

Go Airlines (India) Limited

Regd. Office: C/o Britannia Industries Limited, A-33 Lawrence Road Industrial Area, New Delhi-110035
Corporate Office: C-1, Wadia International Center (WIC), Pandurang Budhkar Marg, Worli, Mumbai-400025
CIN: U63013DL2004PLC217305

Phone: +91 22 6741000; Fax: +91 22 67410001, Website: www.GoAir.in

NOTICE

Notice is hereby given that the 12th Annual General Meeting of the Members of Go Airlines (India) Limited will be held at 56, Jor Bagh, New Delhi – 110001 on Thursday, 22nd September 2016 at 12:30 p.m. 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 31st March 2016, the reports of the Board of Directors and Auditors thereon;
2. To appoint a Director in place of Mr. Ness N. Wadia (DIN:00036049), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment; and
3. To ratify the appointment of Auditors 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 Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to the resolution passed by the members in the Annual General Meeting of the Company held on 12th September, 2014, consent of the members be and is hereby accorded to ratify the appointment of M/s. Kalyaniwalla & Mistry (Firm Registration No. 104607W), the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting to be held in the calendar year 2018 at a remuneration to be decided by the Board of Directors in consultation with the Auditors plus applicable service tax and reimbursement of out-of-pocket expenses incurred by them for the purpose of audit for the financial year ending 31st March 2017.”

NOTES FOR MEMBERS' ATTENTION:

- 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 THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- 2) THE INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- 3) MEMBERS/ PROXIES SHOULD BRING THE ATTENDANCE SLIP TO THE MEETING DULY FILLED IN, FOR ATTENDING THE MEETING.
- 4) MEMBERS ARE REQUESTED TO BRING THEIR COPY OF THE ANNUAL REPORT TO THE ANNUAL GENERAL MEETING.
- 5) BRIEF RESUME OF DIRECTOR PROPOSED TO BE APPOINTED / RE-APPOINTED, NATURE OF EXPERTISE IN FUNCTIONAL AREAS, NAMES OF COMPANIES IN WHICH THEY HOLD DIRECTORSHIPS AND MEMBERSHIPS / CHAIRMANSHIPS OF BOARD COMMITTEE & SHAREHOLDING IS ANNEXED AS ANNEXURE - I HERETO.

Place: Mumbai
Date: 31st May 2016

By Order of the Board
For Go Airlines (India) Limited

Nikhil Rathod
Company Secretary

ANNEXURE - I TO THE NOTICE

Brief resume of Director proposed to be appointed/ re-appointed as Director

Item No. 2

Mr. Ness Wadia, 45, is currently a Non-Executive Director of the Company since inception. He currently serves as the Managing Director of The Bombay Burmah Trading Corporation Limited and is Chairman of National Peroxide Limited, and is also actively involved in the running of the award-winning Wadia Hospitals and the Group's educational establishments, where he is instrumental in improving their effectiveness and visibility.

Mr. Wadia has been actively associated for over 20 years with the Wadia Group, an Indian conglomerate with interests in a plethora of sectors like Food and Dairy, Textiles, Real Estate Development, Chemicals, Plantations and Aviation. His time at Bombay Dyeing began in 1993 as a management trainee. During the early stages of his career, he was closely involved in marketing and retail distribution of the textile division of the company, and was the driving force behind the creation of Bombay Dyeing's real estate division.

In 1998, he began a Master's degree in Science (M.Sc.) of Engineering Management from the University of Warwick with a thesis titled "Leading to Success in India". After receiving his degree in 2001, he returned as Deputy Managing Director of Bombay Dyeing and was later promoted to Joint Managing Director. Mr. Wadia was appointed to this position on August 1, 2001 and stayed till March 2011.

Mr. Wadia was active in major industry organisations such as the Cotton Textiles Export Promotion Council, a council he once chaired, Mill Owners' Association (MOA). Mr. Wadia was once the Chairman of the FICCI - Maharashtra State Council and has been associated with FICCI as an executive committee member, Chairman of the FICCI Lifestyle Forum, Young Leaders Forum and Co-Chairman of the Real Estate Forum.

Mr. Wadia also leads the Wadia Group's philanthropic activities. As a trustee on boards of the Sir Ness Wadia Foundation and other trusts, he drives efforts in reaching out to the less fortunate.

Mr. Wadia is a co-owner of Kings XI Punjab, a prominent cricket team in the Indian Premier League. Since the team's inception, he has been the driving force behind the cricketing aspects of the team, and his personal objective is to harness young unknown talent and mentor budding cricketers to help achieve their dreams.

Other Directorships: Chairman of National Peroxide Ltd.; Managing Director of The Bombay Burmah Trading Corporation Ltd.; and Director in Britannia Industries Ltd., Go Airlines (India) Ltd., Wadia Techno Engineering Services Ltd., Wadia Investments Ltd., Virtual Education Network Pvt. Ltd., K.P.H. Dreams Cricket Pvt. Ltd., Go Investment & Trading Pvt. Ltd., Naira Holdings Ltd. and Leila Lands SB, Malaysia.

Committee Membership: Mr. Wadia is a member of the Audit Committee and Corporate Social Responsibility (CSR) Committee of the Company; Member of Finance Committee and Chairman of CSR Committee of The Bombay Dyeing and Manufacturing Company Ltd.; Member of Audit Committee, CSR Committee, Finance Committee, Strategy and

Innovation Steering Committee and Executive Committee of Britannia Industries Ltd.; Member of Stakeholder Relationship Committee of The Bombay Burmah Trading Corporation Ltd.; and Member of Remuneration Committee of National Peroxide Ltd.

None of the Directors, Key Managerial Personnel of Company and their relatives are concerned or interested in Item No. 2.

Place: Mumbai
Date: 31st May 2016

By Order of the Board
For Go Airlines (India) Limited

Nikhil Rathod
Company Secretary

Go Airlines (India) Limited

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ATTENDANCE SLIP

(Please complete this Attendance Slip and hand it over at the entrance of the Meeting Hall)
12th Annual General Meeting – 22nd September 2016

Name of the attending Shareholder/Proxy
(in block letters)

Regd. Folio No.

No. of Shares held _____

I hereby record my presence at the 12th Annual General Meeting of the Company, being held on Thursday, 22nd September 2016 at 12:30 p.m. at 56, Jor Bagh, New Delhi – 110001.

(Signature of Proxy Holder)

(Signature of Shareholder)

NOTE: Shareholder/ Proxy is requested to bring the Attendance Slip with him/her when they come to the meeting. No separate attendance slip will be issued at the time of meeting.

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Form No. MGT-11

Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and with rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s):

Registered Address:

Email 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 _____, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 12th Annual General Meeting of the company, to be held on Thursday, 22nd September 2016 at 12:30 p.m. at 56, Jor Bagh, New Delhi – 110001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	For	Against
1	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March 2016, the reports of the Board of Directors and Auditors thereon		

2	Appoint a Director in place of Mr. Ness N. Wadia (DIN:00036049), who retires by rotation and being eligible, offers himself for re-appointment		
3	Appointment of M/s. Kalyaniwalla & Mistry, Chartered Accountants, as Statutory Auditors of the Company		

Signed this..... day of..... 20....

Affix Revenue Stamp

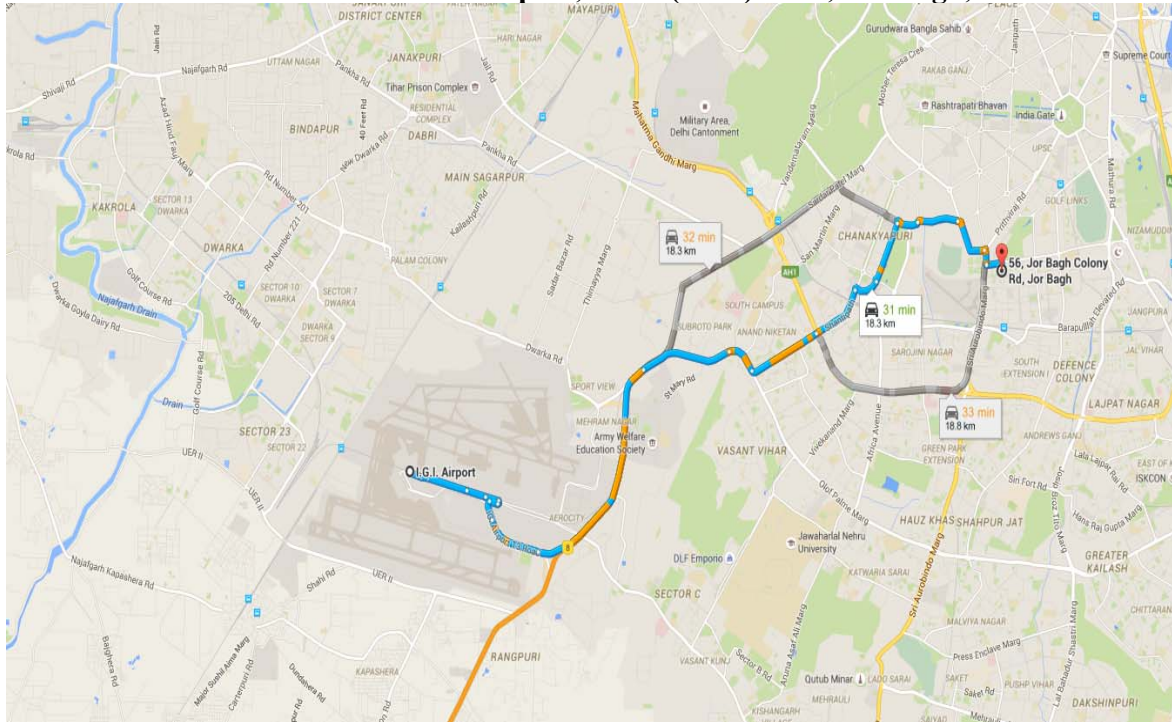
Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company at C/o Britannia Industries Limited, A-33 Lawrence Road Industrial Area, New Delhi - 110035, not less than 48 hours before the commencement of the Meeting.

ROUTE MAP FOR THE 12TH ANNUAL GENERAL MEETING OF THE MEMBERS OF GO AIRLINES (INDIA) LIMITED TO BE HELD AT 56, JOR BAGH, NEW DELHI – 110001 ON THURSDAY, 22ND SEPTEMBER 2016 AT 12:30 P.M.

Route Map to reach the Meeting Hall from Airport - From Indira Gandhi International Airport, Delhi (I.G.I) to 56, Jor Bagh, New Delhi



Route Map to reach the Meeting Hall from Railway Station - From New Delhi Railway Station to 56, Jor Bagh, New Delhi

