

18 August 2017

Corporate Relationship Department,
BSE Limited,
2nd Floor, New Trading Wing,
Rotunda Building, P.J. Towers,
Dalal Street, Mumbai -400 001

Corporate Relationship Department,
National Stock Exchange of India Ltd,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra - Kurla Complex,
Bandra (E), Mumbai - 400 051

Symbol: JETAIRWAYS/Series: EQ
Debenture Script CODE: 952813

Stock Code: 532617/JETAIRWAYS

Dear Sir,

Sub: Notice of 25th Annual General Meeting of the Company

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the Notice of 25th Annual General Meeting of the Company to be held on Monday, 11 September 2017 at 2:30 P.M. at Y B Chavan Auditorium, General Jagannath Bhosale Marg, Nariman Point, Mumbai - 400 021.

Yours faithfully,
Jet Airways (India) Limited



Kuldeep Sharma
Vice President-Global Compliance & Company Secretary

Notice

Notice is hereby given that the Twenty Fifth Annual General Meeting of the Members of Jet Airways (India) Limited will be held at Y B Chavan Auditorium, General Jagannath Bhosale Marg, Nariman Point, Mumbai 400021 on Monday, 11th September, 2017, at 2.30 p.m to transact the following business:-

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements and Reports of the Directors and the Auditors

To receive, consider and adopt the Audited Financial Statements (including audited consolidated financial statements) for the financial year ended 31st March, 2017, together with the Reports of the Directors and the Auditors thereon.

2. Re-appointment of a Director

To appoint a Director in place of Mrs. Anita Goyal (DIN: 01992051), who retires by rotation, and being eligible, offers herself for re-appointment.

3. Ratification of the appointment of the Joint Statutory Auditors, M/s. BSR & Co. LLP

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 and other applicable provisions of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Members of the Company do hereby ratify the appointment of M/s. BSR & Co. LLP, Chartered Accountants (Registration Number 101248W/W-100022) as one of the Joint Statutory Auditors of the Company to hold office from the conclusion of the Twenty Fifth Annual General Meeting till the conclusion of the Twenty Sixth Annual General Meeting and the Board of Directors of the Company is hereby authorised to fix their remuneration for the financial year ending 31st March, 2018.”

4. Appointment of M/s. D T S & Associates as Joint Statutory Auditors

Appointment of M/s. D T S & Associates, Chartered Accountants (Registration Number 142412W) as Joint Statutory Auditor in place of M/s Chaturvedi & Shah, Chartered Accountants the retiring Joint Statutory Auditors to hold office, for three years, from the conclusion of the Twenty Fifth Annual General Meeting till the conclusion of the Twenty Eighth Annual General Meeting of the Company and to 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 and other applicable provisions of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s D T S & Associates, Chartered Accountants, (Registration Number 142412W) be and are hereby appointed as the Joint Statutory Auditors of the Company to hold office from the conclusion of the Twenty Fifth Annual General Meeting till the conclusion of the Twenty Eighth Annual General Meeting, subject to the ratification by the Members of the Company at every subsequent Annual General Meeting that may be held before the Twenty Eighth Annual General Meeting and the Board of Directors of the Company be and is hereby authorised to fix their remuneration for the financial year ending on 31st March, 2018.”

SPECIAL BUSINESS:

5. Re-appointment of Mr. Gaurang Shetty as Whole Time Director

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to Central Government approval, if required, the Company hereby accords its approval to the appointment of Mr. Gaurang Shetty (DIN 01293134) as a Whole Time Director of the Company for a period of two years with effect from 24th May, 2017 on the terms and conditions including remuneration as set out in the Explanatory Statement to the Notice with authority to the Board of Directors and the Nomination & Remuneration Committee to vary or increase the remuneration and perquisites payable or to be provided to Mr. Gaurang Shetty, including any monetary value thereof



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to the extent the Board of Directors may consider appropriate and to alter and vary the terms and conditions of the agreement entered into by the Company with Mr. Gaurang Shetty, as may be agreed between the Board of Directors and Mr. Gaurang Shetty.”

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any Financial Year, the Company shall pay Mr. Gaurang Shetty remuneration by way of salary and perquisites as decided by the Board of Directors or Nomination and Remuneration Committee thereof from time to time as minimum remuneration, with the approval of the Central Government, if necessary.

RESOLVED LASTLY THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and matters and things as in its absolute discretion it may consider necessary, expedient or desirable to give effect to this Resolution.”

By Order of the Board of Directors

Sd/-

Kuldeep Sharma**Vice President – Global Compliance and
Company Secretary**

Registered Office:

Siroya Centre
Sahar Airport Road
Andheri (East)
Mumbai - 400 099

CIN: L99999MH1992PLC066213

Email: companysecretary@jetairways.com

Phone. No. +91 22 6121 1000

Mumbai

30th May, 2017

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Notes :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.

Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/ authority, as applicable. Pursuant to the provisions of the Section 105 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), a person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as a proxy for any other Member.

2. Proxies, in order to be effective, must be duly filled, stamped, signed and deposited at the Registered Office of the Company not later than 48 hours before the commencement of the Meeting.
3. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business under Item No. 5 of the accompanying Notice, is annexed hereto.
4. Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ('ICSI'), information in respect of the Directors seeking appointment / re-appointment / revision in remuneration at the AGM, is given in the Exhibit to this Notice.
5. 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.
6. Members who hold shares in dematerialised form are requested to write their DP ID and Client ID number(s) and those who hold share(s) in physical form are requested to write their Folio Number(s) in the attendance slip for attending the Meeting to facilitate identification of membership at the Meeting.
7. Members / Proxies / Representatives are requested to bring the enclosed Attendance Slip, duly filled in, for attending the Meeting.
8. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 5th September, 2017 to Monday, 11th September, 2017, both days inclusive, for the purpose of the Twenty Fifth Annual General Meeting.
9. Members are requested to send the advice about change in address / any other details to the Company's Registrar and Transfer Agent, Karvy Computershare Private Limited in respect of Equity Shares held in physical form and to their respective Depository Participants in respect of Equity Shares held in dematerialised form.

For any assistance or information about transfer of shares, dividend, etc. you may contact the Company's Registrar and Transfer Agent, Karvy Computershare Private Limited, at:

Karvy Computershare Private Limited
[UNIT: Jet Airways (India) Limited]
Karvy Selenium Tower B, Plot No. 31-32, Gachibowli
Financial District, Nanakramguda
Hyderabad 500 032

Time: 9:00 a.m. to 5:30 p.m. (Monday to Friday)
Phone: +91 40 6716 1500 Fax: +91 40 2342 0814
Email: einward.ris@karvy.com
Website: www.karvycomputershare.com

Members are requested to inform their telephone numbers and e-mail addresses to facilitate prompt action and communication.



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10. Copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies of the Annual Report to the Meeting.
11. Members who wish to obtain information concerning the Accounts or Operations of the Company may send their queries at least 7 days before the Annual General Meeting, to the Company Secretary, at the Registered Office of the Company or by email to companysecretary@jetairways.com
12. All documents referred to in the Notice and Explanatory Statement annexed thereto are available for inspection at the Registered Office of the Company between 10 a.m. and 12 noon on all working days of the Company till the date of the Twenty Fifth Annual General Meeting.
13. Pursuant to the provisions of Sections 124 and 125 of the Companies Act, 2013, the dividend which remains unclaimed / unpaid for a period of seven years from the date of transfer to the respective unpaid dividend account, is required to be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government.
14. The Company has received the consent and eligibility certificate M/s BSR & Co, LLP, Chartered Accountants (Registration Number 101248W/W-100022), under Section 139 of the Companies Act, 2013 for the ratification of their appointment as Joint statutory auditors of the Company.

Accordingly, it is proposed to ratify the appointment of M/s. BSR & Co, LLP as the Joint Statutory Auditor of the Company for the period commencing from the conclusion of the Twenty Fifth Annual General Meeting to the conclusion of the Twenty Sixth Annual General Meeting. An item for the ratification of the appointment of the Joint Statutory Auditors is included in the Notice of this Annual General Meeting.

As per provisions of Section 139(2) read with Rule 6 of the Companies (Audit and Auditors) Rules, 2014, any audit firm which has been functioning as the Statutory Auditor for ten years or more, cannot be re-appointed as the Statutory Auditor without a mandatory cooling off period of five years. Since M/s. Chaturvedi & Shah, Chartered Accountants, (Registration Number 101720W) have completed ten years as the Statutory Auditors of the Company, it is proposed to appoint M/s. D T S & Associates, Chartered Accountants (Registration Number 142412W) in order to comply with the requirements of the Companies Act, 2013.

The Company has received the consent and eligibility certificate of M/s D T S & Associates, Chartered Accountants (Registration Number 142412W) to act as the Statutory Auditor of the Company in place of M/s. Chaturvedi & Shah, Chartered Accountants, (Registration Number 101720W), the retiring Statutory Auditor. Accordingly, it is proposed to appoint M/s D T S & Associates, Chartered Accountants (Registration Number 142412W) as the Statutory Auditor of the Company for the period commencing from the conclusion of the Twenty Fifth Annual General Meeting to the conclusion of the Twenty Eighth Annual General Meeting.

15. Green Initiative:

Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

In accordance with Section 101 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014, the Annual Report (Audited Financial Statements, Directors Report, Auditors Report etc.) is being sent to the shareholders in electronic form to the email address registered with their Depository Participant (in case of electronic shareholding)/the Company's Registrar and Share Transfer Agents (in case of physical shareholding). We, therefore request and encourage you to register your email ID in the records of your Depository Participant (in case of electronic holding)/the Company's Registrar and Share Transfer Agents (in case of physical shareholding) mentioning your folio no./demat account details.

However, in case you wish to receive the above shareholder communication in paper form, you may write to the Company's Registrar and Share Transfer Agents, Karvy Computershare Private Limited, [UNIT: Jet Airways (India) Limited], Karvy Selenium Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032 or send an email at einward.ris@karvy.com mentioning your folio no./demat account details.



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The Members are requested to write to the Company Secretary or to the Registrar and Share Transfer Agents regarding transfer of shares and for resolving grievances.

The route map to reach the venue of the Twenty Fifth Annual General Meeting is attached to this Notice.

16. In terms of Section 72 of the Companies Act, 2013 and the rules framed 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
17. Remote E-Voting:
 - I. 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 the Annual General Meeting by electronic means. The Members, whose names appear in the Register of Members/ List of Beneficial Owners as on 4th September, 2017 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 9.00 A.M. on Friday, 8th September, 2017 and will end at 05:00 P.M. on Sunday, 10th September, 2017 and at the end of remote e-voting period, the facility shall forthwith be blocked.
 - II. The Company has appointed Mr. Taizoon M. Khumri, Practising Company Secretary (COP No. 88) of Mumbai, 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.
 - a. Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e 4th September, 2017, may cast their vote electronically.
 - b. Use the following URL for e-voting: <https://evoting.karvy.com>
 - c. For the purpose of dispatch of this Notice, Shareholders of the Company holding shares either in physical form or in dematerialized form as on 4th August, 2017, have been considered.
 - d. Enter the login credentials [i.e., user id and password mentioned in the attendance slip of the AGM]. Your Folio No/DP ID Client ID will be your user ID.
 - e. After entering the details appropriately, click on LOGIN.
 - f. You will reach the Password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. The system will prompt you to change your password and update any contact details like mobile, email etc. on first login. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - g. You need to login again with the new credentials.
 - h. On successful login, the system will prompt you to select the EVENT i.e., Jet Airways.
 - i. On the voting page, enter the number of shares as on the cut-off date under FOR/AGAINST or alternately you may enter partially any number in FOR and partially in AGAINST but the total number in FOR/AGAINST taken together should not exceed the total shareholding. You may also choose the option ABSTAIN.
 - j. Shareholders holding multiple folios / demat account shall choose the voting process separately for each folios / demat account.



Explanatory Statement (Contd.)

- k. Cast your vote by selecting an appropriate option and click on SUBMIT. A confirmation box will be displayed. Click OK to confirm else CANCEL to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, shareholders can login any number of times till they have voted on the resolution.
 - l. Once the vote on the resolution is cast by the shareholder, he shall not be allowed to change it subsequently.
 - m. 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 etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to cstaizoonkhumri@gmail.com with a copy marked to evoting@karvy.com.
 - n. The remote e-voting period commences at 9.00 A.M. on Friday, 8th September, 2017 and will end at 05:00 P.M. on Sunday, 10th September, 2017. During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 4th September, 2017 may cast their vote electronically. The remote e-voting module shall be disabled by Karvy for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. Further, the shareholders who have cast their vote electronically shall not be debarred from participation in the Annual General Meeting, however, they shall not be able to vote in the Annual General Meeting again and their earlier vote cast through electronic means shall be treated as final.
 - o. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and remote e-voting User Manual for shareholders available at the download section of <https://evoting.karvy.com> or contact Karvy Computershare Private Limited at Tel No. 1800 345 4001 (toll free).
- III. The Scrutiniser shall, immediately after the conclusion of voting at the Annual General Meeting, first count the votes cast at the Annual General Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. He shall make a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, on or before 13th September, 2017. The Scrutiniser's Report shall be given to the Chairman or a person authorised by him in writing who shall countersign the same. The Results on resolutions shall be declared on or after the Annual General Meeting of the Company and shall be deemed to be passed on the date of the Annual General Meeting. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website www.jetairways.com and on the website of Karvy within two days of passing of the resolutions at the Annual General Meeting of the Company and communicated to the Stock Exchanges.
- IV. Poll will also be conducted at the Annual General Meeting and any Shareholder who has not cast his vote through remote e-voting facility, may attend the Annual General Meeting and cast his vote.

EXPLANATORY STATEMENT

As required by Section 102 (1) of the Companies Act, 2013, in respect of the items of Special Business mentioned in the Notice.

Item No. 5

The Board of Directors had, at its Meeting held on 30th May, 2017, subject to the approval of the Shareholders and the Central Government, if required, re-appointed Mr. Gaurang Shetty, as a Whole Time Director of the Company for a period of two years commencing from 24th May, 2017.

Mr. Gaurang Shetty shall, subject to the superintendence, control and direction of the Board of Directors, be responsible for the management of the affairs of the Company. In consideration for his services, Mr. Gaurang Shetty shall be entitled to the following, by way of remuneration, as approved by the Nomination and Remuneration Committee:

Basic Salary	: ₹ 540,000 per month
Special Pay	: ₹ 903,000 per month
Gross Salary Range	: ₹ 766,700 per month – ₹ 3,095,717 per month



Explanatory Statement (Contd.)

Increments within the Gross salary range - as may be decided by the Nomination & Remuneration Committee/ Board of Directors, from time to time.

II. Perquisites:

In addition to the above, Mr. Shetty shall also be entitled to the following perquisites:

- i. Housing: House Rent Allowance equivalent to 50% of Basic Salary.
- ii. Allowances : For business promotion, Periodicals & Journals, attire, driver's salary, car maintenance, fuel and insurance, etc. not exceeding ₹ 200,000 p.m.
- iii. Medical Reimbursement: Expenses incurred for self and family upto ₹ 1,250 p.m.
- iv. Hospitalization Expenses: Hospitalization expenses under the Medical Benefit Scheme, as per Rules of the Company.
- v. Staff Travel Assistance: For self and family, in accordance with the Rules of the Company.
- vi. Leave: As per Rules of the Company.
- vii. Long Service / Merit Award: As per Rules of the Company.
- viii. Telephone: Telephone(s) facility as per the Rules of the Company. Personal long distance calls will be borne by him.
- ix. Retirals: Company's contribution towards Provident Fund and Gratuity – payable as per Rules of the Company.
- x. Encashment of leave at the end of tenure.

"Family" means spouse, parents and dependent children.

Minimum Remuneration

Notwithstanding anything hereinabove, where in any financial year during the currency of Mr. Gaurang Shetty's tenure as Whole Time Director, the Company has no profits or its profits are inadequate, the Company will pay the aforesaid remuneration by way of Salary and Perquisites, as Minimum Remuneration to him.

Mr. Gaurang Shetty shall not be entitled to Sitting Fees for attending the Meetings of the Board of Directors or any Committee thereof.

Considering the various business cycles wherein the Company may have situation of inadequate profit as calculated under the provisions of section 198 of the Companies Act, 2013, during the tenure of Mr. Gaurang Shetty's appointment as Whole Time Director, the approval for the payment of remuneration to Mr. Gaurang Shetty is sought as per the provisions of Schedule V of the Companies Act, 2013, as a matter of abundant precaution.

Except for Mr. Gaurang Shetty, none of the Directors or Key Managerial Personnel or any of their relatives are in any way concerned or interested, financially or otherwise, in this resolution.

By Order of the Board of Directors

Sd/-

Kuldeep Sharma

**Vice President – Global Compliance and
Company Secretary**

Mumbai
30th May, 2017

Registered Office:

Siroya Centre

Sahar Airport Road

Andheri (East)

Mumbai - 400 099

CIN: L99999MH1992PLC066213

Email: companysecretary@jetairways.com

Phone. No. +91 22 6121 1000



Explanatory Statement (Contd.)

EXHIBIT TO THE NOTICE

Annexure – I

Disclosures Pursuant to sub clause (iv) of paragraph (B) of section II of Part II Schedule V of the Companies Act, 2013

General Information	
Nature of industry	The Company is a scheduled airline with domestic and international operations. It provides services for transport of passenger and cargo.
Date of commencement of commercial production	The Company commenced operations as an Air Taxi Operator on 5 th May, 1993.
Financial performance based on given indicators during the financial year ended 31 st March, 2017	Total Income: ₹ 2,257,653 Lakhs Expenses: ₹ 2,212,841 Lakhs Profit after Tax: ₹ 39,043 Lakhs EPS: ₹ 34.37 P/E Ratio: 15.30 Total Assets: ₹ 1,645,737 Lakhs Accumulated Losses: ₹ (643,959) Lakhs
Export performance and net foreign exchange collaborations	The Company had foreign exchange earnings of ₹ 1,160,420 Lakhs and expenditure including inventory and capital goods in foreign currency of ₹ 1,095,663 Lakhs for the year ended 31 st March, 2017.
Foreign investments or collaborations, if any:	<ul style="list-style-type: none"> • 3201 shares of THB100 each of Aeronautical Radio of Thailand, a state enterprise under Ministry of Transport. • 96 shares of EURO five each in Societe Internationale de Telecommunications Aeronautiques S.C. (S.I.T.A) • 145,276 Depository certificates in the SITA Group foundation of USD 1.2 each
Information about Mr. Gaurang Shetty, Whole Time Director of the Company	
Background details	Mr. Gaurang Shetty, 60, is a Bachelor of Science and has over 39 years experience in the aviation industry. He has had a distinguished career with the Company. He joined in 1996 as General Manager - Marketing and was promoted as Vice President - Marketing in 2004. Currently, he is the Whole Time Director of the Company. Prior to joining the Company, he was with British Airways as its Marketing Manager - South Asia where he was responsible for customer service, cargo and passenger marketing.
Past remuneration	Remuneration paid by the Company For FY 2016-17: ₹ 224.19 Lakhs For FY 2015-16: ₹ 128.28 Lakhs For FY 2014-2015: ₹ 116.68 Lakhs
Recognition or rewards	-
Job profile and his suitability	At Jet Airways (India) Limited, he is responsible for providing strategic leadership, directing the implementation of strategic, business and operational goals of the Company. As a Member of the Board of Directors, he is also responsible for handling tasks and activities as assigned by the Chairman and the Board of Directors. With his in-depth knowledge and experience of over 39 years in the aviation industry, he is suitable for the position.



Explanatory Statement (Contd.)

Remuneration proposed	As detailed in the Explanatory Statement under Item No. 5 of the accompanying Notice convening the Annual General Meeting.
Comparative remuneration profile with respect to industry, size of the company, profile of the company, profile of the position and person (in case of expatriates, the relevant details would be w.r.t. the country of origin)	The following factors were considered: the remuneration being paid by other airlines to their managerial personnel, the duties and responsibilities of the appointee, the remuneration being paid to other similarly placed employees in the Company and the fact that the Company is amongst the largest private airlines in India.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	NIL
Other Information	
Reasons of loss or inadequate profits	The industry is currently experiencing robust traffic growth. Although, the Company has posted Profit After Tax of ₹ 39,043 Lakhs for the year ended 31 st March, 2017, the Company's revenue and profit continue to be under pressure due to increased capacity, dropping yields and high operating cost.
Steps taken or proposed to be taken for improvement	The Company continues its endeavor on several cost reduction steps including improving aircraft utilization, re-negotiation of contracts, and various other such initiatives which have contributed to the Company to posting profit after tax in the current financial year. The Company is also exploring additional avenues to increase revenues & maximize efficiencies in its business processes to help keep the Company profitable.
Expected increase in productivity and profits in measurable terms	Despite posting a profit in the current fiscal, the net worth of the Company continues to be negative. The Company continues to focus on areas of cost control, network optimization, increased aircraft utilization and debt reduction to help push up revenues and reduce costs.

Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 issued by the Institute of Company Secretaries of India, details of Directors seeking Appointment/Re-appointment is as follows:

Name of the Director	Mrs. Anita Goyal	Mr. Gaurang Shetty
Date of Birth	16 th December, 1952	8 th October, 1956
Date of First Appointment on the Board	8 th April, 2015	24 th May, 2012
Qualification	B. A. (Honours) - Specialization in Political Science & Sociology	Bachelor in Science
Expertise in specific functional area	Wide Experience in Aviation Industry	Wide Experience in Aviation Industry
Directorships held in other companies (excluding private limited companies, foreign companies and Section 8 companies)	NIL	Jet Lite (India) Limited
Membership / Chairmanship of other committees (includes only Audit Committee and Stakeholders' Relationship Committee.)	NIL	Audit Committee Member, Jet Lite (India) Limited
Shareholding in the Company	1,000	NIL
Relationship with other Directors and Key Managerial Personnel	Mr. Naresh Goyal - Husband	None
No. of the Board Meetings Attended	6	6



AGM VENUE ROUTE MAP

