of first Appointment on the Board	April 01, 2014	March 27, 2015	March 27, 2015
Qualification	Bachelor's of law degree, University of Delhi	Bachelor's degree in engineering from the University of Mysore and a post graduate diploma in industrial management from the Faculty of Engineering, Indian Institute of Science, Bengaluru	Bachelor's of technology degree from Indian Institute of Technology, Kanpur and a Ph.D and a master's degree in electrical engineering and management science/ engineering economic systems from Stanford University, California.
Experience in Specific Functional Area	Mr. Ghosh practiced law at J. Sagar Associates, Advocates & Solicitors from 1998 to 2004. Mr. Ghosh also acted as the group general counsel for InterGlobe Enterprises from 2004 to August 2008. He also serves on the Executive Committee of InterGlobe Enterprises, which is responsible for the management of the IGE's various businesses. Mr. Ghosh took on the role as Company's President in August 2008. He heads all operations and management of our Company.	Mr. Mallaya started his banking career from Corporation Bank in August 1976. In a career spanning over 36 years, he has acquired significant experience in the banking sector working at various positions and carrying out various assignments. During his stint as a Banker, he acted as a Chairman and Managing Director of Bank of Baroda and Bank of Maharashtra. Currently, he is serving on the Board of Directors of various organizations.	Dr. Khanna joined the World Bank in December 1980. From September 2000 till March 2003 he was the Chief Economist for Shell International, London where he was also a core member of the Global Scenarios Team. He again joined World Bank in September 2003. Dr. Anupam Khanna has also served as the chief economist and director-general (policy outreach) at NASSCOM. He has also been the senior advisor to the president of the Global Development Network, with the mandate of promoting excellence in research and policy analyses related to inclusive and sustainable development, where he initiated preparation of global research programs on climate change and urbanization.
Directorship in other Companies	<ul style="list-style-type: none"> • InterGlobe Luxury Products Private Limited • InterGlobe Technology Quotient Private Limited • ITQ Consultancy Private Limited • Calleo Distribution Technologies Private Limited • InterGlobe Established Private Limited • InterGlobe Hotels Private Limited • InterGlobe Enterprises Limited 	<ul style="list-style-type: none"> • India Infradebt Limited. • Emami Limited. • Nitesh Estates Limited. • Nitesh Urban Development Private Limited. • Nitesh Indiranagar Retail Private Limited. • Nitesh Housing Developers Private Limited. • IFMR Rural Channels and Services Private Limited. • Seven Islands Shipping Limited. • Pudhuvaru Financial Services Private Limited. • State Bank of India. • Coffee Day Enterprises Limited. 	Confederation of Indian Internet Commerce

Name of the Director	Mr. Aditya Ghosh	Mr. Devadas Mallya Mangalore	Dr. Anupam Khanna
Chairman / Member of the Committee of the Board of Directors of the Company*	<ul style="list-style-type: none"> • Audit Committee • Stakeholders Relationship Committee 	<ul style="list-style-type: none"> • Audit Committee 	<ul style="list-style-type: none"> • Audit Committee
Chairman / Members of the Committee of other Companies in which he is a Director*			
a) Audit Committee	Nil	<ul style="list-style-type: none"> • India Infradebt Limited. • Nitesh Estates Limited. • Nitesh Urban Development Private Limited. • Nitesh Housing Developers Private Limited. • IFMR Rural Channels and Services Private Limited. • State Bank of India. • Seven Islands Shipping Limited. • Pudhvaaru Financial Services Private Limited. 	Nil
b) Stakeholders Relationship Committee	Nil	Nil	Nil
Shareholding in the company (equity shares of Rs. 10 each)	Nil	Nil	Nil
Number of Meetings of the Board attended during the year 2015-16	Nine (9)	Ten (10)	Eight (8)
Relationship inter-se directors	None	None	None

* Pursuant to Regulation 26 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 only two committees i.e. Audit Committee and Stakeholders Relationship Committee have been considered.

Corporate Information

Board of Directors

Mr. Devadas Mallaya Mangalore
Chairman

Dr. Anupam Khanna
Director

Mr. Rahul Bhatia
Director

Mr. Rakesh Gangwal
Director

Mrs. Rohini Bhatia
Director

Mr. Aditya Ghosh
President & Whole Time Director

Corporate Secretarial Department

Level - 4, Tower D,
Global Business Park,
M G Road, Gurgaon - 122 002
Hararyana, India.
E mail: investors@goindigo.in

Auditors

Statutory Auditors
B S R & Co. LLP

Internal Auditors
Price Waterhouse & Co Bangalore LLP

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 Identification Number (CIN)
L62100DL2004PLC129768

Corporate Office

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

Registrar & Share Transfer Agent

Karvy Computershare Private Limited
Karvy Selenium Tower B
Plot 31-32, Gachibowli,
Financial District, Nanakramguda
Hyderabad – 500 032, India
Tel: +91 40 6716 2222
Fax: +91 40 2343 1551

Bankers

Allahabad Bank
Axis Bank
Bank of America
Bank of Baroda
Bank of Maharashtra
BNP Paribas
Canara Bank
Citi Bank NA
Corporation Bank
HDFC Bank
ICICI Bank
IDFC Bank
Indian Overseas Bank
Industrial and Commercial
Bank of China Limited
J & K Bank
JPMorgan Chase Bank
Kotak Mahindra Bank
Oriental Bank of Commerce
Standard Chartered
State Bank of India
Union Bank of India
Vijaya Bank
Yes Bank



IndiGo
www.goindigo.in

INTERGLOBE AVIATION LIMITED

CIN: L62100DL2004PLC129768
Registered Office: Central Wing, Ground Floor, Thapar House, 124, Janpath,
New Delhi - 110 001, India, **Tel:** 011 - 6500 0428; **Fax:** 011 - 4351 3200
Email Id: investors@goindigo.in **Website:** www.goindigo.in



ATTENDANCE SLIP
Annual General Meeting
Wednesday, September 21, 2016

DP ID- Client ID / Folio No.....
Number of shares held
Name of Member (s) / Proxy (IN BLOCK LETTERS)
Address of member

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

I hereby record my presence at the Annual General Meeting of the Company held on Wednesday, September 21, 2016 at 09:30 A.M. at Siri fort Auditorium, August Kranti Marg, New Delhi - 110 049, India.

Electronic voting particulars

USER ID	PASSWORD

.....
Signature of Member / Proxy

INTERGLOBE AVIATION LIMITED

CIN: L62100DL2004PLC129768
Registered Office: Central Wing, Ground Floor, Thapar House, 124, Janpath,
New Delhi - 110 001, India, **Tel:** 011 - 6500 0428; **Fax:** 011 - 4351 3200
Email Id: investors@goindigo.in **Website:** www.goindigo.in



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]

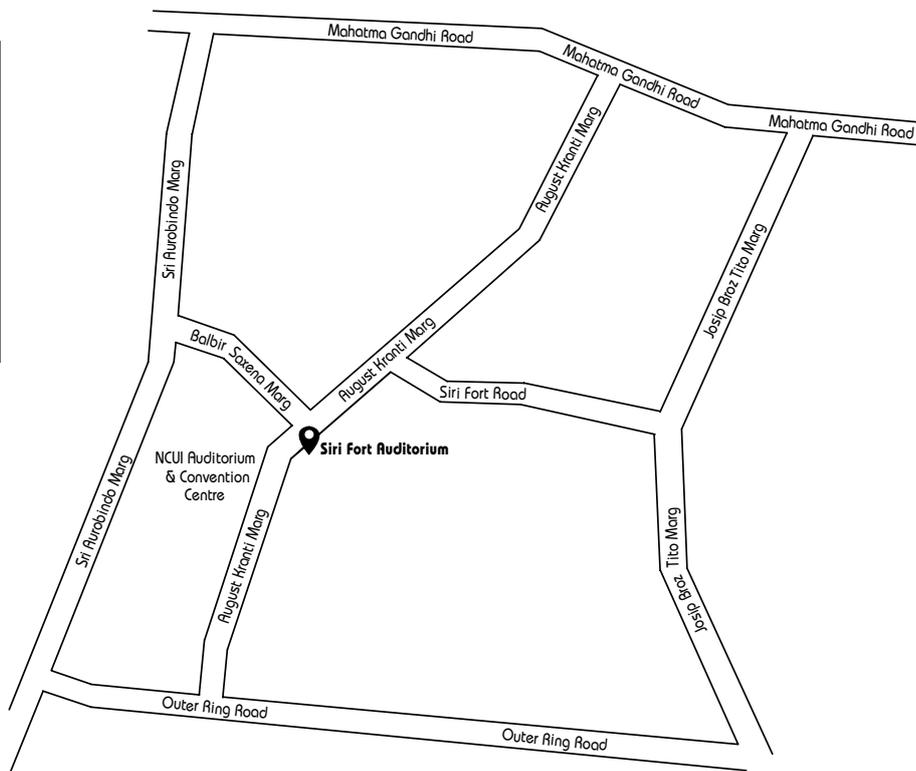
Name of the member(s) :
Registered address :
E-mail Id :
Folio No/ Client Id :
DP ID :

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

- 1. Name :
Address :
E-mail Id :
Signature :, or falling him
- 2. Name :
Address :
E-mail Id :
Signature :, or falling him
- 3. Name :
Address :
E-mail Id :
Signature :, or falling him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual general meeting of the Company, to be held on Wednesday, September 21, 2016 at 09:30 A.M. at the Siri Fort Auditorium, August Kranti Marg, New Delhi - 110 049 India and at any adjournment thereof in respect of such resolutions as are indicated below:

ROUTE MAP	
InterGlobe Aviation Limited ("IndiGo") 13th Annual General Meeting	
Day	: Wednesday
Date	: September 21, 2016
Time	: 09.30 A.M. Indian Standard Time
Venue	: Siri Fort Auditorium August Kranti Marg New Delhi - 110 049, India



Resolution No.	Description	For *	Against *
Ordinary Business			
Item No. 1	Adoption of the Audited financial statements of the Company for the financial year ended March 31, 2016, together with the reports of the Board of Directors and the Auditors thereon		
Item No. 2	To confirm the payment of Interim Dividend and to declare Final Dividend of Rs. 15 per equity share for the financial year ended March 31, 2016		
Item No. 3	Re-appointment of Mr. Aditya Ghosh (DIN: 01243445) as a director, who retires by rotation and being eligible, offers himself for re-appointment		
Item No. 4	Ratification of appointment of the B S R & Co. LLP, Chartered Accountants, (Registration No. 101248W/W-100022) as Statutory Auditors and authorising Board to fix their remuneration		
Special Business			
Item No. 5	Re-appointment of Mr. Devadas Malliya Mangalore (DIN: 01804955) as a Chairman and Non - Executive Independent Director		
Item No. 6	Re-appointment of Dr. Anupam Khanna (DIN: 03421015) as Non-executive Independent Director		
Item No. 7	Alteration of Articles of Association of the Company		
Item No. 8	Approval for increase in borrowing limits of the Company		

Signed this..... day of.....2016

Signature of shareholder (s)

Signature of Proxy holder(s)

Affix
Revenue
Stamp

Note:

- *Please put "√" in the box in the appropriate column. If you leave 'For' or 'Against' column blank in respect of any or all of the resolutions, your proxy will be entitled to vote in the matter as he/she thinks appropriate.
- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual general meeting.
- The proxy form should be signed across the revenue stamp as per the specimen signature(s) registered with the Company / Depository Participant.