

NOTICE IS HEREBY GIVEN THAT THE 27TH ANNUAL GENERAL MEETING OF THE MEMBERS OF JET AIRWAYS (INDIA) LIMITED will be held on Tuesday, June 08, 2021 at 10:00 AM (IST) through two-way Video Conferencing ('VC') facility or other audio-visual means ('OAVM') to transact the following business:

Background of the company

Jet Airways (India) Limited (the 'Company'), an airline company, is engaged in the business of providing air transport services in India and abroad. On May 05, 1993 it commenced its operations as an air taxi operator with a fleet of four leased Boeing 737-300 aircraft and in Jan 1995 was granted scheduled airline status. In March 2004, the Corporate Debtor commenced its first international flight (Chennai - Colombo) and in Feb 2005, it was listed on Indian exchanges.

Due to financial distress and insufficiency of funds, the Company was unable to service its scheduled debt and was forced to suspend its operations on April 17, 2019. Further, Corporate Insolvency Resolution Process ("CIRP") under Section 7 of the Insolvency and Bankruptcy Code, 2016 ("IBC") read with Rule 4 of Insolvency and Bankruptcy (Application to Adjudicating Authority) Rules, 2016, was initiated against the Company by an order dated June 20, 2019 of the Hon'ble National Company Law Tribunal, Mumbai Bench ("Hon'ble NCLT"). Pursuant to this Court Order, Mr. Ashish Chhawchharia was appointed as the Interim Resolution Professional of the Company and subsequently was appointed as the Resolution Professional ("RP") by the Committee of Creditors ("CoC") at the first meeting of the Committee of Creditors held on July 16, 2019.

The members are hereby also informed that the Directors, CEO, CFO, CS including other top management personal had resigned from the Company (prior to initiation of CIRP), due to which the books closure process, financial results could not be prepared and finalized. Thus, AGM could not be conducted in its due date. (Within the period of September 30, 2019).

Ordinary Business

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019 together with the Reports of the Auditors thereon.

2. Appointment of Statutory Auditors

To approve and confirm the appointment of Statutory Auditors (M/S Sharp and Tannan Associates, Chartered Accountants) of the Company to fill the casual vacancy caused due to the resignation of M/s DTS & Associates LLP (after signing of Audit report for FY 2018-19) 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 sub section (8) of **Section 139 of the Companies Act, 2013**, M/s DTS & Associates LLP had resigned on account of Casual vacancy and M/s Sharp and Tannan Associates, Chartered Accountants, Pune be are hereby appointed as the Statutory Auditors of the Company to hold office from conclusion of the Twenty Seventh Annual General meeting upto conclusion of Twenty Eight Annual General Meeting."

Notes:

1. In view of the continuing restrictions on the movement of people at several places in the country, due to the outbreak of COVID-19, the Ministry of Corporate Affairs, Government of India ("MCA"), and the Securities and Exchange Board of India ("SEBI"), have allowed companies to conduct Annual General Meetings ("AGM") through Video-Conferencing ("VC") / Other Audio-Visual Means ("OAVM") during the calendar year 2020, without the physical presence of Members. This also addresses the health and safety of the Members. This AGM is being convened in compliance with applicable provisions of the Act and the Rules made thereunder; provisions of the Listing Regulations; the provisions of General Circular dated May 05, 2020 read with General Circular dated April 08, 2020 and dated April 13, 2020 issued by the MCA and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by SEBI, ("MCA and SEBI Circulars").
2. The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
3. In accordance with the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated 15th April, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the venue of the AGM. The route map for the venue of the AGM is therefore not attached.
4. KFin Technologies Private Limited, ("KFin"), the Company's Registrar and Transfer Agent will provide the facility for voting through remote e-voting, for participating in the AGM through VC / OAVM and e-voting during the AGM.
5. Generally, a Member entitled to attend and vote at the meeting 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. Since the AGM is being held through VC / OAVM, physical attendance of Members is dispensed with and consequently, the facility for appointment of proxies is not applicable. Hence, proxy forms and attendance slips are not annexed to this Notice.
6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act will be available for inspection by the Members through electronic mode during the AGM. The aforesaid documents along with documents referred to in the Notice will also be available electronically for inspection by the Members, without payment of any fees, from the date of circulation of this Notice up to the date of AGM, i.e. Tuesday, June 08, 2021. Members seeking inspection of the aforementioned documents can send an email to RP.Jetairways@in.gt.com.
7. Corporate Members intending to authorise their representatives to attend the meeting pursuant to Section 113 of the Act, are requested to email certified copy of the Board / governing body resolution / authorisation etc. authorising their representatives to attend and vote on their behalf at email IDs: RP.Jetairways@in.gt.com with a copy marked to evoting@kfintech.com.
8. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, June 01, 2021 to Tuesday, June 08, 2021 (both days inclusive) subject to provisions of the Act for the purpose of the Annual General Meeting.

DISPATCH OF ANNUAL REPORT, PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF NOTICE AND ANNUAL REPORT:

1. In accordance with the provisions of the MCA and SEBI Circulars, the Notice along with the Annual Report is being sent through email only to Members whose email IDs are registered with the Company/KFin and the Depository Participant / Depository.
2. The Notice of the AGM and the Annual Report are available on the website of the Company <http://jetairways.com/insolvencyproceedings/>, the website of KFin viz. <https://evoting.kfintech.com> and also on those of the BSE Limited viz. www.bseindia.com and the National Stock Exchange of India Limited viz. www.nseindia.com.
3. Members who have still not registered their email IDs are requested to do so at the earliest. Members holding shares in electronic mode can get their email IDs registered by contacting their respective Depository Participant. Members holding shares in physical mode are requested to register their email IDs with the Company or KFin, for receiving the Notice and Annual Report. Requests can be emailed to RP.Jetairways@in.gt.com. We urge Members to support this Green Initiative effort of the Company and get their email IDs registered.

PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM:

1. Members will be able to attend the AGM through VC / OAVM or view the live webcast of the AGM at <https://emeetings.kfintech.com> by using their remote e-voting login credentials and selecting the 'Event' for Company's AGM. Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further, Members can also use the OTP based login for logging into the e-voting system.
2. Members may join the AGM through Laptops, Smartphones, Tablets or iPads for better experience. Further, Members will be required to use internet with a good speed to avoid any disturbance during the AGM. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Mozilla Firefox. Please note that participants connecting from Mobile Devices or Tablets or through Laptops connecting via mobile hotspot may experience Audio / Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches. Members will be required to grant access to the web-cam to enable two-way video conferencing.
3. Facility of joining the AGM through VC / OAVM shall open 30 minutes before the time scheduled for the AGM and shall be kept open throughout the AGM. Members will be able to participate in the AGM through VC / OAVM on a first-come-first-serve basis. Large Members (i.e. Members holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. will not be subject to the aforesaid restriction of first-come-first-serve basis.
4. Institutional Members are encouraged to participate at the AGM through VC / OAVM and vote thereat.

5. Members, holding shares as on the cut-off date i.e. Monday, May 31, 2021 and who would like to speak or express their views or ask questions during the AGM may register themselves as speakers at <https://emeetings.kfintech.com> and clicking on 'Speaker Registration' during the period from Tuesday, June 01, 2021 to Saturday, June 05, 2021 (both days inclusive). Those Members who have registered themselves as a speaker will only be allowed to speak / express their views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time at the AGM.

Alternatively, Members holding shares as on the cut-off date may also visit <https://emeetings.kfintech.com> and click on the tab 'Post Your Queries' and post their queries/ views/questions in the window provided, by mentioning their name, demat account number/folio number, email ID and mobile number. The window will close at 3.00 p.m. (IST) on Monday, June 07, 2021.

6. Members who need assistance before or during the AGM with use of technology can contact KFin at 1-800-3454-001 or write to them at evoting@kfintech.com.

PROCEDURE FOR REMOTE E-VOTING AND VOTING DURING THE AGM:

1. Members are requested to attend and participate in the ensuing AGM through VC / OAVM and cast their vote either through remote e-voting facility or through e-voting facility to be provided during the AGM.
2. The facility of e-voting during the AGM will be available to those Members who have not cast their vote by remote e-voting. Members, who have cast their vote by remote e-voting, may attend the AGM through VC / OAVM but will not be entitled to cast their vote once again on resolutions.
3. In case of any query and / or help, in respect of attending the AGM through VC / OAVM mode, Members may refer to the Help & Frequently Asked Questions (FAQs) and 'AGM VC / OAVM' user manual available at the download Section of <https://evoting.kfintech.com> or contact Mr. S. V. Raju, Deputy General Manager - Corporate Registry or Mr. Ramdas, Manager - Corporate Registry, KFin at the email ID evoting@kfintech.com or on phone no.: 040-6716 1500 or call KFin's toll free no.: 1-800-3454-001 for any further clarifications / technical assistance that may be required.
4. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Listing Regulations the Company is pleased to provide to its Members facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means and the business may be transacted through e-voting services arranged by KFin. The Members may cast their votes using an electronic voting system from a place other than the venue of the AGM ("remote e-voting").
5. The Remote e-voting period begins on (9 a.m. IST) on Friday, June 04, 2021 and will end at (5 p.m. IST) on Monday, June 07, 2021. During this period, Members of the Company holding shares either in physical form or in demat form, as on the cut-off date i.e. Monday, May 31, 2021 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by KFin for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

THE PROCESS AND MANNER FOR REMOTE E-VOTING ARE AS UNDER:

A. In case a Member receives an email from KFin (for Members whose email IDs are registered with the Company/ Depository Participants):

- a.** Launch internet browser by typing the URL: <https://evoting.kfintech.com>
- b.** Enter the login credentials (i.e. User ID and Password). Folio No. / DP ID-Client ID will be the User ID. However, if a Member has already registered with KFin for e-voting, they can use the existing User ID and password for casting the vote.
- c.** After entering these details appropriately, click on “LOGIN”.
- d.** The Member will now reach password change menu wherein they are required to mandatorily change their 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 (@,#,\$, etc.). The system will prompt to change the password and update the contact details like mobile number, email ID, etc. on first login. Members may also enter a secret question and answer of their choice to retrieve the password in case it is forgotten. It is strongly recommended not to share the password with any other person and to take utmost care to keep the password confidential.
- e.** Please login again with the new credentials.
- f.** On successful login, the system will prompt to select the “EVENT” i.e. National Aluminium Company Limited.
- g.** On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date under “FOR/AGAINST” or alternatively, a Member may partially enter any number in “FOR” and partially in “AGAINST” but the total number in “FOR/AGAINST” taken together should not exceed the total shareholding as mentioned hereinabove. A Member may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- h.** Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
- i.** Voting has to be done for each item of the Notice separately. In case a Member does not desire to cast their vote on any specific item, it will be treated as abstained.
- j.** Please cast your vote by selecting an appropriate option and click on “Submit”.
- k.** A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once confirmed, a Member will not be allowed to modify their vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

- B.** In case email ID of a Member is not registered with the Depository Participant / Company, then such Member is requested to register/update their email ID with the Depository Participant (in case of shares held in dematerialised form) or inform KFin at the email ID evoting@kfintech.com (in case of shares held in physical form):
 - a.** Upon registration, Member will receive an email from KFin, which includes details of E-Voting Event Number (EVEN), User ID and Password.
 - b.** Please follow all steps from Note. No. 22(A) (a) to (k) above to cast the vote by electronic means.
- C.** A Member can opt for only single mode of voting i.e. through remote e-voting or voting at the AGM. If a Member casts votes by both modes i.e. voting at AGM and remote e-voting, voting done through remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

D. Other Instructions:

- a.** A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.
- b.** The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Monday, May 31, 2021
- c.** Any person who acquires shares of the Company and becomes a Member of the Company after sending of the Notice of AGM through e-mail and holding shares as of the cut-off date i.e. Monday, May 31, 2021 may obtain the User ID and Password in the manner as mentioned below:
 - i.** If the mobile number of the Member is registered against Folio No. /DP ID Client ID, the Member may send SMS: MYEPWD Folio No. or DP ID Client ID to +91 9212993399. In case of physical holding, prefix Folio No. with EVEN.

Example for NSDL:

MYEPWD <Space> IN12345612345678

Example for CDSL:

MYEPWD <Space> 1402345612345678

Example for Physical:

MYEPWD <Space> XXX1234567890

- ii.** If email ID of the Member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the Member may click 'Forgot password' and enter Folio No. or DP ID Client ID and PAN to generate a password.

- iii. Members may call KFin toll free number 1-800- 3454-001.
- iv. Members may send an email request to evoting@kfintech.com. If the Member is already registered with the KFin e-voting platform then such Member can use his / her existing User ID and password for casting the vote through remote e-voting.
- d. The Company has appointed Ms. Neha Poddar, Company Secretary as a Scrutinizer to scrutinize the remote e-voting process and e-voting at the AGM in a fair and transparent manner.
- e. The procedure for e-voting during the AGM is same as the instructions mentioned above for remote e-voting since the AGM is being held through VC/OAVM. The e-voting window shall be activated upon instructions of the Chairman of the AGM during the AGM. E-voting during the AGM is integrated with the VC/OAVM platform and no separate login is required for the same.
- f. The results declared along with the Scrutinizer's report will be forwarded to BSE Limited and National Stock Exchange of India Limited; be displayed at the Registered Office of the Company and simultaneously uploaded on the Company's website viz. <http://jetairways.com/insolvencyproceedings/>, and that of KFin viz. <https://evoting.kfintech.com>.

Date: May 15, 2021

Place: Mumbai

Sd/-

Ashish Chhawchharia

(IBBI/IPA-001/IP-P00294/2017-18/10538)

Resolution Professional for
Jet Airways (India) Limited

E: RP.Jetairways@in.gt.com

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