

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

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 National Company Law Tribunal convened Meeting of the Equity Shareholders of the Company to be held on Tuesday, 29th August 2017 at 11:00 a.m. at 56, Jor Bagh, New Delhi-110001 in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	For	Against
1	To approve the Composite Scheme of Arrangement between Go Airlines (India) Limited (“ Transferor Company ”), Wadia Reality Private Limited (“ Transferee Company ”), Go Investments & Trading Private Limited (“ Go Investments ”) and Nowrosjee Wadia & Sons Limited		

	<p>(“NWS”) with their respective shareholders (“Scheme”), involving:</p> <p>(i) demerger of the Demerged Undertaking of Go Airlines (India) Limited into Wadia Reality Private Limited;</p> <p>(ii) Cancellation of the initial equity share capital of Wadia Reality Private Limited;</p> <p>(iii) grant of option to Small Shareholders who will allotted equity shares of Wadia Reality Private Limited upon demerger to exit from Wadia Reality Private Limited at the Exit Price.</p> <p>(iv) Redemption of 40,93,190 0.01% Non Convertible Redeemable Non Cumulative Preference Shares of Rs.100 each issued by Go Investments & Trading Private Limited to Nowrosjee Wadia & Sons Limited</p>		
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Signed this..... day of..... 20....

Affix Revenue Stamp

Signature of shareholder

Signature of Proxy holder(s)

Note:

- i. **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.**
- ii. **Please put a ‘X’ in the appropriate column against the resolutions indicated in the Box. If you leave the ‘For’ or ‘Against’ column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.**