



NOTICE OF 19TH ANNUAL GENERAL MEETING

Notice is hereby given that the 19th Annual General Meeting ('AGM') of the Members of InterGlobe Hotels Private Limited will be held on Thursday, the 24th day of August, 2023 at 11:30 am at 3rd Floor, Dr. Gopaldas Bhawan, 28, Barakhamba Road, Connaught Place, New Delhi-110001, India, to transact the following business:

ORDINARY BUSINESS:

Item no. 1 – Adoption of Financial Statements

To receive, consider and adopt:

- i. The audited Standalone financial statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors of the Company (the "Board") and Auditors thereon.
- ii. The audited Consolidated financial statements of the Company for the financial year ended March 31, 2023 and the reports of the Auditors thereon.

SPECIAL BUSINESS:

Item no. 2 – Appointment of Mr. Garth Ian Simmons as director

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 Sections 149, 152 and other applicable provisions of the Companies Act, 2013, if any, and the Rules made thereunder, Mr. Garth Ian Simmons (DIN 08762253), who was appointed as an Additional Director by the Board of Directors of the Company with effect from June 28, 2023, and who holds office till the date of the ensuing AGM, in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company.

**By Order of the Board
For InterGlobe Hotels Private Limited**

**Place: Gurgaon
Date: August 1, 2023**

**Sd/-
Jyoti Upmanyu
Company Secretary
Members Number: FCS7985**

Registered Office
3rd Floor, Dr. Gopaldas Bhawan,
Barakhamba Road, Connaught Place,
New Delhi-110 001, India
T +91 11 4351 3100

InterGlobe Hotels Pvt. Ltd.
Block 2A & 2B, DLF Corporate Park
DLF City, Phase III,
Gurugram-122002
Haryana, India

T +91 124 439 2900
F +91 124 439 2959
CIN U55101DL2004PTC128567
www.interglobehotels.com
info@interglobe.com

NOTES

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF / HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as a proxy on behalf of not exceeding fifty (50) members and holding in aggregate not more than ten (10) percent of the total share capital of the Company.

2. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
3. The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting. A proxy form for the AGM is enclosed.
4. 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.
5. A map for easy location to reach the venue of Annual General Meeting is annexed to this notice.



Statement pursuant to Section 102 (1) of the Companies Act, 2013

Item no. 2

Mr. Garth Ian Simmons (DIN 08762253) was appointed as an additional director of the Company on June 28, 2023. In terms of provisions of the Companies Act, 2013, he holds office till the date of the ensuing AGM. The Board of your Company recommends the resolution as set out in Item No. 2 for your approval as an Ordinary resolution.

No Director, Key Managerial Personnel or their relatives, except Mr. Garth Ian Simmons is interested or concerned in the resolution. Details regarding Mr. Garth Ian Simmons have been presented in the **Annexure-A** to the accompanying Notice.

**By Order of the Board
For InterGlobe Hotels Private Limited**

**Place: Gurgaon
Date: August 1, 2023**

**Sd/-
Jyoti Upmanyu
Company Secretary
Members Number: FCS7985**

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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]

CIN: U55101DL2004PTC128567

Name of the Company: InterGlobe Hotels Private Limited

Registered Office: 3rd Floor, Dr. Gopaldas Bhawan, 28, Barakhamba Road, Connaught Place, New Delhi-110001

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 failing him

2. Name:

Address:

E-mail Id:

Signature:....., or failing him

3. Name:

Address:

E-mail Id:

Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 19th Annual general meeting of the company, to be held on Thursday, the 24th day of August, 2023 at 11:30 am at 3rd Floor, Dr. Gopaldas Bhawan, 28, Barakhamba Road, Connaught Place, New Delhi-110001 and at any adjournment thereof in respect of such resolutions as are indicated below:

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Ordinary Resolutions:

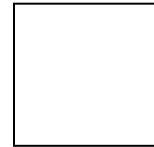
Resolution No

1. To receive, consider and adopt:
 - (i) The audited Standalone financial statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors of the Company (the “**Board**”) and Auditors thereon.
 - (ii) The audited Consolidated financial statements of the Company for the financial year ended March 31, 2023 and the reports of the Auditors thereon.

2. Appointment of Mr. Garth Ian Simmons as a director.

Signed this..... day of..... 2023

Signature of shareholder





ATTENDANCE SLIP

Registered Folio No..... (or)

Demat Account No..... D.P. ID. No

Name of shareholder(s).....

I/ We certify that I am/ we are Member(s)/ Proxy of the Member(s) of the Company holding..... shares.

I hereby record my presence at the 19th Annual General Meeting of the Company for the year ended March 31, 2023 to be held on Thursday, the 24th day of August, 2023 at 11:30 am at 3rd Floor, Dr. Gopaldas Bhawan, 28, Barakhamba Road, Connaught Place, New Delhi-110001.

.....
Signature of Member / Proxy

Notes:

1. A member or his duly appointed Proxy who wishes to attend the meeting must complete this attendance slip and hand it over at the entrance;
2. Name of the Proxy in block letters (in case the Proxy attends the meeting);
3. Those who hold shares in demat form to quote their demat account number and depository participant (D.P.) ID. number.

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Route Map

Venue of the AGM: 3rd Floor, Dr. Gopaldas Bhawan, 28, Barakhamba Road, Connaught Place, New Delhi-110001

Landmark: Near Barakhamba Metro Station



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Annexure A

Details of the Director seeking appointment at the Annual General Meeting pursuant to Secretarial Standards on General meetings issued by the Institute of Company Secretaries of India [SS-2]

Name of Director	Mr. Garth Ian Simmons
Age	54 years
Date of First Appointment on the Board	June 28, 2023
Qualification(s)	Postgraduate
Shareholding in the Company	Nil
Experience	Approx 35 years
Terms and conditions of appointment/ re-appointment along with the remuneration sought to be paid and the remuneration last drawn by such person	As per board resolution passed for appointment
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	Nil
Number of meetings of the board attended during the year	Nil
Other Directorships	As per Annexure B
Committee positions held in other Companies	Nil

Interest in other entities of Garth Ian Simmons

CIN/ LLPIN/ FCRN/ Registration number	Name	Address
199704951Z	AAPC Singapore Pte. Ltd.	Director
201631311D	AAPC Experience Pte. Ltd.	Director
202114761E	Ennismore Asia Pte. Ltd.	Director
198802183H	AAPC Asia Pte. Ltd.	Director
200701265Z	AHC Management Pte. Ltd.	Director
200701258Z	AHC Developments Pte. Ltd.	Director
201134725H	AHDF Pte. Ltd.	Director
201809361K	Gourmet Experience Pte. Ltd.	Director
200710923K	FRHI Hotels & Resorts (Singapore) Pte. Ltd.	Director
200511874Z	FRHI Holdings (Sing) Pte. Ltd.	Director
199707025D	Resorts International (1997) Pte. Ltd.	Director
198903239E	Raffles International Limited	Director
202136810N	AAPC Services Pte. Ltd.	Director
0100-01-107111	AAPC Japan K.K.	Director
C-0666/2006	AAPC (Maldives) Private Limited	Managing Director
C200608784	S&P, Inc.	Director
C201208090	FRS Hotel Group (Philippines), Inc.	Director
C201518573	FRHI Rental Management (Philippines), Inc.	Director
110111-3526485	AA Korea Hotel Management Co., Ltd.	Representative Director
110111-3526328	AA Korea Hotel Development Co., Ltd.	Director
110111-1122152	Ambasstel Inc.	Director
110111-0603278	Ambatel Inc.	Director
110111-3808049	Suhjin Development Co., Ltd.	Director
0105541019655	AAPC (Thailand) Limited	Director

0105552131087	MH & R MAN (Thailand) Limited	Director
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