

October 10, 2025

LTTL/L&S/2025-26/10/13

To,
The Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051
Maharashtra, India

The Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Maharashtra, India

Dear Sir/ Madam,

Sub : Announcement under Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Notice of Extraordinary General Meeting scheduled to be held on Saturday, November 01, 2025

Ref : Le Travenues Technology Limited (the "Company")

BSE Scrip Code: 544192 and NSE Symbol: IXIGO

In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that the Extraordinary General Meeting ("**EGM**") of the members of Le Travenues Technology Limited (the "**Company**") will be convened on Saturday, November 01, 2025, at 02:00 P.M. (IST) through Video Conferencing ("**VC**") / Other Audio Visual Means ("**OAVM**") in compliance with the applicable provisions of the Companies Act, 2013, rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, from time to time, in respect of holding of general meetings through VC / OAVM.

Please find enclosed herewith the Notice of EGM. The said Notice is being sent through electronic mode to those Members whose email addresses are registered with the Company / Registrar and Share Transfer Agent / Depositories.

The Notice of EGM will also be available on the website of the Company at www.ixigo.com.

This is for your information and records.

Thank you,

For Le Travenues Technology Limited

Suresh Kumar Bhutani
(Group General Counsel, Company Secretary & Compliance Officer)



Notice of Extraordinary General Meeting



LE TRAVENUES TECHNOLOGY LIMITED

Registered Office: Second Floor, Veritas Building, Sector - 53,
Golf Course Road, Gurugram - 122 002, Haryana, India.
CIN: L63000HR2006PLC071540; Tel: +91 - 124 - 6682111
Email: secretarial@ixigo.com Website: <https://www.ixigo.com/>

NOTICE

NOTICE is hereby given that the Extraordinary General Meeting (“**EGM**”) of the members of Le Travenues Technology Limited (the “**Company**”) will be held on **Saturday, November 01, 2025 at 02:00 P.M. (IST)** through Video Conferencing (“**VC**”) / Other Audio Visual Means (“**OAVM**”) facility i.e., e-EGM via InStaMeet by MUFG Intime India Private Limited, to transact the following business:

SPECIAL BUSINESS:

1. Offer, issuance and allotment of equity shares on a private placement / preferential basis

To consider and if thought fit, pass with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 23(1)(b), 42, 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other rules and regulations made thereunder (the “**Act**”) (including any statutory modifications(s) or amendment(s) or re-enactment(s) thereof for the time being in force), the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “**SEBI ICDR Regulations**”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (the “**SEBI Listing Regulations**”), and subject to other applicable rules / regulations / guidelines / notifications / circulars and clarifications issued thereunder, if any, from time to time by the Government of India, the Reserve Bank of India, (the “**RBI**”), the Ministry of Corporate Affairs (the “**MCA**”), the Securities and Exchange Board of India (the “**SEBI**”) and any other statutory or regulatory authorities, including National Stock Exchange of India Limited and BSE Limited (the “**Stock Exchanges**”, along with RBI, MCA, and SEBI, the “**Regulatory Authorities**”) and/ or any other competent authorities to the extent applicable, the uniform listing agreement entered into by the Company with the Stock Exchanges where the equity shares of the Company are listed and subject to all necessary approval(s), consent(s), permission(s) and/ or sanction(s), if any, of the Government of India, any other statutory or regulatory authorities, as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the board of directors of the Company (the “**Board**” which term shall be deemed to include any duly constituted committee of directors thereof to exercise its powers including powers conferred under this resolution), and subject to the completion of the conditions precedent (or waiver thereof) and other terms of the share subscription agreement dated October 10, 2025 executed between the Company and MIH Investments One B.V. (“**Share Subscription Agreement**”), the consent

and approval of the members of the Company ("**Members**"), be and is hereby accorded to authorise the Board to create, issue, offer and allot on a preferential basis, up to 46,270,092 (Four Crore Sixty Two Lakhs Seventy Thousand and Ninety Two) fully paid up equity shares of face value of INR 1 (Indian Rupee One only) each ("**Equity Share**") for cash at an issue price of INR 280 (Indian Rupees Two Hundred and Eighty only) per Equity Share (including a premium of INR 279 (Indian Rupees Two Hundred and Seventy Nine only) per Equity Share) ("**Issue Price**"), which is higher than the price determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations, for an aggregate amount of INR 12,955,625,760 (Indian Rupees One Thousand Two Hundred Ninety Five Crore Fifty Six Lakh Twenty Five Thousand Seven Hundred and Sixty only) to an allottee in the 'non-promoter' / 'public' category, as mentioned in the table below (the "**Investor**"), on such other terms and conditions as set out herein, the Share Subscription Agreement, and in the statement annexed to this Notice ("**Preferential Issue**"):

S. No.	Name of Investor	Status of Investor	Number of Equity Shares to be issued	Consideration (₹)
1.	MIH Investments One B.V.	Non-promoter/ public	46,270,092	12,955,625,760
Total			46,270,092	12,955,625,760

RESOLVED FURTHER THAT in terms of Regulation 161(a) of SEBI ICDR Regulations, the "**Relevant Date**" for the purpose of determination of Issue Price is **October 01, 2025**, being the date, which is 30 (thirty) days prior to the date of this EGM.

RESOLVED FURTHER THAT the Issue Price of INR 280 (Indian Rupees Two Hundred and Eighty only) per Equity Share, for the Preferential Issue is not less than the floor price arrived at in accordance with Regulation 164 and 166A of Chapter V of the SEBI ICDR Regulations.

RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the Preferential Issue shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

- The Equity Shares to be allotted shall be fully paid-up for cash consideration and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company and shall rank *pari-passu* with the existing equity shares of the Company, in all respects including the payment of dividend and voting rights from the date of allotment thereof, in line with the requirements of Regulation 160 of SEBI ICDR Regulations;
- 100% (one hundred percent) of the consideration for the Preferential Issue shall be payable on or before the date of the allotment of the Equity Shares in line with the requirements of Regulation 169(1) of the SEBI ICDR Regulations;
- The Equity Shares shall be allotted, on receipt of subscription monies, within 15 (fifteen) days from the later of: (i) date of receipt of approval of the shareholders of the Company; and (ii) date of receipt of the last applicable approval or permission by any regulatory authority (including but not limited to the in-principle approval of the Stock Exchanges for issuance of the Equity Shares to

the Investor) or such other extended period as may be permitted in accordance with the SEBI ICDR Regulations.

- d) The Equity Shares shall be allotted by the Company to the Investor in dematerialised form in accordance with the requirements of Regulation 170(4) of the SEBI ICDR Regulations;
- e) The Equity Shares proposed to be allotted to the Investor will be subject to the lock-in for such period as specified under the provisions of Chapter V of the SEBI ICDR Regulations;
- f) The entire pre-preferential allotment holding, if any, of the Investor, shall be locked-in from the relevant date up to a period of 90 (ninety) trading days from the date of trading approval as required under Regulation 167(6) of the SEBI ICDR Regulations;
- g) The Equity Shares to be allotted will be listed and traded on the Stock Exchanges, where the existing equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals, as the case may be;
- h) The Equity Shares to be issued and allotted to the Investor shall not exceed the number of Equity Shares approved herein above; and
- i) All other terms and conditions as set out in the Share Subscription Agreement.

RESOLVED FURTHER THAT consent of the Members, is hereby accorded to the Board to record the name and address of the Investor in the prescribed Form PAS - 5, pursuant to Rule 14(4) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and to issue and circulate the private placement offer cum application letter in Form PAS - 4, to the Investor, pursuant to Rule 14(3) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, inviting them to subscribe to the Equity Shares, after passing of this resolution and receiving any applicable approvals from the Regulatory Authorities, within the timelines prescribed under the applicable laws, and in accordance with the provisions of the Act and SEBI ICDR Regulations.

RESOLVED FURTHER THAT in accordance with the proviso to sub-section 6 of Section 42 of the Act, the entire consideration of the issue and allotment of the Equity Shares pursuant to the Preferential Issue, shall be paid to the Company from the bank account of the Investor and kept by the Company in a separate bank account in a scheduled bank which shall not be utilised for any purpose other than

- a) for adjustment against allotment of Equity Shares; or
- b) for the repayment of monies where the Company is unable to allot Equity Shares.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board is hereby authorised, on behalf of the Company, to do all such acts, deeds, matters and things as the Board may, subject to the Share Subscription Agreement, deem necessary or desirable for such purpose, for effecting any modifications, changes, variations, alterations, additions and/or deletions to the Preferential Issue as may be required by any regulatory or other authorities involved in or concerned with the issue and allotment of Equity Shares, making applications to the Stock Exchanges for obtaining in-principle approvals for the listing of Equity Shares to the

Investor, filing requisite documents with MCA and other regulatory authorities, filing of requisite documents with National Securities Depository Limited (“**NSDL**”) and Central Depository Services (India) Limited (“**CDSL**”) (collectively referred to as the “**Depositories**”), to resolve and settle any questions and difficulties that may arise in relation to the Preferential Issue without being required to seek any further consent or approval of the Members.

RESOLVED FURTHER THAT the Board is hereby authorised to delegate all or any of its powers conferred upon it by this resolution, to any director(s), committee(s), executive(s), officer(s) or authorised signatory(ies) to give effect to this resolution, including execution of any transaction documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities and to appoint any professional advisors, agencies, bankers, consultants, advocates and any other entities required under applicable law to give effect to this resolution and further to take all other steps which may be incidental, consequential, relevant or ancillary in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects.

2. **Amendments / alterations to the Articles of Association of Le Travenues Technology Limited and grant of special rights to an identified shareholder pursuant to Regulation 31B of the SEBI Listing Regulations**

To consider and if thought fit, pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 5 read with Section 14 and other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”) and the rules made thereunder (including any statutory modifications(s) or amendment(s) or re-enactment(s) thereof for the time being in force), the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued by any other statutory or regulatory authorities, and subject to all necessary approval(s), consent(s), permission(s) and/ or sanction(s), if any, of the Government of India, any other statutory or regulatory authorities, as may be required, the approval of the members of the Company (“**Members**”) be and is hereby accorded to amend the Articles of Association of the Company, to include a special right being provided to MIH Investments One B.V. (“**Investor**”) pursuant to the share subscription agreement dated October 10, 2025 executed between the Company and the Investor (“**Share Subscription Agreement**”), by inserting the following article after Article 141 and before Article 142 in the Articles of Association of the Company:

“141A Right to Appoint Investor Director

*This Article is being inserted for the purpose of giving effect to the provisions of the Share Subscription Agreement dated October 10, 2025, entered into between the Company and MIH Investments One B.V. (the “**Share Subscription Agreement**”) and shall take effect on and from the Closing Date (as defined in the Share Subscription Agreement).*

a) Appointment of Investor Director

On and from the Closing Date (as defined in the Share Subscription Agreement) and subject to paragraph (b) below, MIH Investments One B.V. (the “Investor”) shall have the right but not the obligation, to appoint 1 (one) director (“Investor Director”) to the Board, which right shall be exercised in the manner set out in Clause 5.5 of the Share Subscription Agreement.

On receipt of the nomination from the Investor for the appointment of the Investor Director, the Board shall within 7 (seven) Business Days appoint such nominee as a Director of the Company in accordance with applicable law.

b) Cessation of Right and Resignation Obligation

The right of the Investor to appoint a director on the Board of the Company shall be automatically terminated if the Investor (along with its Affiliates) does not hold 10% (ten percent) or more Equity Shares of the Company on a Fully Diluted Basis. Provided that in case the Equity Shares held by the Investor (along with its Affiliates) falls below 10% (ten percent) while the Investor Director is a member of the Board, then such Investor Director shall forthwith (and in any event within 5 (five) Business Days) tender the resignation from the Board.

For the purposes of this Article:

- **“Affiliate”** in relation to a Person, means, any other Person, who Controls, is Controlled by, or is under common Control with, the first referred Person;
- **“Business Day”** means any day other than Saturday, Sunday or any day on which banks in Gurugram and Amsterdam are generally open for regular banking business;
- **“Fully Diluted Basis”** means in relation to the share capital of the Company assuming that all outstanding convertible preference shares or debentures, options, warrants, notes and other securities which are convertible into or exercisable or exchangeable for Equity Shares of the Company (whether or not by their terms then currently convertible, exercisable or exchangeable), including all stock options (whether vested, unvested, or unallocated) and any outstanding commitments to issue Equity Shares at a future date, have been so converted, exercised or exchanged to the maximum number of Equity Shares possible under the terms thereof; and
- **“Person”** means any individual, sole proprietorship, association, unincorporated organisation, venture or joint venture, body corporate, corporation (including any non-profit organisation), limited or unlimited liability company, one person company, general partnership, limited partnership, limited liability partnership, estate, trust, society, firm, Hindu Undivided Family, Governmental Authority, or any other enterprise or other entity, in each case, whether or not having separate legal personality and whether acting in an individual, fiduciary or other capacity”

RESOLVED FURTHER THAT pursuant to Regulation 31B of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“SEBI Listing Regulations”**) and other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon from time to time (in each case, including any statutory modification(s) or reenactment(s) thereof for the time being in force), the enabling provisions of Memorandum of

Association and Articles of Association of the Company, the consent of the Members be and is hereby accorded to grant and give effect to the special right of the Investor to appoint an Investor Director as set out in Article 141A of the altered / amended Articles of Association of the Company in terms of the Share Subscription Agreement executed by the Company, which right shall become effective on and from the Closing Date (as defined under the Share Subscription Agreement).

RESOLVED FURTHER THAT the board of directors of the Company (the “**Board**”) is authorised to settle any question, difficulty or doubt that may arise in connection with the aforesaid resolution or any other matters related thereto, to file necessary forms / applications / documents / filings with the Registrar of Companies, Ministry of Corporate Affairs and / or other regulatory authorities, as may be required, and to do all such other acts, deeds, matters and things, as they may, in their absolute discretion, deem necessary, expedient, proper or desirable, including preparing, signing, executing, submitting and filing any document, deed, instrument, writing, confirmation, undertaking etc., to give full effect to the aforesaid resolution, without being required to seek any further consent or approval of the Members.

RESOLVED FURTHER THAT the Board is hereby authorised to delegate all or any of its powers conferred upon it by this resolution, to any director(s), committee(s), executive(s), officer(s) or authorised signatory(ies) to give effect to this resolution, including execution of any transaction documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities and to appoint any professional advisors, consultants, advocates and any other agency required under applicable law to give effect to this resolution and further to take all other steps which may be incidental, consequential, relevant or ancillary in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects.”

3. **Amendments / alterations to the Articles of Association of Le Travenues Technology Limited by deletion of any references to “Part A” and deletion of the third paragraph having references to Part A and Part B, in “Section I - APPLICABILITY OF TABLE F”**

To consider and if thought fit, pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 5 read with Section 14 and other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”) and the rules made thereunder (including any statutory modifications(s) or amendment(s) or re-enactment(s) thereof for the time being in force), the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued by any other statutory or regulatory authorities, and subject to all necessary approval(s), consent(s), permission(s) and/or sanction(s), if any, of the Government of India, any other statutory or regulatory authorities, as may be required, the approval of the members of the Company (“**Members**”) be and is hereby accorded to amend the Articles of Association of the Company by deletion of any references to “Part A” and deletion of the third paragraph having references to Part A and Part B, in “Section I - APPLICABILITY OF TABLE F” with updated “Section I - APPLICABILITY OF TABLE F” as follows:

“Subject as hereinafter provided and in so far as these presents do not modify or exclude them, the regulations contained in Table ‘F’ of Schedule I of the Companies Act, 2013, as amended, shall apply to the Company only so far as they are not inconsistent with any of the provisions contained in these Articles or modification thereof or are not expressly or by implication excluded from these Articles.

The regulations for the management of the Company and for the observance of the members thereto and their representatives, shall, subject to any exercise of the statutory powers of the Company with reference to the deletion or alteration of or addition to its regulations by Special Resolution as prescribed or permitted by the Companies Act, 2013, as amended, be such as are contained in these Articles.”

RESOLVED FURTHER THAT the board of directors of the Company (the “**Board**”) is authorised to settle any question, difficulty or doubt that may arise in connection with the aforesaid resolution or any other matters related thereto, to file necessary forms / applications / documents / filings with the Registrar of Companies, Ministry of Corporate Affairs and / or other regulatory authorities, as may be required, and to do all such other acts, deeds, matters and things, as they may, in their absolute discretion, deem necessary, expedient, proper or desirable, including preparing, signing, executing, submitting and filing any document, deed, instrument, writing, confirmation, undertaking etc., to give full effect to the aforesaid resolution, without being required to seek any further consent or approval of the Members.

RESOLVED FURTHER THAT the Board is hereby authorised to delegate all or any of its powers conferred upon it by this resolution, to any director(s), committee(s), executive(s), officer(s) or authorised signatory(ies) to give effect to this resolution, including execution of any transaction documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities and to appoint any professional advisors, consultants, advocates and any other agency required under applicable law to give effect to this resolution and further to take all other steps which may be incidental, consequential, relevant or ancillary in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects.”

By order of the board of directors
For Le Travenues Technology Limited

Sd/-
Suresh Kumar Bhutani
(Group General Counsel, Company Secretary
& Compliance Officer)
FCS: 6400

Date : October 10, 2025
Place : Mumbai

Le Travenues Technology Limited

CIN: L63000HR2006PLC071540

Regd. Office: Second Floor, Veritas Building, Sector - 53,
Golf Course Road, Gurugram - 122 002, Haryana, India.

Tel: +91 - 124 - 6682111; Email: secretarial@ixigo.com

Website: <https://www.ixigo.com/>

NOTES

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013 (hereinafter referred to as the “**Act**”) read with the rules framed thereunder relating to the businesses to be transacted at the Extraordinary General Meeting (hereinafter referred to as “**EGM**”) as set out in Item No(s). 1, 2 and 3 in the notice, is annexed herewith and forms part of this Notice.
2. The Ministry of Corporate Affairs had via General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, and General Circular No. 03/2025 dated September 22, 2025 (collectively “**MCA Circulars**”) and the Securities and Exchange Board of India had via Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, (the “**SEBI Circular**”), permitted companies to conduct extraordinary general meeting through video conferencing (“**VC**”) or Other Audio-Visual Means (“**OAVM**”) and provided relaxation from the applicability of Regulation 44(4) of the SEBI Listing Regulations. In compliance with the MCA Circulars, SEBI Circular and applicable provisions of the Act, the EGM is being convened and conducted through VC / OAVM i.e., e-EGM via InStaMeeT by MUFG Intime India Private Limited (“**MUFG**”), without the physical presence of the members at a common venue. The deemed venue for the EGM shall be the Registered Office of the Company. Since the EGM will be held through VC / OAVM Facility, the Route Map is not annexed in this Notice.
3. For convening the e-EGM via InStaMeeT, necessary arrangements have been made by the Company with MUFG and instructions for the process to be followed for attending and participating in the e-EGM forms part of this Notice.
4. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and MCA Circulars, the Company is providing facility of remote e-voting and e-voting during EGM, to its members in respect of the businesses to be transacted at the EGM.

For this purpose, necessary arrangements have been made by the Company with MUFG to facilitate remote e-voting and e-voting during EGM. The instructions for the process to be followed for remote e-voting and e-voting during EGM forms part of this Notice.

5. Pursuant to the provisions of the Act, a member entitled to attend, and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. Since the EGM is being convened pursuant to MCA Circulars through VC / OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for the appointment of proxies by the members will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
6. The attendance of the members attending the EGM through VC / OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Act.
7. Pursuant to Section 113 of the Act, representatives of Institutional / Corporate Members (i.e., other than individuals / HUF, NRI, etc.) may be appointed for the purpose of voting through remote e-voting or for participation and e-voting during the EGM to be conducted through VC / OAVM. Corporate Members intending to vote or attend the EGM through their authorised representatives are requested to send a certified true copy of the resolution of the board / governing body and power of attorney, (PDF / JPG Format), authorizing its representative to attend and vote on

their behalf at the EGM. The said resolution / authorisation shall be sent to the Company by e-mail through registered e-mail address of the corporate member at secretarial@ixigo.com with a copy to enotices@in.mpms.mufig.com.

8. The facility for joining the EGM through VC / OAVM will be opened 15 minutes before the scheduled start time of the EGM i.e., 01:45 P.M. (IST). The facility of participation at the EGM through VC / OAVM will be made available for 1,000 members on a first come first served basis. These restrictions will not apply in respect of large shareholders (i.e., shareholders holding 2% or more shares), promoters, institutional investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors, etc.
9. In compliance with MCA Circulars, the Notice of the EGM is being sent only through electronic mode to those members whose names appear in the Register of Members / Beneficial Owners maintained by the Depositories as on Friday, October 03, 2025, and whose email addresses are registered with the Company / Depositories. Members may note that this Notice will also be available on the website of the Company i.e., <https://www.ixigo.com/> and can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and is also available on the website of MUFG at <https://instavote.linkintime.co.in>
10. Manner of registering / updating e-mail address: Members whose email address is not registered, are requested to get the same registered / updated through the following procedure:
 - a) Members holding shares in dematerialised mode can get their email address registered / updated only by contacting their respective Depository Participant.
 - b) Members holding shares in physical mode may register / update their email address with the RTA by writing to them at enotices@in.mpms.mufig.com
11. All documents referred to in the notice and explanatory statement will be available for inspection in electronic mode. The members may inspect the same by sending a request to the Company at secretarial@ixigo.com.
12. Members holding shares as on the cut-off date i.e., **Saturday, October 25, 2025**, and who would like to express their views or ask questions during the EGM may register themselves by sending a request from their registered email id mentioning their name, DP id and Client id/ folio number, PAN and mobile number at secretarial@ixigo.com. The Speaker Registration will be open from **09:00 A.M. (IST) Monday, October 27, 2025, till 05:00 P.M. (IST) Friday, October 31, 2025**. Only those Members who are registered will be allowed to express their views or ask questions. The members may send their questions in advance within the stipulated period to enable the management to respond to these queries objectively at the EGM. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the EGM.
13. The Company has appointed Mr. Surya Kant Gupta, Practicing Company Secretary (Membership No. F9250), as the Scrutinizer for scrutinizing the remote e-voting and e-voting process to ensure that the process is carried out in a fair and transparent manner.

14. The Member whose name appears in the Register of Members / Beneficial Owners maintained by the Depositories as on cut-off date i.e., **Saturday, October 25, 2025**, will only be considered for the purpose of remote e-voting and e-voting.
15. The remote e-voting facility commences from **09:00 A.M. (IST) Wednesday, October 29, 2025, till 05:00 P.M. (IST) Friday, October 31, 2025**. The remote e-voting shall be disabled by MUFG after aforesaid period.
16. Voting rights shall be reckoned on the paid-up value of shares registered in the name of Members / Beneficial Owners maintained by the Depositories as on the cut-off date i.e., **Saturday, October 25, 2025**.
17. Members are requested to quote their Registered Folio Number or Demat Account Number in all correspondence with the Company. In case of joint holders, the member whose name appears as the first holder in the order of names as per the register of members of the Company will be entitled to vote at the EGM.
18. The Members attending the EGM who are entitled to vote but have not exercised their right to vote through remote e-voting, may vote during the EGM through e-voting for all businesses specified in the accompanying Notice. The members who have exercised their right to vote by remote e-voting may attend the EGM but shall not vote at the EGM.
19. Members who are holding shares in physical form or who have not registered their email address with the Company / Depository or any person who acquires shares of the Company and becomes a member of the Company after the Notice has been sent electronically by the Company, and holds shares as of the cut-off date, i.e., **Saturday, October 25, 2025**, may obtain the User ID and password by sending a request at enotices@in.mpms.mufg.com. However, if a member is already registered with MUFG for remote e-voting and e-voting then existing User ID and password can be used for casting vote.
20. A person who is not a member as on the cut-off date i.e., **Saturday, October 25, 2025**, should treat this Notice for information purposes only.
21. Members can avail the facility of nomination in respect of the equity shares held by them in physical form pursuant to the provisions of Section 72 of the Act read with rules thereunder. Members desiring to avail this facility may send their nomination in Form SH-13 duly filled in to the Company. Further, members desirous of cancelling / varying nominations pursuant to the provisions of the Act are requested to send their requests in Form SH-14 to the Company. These forms will be made available on request.
22. Any assistance required in relation to e-voting shall be addressed to Mr. Rajiv Ranjan, Assistant Vice President, e-voting, MUFG, C - 101, Embassy 247, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400 083; Helpdesk: 022 - 49186000 / 49186175; E-mail: enotices@in.mpms.mufg.com.
23. The Scrutinizer shall, after the conclusion of EGM, submit the consolidated scrutinizer's report (i.e., votes cast through remote e-voting and e-voting during EGM) to the Chairman of EGM after completion of scrutiny and the results will be announced by the Chairman or any other person authorised by the Chairman. Based on the Scrutinizer's report, the result will be declared within two working days from conclusion of EGM and the details of result along with Scrutinizer's Report will be placed on the website of the Company at www.ixigo.com and can also be accessed

from the websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and is also available on the website of MUFG at <https://instavote.linkintime.co.in>.

INSTRUCTIONS FOR E-VOTING AND PROCESS AND MANNER FOR JOINING THE EXTRAORDINARY GENERAL MEETING THROUGH VC / OAVM ARE AS FOLLOWS:

A. REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL:

METHOD 1 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com>
- b) Click on “Beneficial Owner” icon under “IDeAS Login Section”.
- c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on “Access to e-Voting” under e-Voting services.
- d) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Enter 8-character DP ID, 8-digit Client ID, Mobile No., Verification code & click on “Submit”.
- c) Enter the last 4 digits of your bank account / generate ‘OTP’
- d) Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.



METHOD 2 - NSDL e-voting website

- a) Visit URL: <https://www.evoting.nsdl.com>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 3 - NSDL OTP based login

- a) Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- c) Enter the OTP received on your registered email ID/ mobile number and click on login.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders registered with CDSL Easi/ Easiest facility

METHOD 1 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

- a) Visit URL:
<https://web.cdslindia.com/myeasitoken/Home/Login> or
www.cdslindia.com & click on Login to - My Easi Tab under Quick Links.
- b) Enter existing username, password and click on “Login”.
- c) Post successful authentication, user will be able to see e-voting option. The e-voting option will have links to e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

- a) To register, visit URL:
[https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration /](https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/)
<https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields for registration.
- c) Post successful registration, user will be provided with username and password. Follow steps given above in points (a-c).

METHOD 2 - CDSL e-voting page

- Visit URL: <https://www.cdslindia.com>
- Go to e-voting tab.
- Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
- System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- Post successful authentication, user will be able to see e-voting option. The e-voting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant ("DP") registered with NSDL / CDSL for e-voting facility.

- Login to DP website
- After Successful login, user shall navigate through "e-voting" option.
- Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / non-individual shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP to InstaVote

Shareholders registered for INSTAVOTE facility:

- Visit URL: <https://instavote.linkintime.co.in> & click on "Login" under 'SHARE HOLDER' tab.
- Enter details as under:
 - User ID: Enter User ID
 - Password: Enter existing Password
 - Enter Image Verification (CAPTCHA) Code
 - Click "Submit".

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g. IN123456) and 8 digit Client ID (eg. 12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is <u>Event No + Folio no.</u> registered with the Company

Shareholders not registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Sign Up” under ‘SHARE HOLDER’ tab & register with details as under:

- A. User ID: Enter User ID
- B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company, shall use the sequence number provided to you, if applicable.
- C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
- D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
- Shareholders holding shares in **demat form**, shall provide the details in ‘Point D’ above
 - Shareholders holding shares in **physical form** but have not recorded ‘Point C’ and ‘Point D’, shall provide their Folio number in ‘Point D’ above
- E. Set the password of your choice.
(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
- F. Enter Image Verification (CAPTCHA) Code.
- G. Click “Submit” (You have now registered on InstaVote).
Post successful registration, click on “**Login**” under ‘SHARE HOLDER’ tab & follow steps given above in points (a-b).

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no., registered with the Company

STEP 2: Steps to cast vote for resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the “Notification for e-voting”.
- B. Select ‘View’ icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour’ / ‘Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
- D. After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

NOTE: Shareholders may click on “Vote as per Proxy Advisor’s Recommendation” option and view proxy advisor recommendations for each resolution before casting vote. “Vote as per Proxy Advisor’s Recommendation” option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Guidelines for Institutional shareholders (“Custodian / Corporate Body / Mutual Fund”)

STEP 1 - Custodian / Corporate Body / Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on “Sign Up” under “Custodian / Corporate Body / Mutual Fund”
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) are sent to Primary contact person’s email ID. (You have now registered on InstaVote)

STEP 2 - Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on “Investor Mapping” tab under the Menu Section
- C. Map the Investor with the following details:
 - 1) ‘Investor ID’ - Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
 - 2) ‘Investor’s Name’ - Enter Investor’s Name as updated with DP.
 - 3) ‘Investor PAN’ - Enter your 10-digit PAN.
 - 4) ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be - DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body / Mutual Fund Entity). The same can be viewed under the “Report Section”.

STEP 3 - Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Votes Entry” tab under the Menu section.
- c) Enter the “Event No.” for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under “On-going Events”.

- d) Enter “16-digit Demat Account No.”.
- e) Refer to the Resolution description and cast your vote by selecting your desired option ‘Favour’ / ‘Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see “Notification for e-voting”.
- c) Select “View” icon for “Company’s Name” / “Event number”.
- d) E-voting page will appear.
- e) Download sample vote file from “Download Sample Vote File” tab.
- f) Cast your vote by selecting your desired option 'Favour' / 'Against' in the sample vote file and upload the same under “Upload Vote File” option.
- g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact at telephone number 022 - 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at evoting@nsdl.co.in or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free number 1800 22 55 33

Forgot Password:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on “**Login**” under ‘SHARE HOLDER’ tab.
- Click “**forgot password?**”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click “**forgot password?**”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

B. PROCESS AND MANNER FOR ATTENDING THE EXTRAORDINARY GENERAL MEETING THROUGH INSTAMEET:

In terms of Ministry of Corporate Affairs (“MCA”) General Circular No. 03/2025 dated September 22, 2025, the Companies can conduct their AGMs/ EGMs by means of Video Conference (VC) or other audio-visual means (OAVM).

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

- a) Visit URL: <https://instameet.in.mpms.mufig.com> & click on “Login”.
- b) Select the “Company Name” and register with your following details:
- c) Select Check Box - **Demat Account No.** / **Folio No.** / **PAN**
 - Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
 - Shareholders holding shares in physical form shall select check box - Folio No. and enter the Folio Number registered with the Company.
 - Shareholders shall select check box - PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
 - Mobile No.: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile number.
 - Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email ID with the DP shall enter the Email ID.
- d) Click “Go to Meeting”
You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

- a) Shareholders who would like to speak during the meeting must register their request with the Company.
- b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the Company.
- c) Shareholders will receive “speaking serial number” once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.
- d) Other shareholder who has not registered as “Speaker Shareholder” may still ask questions to the panelist via active chat-board during the meeting.

**Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.*

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

- a) On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
- b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET
- c) Click on 'Submit'.
- d) After successful login, you will see “Resolution Description” and against the same the option “Favour” / “Against” for voting.
- e) Cast your vote by selecting appropriate option i.e. “Favour” / “Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour’ / ‘Against’.
- f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact at 022 - 4918 6000 / 4918 6175.

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

Item No. 1

Offer, issuance and allotment of equity shares on a private placement / preferential basis

The board of directors of the Company (the “**Board**”), at its meeting held on October 10, 2025 had, subject to the approval of the members of the Company (“**Members**”) and such other approvals as may be required, approved the proposal to create, issue, offer and allot by way of a preferential issue on a private placement basis, for cash consideration, the following equity shares to MIH Investments One B.V. (the “**Investor**”), in the ‘non-promoter / public category’ in the following manner:

- a) 46,270,092 (Four Crore Sixty Two Lakhs Seventy Thousand and Ninety Two) fully paid up equity shares of face value of INR 1 (Indian Rupee One only) each (the “**Equity Shares**”) at an issue price of INR 280 (Indian Rupees Two Hundred and Eighty only) (including a premium of INR 279 (Indian Rupees Two Hundred and Seventy Nine only) per Equity Share (the “**Issue Price**”), aggregating up to INR 12,955,625,760 (Indian Rupees One Thousand Two Hundred Ninety Five Crore Fifty Six Lakh Twenty Five Thousand Seven Hundred and Sixty only), which is at a price higher than the floor price as determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations (the “**Preferential Issue**”).

The details of the issue and other particulars as required in terms of the Companies Act, 2013, the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”), are set forth below:

1. Particulars of the offer including date of passing of Board resolution:

The Board at its meeting held on October 10, 2025, subject to necessary approval(s), has approved the proposal for issuing Equity Shares to the Investor, who has agreed to subscribe to the proposed Preferential Issue and has confirmed its eligibility in terms of Regulation 159 of the SEBI ICDR Regulations.

In accordance with Sections 23(1)(b), 42, 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other rules and regulations made thereunder (the “**Act**”) (including any statutory modifications(s) or amendment(s) or re-enactment(s) thereof for the time being in force), the provisions of the SEBI ICDR Regulations, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (the “**SEBI Listing Regulations**”), such approvals, consents, permissions and sanctions as may be necessary or required from regulatory or other appropriate authorities, if any, consent and approval of the Members is being sought by way of a special resolution on the Preferential Issue at the extraordinary general meeting to be held on Saturday, November 01, 2025 at 02:00 P.M. (IST) (“**EGM**”).

The special resolution set out at Item No. 1 of this EGM notice dated October 10, 2025, has been proposed pursuant to the provisions of Sections 42 and 62(1)(c) of the Act and Regulations 160(b) of the SEBI ICDR Regulations, to issue and allot up to 46,270,092 (Four Crore Sixty Two Lakh Seventy Thousand and Ninety Two) Equity Shares for cash at an Issue Price of INR 280 (Indian Rupees Two Hundred and Eighty only), which is a price higher than the floor price determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations, for cash consideration.

The payment of consideration for Equity Shares shall be payable on or before the date of allotment of the Equity Shares in line with the requirements of Regulation 169(1) of the SEBI ICDR Regulations.

Objects of the Issue

S. No.	Objects of the Issue	Estimated amount as a percentage of Issue Proceeds (%)	Estimated amount to be funded from Issue Proceeds (INR in Crore)	Estimated Timelines for Deployment of Issue Proceeds
1.	Organic Growth Opportunities	25%	Up to 323.89	Dec 31, 2028
2.	Inorganic Growth Opportunities	25%	Up to 323.89	Mar 31, 2028
3.	Working Capital Requirements	25%	Up to 323.89	Mar 31, 2027
4.	General Corporate Purposes	25%	Up to 323.89	Mar 31, 2028
Total		100%	1,295.56	

The Company shall utilise the net proceeds from the Preferential Issue after adjustment of expenses related to the Preferential Issue in the following manner:

- 1. Organic Growth Opportunities:** Up to 25% of the proceeds (i.e. up to INR 323.89 Crores) are proposed to be utilized towards organic growth initiatives for the Company's business and shall include, but not be limited to:
 - (a) New Artificial Intelligence (AI) Platforms, Products, and Services, including their research and development expenditure;
 - (b) Technology & Other Related Costs including cloud infrastructure and software expenditure;
 - (c) Product Enhancement and Supply Expansion for our Hotels OTA business;
 - (d) Advertisement and branding initiatives for building top of mind brand recall; other marketing initiatives including performance marketing and customer inducements/promotions;

Timeline for Use of Funds: By December 31, 2028.

- 2. Inorganic Growth Opportunities:** Up to 25% of the proceeds (i.e. up to INR 323.89 Crores) is proposed to be utilized towards unidentified acquisitions and inorganic growth opportunities, directly by the Company or through its subsidiaries, including without limitation, by way of mergers, takeovers, acquisition by slump sale, acquisition of any business undertaking on going concern basis, setting up joint ventures, strategic investments etc., as may be approved by the Board from time to time. If such unidentified acquisition and growth opportunities do not materialize within the timeline mentioned below, then the unutilized proceeds allocated for this purpose (i.e., up to INR 323.89 Crores) will be utilised towards the Company's organic growth initiatives as set out in paragraph 1 above.

Timeline for Use of Funds: By March 31, 2028.

- 3. Working Capital Requirements:** Up to 25% of the proceeds (i.e. up to INR 323.89 Crores) is proposed to be utilized towards meeting the working capital requirements of our Company. The growth in working capital requirements is driven by the growth in our OTA business across flights, trains, buses and hotels.

Timeline: By March 31, 2027.

- 4. General Corporate Purposes:** A maximum of 25% of the proceeds (i.e. up to INR 323.89 Crores) is proposed to be utilized towards, inter alia, meeting ongoing general corporate exigencies and contingencies, rental payments and administrative expenses, employee and other personnel expenses, capital expenditure requirements and expenses for any other purpose, as applicable, in such manner and proportion as may be decided by the Board from time to time, and/or any other general purposes as may be permissible under applicable laws.

Timeline: By March 31, 2028.

The proceeds shall be utilised in the manner and timeline as specified above. While the amounts proposed to be utilised against each of the objects have been specified above, there may be a deviation of +/-10% depending upon future circumstances, in terms of NSE Circular No. NSE/CML/2022/56 and BSE Circular No. 20221213-47 each dated December 13, 2022, as the objects are based on management estimates and other commercial and technical factors. Accordingly, the same is dependent on a variety of factors such as financial, market and sectoral conditions, business performance and strategy, competition and other external factors, which may not be within the control of the Company and may result in modifications to the proposed schedule for utilisation of the proceeds at the discretion of the Board, subject to compliance with applicable laws.

Interim Use of Issue Proceeds:

The Company hereby confirms that flexibility in deployment of issue proceeds shall be subject to compliance with applicable laws. Pending utilisation of the proceeds from the Preferential Issue, the Company shall invest such proceeds in money market, liquid, overnight instruments, debt mutual funds, debentures,

bonds, government securities, deposits in scheduled commercial banks and/ or any other investment as permitted under applicable laws.

Monitoring of utilisation of funds

- a) Given that the issue size exceeds INR 1,000,000,000 (Indian Rupees One Hundred Crore only), in terms of Regulation 162A of the SEBI ICDR Regulations, the Company has appointed CARE Ratings Limited, a SEBI registered Credit Rating Agency as the monitoring agency to monitor the use of the proceeds of the Preferential Issue ("**Monitoring Agency**").
- b) The Monitoring Agency shall submit its report to the Company in the format specified in Schedule XI of the SEBI ICDR Regulations on a quarterly basis, till 100% (one hundred percent) of the proceeds of the Preferential Issue have been utilized. The Board and the management of the Company shall provide their comments on the findings of the Monitoring Agency in the format as specified in Schedule XI of the SEBI ICDR Regulations. The Company shall, within 45 (forty five) days from the end of each quarter, upload the report of the Monitoring Agency on its website and shall also submit the same to BSE Limited and National Stock Exchange of India Limited ("**Stock Exchanges**").

2. Kinds of securities offered, total/ maximum number of securities to be issued/ material terms of raising such securities:

Particulars	
No. of Equity Shares to be issued	46,270,092
Face value of Equity Shares to be issued (in Re.)	1
Securities Premium (per Equity Share to be issued) (in INR)	279
Issue price per Equity Share including premium (in INR)	280
Total consideration to be received (in INR)	12,955,625,760

The material terms of the proposed Preferential Issue of the Equity Shares are set out in this explanatory statement to the Notice.

3. The price or price band at/within which the securities offered, and allotment is proposed

Issue price of INR 280 (Indian Rupees Two Hundred and Eighty only) per Equity Share.

4. Amount which the Company intends to raise by way of such securities:

The Company intends to raise up to an aggregate amount of INR 12,955,625,760 (Indian Rupees One Thousand Two Hundred Ninety Five Crore Fifty Six Lakhs Twenty Five Thousand Seven Hundred and Sixty only).

5. Relevant date with reference to which the price has been arrived at:

The "**Relevant Date**" as per Regulation 161 of the SEBI ICDR Regulations for the determination of the floor price for issue of Equity Shares is fixed as October

01, 2025, i.e., 30 (thirty) days prior to the date of the shareholders' approval, i.e., November 01, 2025.

6. Basis or justification for the price (including premium, if any) at which the offer or invitation is being made along with report of the registered valuer:

In case of listed entities, allotment of shares/securities by way of a preferential issue can be made at a price not less than the price as calculated in accordance with the provisions of Regulation 164 and Regulation 166A of the SEBI ICDR Regulations.

In relation to Regulation 164 of the ICDR Regulations: The Equity Shares of the Company are listed on Stock Exchanges. The existing Equity Shares of the Company are frequently traded within the meaning of the explanation provided in Regulation 164(5) of Chapter V of the SEBI ICDR Regulations. For the purpose of computation of the Issue Price, the share price on National Stock Exchange of India Limited, being the Stock Exchange with higher trading volumes for the said period, has been considered for arriving at the floor price under this Preferential Issue in accordance with the SEBI ICDR Regulations.

In relation to Regulation 166A of the ICDR Regulations: Since, the Preferential Issue is expected to result in allotment of more than 5% (five per cent) of the post-issue fully diluted share capital of the Company (on allotment of Equity Shares), the Company is required to obtain a valuation report from an independent registered valuer and consider the same for determining the price, in accordance with the provision of Regulation 166A(1) of the SEBI ICDR Regulations.

In view of the aforesaid, the Company has engaged Mr. Rajeev Kumar Nayak, Registered Valuer (Registration Number IBBI/RV/02/2022/14553) and 3Dimension Capital Services Limited, SEBI Registered (Category - I) Merchant Banker, SEBI Registration No.: INM000012528, as the registered valuers for obtaining the certificate as stated in Regulation 164 of the ICDR Regulations, which provided minimum floor price as INR 224 (Indian Rupees Two Hundred and Twenty Four only). The valuation report dated October 10, 2025 is also available at the website of the Company at <https://investors.ixigo.com/>.

Issue Price of INR 280 (Indian Rupees Two Hundred and Eighty only) per Equity Share for the Preferential Issue is not less than the floor price arrived at, in accordance with Regulation 164 and 166A of Chapter V of the SEBI ICDR Regulations, being higher of the following:

- a) the 90-trading days' volume weighted average price (i.e., INR 231.67 (Indian Rupees Two Hundred Thirty One Point Six Seven only) of the Company's shares quoted on the Stock Exchanges, preceding the "Relevant Date"; or
- b) the 10-trading days' volume weighted average price (i.e., INR 278.01 (Indian Rupees Two Hundred and Seventy Eighty Point Zero One only) of the Company's shares quoted on the Stock Exchanges, preceding the "Relevant Date"; or
- c) the price determined (i.e., INR 224 (Indian Rupees Two Hundred and Twenty Four only) under the valuation report obtained by the Company from an independent registered valuer in terms of Regulation 166A.

Further, method of determination of price as per the Articles of Association of the Company is not applicable as the Articles of Association of the Company are silent on the determination of a floor price/ minimum price of the shares issued on preferential basis.

In view of the above, the Board of the Company decided to issue the Equity Shares to the Investor at the Issue Price of INR 280 (Indian Rupees Two Hundred and Eighty only) being higher than the price computed in accordance with Chapter V of the SEBI ICDR Regulations.

7. Name and address of valuer from whom certificate has been obtained:

Name : Mr. Rajeev Kumar Nayak, Registered Valuer

Registration No.: IBBI/RV/02/2022/14553

Address: E-5, LGF, Greater Kailash Enclave - 1, New Delhi - 110048, India

Name: 3Dimension Capital Services Limited, Category I Merchant Banker

Registration No.: INM000012528

Address: K-37/A, Basement, Near Kailash Colony Metro Station, Kailash Colony, New Delhi - 110048, India

8. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:

Not applicable, since the entire Preferential Issue is for cash consideration.

9. The class or classes of persons to whom the allotment is proposed to be made:

The allotment is proposed to be made to MIH Investments One B.V., belonging to the non-promoter/ public category.

10. The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

During the current financial year, commencing from April 1, 2025, the Company has not made any allotments on a preferential basis. However, please note that the Company has made allotments on a non-preferential basis, i.e., to option holders pursuant to the exercise requests received from them for vested options under the prevailing employee stock option schemes of the Company.

11. Intent of the promoters, directors, key managerial personnel (KMP) or senior management of the issuer to subscribe to the offer:

The Company is a professionally managed Company and does not have identifiable promoter in terms of the Act and SEBI ICDR Regulations.

Further, none of the directors or key management personnel or senior management of the Company intends to apply/ subscribe to the Preferential Issue.

12. The proposed time within which the allotment shall be completed:

The allotment of the Equity Shares, as the case may be, shall be completed within the period prescribed under Regulation 170 of the SEBI ICDR Regulations. Therefore, the Equity Shares shall be issued and allotted in dematerialised form within 15 (fifteen) days from the later of: (i) date of receipt of approval of the shareholders of the Company pursuant to this resolution; and (ii) date of receipt of the last applicable approval or permission by any regulatory authority (including but not limited to the in-principle approval of the Stock Exchanges for issuance of the Equity Shares to the Investor) or such other period as may be permitted in accordance with SEBI ICDR Regulations.

The Company will make an application to the Stock Exchanges, for listing of the Equity Shares issued and allotted pursuant to the Preferential Issue, in accordance with the timeline as per applicable laws.

13. The change in control, if any, in the company that would occur consequent to the preferential offer:

The proposed offer, issuance and allotment of Equity Shares will not result in change in control of the Company.

14. The current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter:

The Investor is currently a 'non-promoter' and shall remain a 'non-promoter' pursuant to and post the Preferential Issue.

15. Contribution being made by the promoters or directors either as part of the Preferential Issue or separately in furtherance of objects

Le Travenues Technology Limited is a professionally managed Company and does not have identifiable promoter in terms of the Act and SEBI ICDR Regulations.

Further, none of the existing directors of the Company are contributing towards the Preferential Issue or separately in furtherance of the objects.

16. The names of the proposed allottees and the percentage of post preferential offer capital that may be held by them:

S. No.	Name of the Investor	Pre-Issue Holding (No. of Shares) as on October 10, 2025	% of Pre-Preferential Issue Capital (% of A) as on October 10, 2025	No. of Equity Shares to be allotted	% Post Preferential Issue of Equity Shares (% of C) on a Fully Diluted Basis
1.	MIH Investments One B.V.	Nil	Nil	46,270,092	10.10%

Particulars	No. of Equity Shares
Pre-preferential issue, total number of equity shares outstanding in the Company as on October 10, 2025 on a Fully Diluted Basis* (A)	411,849,625
No. of equity shares to be allotted in current preferential issue (B)	46,270,092
Post-preferential issue, total number of equity shares outstanding in the Company on a Fully Diluted Basis* (C) = (A+B)	458,119,717

* **Fully Diluted Basis** means in relation to the share capital of the Company assuming that all outstanding convertible preference shares or debentures, options, warrants, notes and other securities which are convertible into or exercisable or exchangeable for Equity Shares of the Company (whether or not by their terms then currently convertible, exercisable or exchangeable), including all stock options (whether vested, unvested, or unallocated) and any outstanding commitments to issue Equity Shares at a future date, have been so converted, exercised or exchanged to the maximum number of Equity Shares possible under the terms thereof.

17. The pre-issue and post-issue shareholding pattern of the Company in the following format*:

	Category	Pre-issue (As on September 30, 2025)		No. of equity shares to be allotted	Post-issue	
		No. of shares held	% of shareholding		No. of shares held	% of shareholding
A.	Promoters' holding					
1	Indian:					
a)	Individuals	-	-	-	-	-
b)	Bodies Corporate	-	-	-	-	-
	Sub-Total (i)	-	-	-	-	-
2	Foreign promoters:	-	-	-	-	-
	Sub-Total (ii)	-	-	-	-	-
	Total of Existing Promoters (A1) = (i) + (ii)	-	-	-	-	-
C.	Non-Promoters' / Public Shareholding:					
1	Institutional investors*	269,422,189	69.01	46,270,092	315,692,281	72.29
2	Non-Institutions:					
a)	Private corporate bodies (including LLPs)	22,982,739	5.89	-	22,982,739	5.26
b)	Directors and relatives (excluding Independent Directors)	42,897,359	10.99	-	42,897,359	9.82
c)	Indian public**	49,911,838	12.78	-	49,911,838	11.43
d)	Others***	5,189,482	1.33	-	5,189,482	1.19
	Sub-Total (C2)	120,981,418	30.99	-	120,981,418	27.71
	Total Public Shareholding (C)= (C1) + (C2)	390,403,607	100.00	46,270,092	436,673,699	100.00

*Institutional investors include Mutual Funds, Alternate Investment Funds, NBFCs, Foreign Direct Investment, and Foreign Portfolio Investment.
 **Indian Public include Resident Individuals, Key Managerial Personnel, and Independent Directors.
 ***Others include Foreign Nationals, Non-Resident Individuals, Trusts, Clearing Members, and Hindu Undivided Family.

18. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees:

S. No.	Name of Investor	Name of Ultimate Beneficial Owner of the Investor
1.	MIH Investments One B.V.	MIH Investments One B.V. is indirectly wholly owned and controlled by Prosus N.V., a company registered under the laws of the Netherlands, and listed on the Euronext Amsterdam. Accordingly, in terms of the proviso to Regulation 163(1)(f) of the SEBI ICDR Regulations, no further disclosure of ultimate beneficial owner is required.

19. Recommendations and Voting Pattern of the committee of Independent Directors of the Company:

Not applicable (since there is no change in control of the Company).

20. Disclosures specified in Schedule VI to the SEBI ICDR Regulations, if the issuer or any of its promoters or directors is a willful defaulter or a fraudulent borrower:

Not applicable. The Company hereby confirms that neither the Company nor any of its directors is a willful defaulter, a fraudulent borrower or a fugitive economic offender.

Further, the Company is a professionally managed Company and does not have identifiable promoter in terms of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and the Companies Act, 2013.

21. Undertakings:

The Company hereby undertakes that:

- The Company is eligible to make the Preferential Issue to the Investor under Chapter V of the SEBI ICDR Regulations.
- The Company is in compliance with the conditions for continuous listing, as specified in the listing agreement with the Stock Exchanges where the equity shares of the issuer are listed and the SEBI Listing Regulations and any circular or notification issued by the Board thereunder and is eligible to make the Preferential Issue under Chapter V of the SEBI ICDR Regulations;

- (c) The Company has obtained the permanent account number of the Investor;
- (d) The proposed Preferential Issue is not being made to any body corporate incorporated in, a country which shares a land border with India.
- (e) The Investor has confirmed that they have not sold any equity shares of the Company during the 90 (ninety) trading days preceding the Relevant Date, in line with Regulation 159 of the SEBI ICDR Regulations;
- (f) All equity shares allotted by way of the Preferential Issue shall be made fully paid up at the time of the allotment;
- (g) Equity shares, if any, held by the Investor in the Company, are in dematerialised form;
- (h) As the Equity Shares have been listed for a period of more than 90 days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable;
- (i) The Company shall make an application seeking in-principle approval to the Stock Exchanges, where its equity shares are listed, on the same day when this Notice shall be sent in respect of the EGM seeking shareholders' approval by way of special resolution;
- (j) The Company shall re-compute the price of the specified securities in terms of the provision of these regulations where it is required to do so;
- (k) If the amount payable on account of the re-computation of price is not paid within the time stipulated in these regulations, the specified securities shall continue to be locked in till the time such amount is paid by the allottees.

Whether re-computation of the price is required

Since the equity shares of the Company have been listed on the Stock Exchanges for a period of more than 90 trading days prior to the Relevant Date, re-computation of the Issue Price is not required and therefore, the Company is not required to submit the undertaking specified under Regulations 163(1)(g) and (h) of the SEBI ICDR Regulations.

22. Practicing Company Secretary's Certificate

A certificate from DPV & Associates LLP, Company Secretaries (ICSI Firm Registration No.: L2021HR009500) dated October 10, 2025, has been obtained by the Company certifying that the Preferential Issue is being made in accordance with the requirements of the SEBI ICDR Regulations.

The certificate can be accessed on the website of the Company at <https://investors.ixigo.com/>.

23. Listing

The Company will make an application to the Stock Exchanges where the existing equity shares are listed, for listing of the Equity Shares issued and allotted pursuant to the Preferential Issue. The Equity Shares, once allotted, shall rank *pari-passu* with the existing equity shares of the Company in all respects, including dividend and voting rights.

24. Dues towards SEBI, Stock Exchange(s) or Depositories:

There are no outstanding dues of the Company payable to SEBI, Stock Exchanges or Depositories.

25. Lock-in period

The Equity Shares to be issued and allotted to the Investor shall be locked-in for such period as specified under Regulation 167 of the ICDR Regulations.

As on the date of this notice, the Investor does not hold any shares in the Company prior to this Preferential Issue, which is required to be locked-in from the Relevant Date up to a period of 90 trading days from the date of the trading approval as specified under Regulation 167(6) of the ICDR Regulations.

26. Principal terms of assets charged as securities

Not applicable.

27. Shareholding Interest of every Promoter, Director and KMPs to the extent of 2% or more in any body corporate, which is a proposed allottee

The Company is a professionally managed Company and does not have identifiable promoter in terms of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and the Companies Act, 2013.

Further, there is no shareholding interest of any Director and KMP, to the extent of 2% or more in the Investor.

28. Disclosure of Interest of directors/KMPs:

NIL (Already covered above)

Recommendation of the Board of Directors:

The Board at its meeting held on October 10, 2025 approved, subject to approval of the Members, the offer, issuance, and allotment of equity shares on a private placement / preferential allotment basis.

In terms of Section 23(1)(b), 42, 62(1)(c) of the Act, read with the rules made thereunder, Chapter V of the ICDR Regulations, and other applicable provisions, approval of the Members is sought by way of passing Special Resolution for Item No. 1 of the Notice, 'Offer, issuance and allotment of equity shares on a private placement / preferential basis'.

None of the Directors or Key Managerial Personnel of the Company, including their relatives, are in, anyway, concerned or interested, in the above resolution.

In consideration of the above, the Board recommends the resolution set out in this Notice at Item No. 1 for approval by the members as a Special Resolution.

Item No. 2

Amendments / alterations to the Articles of Association of Le Travenues Technology Limited and grant of special rights to an identified shareholder pursuant to Regulation 31B of the SEBI Listing Regulations

The board of directors of the Company (the “**Board**”), at its meeting held on October 10, 2025, approved, subject to the approval of the members of the Company (“**Members**”), raising funds by issuance and allotment of equity shares by way of preferential issue on a private placement basis (“**Preferential Issue**”) to MIH Investments One B.V. (“**Investor**”).

In view of the proposed Preferential Issue of the equity shares of the Company, and for the purpose of giving effect to the provisions of the share subscription agreement dated October 10, 2025 entered into between the Company and the Investor (“**Share Subscription Agreement**”), it is proposed that the Articles of Association of the Company be amended, to incorporate certain terms of the Share Subscription Agreement, by inserting the following article after Article 141 and before Article 142 in the Articles of Association of the Company:

“141A Right to Appoint Investor Director

*This Article is being inserted for the purpose of giving effect to the provisions of the Share Subscription Agreement dated October 10, 2025, entered into between the Company and MIH Investments One B.V. (the “**Share Subscription Agreement**”) and shall take effect on and from the Closing Date (as defined in the Share Subscription Agreement).*

a) Appointment of Investor Director

*On and from the Closing Date (as defined in the Share Subscription Agreement) and subject to paragraph (b) below, MIH Investments One B.V. (the “**Investor**”) shall have the right but not the obligation, to appoint 1 (one) director (“**Investor Director**”) to the Board, which right shall be exercised in the manner set out in Clause 5.5 of the Share Subscription Agreement.*

On receipt of the nomination from the Investor for the appointment of the Investor Director, the Board shall within 7 (seven) Business Days appoint such nominee as a Director of the Company in accordance with applicable law.

b) Cessation of Right and Resignation Obligation

The right of the Investor to appoint a director on the Board of the Company shall be automatically terminated if the Investor (along with its Affiliates) does not hold 10% (ten percent) or more Equity Shares of the Company on a Fully Diluted Basis. Provided that in case the Equity Shares held by the Investor (along with its Affiliates) falls below 10% (ten percent) while the Investor Director is a member of

the Board, then such Investor Director shall forthwith (and in any event within 5 (five) Business Days) tender the resignation from the Board.

For the purposes of this Article:

- *“Affiliate” in relation to a Person, means, any other Person, who Controls, is Controlled by, or is under common Control with, the first referred Person;*
- *“Business Day” means any day other than Saturday, Sunday or any day on which banks in Gurugram and Amsterdam are generally open for regular banking business;*
- *“Fully Diluted Basis” means in relation to the share capital of the Company assuming that all outstanding convertible preference shares or debentures, options, warrants, notes and other securities which are convertible into or exercisable or exchangeable for Equity Shares of the Company (whether or not by their terms then currently convertible, exercisable or exchangeable), including all stock options (whether vested, unvested, or unallocated) and any outstanding commitments to issue Equity Shares at a future date, have been so converted, exercised or exchanged to the maximum number of Equity Shares possible under the terms thereof; and*
- *“Person” means any individual, sole proprietorship, association, unincorporated organisation, venture or joint venture, body corporate, corporation (including any non-profit organisation), limited or unlimited liability company, one person company, general partnership, limited partnership, limited liability partnership, estate, trust, society, firm, Hindu Undivided Family, Governmental Authority, or any other enterprise or other entity, in each case, whether or not having separate legal personality and whether acting in an individual, fiduciary or other capacity”*

The Board at its meeting held on October 10, 2025 has approved, subject to approval of the Members:

- a) Amendment / Alteration of Articles of Association; and
- b) Grant of the special right to the Investor.

It is proposed that pursuant to the Investor holding Equity Shares above a certain threshold in the Company, it should have a right to appoint a nominee director on the Board. The special resolution as set out in under Item No. 2 of this is therefore recommended for approval.

The right of the Investor to appoint 1 (one) director to the Board (“Investor Director”), qualifies as a “special right” within the meaning of Regulation 31B of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, which is subject to the approval by the shareholders in a general meeting by way of a special resolution once in every 5 (five) years starting from the date of grant of such special right. The Investor’s right to appoint an Investor Director shall become effective and enforceable on and from the Closing Date (as defined in the Share Subscription Agreement).

Further, in terms of Sections 5 and 14 of the Companies Act, 2013, read with the rules made thereunder, any amendment to the Articles of Association of a Company shall

be approved by the members of the Company by a special resolution. The Board is desirous of adopting the amended Articles of Association of the Company and accordingly, the approval of the Members is requested by way of a Special Resolution under Item No. 2 of this notice.

None of the Directors or Key Managerial Personnel of the Company, including their relatives, are in any way concerned or interested in the above resolution.

In consideration of the above, the Board recommends the resolution set out in this Notice at Item No. 2 for approval by the members as a Special Resolution.

Item No. 3

Amendments / alterations to the Articles of Association of Le Travenues Technology Limited by deletion of any references to “Part A” and deletion of the third paragraph having references to Part A and Part B, in “Section I - APPLICABILITY OF TABLE F”

Upon listing of the Company, the provisions of Part B of the Company's erstwhile articles of association had fallen away automatically (with no further division between Part A and Part B thereafter). Therefore, the Company is desirous of deleting any residual references to such parts and amending the relevant language in relation thereto. In view of the foregoing, it is proposed that the Articles of Association of the Company be amended by deletion of any references to “Part A” and deletion of the third paragraph having references to Part A and Part B, in “Section I - APPLICABILITY OF TABLE F” with updated “Section I - APPLICABILITY OF TABLE F” as follows:

“Subject as hereinafter provided and in so far as these presents do not modify or exclude them, the regulations contained in Table ‘F’ of Schedule I of the Companies Act, 2013, as amended, shall apply to the Company only so far as they are not inconsistent with any of the provisions contained in these Articles or modification thereof or are not expressly or by implication excluded from these Articles.

The regulations for the management of the Company and for the observance of the members thereto and their representatives, shall, subject to any exercise of the statutory powers of the Company with reference to the deletion or alteration of or addition to its regulations by Special Resolution as prescribed or permitted by the Companies Act, 2013, as amended, be such as are contained in these Articles.”

The Board at its meeting held on October 10, 2025 has approved, subject to approval of the Members, amendment / alteration of Articles of Association in the foregoing manner.

Further, in terms of Sections 5 and 14 of the Companies Act, 2013, read with the rules made thereunder, any amendment to the Articles of Association of a Company shall be approved by the members of the Company by a special resolution. The Board is desirous of adopting the amended Articles of Association of the Company and accordingly, the approval of the Members is requested by way of a Special Resolution under Item No. 3 of this notice.

None of the Directors or Key Managerial Personnel of the Company, including their relatives, are in any way concerned or interested in the above resolution.

In consideration of the above, the Board recommends the resolution set out in this Notice at Item No. 3 for approval by the members as a Special Resolution.