



**KHAITAN
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23 September 2017

To
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai
Maharashtra 400001

Dear Sir

Re: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Disclosures")

We are filing the Disclosures on behalf of Mr Rakesh Gangwal, Mrs Shobha Gangwal, Dr Asha Mukherjee and the Chinkerpoo Family Trust (together, **the "RG Group"**), our clients, who are the members of promoter group of InterGlobe Aviation Limited, a public listed company incorporated under the Companies Act, 1956 with script code 539448 and having its registered office at Central Wing, Ground Floor, Thapar House, 124 Janpath, New Delhi – 110 001.

Kindly take the same on record.

Regards

For **Khaitan & Co**

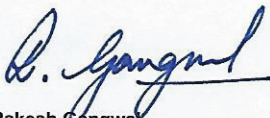
Abhishek Sinha
Partner

Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	InterGlobe Aviation Limited					
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Rakesh Gangwal Asha Mukherjee Shobha Gangwal The Chinkerpoo Family Trust (Trustee : Shobha Gangwal & J.P. Morgan Trust Company of Delaware)					
Whether the acquirer belongs to Promoter/Promoter group	Yes					
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited					
Details of the acquisition /- disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)			
Before the acquisition /- sale under consideration, holding of :						
a) Shares carrying voting rights	Refer to Annexure 1					
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)						
c) Voting rights (VR) otherwise than by shares						
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)						
e) Total (a+b+c+d)						
Details of acquisition/sale						
a) Shares carrying voting rights-acquired/sold						
b) VRs acquired /sold otherwise than by shares						
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold						
d) Shares encumbered / invoked/released by the acquirer						
e) Total (a+b+c+/-d)						
After the acquisition/sale, holding of:						
a) Shares carrying voting rights						
b) Shares encumbered with the acquirer						
c) VRs otherwise than by shares						
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition						
e) Total (a+b+c+d)						
Mode of acquisition /- sale (e.g. open market / off-market /public issue / rights issue / preferential allotment / inter-se transfer etc).	Institutional Placement Programme (through Offer for Sale)					
Date of acquisition /- sale of shares /- VR or date of receipt of intimation of allotment of shares, whichever is applicable	September 21, 2017					
Equity share capital / total voting capital of the TC before the said acquisition /- sale (*)	361,599,315					
Equity share capital/ total voting capital of the TC after the said acquisition /- sale (**)	384,070,165					
Total diluted share/voting capital of the TC after the said acquisition	Not Applicable					

(*) Total share capital/ voting capital to be taken as per the latest filing done by the Company to the Stock Exchange under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (i.e. as of June 30, 2017).

(**) The percentage holding has been calculated after taking into account the increase in paid up capital of the Company from June 30, 2017, pursuant to (i) further issue of 85,236 equity shares pursuant to exercise of options under the InterGlobe Aviation Limited Employee Stock Option Scheme - 2015; (ii) further issue of 22,385,614 fresh shares in the Institutional Placement Programme.


Rakesh Gangwal
 Place: *Florida, USA*
 Date: 23-09-2017

ANNEXURE 1

Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition / sale under consideration, holding of :			
a) Shares carrying voting rights			
Rakesh Gangwal	60,860,713	16.83	15.85
Asha Mukherjee	1,349,100	0.37	0.35
Shobha Gangwal	34,852,858	9.64	9.07
The Chinkerpoo Family Trust (Trustee : Shobha Gangwal & J.P. Morgan Trust Company of Delaware)	56,375,730	15.59	14.68
Total	153,438,401	42.43	39.95
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NA	NA	NA
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	153,438,401	42.43	39.95
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold			
RAKESH GANGWAL	4,439,581	1.23	1.16
ASHA MUKHERJEE	98,412	0.02	0.03
SHOBHA GANGAWAL	2,542,397	0.70	0.66
THE CHINKERPOO FAMILY TRUST (TRUSTEE: SHOBHA GANGWAL & J. P. MORGAN TRUST COMPANY OF DELAWARE)	4,112,417	1.14	1.07
Total	11,192,807	3.09	2.92
b) VRs acquired /sold otherwise than by shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	NIL	NIL	NIL
d) Shares encumbered / invoked/released by the acquirer	NIL	NIL	NIL
e) Total (a+b+c+/-d)	11,192,807	3.09	2.92
After the acquisition/sale, holding of:			
a) Shares carrying voting rights			
Rakesh Gangwal	56,421,132	15.60	14.69
Asha Mukherjee	1,250,688	0.35	0.33
Shobha Gangwal	32,310,461	8.94	8.41
The Chinkerpoo Family Trust (Trustee : Shobha Gangwal & J.P. Morgan Trust Company of Delaware)	52,263,313	14.45	13.61
Total	142,245,594	39.34	37.04
b) Shares encumbered with the acquirer	NIL	NIL	NIL
c) VRs otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
e) Total (a+b+c+d)	142,245,594	39.34	37.04

(*) Total share capital/ voting capital to be taken as per the latest filing done by the Company to the Stock Exchange under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (i.e. as of June 30, 2017).

(**) The percentage holding has been calculated after taking into account the increase in paid up capital of the Company from June 30, 2017, pursuant to (i) further issue of 85,236 equity shares pursuant to exercise of options under the InterGlobe Aviation Limited Employee Stock Option Scheme - 2015; (ii) further issue of 22,385,614 fresh shares in the Institutional Placement Programme.

R. Gangwal
(RAKESH GANGWAL)

Date : 23-09-2017

Place : Florida, USA