



**SpiceJet Limited**  
319 Udyog Vihar, Phase-IV,  
Gurugram 122016, Haryana, India.  
Tel: + 91 124 3913939  
Fax: + 91 124 3913844

August 13, 2025

Department of Corporate Services,  
BSE Limited,  
Phiroz Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400001

**Reference: Scrip Code: 500285 and Scrip ID: SPICEJET**

**Subject: Notice of Extra-Ordinary General Meeting of SpiceJet Limited**

Dear Sir,

In reference with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), this is to inform you that the Extra-Ordinary General Meeting (“**EGM**”) of the members of SpiceJet Limited (“**Company**”) will be held on Thursday, the 4<sup>th</sup> day of September, 2025 at 11:30 a.m. through video conference and other audio visual means (“**VC**”) to transact business as per attached Notice of EGM which has been sent in electronic mode to members whose email IDs are registered with the Company or the Depository Participant(s).

In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, the Company is providing the facility to members to exercise their right to vote by electronic means on Resolution proposed to be passed at EGM. The Company has engaged KFin Technologies Limited (“**KFinTech**”) for providing facility for voting through remote e-voting and e-voting during the EGM. The Notice of EGM *inter-alia* includes the detailed procedure for remote e-voting and e-voting during the EGM.

Key Information about the EGM is mentioned below:

Cut-off Date	Friday, August 29, 2025
Day, Date and time of commencement of remote e-Voting	Sunday, August 31, 2025 at 9:00 a.m.
Day, Date and time of end of remote e-Voting	Wednesday, September 3, 2025 at 5:00 p.m.
Extra Ordinary General Meeting	Thursday, September 4, 2025 at 11:30 a.m.

The copy of the Notice of EGM is also available on the Website of the Company at [www.spicejet.com](http://www.spicejet.com) and on the website of the Stock Exchange i.e. BSE limited at [www.bseindia.com](http://www.bseindia.com).

This is for your information and further dissemination.

Thanking you,

Yours truly,  
For SpiceJet Limited

Chandan Sand  
Sr. VP (Legal) & Company Secretary

**NOTICE OF EXTRA-ORDINARY GENERAL MEETING**

Notice is hereby given that the Extra-Ordinary General Meeting (the “EGM”) of the members of SpiceJet Limited (the “Company”) will be held on Thursday, the 4<sup>th</sup> day of September, 2025 at 11:30 a.m. through video conference and other audio visual means (“VC”) to transact the following special business:

**Special Business:**

- 1. Appointment of M/s Kalyaniwalla & Mistry LLP (Firm Registration No. 104607W / W100166), as Statutory Auditors of the Company to fill up casual vacancy, caused due to resignation of M/s. Walkers Chandiook & Co LLP, Chartered Accountants (Firm Registration No. 001076N/N500013).**

To consider and if thought fit, to pass, the following resolution as ordinary resolution:

“Resolved that pursuant to the provisions of Sections 139,142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) and based upon recommendation of the Audit Committee and the Board of Directors, M/s Kalyaniwalla & Mistry LLP (Firm Registration No. 104607W / W100166) be and is hereby appointed as Statutory Auditors of the Company effective June 13, 2025, until the conclusion of the next Annual General Meeting of the Company to fill up the causal vacancy caused by the resignation of M/s. Walkers Chandiook & Co LLP, Chartered Accountants (Firm Registration No. 001076N/N500013) on such remuneration as may be decided by Board of Directors in consultation with Statutory Auditors in addition to taxes and re-imbursment for out of pocket expenses incurred by the Statutory Auditors on audit.

Resolved further that the Board of Directors of the Company on the recommendation of the Audit Committee may alter terms and conditions of appointment of the Statutory Auditors including payment of remuneration, in such manner as may be mutually agreed with the Statutory Auditors subject always to and in compliance with all applicable provisions of the Companies Act, 2013 and rules made thereunder.

Resolved further that Mr. Chandan Sand (Sr. VP (Legal) & Company Secretary) of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary to give effect to the foregoing resolution.”

By order of the Board of Directors

Sd/-

Chandan Sand

Sr. VP (Legal) & Company Secretary

Date: August 13, 2025

Place: Gurugram

**SpiceJet Limited**

Indira Gandhi International Airport,

Terminal 1D, New Delhi – 110037

CIN: L51909DL1984PLC288239

Website: [www.spicejet.com](http://www.spicejet.com)

Email: [investors@spicejet.com](mailto:investors@spicejet.com)

Tel: +91 124 3913939; Fax: +91 124 3913844

**Notes:**

1. Pursuant to Section 102 of the Companies Act, 2013 read with Section 101 of the Companies Act, 2013 a statement setting out material facts and reasons for proposed special business is annexed hereto.
2. Pursuant to the provisions of Sections 101 and 108 of the Act read with the Rules made thereunder and General Circular No. 09/2024 dated September 19, 2024, other Circulars issued by the Ministry of Corporate Affairs (“MCA”) from time to time, and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India (“SEBI”) (“the Circulars”), companies are allowed to hold EGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the EGM of the Company is being held through VC and the proceedings of the EGM shall be deemed to be conducted at the registered office of the Company.
3. **A member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote at the EGM instead of himself/herself, and the proxy need not be a member of the Company. Since the EGM is being held in accordance with the Circulars through VC, the facility for appointment of proxies by the members shall not be available. Participation of members through VC will be reckoned for the purpose of quorum for the EGM as per Section 103 of the Act.**
4. In compliance with the Circulars, the Notice of the EGM and instructions for e-voting are being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/depository participant(s). All these documents are also available on the website of the Company at [www.spicejet.com](http://www.spicejet.com) under the “Investors” section.
5. All documents referred to in the accompanying notice are open for inspection at the registered office of the Company during business hours on all working days, except Saturday/ Sunday and other public holidays, between 10:00 a.m. to 12:00 noon from the date of circulation of the notice upto the closure of remote e-voting.

All documents referred to in this notice will also be available electronically for inspection without any fee by the members from the date of circulation of this notice upto the closure of remote e-voting. Members seeking to inspect such documents can send an email to [investors@spicejet.com](mailto:investors@spicejet.com).

6. The members whose e-mail addresses are not registered with the Company/Depositories, are requested to get the same registered/ updated. The members holding shares in demat form can get their e-mail addresses registered by contacting their respective Depository Participant and the members holding shares in physical form may register their e-mail addresses and mobile number with KFinTech by sending an e-mail request at the email address [einward.ris@kfinotech.com](mailto:einward.ris@kfinotech.com) along with signed scanned copy of the request letter providing their email address, mobile number, self-attested copy of PAN Card and a copy of the share certificate for registering their email addresses for receiving the EGM Notice along with the remote e-voting instructions in electronic mode.
7. As per Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, all holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail address. Security holder can register/update the contact details through submitting the requisite Form ISR-1 along with the supporting documents. Form ISR-1 can be obtained by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx> and can be provided by any one of the following modes along with the supporting documents:
  - (a) Through 'In Person Verification' (IPV): The authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
  - (b) Through hard copies which are self-attested, which can be sent to KFin Technologies Limited, Selenium Building, Tower-B, Plot No 31 and 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana - 500032; or
  - (c) Through electronic mode with e-sign at link: <https://ris.kfintech.com/clientservices/isc/default.aspx#>

Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>.

8. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the KFinTech.
9. Since the EGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.
10. Members are requested to make all other correspondence in connection with the equity shares held by them by addressing letters directly to the Registrar and Share Transfer Agent viz., KFin Technologies Limited, Selenium Building, Tower-B, Plot No 31 and 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana – 500032 or to the Company at its registered office as mentioned in this Notice, quoting reference of their Client ID and DP ID or Folio No.
11. Members may participate in the EGM through VC facility by following the procedure as mentioned hereinafter. The VC facility allows participation of at least 1,000 members on a first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), promoter, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the EGM without any restriction on account of first come-first-served principle as per the EGM Circulars. Members of the Company under the category of institutional investors are encouraged to attend and vote at the EGM through VC.
12. Pursuant to the provisions of Section 108 of the Act and rules made thereunder and Regulation 44 of the SEBI Listing Regulations read with the Circulars and Circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 issued by the Securities and Exchange Board

of India (“SEBI”), the Company is providing remote e-voting facility to its members in respect of the business to be transacted at the EGM and a facility for those members participating in the EGM, to cast vote through e-voting system during the EGM. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, August 29, 2025. Mr. Mahesh Kumar Gupta (CP No. 1999), Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in fair and transparent manner.

13. KFinTech will be providing the facility for participation in the EGM through VC and remote e-voting facility. The procedure and instructions for remote e-voting and participation in the EGM through VC are provided hereinafter and forms part of this Notice.
14. The facility for e-voting shall also be made available during the EGM and the members participating in the meeting who have not cast their votes by remote e-voting shall be able to exercise their right to vote during the meeting through e-voting. The members who have cast their vote by remote e-voting prior to the EGM may also participate in the EGM but shall not be entitled to cast their vote again.
15. The e-voting period commences on Sunday, August 31, 2025 at 9:00 a.m. and ends on Wednesday, September 3, 2025 at 5:00 p.m. During this period, the members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, August 29, 2025, may cast their vote electronically. The e-voting module shall be disabled by KFinTech for voting thereafter. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. Friday, August 29, 2025. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote. A person who is not a member as on the cut-off date is requested to treat this Notice for information purposes only.
16. A member can opt for only single mode of voting i.e., through remote e-voting or e-voting at the EGM. If a member casts votes by both modes, then voting done through remote e-voting shall prevail and vote at the EGM shall be treated as invalid.
17. Speaker Registration: The members who wish to speak during the meeting may register themselves as speakers for the EGM to express their views. They can visit <https://emeetings.kfintech.com> and login through the User ID and password provided in the mail received from the Company. On successful login, select ‘Speaker Registration’ which will be opened from 9:00 a.m. to 5:00 p.m. on September 3, 2025. Members shall be provided a ‘queue number’ before the meeting. The Company reserves the right to restrict the speakers at the EGM to only those members who have registered themselves, depending on the availability of time for the EGM.
18. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter, etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at email ID [mkg1999@gmail.com](mailto:mkg1999@gmail.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com). The scanned image of the above mentioned documents should be in the naming format “Corporate Name\_EVENT No.”
19. The Scrutinizer will submit his report to the Chairman of the Company or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the EGM and votes cast through remote e-voting), not later than 48 hours from the conclusion of the EGM. The result declared along with the Scrutinizer’s report shall be communicated to the BSE Limited (“Stock Exchange”) at [www.bseindia.com](http://www.bseindia.com), KFinTech and will also be displayed on the website of the Company at [www.spicejet.com](http://www.spicejet.com) under the “Investors” section.

## 20. Registration of e-mail ID:

Members who have not registered their email IDs are requested to do so at the earliest. Members holding shares in:

- Electronic mode can register their email ID by contacting their respective Depository Participant(s) (“DP”).
- Physical mode can register their email ID with the Company or KFinTech. Requests can be emailed to [investors@spicejet.com](mailto:investors@spicejet.com) or [inward.ris@kfintech.com](mailto:inward.ris@kfintech.com) or by registering with the first holder PAN at <https://kprism.kfintech.com/signup>.

Existing users can login through KPRISM (<https://kprism.kfintech.com>). All updation has to be done through ISR Forms as prescribed by SEBI.

Members whose names appears in the Register of Members / List of Beneficial Owners as on the cut-off date only i.e., Friday, August 29, 2025 shall be entitled to vote on the resolution set out in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.

21. Any person holding shares in physical form, and non-individual shareholders who acquire shares of the Company and become members of the Company after the Notice is sent and holding shares as of the cut-off date, i.e. Friday, August 8, 2025, may obtain the user ID and password by sending a request at [evoting@kfintech.com](mailto:evoting@kfintech.com). However, if he/she is already registered with KFinTech for remote e-voting, then he/she can use his/her existing user ID and Password for casting the vote as per instructions mentioned hereinafter.

In case of individual shareholders holding securities in demat mode, who acquire shares of the Company and become members of the Company after the Notice is sent and holding shares as of the cut-off date i.e. Friday, August 29, 2025, may follow steps mentioned hereinafter.

## 22. Instructions for remote e-voting

- i. In compliance with the provisions of Sections 108 and 110 of the Act read with the Rules as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, the Company is providing facility to the Members to exercise voting through electronic voting system (“remote e-voting”) on the e-voting platform provided by KFinTech. The Members may cast their votes remotely, using remote e-voting only on the dates mentioned hereunder. The instructions for remote e-voting forms part of this Notice.
- ii. Facility to exercise vote through remote e-voting will be available during the following period:

Commencement of Remote e-voting	End of Remote e-voting
Sunday, August 31, 2025 at 09:00 a.m.	Wednesday, September 3, 2025 at 5:00 p.m.

- iii. The remote e-voting module shall be disabled by KFinTech for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again.





During the above period, Members of the Company holding shares either in physical form or in dematerialised form, as on Friday, August 29, 2025, i.e., cut-off date, may cast their vote by remote e-voting.

- iv. Mr. Mahesh Kumar Gupta (CP No. 1999), Practicing Company Secretary is appointed as the Scrutinizer for conducting the EGM only through remote e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of remote e-voting will be final.
- v. The process and manner for remote e-voting is as under:
- In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 relating to 'e-voting Facility Provided by Listed Entities' ("SEBI e-voting Circular") the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by KFinTech, on the resolutions set forth in this Notice. The instructions for remote e-voting are given herein below.
  - E-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the E-voting Service Provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process.
  - Members are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.
  - The process and manner of remote e-voting is explained below:
    - Access to Depositories e-voting system in case of individual Members holding shares in demat mode.
    - Access to KFinTech e-voting system in case of Members holding shares in physical and non-individual Members in demat mode.

### 23. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.

Type of members	Login Method
Individual members holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>For OTP based login, you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on the company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li><b>Existing Internet-based Demat Account Statement ("IDeAS") facility Users:</b> <ol style="list-style-type: none"> <li>Visit the e-services website of NSDL <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a personal computer or on a mobile.</li> <li>On the e-services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. Thereafter enter the existing user id and password.</li> <li>After successful authentication, Members will be able to see e-voting services under 'Value Added Services'. Please click on "Access to e-voting" under e-voting services, after which the e-voting page will be displayed.</li> <li>Click on company name i.e. "SPICEJET LIMITED" or ESP i.e. KFinTech.</li> <li>Members will be re-directed to KFinTech's website for casting their vote during the remote e-voting period.</li> </ol> </li> <li><b>Those not registered under IDeAS:</b> <ol style="list-style-type: none"> <li>Visit <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> for registering.</li> <li>Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-voting website of NSDL <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a>.</li> <li>Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder / Member' section. A new screen will open.</li> <li>Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a verification code as shown on the screen.</li> <li>After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page.</li> <li>Click on company name i.e. "SPICEJET LIMITED" or ESP name i.e. KFinTech after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period.</li> <li>Members can also download the NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> </li> </ol>



	<p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <p style="text-align: center;">  App Store     Google Play         </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
Individual members holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li><b>1. Existing user who have opted for Electronic Access To Securities Information (“Easi/ Easiest”) facility:</b> <ol style="list-style-type: none"> <li>i. Visit <a href="https://web.cdslindia.com/myeasitoken/Home/Login">https://web.cdslindia.com/myeasitoken/Home/Login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a>.</li> <li>ii. Click on New System Myeasi.</li> <li>iii. Login to Myeasi option under quick login.</li> <li>iv. Login with the registered user ID and password.</li> <li>v. Members will be able to view the e-voting Menu.</li> <li>vi. The Menu will have links of KFinTech e-voting portal and will be redirected to the e-voting page of KFinTech to cast their vote without any further authentication.</li> </ol> </li> <li><b>2. User not registered for Easi/ Easiest</b> <ol style="list-style-type: none"> <li>i. Visit <a href="https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration">https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</a> or <a href="https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration">https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration</a> for registering.</li> <li>ii. Proceed to complete registration using the DP ID, Client ID (BO ID), etc.</li> <li>iii. After successful registration, please follow the steps given in point no. 1 above to cast your vote.</li> </ol> </li> <li><b>3. Alternatively, by directly accessing the e-voting website of CDSL</b> <ol style="list-style-type: none"> <li>i. Visit <a href="http://www.cdslindia.com">www.cdslindia.com</a>.</li> <li>ii. Provide demat account number and PAN.</li> <li>iii. System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account.</li> <li>iv. After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link available against the name of the Company, viz. ‘SPICEJET LIMITED’ or select KFinTech.</li> <li>v. Members will be re-directed to the e-voting page of KFinTech to cast their vote</li> </ol> </li> </ol>
Individual members login through their demat accounts/Website of Depository Participant	<ol style="list-style-type: none"> <li>i. Members can also login using the login credentials of their demat account through their DPs registered with the Depositories for e-voting facility.</li> <li>ii. Once logged-in, Members will be able to view e-voting option.</li> <li>iii. Upon clicking on e-voting option, Members will be redirected to the NSDL / CDSL website after successful authentication, wherein they will be able to view the e-voting feature.</li> <li>iv. Click on options available against ‘SPICEJET LIMITED’ or ‘KFinTech’.</li> <li>v. Members will be redirected to e-voting website of KFinTech for casting their vote during the remote e-voting period without any further authentication.</li> </ol>

**Important Note:**

- (a) Members who are unable to retrieve User ID/Password are advised to use Forgot User ID and Forgot Password option available at respective websites of NSDL/CDSL.
- (b) Please contact NSDL helpdesk by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) or call at toll free no.: 1800 1020 990 and 1800 22 44 30 and please contact CDSL helpdesk by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022-62343625, 022-62343626, 022-62343259.

**24. Login method for remote e-voting for non-individual members or members holding securities in physical mode:**

Members whose e-mail IDs are registered with the Company / DPs, will receive an e-mail from KFinTech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: <https://emeetings.kfintech.com>.
- ii. Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number), followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFinTech for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on “LOGIN”.
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget

- it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
  - vi. On successful login, the system will prompt you to select the “EVEN” i.e., ‘SpiceJet Limited’ and click on “Submit”
  - vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/ AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option “ABSTAIN”. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
  - viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
  - ix. In case you do not desire to cast your vote, it will be treated as abstained.
  - x. You may then cast your vote by selecting an appropriate option and click on “Submit”.
  - xi. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the resolution.

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

The following statement sets out all material facts relating to the special business mentioned in the accompanying Notice:

**Item No. 1**

The members of the Company at the 36<sup>th</sup> Annual General Meeting held on December 24, 2020 appointed M/s. Walker Chandiok & Co LLP, Chartered Accountants (Registration No. 001076N/N500013) as Statutory Auditors of the Company for a period of five (5) years who shall hold office from the conclusion of 36<sup>th</sup> Annual General Meeting until the conclusion of 41<sup>st</sup> Annual General Meeting of the Company.

However, M/s. Walker Chandiok & Co LLP, Chartered Accountants (Registration No. 001076N/N500013) has tendered their resignation on June 13, 2025 considering the fact that their tenure of 5 years is getting over in the ensuing Annual General Meeting of the Company and the Company has already initiated discussion with them to provide certain non-audit services and they believe that these services may impair the applicable independence requirements and basis their Firm's internal policies, procedures and ethical standards, prohibit the Firm from acting as statutory auditor for the Company.

The Audit Committee and the Board of Directors of the Company at its meeting held on June 13, 2025 has noted and accepted the resignation of M/s. Walkers Chandiok & Co LLP, Chartered Accountants (Firm Registration No. 001076N/N500013) respectively, from the position of the Statutory Auditor of the Company upon completion of audit for the financial year ended March 31, 2025 considering that there are no reasons other than the reason mentioned in the resignation letter dated June 13, 2025.

Consequent to the casual vacancy caused by such resignation, the Board of Directors, on the basis of recommendation of Audit Committee, has in its meeting held on June 13, 2025 and subject to approval of members of the Company, has approved the appointment of M/s Kalyaniwalla & Mistry LLP (Firm Registration No. 104607W / W100166) as the Statutory Auditors of the Company, to hold office from June 13, 2025 until the conclusion of next Annual General Meeting of the Company.

M/s Kalyaniwalla & Mistry LLP (Firm Registration No. 104607W / W100166), have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if approved and made by the members, would be within the limits prescribed under the Companies Act, 2013.

M/s. Kalyaniwalla & Mistry LLP (ICAI Firm Registration No. 104607W / W100166) (K&M) is a multi service, multi-location, professional service organisation, established in the year 1928, registered with the Institute of Chartered Accountants of India is one of the leading accounting firms in India.

The directors recommend the resolution as ordinary resolution for your approval.

None of the directors and key managerial personnel of the Company including their relatives are, in any way, concerned or interested in the said resolution.