DELHI DUTY FREE SERVICES PRIVATE LIMITED

REGISTERED OFFICE: AERO HUB @ CARGO CITY, FIRST FLOOR, PUBLIC AMENITIES COMPLEX (PAC), NEAR CARGO GATE 5, INDIRA GANDHI INTERNATIONAL AIRPORT, NEW DELHI-110037.

Tel. No.: 011-49342900, email: parveen.gupta@delhidutyfree.co.in

website: www.delhidutyfree.co.in

CIN: U52599DL2009PTC191963

NOTICE OF 17TH ANNUAL GENERAL MEETING TO THE MEMBERS

Shorter Notice is hereby given that the Seventeenth (17th) Annual General Meeting ("AGM") of the Members of Delhi Duty Free Services Private Limited will be held on Friday the 15th day of September 2026 at 6:00 p.m. through Video Conferencing ("VC") for the transaction of the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026 and the Report of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

   RESOLVED THAT the audited financial statements of the Company for the financial year ended March 31, 2026 and the report of Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.

2. To appoint Mr. Siyaram Singh (DIN: 11245909), who retires by rotation as a Director and being eligible, offer himself for re-appointment and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

   RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Siyaram Singh (DIN: 11245909), who retires by rotation at this meeting, be and is hereby re-appointed as a Director of the Company.

3. Appointment of the Statutory Auditor:

   To appoint M/s K. S. Rao & Co., Chartered Accountants (Firm Registration No. 003109S), as Statutory Auditors of the Company in place of the existing Statutory Auditors, M/s Walker Chandiok & Co LLP, whose first term of five consecutive years shall conclude at the conclusion of this Annual General Meeting, and in this regard, to

consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder and based on the recommendations of the Audit Committee and the Board, M/s. K. S. Rao & Co., Chartered Accountants (Firm Registration No. 003109S), who have furnished their written consent to act as Statutory Auditors of the Company and a certificate confirming their eligibility in accordance with the provisions of the Companies Act, 2013, be and are hereby appointed as Statutory Auditors of the Company for a first term of five consecutive years commencing from the conclusion of the 17th Annual General Meeting ("AGM") until the conclusion of the 22nd AGM of the Company to be held in the year 2031, at such remuneration plus applicable taxes and out-of-pocket expenses, as may be determined by the Audit Committee in consultation with the Statutory Auditors from time to time, in place of the existing Statutory Auditors, M/s Walker Chandiok & Co LLP, having Firm Registration Number 001076N/N500013 whose first term of five consecutive years shall conclude at the conclusion of the 17th AGM of the Company.

RESOLVED FURTHER THAT any Director or Mr. Ritesh Jain, Chief Financial Officer or Mr. Parveen Gupta, Company Secretary, be and are hereby severally authorized to do all such acts, deeds, and things which are necessary, desirable or expedient to give effect to this resolution.

By Order of the Board
For Delhi Duty Free Services Private Limited
-sd/-
(Parveen Gupta)
Company Secretary
A-16813

Place: New Delhi
Date: September 15, 2026

Registered Office:
Delhi Duty Free Services Private Limited
Aero Hub @ Cargo City, First Floor, Public Amenities Complex (PAC),
Near Cargo Gate 5, Indira Gandhi International Airport,
New Delhi-110037.

NOTES:

1. The Ministry of Corporate Affairs ("MCA") inter-alia vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 followed by General Circular Nos. 20/2020 dated May 5, 2020, 02/2021 dated January 21, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 05, 2022, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and the latest being 03/2025 dated September 22, 2025 (collectively referred to as "MCA Circulars") has permitted the holding of the annual general meeting through Video Conferencing ("VC") or through other audio-visual means ("OAVM"), without the physical presence of the Members at a common venue.

2. In terms of MCA Circulars referred above and provisions of Companies Act, 2013, the seventeenth (17th) AGM of the Company is being conducted through VC.

3. As the seventeenth (17th) AGM is being held through VC, the venue of the AGM shall be the Registered Office of the Company i.e. Aero Hub @ Cargo City, First Floor, Public Amenities Complex (PAC), Near Cargo Gate 5, Indira Gandhi International Airport, New Delhi-110037, for all purposes.

4. Since the AGM will be held through VC, the route map of the venue of the AGM is not annexed hereto.

5. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC pursuant to the MCA Circulars, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for AGM and hence the Proxy Form and Attendance Slip are not annexed hereto.

6. The notice of the AGM along with the financial statements (including Board's report, Auditor's report or other documents required to be attached therewith) are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company in accordance with MCA Circulars above referred. Members may please note that this Notice will also be available on the Company's website at http://www.delhidutyfree.co.in.

7. Any query relating to the financial statements must be sent to the Company's Registered Office before the date of the AGM.

8. Members attending the seventeenth (17th) AGM of the Company through VC will be counted for the purposes of reckoning the quorum under section 103 of the Companies Act, 2013 as per the MCA Circulars above mentioned.

9. The facility for joining the AGM through VC will be kept open at least 15 minutes before the time scheduled for the AGM and will not be closed till the expiry of 15

minutes after such scheduled time. The link, log in credentials and process to access and join the AGM through VC will be provided through email to all the Members.

10. The Corporate members are requested to send a duly certified copy of the Board resolution/power of attorney/authority letter etc. authorizing their representative to attend and vote on their behalf in the AGM, pursuant to section 113 of the Companies Act, 2013.

11. Since there are only two Members, voting can be conducted through show of hands. In case poll is demanded the members shall cast their votes on the resolution(s) only by sending mails through their email addresses registered with the Company. The said emails shall only be to the Company Secretary of the Company at parveen.gupta@delhidutyfree.co.in

12. The Registers of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the directors are interested under Section 189 of the Companies Act, 2013, the written consent and certificate of eligibility furnished by M/s K. S. Rao & Co., Chartered Accountants, in connection with their proposed appointment as Statutory Auditors of the Company and other documents referred to in this Notice shall be available for inspection by the Members electronically during the AGM. A Member seeking inspection of any such document may send an email to the Company Secretary at parveen.gupta@delhidutyfree.co.in.

13. The Members are requested to intimate immediately about any change in their address at the registered office of the Company.

14. For any assistance with respect to convening of meeting through VC, you may contact the Company Secretary of the Company at email ID: parveen.gupta@delhidutyfree.co.in and contact no. 011 49342930 or +91 8800194534.

15. The members are requested to follow the following instruction(s) to participate in the AGM through VC:
    (a) The login id and password for joining the AGM through VC will be sent through email.
    (b) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
    (c) Members can participate in the AGM through smart phone, laptop, ipad.
    (d) Members will be required to allow the camera and use internet with a good speed to avoid any disturbance during the meeting.

Item No. 2

As stipulated under Secretarial Standard-2, brief profile of Mr. Siyaram Singh, including names of companies in which he holds directorships and memberships/chairmanships of Board Committees, is provided below:

Director Identification Number	11245909
Designation	Non-Executive (Non-Independent) Director
Age	42
Qualifications	B. Tech – Mechanical Engg. (IIT) & PGDM – General Management (IIM)
Experience	Mr. Siyaram has an extensive experience of working in Government and Private Sectors across different functional verticals and is presently head Joint Ventures, GAL. Mr. Siyaram started his professional career as Scientist in Ministry of Defence and has held profiles covering Business Development, Strategy & Finance. His experience includes working with Promoters & Senior Leadership Teams at GMR Group, Microtek International Ltd. & Arshiya International Limited; providing support in critical decision making. Within GMR Group, over the past decade he has contributed at GHIAL in preparation of Annual Plan, Cargo Business Development & Road map for takeover of Cargo JV by GHIAL. Post GHIAL, he worked with Group Chairman's Office, supporting in Policy Advocacy, Strategic decision making, Investment & Divestment plans and Group debt reduction. Mr. Siyaram has been heading Joint Ventures for the past two years enabling business churn to derive maximum returns for the group, seamless coordination, fund raise and governance across all JV entities. Mr. Siyaram is a Mechanical Engineer from IIT, Dhanbad & PGDM from IIM-Kozhikode. He has had a Distinguished Academic career, being a Gold Medallist at IIT, Top 5% of batch at IIM, is a certified Six Sigma Green Belt & External Assessor for GMR Business Excellence Model."
Terms and Conditions of appointment	Re-appointment as Non-Executive Director (Non-Independent) under section 152(6) of the Companies Act, 2013
Details of remuneration	NIL

Date of first appointment	August 18, 2025
Shareholding in the Company	NIL
Relationship with other Director/Manager and other KMP	None
Number of Meetings of the Board attended during the year	2 (Two)
Directorship of other Board	-
Membership/Chairmanship of Committees of other Board	-

The Board recommends the Ordinary Resolution set out at Item No. 2 of the Notice for approval by the Members.

Except Mr. Siyaram Singh to the extent of his re-appointment, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in this resolution.

By Order of the Board
For Delhi Duty Free Services Private Limited
-sd/-
(Parveen Gupta)
Company Secretary
(A-16813)

Place: New Delhi
Date: September 15, 2026

Registered Office:
Delhi Duty Free Services Private Limited
Aero Hub @ Cargo City, First Floor, Public Amenities Complex (PAC),
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