



**SpiceJet Limited**

319 Udyog Vihar, Phase-IV,  
Gurgaon 122016, Haryana, India.  
Tel: + 91 124 3913939  
Fax: + 91 124 3913844

November 3, 2017

Department of Corporate Services,  
BSE Limited,  
Phiroz Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001

**Reference: Scrip Code: 500285 and Scrip ID: SPICEJET**

**Subject: Notice of the 33<sup>rd</sup> Annual General Meeting of SpiceJet Limited**

Dear Sir,

This is to inform you that the 33<sup>rd</sup> Annual General Meeting of the members of SpiceJet Limited (the "**Company**") will be held on Monday, the 27<sup>th</sup> day of November, 2017 at 10.00 a.m. at Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi - 110 003 to transact the businesses mentioned in the attached notice of Annual General Meeting.

This is for your information and further dissemination.

Thanking you,

Yours truly,  
For SpiceJet Limited

Chandan Sand  
VP (Legal) & Company Secretary

Encl.: As above

# SpiceJet Limited

CIN: L51909DL1984PLC288239

**Regd. Office:** Indira Gandhi International Airport, Terminal 1D, New Delhi – 110 037

Website: www.spicejet.com; email: investors@spicejet.com; T: +91 124 3913939; F: +91 124 3913844

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 33<sup>rd</sup> Annual General Meeting of the members of SpiceJet Limited (the **“Company”**) will be held on Monday, the 27<sup>th</sup> day of November, 2017 at 10.00 a.m. at Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi - 110 003 to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the financial statements of the Company for the year ended March 31, 2017, including the audited Balance Sheet as at March 31, 2017, the Statement of Profit and Loss Account for the year ended on that date and the reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mrs. Shiwani Singh (DIN: 05229788), who retires by rotation and being eligible, offers herself for re-appointment.
3. To ratify the appointment of Statutory Auditors of the Company and to pass the following resolution as an ordinary resolution:

“Resolved that pursuant to Section 139, 142 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder and pursuant to the resolution passed by the members of the Company at its Annual General Meeting held on December 26, 2016, the appointment of M/s S.R. Batliboi & Associates LLP, Chartered Accountants (ICAI Firm Registration No: 101049W/E300004) as the Statutory Auditors of the Company to hold office till the conclusion of 36<sup>th</sup> Annual General Meeting be and is hereby ratified and that the Board of Directors be and is hereby authorised to fix the remuneration payable to them for the financial year ending March 31, 2018, as may be determined by the Audit Committee in consultation of the auditors.”

### SPECIAL BUSINESS:

4. **Approval of SpiceJet Employee Stock Option Scheme - 2017 and grant of stock options to the employees of the Company**

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 Section 62(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the enabling provisions of the Articles of Association of the Company read with the SEBI (Share Based Employee Benefits) Regulations, 2014 (the **“SEBI SBEB Regulations”**) and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed by the Board of Directors of the Company (hereinafter referred to as the **“Board”** which term shall be deemed to include any Committee, including the Nomination and Remuneration Committee which the Board has constituted to exercise its powers, including the powers, conferred by this resolution), approval and consent of the members of the Company be and is hereby accorded respectively to the ‘SpiceJet Employee Stock Option Scheme - 2017’ (hereinafter referred to as **“SpiceJet ESOS - 2017”** or the **“Scheme”**) and to the Board to create, offer, grant and allot from time to time upto 10,000,000 (Ten million) Employee Stock Options (**“Option(s)”**) to the permanent employees including directors of the Company [other than promoter(s) or persons belonging to the promoter group of the Company, independent directors and directors holding directly or indirectly more than ten per cent of the outstanding equity shares of the Company], whether whole time or otherwise, whether working in India or out of India (hereinafter referred to as an **“Employee(s)”**), as may be decided solely by the Board under the Scheme, exercisable into not more than 10,000,000 (Ten million) fully paid-up equity shares in the Company of the face value of ₹ 10 (Rupees Ten) each at such price or prices, in one or more tranches and on such terms and conditions, as may be determined by the Board in accordance with the provisions of the Scheme, SEBI SBEB Regulations and in due compliance with other applicable laws and regulations.

Resolved further that the number of Options that may be granted to any Employee, during any one year under the Scheme shall not be equal to or exceeding one percent of the issued equity share capital (excluding outstanding warrants and conversions, if any) of the Company at the time of granting of such Option.

Resolved further that the Board for this purpose be and is hereby further authorised to issue and allot equity shares upon exercise of the Options from time to time in accordance with the Scheme and such equity shares shall rank *pari-passu* in all respects with the then existing equity shares of the Company.

Resolved further that in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division of the Company and others, the Board is authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and as permitted under applicable laws, so as to ensure that fair and equitable benefits under the Scheme are passed on to the Employees.

Resolved further that in case the equity shares of the Company are either sub-divided or consolidated, then the number of equity shares to be allotted and the exercise price payable by the Option grantees under the Scheme shall automatically stand reduced or augmented, as the case may be, in the same proportion as the present face value of ₹ 10 per equity share shall bear to the revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said allottees.

Resolved further that the Board be and is hereby also authorised at any time to modify, change, vary, alter, amend, suspend or terminate SpiceJet ESOS - 2017 subject to the compliance with the applicable laws and regulations and to do all such acts, deeds, matters and things as it may in its absolute discretion deem fit, for such purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard without being required to seek any further consent or approval of the members of the Company and further to execute all such documents, writings and to give such directions and/or instructions as may be necessary or expedient to

give effect to such modification, change, variation, alteration, amendment, suspension or termination of SpiceJet ESOS - 2017 and do all other things incidental and ancillary thereof.

Resolved further that the Board be and is hereby authorized to take necessary steps for listing of the equity shares allotted under the Scheme on the stock exchanges as per the provisions of the listing agreements with the stock exchanges concerned, the guidelines and other applicable laws and regulations.

Resolved further that the Board be and is hereby further authorised to do all such acts, deeds and things, as it may in its absolute discretion, deem necessary including authorising or appointing merchant bankers, brokers, solicitors, registrars, advertisement agency, compliance officer, investors service centre and other advisors, consultants or representatives, being incidental to the effective implementation and administration of SpiceJet ESOS - 2017 as also to prefer applications to the appropriate authorities, parties and the institutions for their requisite approvals as also to initiate all necessary actions for the preparation and issue of public announcement and filing of public announcement, if required, with the SEBI/stock exchange(s), and all other documents required to be filed in the above connection and to settle all such questions or difficulties whatsoever which may arise and take all such steps and decisions in this regard.

Resolved further that the Board be and is hereby authorized to delegate all or any powers conferred herein to Nomination and Remuneration Committee or such other Committee, with power to further delegate to any Executives/Officers of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings etc., as may be necessary in this regard."

**5. Grant of stock options to the employees of Subsidiary or Holding Company(ies) of the Company under SpiceJet Employee Stock Option Scheme - 2017**

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 Section 62(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the enabling provisions of the Articles of Association of the Company read with the SEBI (Share Based Employee Benefits) Regulations, 2014 (the **“SEBI SBEB Regulations”**) and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed by the Board of Directors of the Company (hereinafter referred to as the **“Board”** which term shall be deemed to include any Committee, including the Nomination and Remuneration Committee which the Board has constituted to exercise its powers, including the powers, conferred by this resolution), approval and consent of the members of the Company be and is hereby accorded to the Board to create, offer, grant and allot from time to time upto 10,000,000 (Ten million) Employee Stock Options (**“Option(s)”**) within the overall ceiling 10,000,000 (Ten million) equity shares to the permanent employees including directors [other than promoter(s) or persons belonging to the promoter group of the Company, independent directors and directors holding directly or indirectly more than ten per cent of the outstanding equity shares of the Company], whether whole time or otherwise, whether working in India or out of India of any existing and future subsidiary or holding company(ies) of the Company whether in or outside India (hereinafter referred to as an **“Employee(s)”**), as may be decided solely by the Board under SpiceJet Employee Stock Option Scheme - 2017 (hereinafter referred to as **“SpiceJet ESOS - 2017”** or the **“Scheme”**), exercisable into not more than 10,000,000 (Ten million) fully paid-up equity shares in the Company of the face value of ₹ 10 (Rupees Ten) each at such price or prices, in one or more tranches and on such terms and conditions, as may be determined by the Board in accordance with the provisions of the Scheme, SEBI SBEB Regulations and in

due compliance with other applicable laws and regulations.

Resolved further that the number of Options that may be granted to any Employee, during any one year under the Scheme shall not be equal to or exceeding one percent of the issued equity share capital (excluding outstanding warrants and conversions, if any) of the Company at the time of granting of such Option.

Resolved further that the Board for this purpose be and is hereby further authorised to issue and allot equity shares upon exercise of the Options from time to time in accordance with the Scheme and such equity shares shall rank *pari-passu* in all respects with the then existing equity shares of the Company.

Resolved further that in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division of the Company and others, the Board is authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and as permitted under applicable laws, so as to ensure that fair and equitable benefits under the Scheme are passed on to the Employees.

Resolved further that in case the equity shares of the Company are either sub-divided or consolidated, then the number of equity shares to be allotted and the exercise price payable by the Option grantees under the Scheme shall automatically stand reduced or augmented, as the case may be, in the same proportion as the present face value of ₹ 10 per equity share shall bear to the revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said allottees.

Resolved further that the Board be and is hereby also authorised at any time to modify, change, vary, alter, amend, suspend or terminate SpiceJet ESOS - 2017 subject to the compliance with the applicable laws and regulations and to do all such acts, deeds, matters and things as it may in its absolute discretion deem fit, for such purpose

and also to settle any issues, questions, difficulties or doubts that may arise in this regard without being required to seek any further consent or approval of the members of the Company and further to execute all such documents, writings and to give such directions and/or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension or termination of SpiceJet ESOS - 2017 and do all other things incidental and ancillary thereof.

Resolved further that the Board be and is hereby authorized to take necessary steps for listing of the equity shares allotted under the Scheme on the Stock Exchanges as per the provisions of the listing agreements with the stock exchanges concerned, the Guidelines and other applicable laws and regulations.

Resolved further that the Board be and is hereby further authorised to do all such acts, deeds and things, as it may in its absolute discretion, deem necessary including authorising or appointing merchant bankers, brokers, solicitors, registrars, advertisement agency, compliance officer, investors service centre and other advisors, consultants or representatives, being incidental to the effective implementation and administration of SpiceJet ESOS - 2017 as also to prefer applications to the appropriate authorities, parties and the institutions for their requisite approvals as also to initiate all necessary actions for the preparation and issue of public announcement and filing of public announcement, if required, with the SEBI/Stock Exchange(s), and all other documents required to be filed in the above connection and to settle all such questions or difficulties whatsoever which may arise and take all such steps and decisions in this regard.

Resolved further that the Board be and is hereby authorized to delegate all or any powers conferred herein to Nomination and Remuneration Committee or such other Committee, with power to further delegate to any Executives/Officers of the Company to do all such acts, deeds, matters and things as also

to execute such documents, writings etc., as may be necessary in this regard".

By order of the Board of Directors

Gurgaon  
October 30, 2017

Sd/-  
Chandan Sand  
VP (Legal) & Company Secretary

#### NOTES:

1. The Statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed.
2. **A member entitled to attend and vote at the Annual General Meeting ("AGM") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing proxy in order to be effective shall be deposited at the Registered Office of the Company not less than forty-eight (48) hours before the commencement of the AGM.**

A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Provided that a member holding more than ten percent, of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. Corporate members intending to send their authorised representatives to attend the AGM are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the AGM.
4. The Register of Members and Share Transfer Books will remain closed from November 21, 2017 to November 27, 2017 (both days inclusive).
5. Members are requested to kindly bring their copy of the Annual Report with them at the AGM, as no extra copy of Annual Report would be made available at the AGM. Members/proxies should

- also bring the attached Attendance Slip, duly filled and hand it over at the entrance to the venue.
6. Members are requested to quote their Registered Folio Number or Demat account number and Depository Participant (DP) ID number on all correspondence with the Company.
  7. 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.
  8. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company during business hours on all working days, except Saturday/ Sunday and other public holidays, between 10:00 a.m. to 12:00 noon upto the date of the AGM.
  9. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.
  10. Members are requested to send to the Company their queries, if any, on accounts and operations of the Company at least seven days before the AGM so that the same could be suitably answered at the AGM.
  11. The Company is concerned about the environment and utilizes natural resources in a sustainable manner. We request you to update your email address with your Depository Participant to enable us to send you the Annual Report and other official communications by means of e-mail.
  12. The Annual Report for the financial year 2016-17 has been sent through email to those members who have opted to receive electronic communication or who have registered their email addresses with the Company/Depository Participants. The Annual Report is also available on the website of the Company at [www.spicejet.com](http://www.spicejet.com) in 'Investor' section. The physical copy of the Annual Report has been sent to those members who have either opted for the same or have not registered their email addresses with the Company/Depository Participant. The members will be entitled to a physical copy of the Annual report for the financial year 2016-17, without any cost, upon sending a request to the Company Secretary at registered office of the Company or by writing an email at [investors@spicejet.com](mailto:investors@spicejet.com) and mentioning their Registered Folio Number or Demat account number and Depository Participant (DP) ID number.
  13. Additional information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**Listing Regulations**") and Secretarial Standard - 2 issued by the Institute of Company Secretaries of India ("**SS-2**") in respect of the Directors seeking appointment at the AGM is furnished and forms a part of the Notice. The Directors have furnished the requisite consents /declarations for their appointment.
  14. In terms of SS-2 route map for the location of the venue of the AGM is given hereunder and forms a part of this Notice.
  15. Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) read with Regulation 44 of the Listing Regulations, the Company is pleased to provide remote e-voting facility through M/s. Karvy Computershare Private Limited ("**Karvy**"), for all members of the Company to enable them to cast their votes electronically on the items mentioned in this Notice. Detailed instructions for remote e-voting process are provided alongwith the user ID and password sent with this Notice. The Company has appointed Mr. Mahesh Gupta (CP No. 1999), Practicing Company Secretary as the Scrutinizer for conducting the e-voting process in a fair and transparent manner. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company. Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date November 20, 2017, may cast their vote electronically.
  16. The Scrutiniser shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the AGM, thereafter unblock the votes



cast through 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 November 29, 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 AGM of the Company and shall be deemed to be passed on the date of the AGM. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website i.e. www.spicejet.com and on the website of Karvy and communicated to the Stock Exchange.

17. Poll will also be conducted at the AGM and any member who has not cast his vote through e-voting facility, may attend the AGM and cast his vote.

### **STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

The following statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

#### **Item No. 4 and 5**

Equity based compensation is considered to be an integral part of employee compensation across sectors which enables alignment of personal goals of the employees with organisational objectives. Your Company believes that equity based Compensation schemes are an effective tool to reward the employees (including directors) of the Company and its subsidiary or holding companies, in the growth of the Company and also to attract new talents, to retain the key resources in the organisation and for the benefit of the present and future employees of the Company and its subsidiary or holding companies.

With this objective in mind, your Company intends to implement SpiceJet Employee Stock Option Scheme - 2017 ("**SpiceJet ESOS - 2017**" or "**Scheme**") for the aforesaid employees. The Company seeks members' approval in respect of SpiceJet ESOS - 2017 and grant of Stock Options to the eligible employees of the Company as decided in this behalf from time to time in due compliance of the Regulation 6 of the Securities and Exchange Board of India (Share Based

Employee Benefits) Regulations, 2014 ("**SEBI SBEB Regulations**").

The main features of the SpiceJet ESOS - 2017 are as under:

#### **1. Brief description of the Scheme**

SpiceJet ESOS - 2017 not only bring ownership rewards but also encourages long term and committed involvement of the Employees in the management and future of the Company. The objective of the Scheme is to encourage ownership of the Company's equity by its Employees on an ongoing basis. The Scheme is intended to reward the Employees for their contribution towards successful operation of the Company and also to incentivise for their future long term contributions. It is envisaged that the Scheme will enable the Company to attract, retain and award the talent by making them partners in business and its growth.

The Scheme seeks to grant to the Employees, options convertible into equal number of equity shares of ₹ 10 each of the Company. It further empowers the Board of Directors (or such Committee including the Nomination and Remuneration Committee or such officers of the Company to whom the Board may delegate these powers) to amend, vary or modify the terms and conditions pertaining to the grant of options, pricing of options, issue or allotment of equity shares pursuant to the options, to make adjustments as may be required and to the extent permissible in law for dividends, bonus and other rights that may accrue in respect of the options granted.

#### **2. Total number of options to be granted**

The total number of Options to be granted under the Scheme shall not exceed 10,000,000 number of Options convertible into equivalent number of equity shares of ₹ 10 each.

#### **3. Classes of Employees entitled to participate in the scheme(s)**

The following classes of the Employees are entitled to participate:

- i) Permanent employee of the Company working in India or outside India;

- ii) Director of the Company, whether a whole time director or not; or
- iii) Permanent employee or director of a subsidiary, in India or outside India, or of a holding company of the Company.

Following persons are not eligible:

- (a) Employee who is a promoter or person belonging to the promoter group;
- (b) Director who either by himself or through his relatives or through anybody corporate, directly or indirectly holds more than ten per cent of the outstanding equity shares of the Company; and
- (c) Independent director within the meaning of the Companies Act, 2013 and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### 4. Requirements of vesting and period of vesting

The vesting period for options granted under the Scheme shall be minimum one (1) year from the date of grant. The Nomination and Remuneration Committee may however vary the vesting period subject to a minimum period of one (1) year from the date of grant.

#### 5. Maximum period within which the options shall be vested

The maximum period for vesting of the options shall not exceed 5 (Five) years from the date of grant.

#### 6. Exercise price or pricing formula

₹ 10 (Rupees Ten) per share.

#### 7. Exercise period and process of exercise

The vested Options shall be exercisable by the Employees by a written application to the Company expressing his/ her desire to exercise such Options in such manner and on such format as may be prescribed by the Nomination and Remuneration Committee from time to time. The

Options shall lapse if not exercised within the specified exercise period.

The exercise period shall commence from the date of vesting and expire no later than 5 (Five) years from the last vesting date, except in the case of discontinuation of the services of an Employee or breach of employment (as specific to each employee), which has been elaborated in the SpiceJet ESOS - 2017. The Nomination and Remuneration Committee may grant an extension upon a specific request made by the Employee concerned to this effect.

#### 8. Appraisal process for determining the eligibility of Employees for the scheme(s)

The appraisal process for determining the eligibility of the Employees will be decided by the Nomination and Remuneration Committee from time to time.

#### 9. Maximum number of options to be issued per Employee and in aggregate

The Scheme provides discretion to the Board and the Nomination and Remuneration Committee to determine the total number of Options that may be granted to the Employees in any financial year.

Number of Options granted to any Employee, during any one year under the Scheme shall not be equal to or exceeding one percent of the issued equity share capital (excluding outstanding warrants and conversions, if any) of the Company at the time of grant of Option.

#### 10. Maximum quantum of benefits to be provided per Employee under the Scheme

The Maximum quantum of benefits underlying the Options issued to an eligible employee shall be equal to difference between the option Exercise Price and the Market Price of the shares on the exercise date.

#### 11. Whether the Scheme is to be implemented and administered directly by the Company or through a trust

The Scheme is to be implemented and administered directly by the Company without forming or involving any trust.



**12. Whether the Scheme involves new issue of shares by the Company or secondary acquisition by the trust or both**

The Scheme involves issue of new shares against exercise of options. There is no involvement of trust and therefore there will not be any secondary acquisition.

**13. The amount of loan to be provided for implementation of the Scheme by the Company to the trust, its tenure, utilization, repayment terms, etc.**

The Scheme is to be implemented and administered directly by the Company without forming or involving any trust. Therefore, provision of any loan to a trust under the Scheme does not arise.

**14. Maximum percentage of secondary acquisition that can be made by the trust for the purposes of the Scheme(s)**

The Scheme is to be implemented and administered directly by the Company without forming or involving any trust. Therefore, the Scheme does not envisage any secondary acquisition.

**15. Statement for conformation to the accounting policies specified in Regulation 15 of SEBI SBEB Regulations**

The Company shall follow the requirements of the 'Guidance Note on Accounting for Employee share-based Payments' (Guidance Note) or Accounting Standards as may be prescribed by the Institute of Chartered Accountants of India

(ICAI) from time to time, including the disclosure requirements prescribed therein.

**16. Method which the Company shall use to value its options**

To calculate the Employee compensation cost, the Company shall use the intrinsic value method for valuation of the options granted. The difference between the Employee compensation cost so computed and the Employee compensation cost that shall have been recognised if it had used the fair value, shall be disclosed in the Directors' Report and the impact of this difference on the profits and on the earnings per share of the Company shall also be disclosed in the Directors' Report.

Consent of the members is being sought by way of a special resolution pursuant to Section 62(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013 and as per Regulation 6 of the SEBI SBEB Regulations.

A draft copy of the the Scheme is available for inspection at the Registered Office of the Company during business hours on all working days, except Saturday/ Sunday and other public holidays, between 10:00 a.m. to 12:00 noon upto the date of the AGM.

Your Directors recommend the resolution for your approval.

None of the director and key managerial personnel of the Company including their relatives are, in anyway, concerned or interested in the said resolution, except to the extent of their shareholding.

**ADDITIONAL INFORMATION ON DIRECTORS RECOMMENDED FOR APPOINTMENT / RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36(3) OF THE LISTING REGULATIONS AND SS-2**

<b>Name</b>	<b>Mrs. Shiwani Singh</b>
DIN	05229788
Date of Birth	November 21, 1971
Date of first Appointment on the Board of SpiceJet Limited	May 21, 2015
Qualification	Graduate
Brief resume and experience	Mrs. Singh is competent businesswoman who takes care of her family's real estate and fashion accessories business. She brings rich and successful experience in general business management and also provides benefit of gender diversity to the Board of Directors.
Directorship in other companies	<ul style="list-style-type: none"> <li>• Argentum Defence Systems Pvt. Ltd.</li> <li>• Argentum Electric Vehicles Pvt. Ltd.</li> <li>• Green Volt Technologies Pvt. Ltd.</li> <li>• Greenstar Mobility Pvt. Ltd.</li> <li>• I2N Technologies Pvt. Ltd.</li> <li>• Argentum Engineering Design Pvt. Ltd.</li> <li>• Multipurpose Trading and Agencies Ltd</li> <li>• Greenline Communication Pvt. Ltd.</li> <li>• Greenline Transit System Pvt. Ltd.</li> <li>• Star Bus Services Pvt. Ltd.</li> <li>• Pan India Motors Pvt. Ltd.</li> <li>• SpiceJet Merchandise Pvt. Ltd.</li> <li>• SpiceJet Technic Pvt. Ltd.</li> </ul>
Chairperson/Member of the Committee of the Board of Directors of SpiceJet Limited	<ul style="list-style-type: none"> <li>• Audit Committee - Member</li> <li>• Nomination and Remuneration Committee - Member</li> <li>• Stakeholders Relationship Committee - Member</li> <li>• Corporate Social Responsibility Committee - Member</li> </ul>
Chairperson/Member of the Committee of other companies in which she is a Director	Multipurpose Trading & Agencies Limited: <ul style="list-style-type: none"> <li>• Audit Committee - Member</li> <li>• Nomination and Remuneration Committee - Member</li> <li>• Stakeholders Relationship Committee - Chairperson</li> </ul>
Shareholding in the company (equity shares of ₹ 10 each)	Nil
No. of Board meetings attended during the year 2016-17	3 (Three)
Relationship with directors and Key Managerial Personnel	Mrs. Shiwani Singh is relative (wife) of Mr. Ajay Singh
Remuneration to be paid	Nil
Remuneration last drawn	Nil