



Postal Ballot Notice



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/>

POSTAL BALLOT NOTICE

[Pursuant to Sections 108 and 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

Dear Shareholder(s),

NOTICE is hereby given that pursuant to and in compliance with the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “**Rules**”), Regulation 44 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), read with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2021 dated December 08, 2021, and General Circular No. 09/2024 dated September 19, 2024 and other relevant Circulars, if any, issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as “**MCA Circulars**”), and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“**SS-2**”) and any other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the resolutions set out below are proposed for approval of the members of Le Travenues Technology Limited (the “**Company**”) by means of Postal Ballot, only through remote e-voting process.

The Statement, pursuant to the provisions of Section 102 and other applicable provisions of the Act read with the Rules, setting out the material facts relating to the resolutions proposed in this Postal Ballot Notice, is also attached.

In compliance with MCA Circulars, this Postal Ballot Notice indicating, inter alia, the process and manner of remote e-voting, is being sent only through electronic mode to the members whose names appear on the Register of Members / Beneficial Owners as on Friday, March 14, 2025 (“**Cut-Off Date**”) received from the Depositories and whose e-mail address are registered with the Company / Depositories. Accordingly, physical copy of the Postal Ballot Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members, and no physical ballot forms will be accepted.

The board of directors (the “**Board**”) of the Company appointed Mr. Suryakant Gupta, Practicing Company Secretary (CS Membership No. F9250 and Certificate of Practice No. 10828), as the Scrutinizer, for scrutinising the remote e-voting process of Postal Ballot in a fair and transparent manner and the Scrutinizer has communicated his willingness to be appointed and will be available for the said purpose. The Scrutiniser’s decision on the validity of the votes cast in the Postal Ballot shall be final.

In compliance with Regulation 44 of SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the Company has engaged MUFG Intime India Private Limited (“**MUFG InTime**”) for the purpose of providing remote e-voting facility to all the Members.

Members are requested to carefully read all the instructions given in the Notes to this Postal Ballot Notice so as to cast their vote electronically. Members are required to communicate their assent (FOR) or dissent (AGAINST) through remote e-voting system only. The remote e-voting period is as follow:

Commencement of e-voting : 09:00 A.M. (IST) on Wednesday, March 19, 2025

End of e-voting : 05:00 P.M. (IST) on Thursday, April 17, 2025

After completion of scrutiny of the votes, the Scrutinizer will submit his report to the Chairman of the Company, or any other person authorised by the Chairman. The results of the Postal Ballot shall be announced on or before Saturday, April 19, 2025. The said results along with the Scrutinizer’s Report will be available on the Company’s website at www.ixigo.com and on the website of MUFG InTime at <https://instavote.linkintime.co.in>. The results will simultaneously be communicated to the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited, where the Company’s shares are listed. The resolution, if approved, shall be deemed to have been passed on the last date of remote e-voting i.e. Thursday, April 17, 2025.

SPECIAL BUSINESS

1. Approval for formulation, adoption, and implementation of Le Travenues Technology - Employees Stock Option Scheme 2025 (“ESOS 2025”)

To consider and pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the recommendations of the Nomination and Remuneration Committee and the Board at their respective meetings held on March 08, 2025 and in accordance with the provisions of Section 62(1)(b) and other applicable provisions of the Companies Act, 2013 (the “**Act**”) read with the rules framed thereunder and pursuant to the provisions of Regulation 6(1) and other applicable provisions, if any, of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“**SBEB & SE Regulations**”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with circulars / notifications / guidelines issued by the Ministry of Corporate Affairs and / or the Securities and Exchange Board of India (“**SEBI**”), the Articles of Association of the Company, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), Foreign Exchange Management Act, 1999 and regulations / directions issued thereunder and other applicable rules and circulars / guidelines in force, from time to time and subject to any approval(s) of any authorities as may be

required, and subject to any such condition(s) or modification(s), if any, as may be prescribed or imposed by such authorities while granting such approval(s) and subject to acceptance of such condition(s) or modification(s) by the board of directors of the Company (hereinafter referred to as the “**Board**”, which term shall include the Nomination and Remuneration Committee constituted by the Board or any other committee which the Board may designate to act as the “**Compensation Committee**” under SBEB & SE Regulations or their delegated authority and to exercise its powers, including the powers conferred by this resolution), the consent of the members be and is hereby granted for formulation, adoption, and implementation of ‘Le Travenues Technology - Employees Stock Option Scheme 2025’ (“**ESOS 2025**”), the key terms and conditions of which were set out in the Statement pursuant to the provisions of Section 102 and other applicable provisions of the Act, and the Board / Nomination and Remuneration Committee be and is hereby further authorised to grant, vest, and allot, from time to time and in one or more tranches, options under ESOS 2025, to or to the benefit of such person(s) who are an employee as designated by the Company, who is exclusively working in India or outside India, and / or to the directors of the Company, whether whole-time or not but excluding independent director(s) and to such other persons as may be decided by the Board / Nomination and Remuneration Committee and/or permitted under SBEB & SE Regulations (hereinafter referred to as “**Eligible Employees**”) but does not include an employee who is a promoter or a person belonging to the promoter group or a director(s) who either himself or through his relative or through any body corporate, directly or indirectly, holds more than 10% of the outstanding equity shares of the Company, to subscribe to such number of equity shares and/or equity linked instruments which would give rise to issue of equity shares (hereinafter collectively referred to as “**Securities**”) of the Company not exceeding 12,000,000 (One Crore and Twenty Lakhs) (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) equity shares of the face value of ₹ 1/- (Rupee One only) each at such price or prices, and on such terms and conditions, as may be determined by the Board in accordance with the provisions of ESOS 2025 and in due compliance with the Act and SBEB & SE Regulations and other applicable laws, rules and regulations.

RESOLVED FURTHER THAT all outstanding options granted or unallocated options under ESOS 2025 before any issue of bonus shares, or stock splits, or consolidation of shares or other corporate action(s) shall be suitably adjusted for the number of options as well as the exercise price, as applicable, to ensure that equivalent benefits are extended along with such options for the said corporate action(s).

RESOLVED FURTHER THAT the Board be and is hereby authorised to devise, formulate, evolve, decide upon, and bring into effect ESOS 2025 as per the terms approved in this resolution and at any time to modify, alter or amend the said terms or suspend, withdraw, or terminate ESOS 2025, subject to compliance with the Act and SBEB & SE Regulations and other applicable laws, rules, and regulations, as may be prevailing at that time.

RESOLVED FURTHER THAT the equity shares to be issued and allotted under ESOS 2025 shall rank *pari passu* with the then existing equity shares of the Company for all purposes.

RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under the Act and SBEB & SE Regulations and any other applicable laws and regulations to the extent relevant and applicable to ESOS 2025.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take requisite steps for listing of the equity shares allotted under ESOS 2025 on the Stock Exchanges where the equity shares of the Company are listed in due compliance with SBEB & SE Regulations and other applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorised to modify, change, vary, alter, amend, suspend or terminate ESOS 2025 subject to compliance with the applicable laws and regulations and to do all such acts, deeds, matters and things as it may, in its absolute discretion deem fit, for the aforesaid purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard at any stage, without being required to seek any further consent or approval of the members of the Company to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution, and further to execute all such deeds, documents, writings and to give such directions and / or instructions as may be necessary, proper or expedient to give effect to such modification, alteration, amendment, suspension, withdrawal or termination of ESOS 2025 and to take all such steps and do all acts as may be incidental or ancillary thereto and the Board may, by a resolution delegate the aforementioned power to any committee of directors, director or any other principal officer of the Company on such conditions as the Board may prescribe.”

2. **Approval for extending the benefit under Le Travenues Technology - Employees Stock Option Scheme 2025 (“ESOS 2025”) to the employees of subsidiaries**

To consider and pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the recommendations of the Nomination and Remuneration Committee and the Board at their respective meetings held on March 08, 2025 and in accordance with the provisions of Section 62(1)(b) and other applicable provisions of the Companies Act, 2013 (the “**Act**”) read with the rules framed thereunder and pursuant to the provisions of Regulation 6(3)(c) and other applicable provisions, if any, of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“**SBEB & SE Regulations**”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with circulars / notifications / guidelines issued by the Ministry of Corporate Affairs and / or the Securities and Exchange Board of India (“**SEBI**”), the Articles of Association of the Company, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing**

Regulations”), Foreign Exchange Management Act, 1999 and regulations / directions issued thereunder and other applicable rules and circulars / guidelines in force, from time to time and subject to any approval(s) of any authorities as may be required, and subject to any such condition(s) or modification(s), if any, as may be prescribed or imposed by such authorities while granting such approval(s) and subject to acceptance of such condition(s) or modification(s) by the board of directors of the Company (hereinafter referred to as the “**Board**”, which term shall include the Nomination and Remuneration Committee constituted by the Board or any other committee which the Board may designate to act as the “**Compensation Committee**” under SBEB & SE Regulations or their delegated authority and to exercise its powers, including the powers conferred by this resolution), the consent of the members be and is hereby granted for extending the benefits of ‘Le Travenues Technology - Employees Stock Option Scheme 2025’ (“**ESOS 2025**”), the key terms and conditions of which were set out in the Statement pursuant to the provisions of Section 102 and other applicable provisions of the Act, also to the benefit of such person(s) who are employees of subsidiaries (present / future) of the Company, whether working in India or outside India, and / or to the directors of subsidiary (present / future) of the Company, whether whole-time or not but excluding independent director(s) of subsidiary (present / future) and to such other persons as may be decided by the Board / Nomination and Remuneration Committee and / or permitted under SBEB & SE Regulations (hereinafter referred to as “**Eligible Employees**”) but does not include an employee who is a promoter or a person belonging to the promoter group or a director(s) who either himself or through his relative or through any body corporate, directly or indirectly, holds more than 10% of the outstanding equity shares of the Company, to subscribe to such number of equity shares and / or equity linked instruments which would give rise to issue of equity shares (hereinafter collectively referred to as “**Securities**”) offered under ESOS 2025 to the Eligible Employees of the subsidiary shall be subsumed in the aggregate limit of 12,000,000 (One Crore and Twenty Lakhs) (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) equity shares of the face value of ₹ 1/- (Rupee One only) each at such price or prices, and on such terms and conditions, as may be determined by the Board in accordance with the provisions of ESOS 2025 and in due compliance with the Act and SBEB & SE Regulations and other applicable laws, rules and regulations.

RESOLVED FURTHER THAT all outstanding options granted or unallocated options under ESOS 2025 before any issue of bonus shares, or stock splits, or consolidation of shares or other corporate action(s) shall be suitably adjusted for the number of options as well as the exercise price as applicable, to ensure that equivalent benefits are extended along with such options for the said corporate action(s).

RESOLVED FURTHER THAT the Board be and is hereby authorised to devise, formulate, evolve, decide upon, and bring into effect ESOS 2025 as per the terms approved in this resolution and at any time to modify, alter or amend the said terms or suspend, withdraw, or terminate ESOS 2025, subject to compliance with the Act

and SBEB & SE Regulations and other applicable laws, rules, and regulations, as may be prevailing at that time.

RESOLVED FURTHER THAT the equity shares to be issued and allotted under ESOS 2025 shall rank *pari passu* with the then existing equity shares of the Company for all purposes.

RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under the Act and SBEB & SE Regulations and any other applicable laws and regulations to the extent relevant and applicable to ESOS 2025.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take requisite steps for listing of the equity shares allotted under ESOS 2025 on the Stock Exchanges where the equity shares of the Company are listed in due compliance with SBEB & SE Regulations and other applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorised to modify, change, vary, alter, amend, suspend or terminate ESOS 2025 subject to compliance with the applicable laws and regulations and to do all such acts, deeds, matters and things as it may, in its absolute discretion deem fit, for the aforesaid purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard at any stage, without being required to seek any further consent or approval of the members of the Company to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution, and further to execute all such deeds, documents, writings and to give such directions and / or instructions as may be necessary, proper or expedient to give effect to such modification, alteration, amendment, suspension, withdrawal or termination of ESOS 2025 and to take all such steps and do all acts as may be incidental or ancillary thereto and the Board may, by a resolution delegate the aforementioned power to any committee of directors, director or any other principal officer of the Company on such conditions as the Board may prescribe.”

3. Approval for Grant of Options equal to or more than 1% of the issued capital of Le Travenues Technology Limited to identified employees under Le Travenues Technology - Employee Stock Option Scheme 2025 (“ESOS 2025”)

To consider and pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the recommendations of the Nomination and Remuneration Committee and the Board at their respective meetings held on March 08, 2025 and in accordance with the provisions of Section 62(1)(b) and other applicable provisions of the Companies Act, 2013 (the “**Act**”) read with the rules framed thereunder and pursuant to the provisions of Regulation 6(3)(d) and other applicable provisions, if any, of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“**SBEB & SE Regulations**”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with circulars / notifications / guidelines

issued by the Ministry of Corporate Affairs and / or the Securities and Exchange Board of India (“**SEBI**”), the Articles of Association of the Company, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), Foreign Exchange Management Act, 1999 and regulations / directions issued thereunder and other applicable rules and circulars / guidelines in force, from time to time and subject to such other corporate and regulatory approval(s) of any authorities as may be required, including but not limited to in-principle approval of ESOS 2025 from stock exchanges and subject to any such condition(s) or modification(s), if any, as may be prescribed or imposed by such authorities while granting such approval(s) and subject to acceptance of such condition(s) or modification(s) by the board of directors of the Company (hereinafter referred to as the “**Board**”, which term shall include the Nomination and Remuneration Committee constituted by the Board or any other committee which the Board may designate to act as the “**Compensation Committee**” under SBEB & SE Regulations or their delegated authority and to exercise its powers, including the powers conferred by this resolution), the consent of the members be and is hereby granted to the Board to grant, offer, issue and allot from time to time, in one or more tranches, such number of employee stock options (“**Options**”) during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company, at the time of grant of Options to following under ESOS 2025 as per the vesting schedule set out below and on such terms and conditions as may be determined in accordance with the provisions of the Scheme and in due compliance with the applicable laws and regulations, including SBEB & SE Regulations.

Name	Mr. Alope Bajpai Mr. Rajnish Kumar
Vesting Schedule	<p>First Vesting The first vesting will be for 50% of the Options Granted, which will occur upon the Company’s market capitalization reaching ₹9,000 Crores at any time after the Grant Date but no later than thirty-three months from the said date. For clarification, if the market capitalization reaches ₹9,000 Crores within one year of the Grant Date, the vesting will occur immediately upon completion of the first year. If the market capitalization does not reach ₹9,000 Crores within thirty-three months from the Grant Date, then 50% of the Options Granted will lapse irrevocably and be added back to the pool, becoming available for regrant.</p> <p>Second Vesting The second vesting will be for the remaining 50% of the Options Granted, which will occur upon the Company’s market capitalization reaching ₹14,000 Crores at any time after the Grant Date but no later than sixty-nine months from the said date. For clarification, if the market capitalization reaches ₹14,000 Crores within one year of the</p>

<p>Grant Date, then the entire Options Granted will vest immediately upon completion of the first year. If the market capitalization does not reach ₹14,000 Crores within sixty-nine months from the Grant Date, the remaining 50% of the Options Granted will lapse irrevocably and be added back to the pool, becoming available for regrant.</p> <p>Note: Market capitalization will be calculated based on the 30-day moving volume-weighted average price on the NSE or BSE (whichever has the highest trading volume during the specified period), multiplied by the total number of outstanding shares of the Company on a fully diluted basis in the paid-up share capital of the Company.</p> <p>"Fully diluted basis" here means the paid-up share capital, including the equity shares to be allotted upon the exercise of all vested employee stock options under the prevailing Employee Stock Option Schemes of the Company.</p>

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot equity shares upon exercise of options from time to time in accordance with Le Travenues Technology - Employee Stock Option Scheme 2025 (“**ESOS 2025**”) and the shares so issued shall rank *pari passu* in all respects with the then existing Equity Shares of the Company.

RESOLVED FURTHER THAT all outstanding options granted or unallocated options under ESOS 2025 before any issue of bonus shares, or stock splits, or consolidation of shares or other corporate action(s) shall be suitably adjusted for the number of options as well as the exercise price, as applicable, to ensure that equivalent benefits are extended along with such options for the said corporate action(s).

RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under the Act and SBEB & SE Regulations and any other applicable laws and regulations to the extent relevant and applicable to ESOS 2025.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take requisite steps for listing of the equity shares allotted under ESOS 2025 on the Stock Exchanges where the equity shares of the Company are listed in due compliance with SBEB & SE Regulations and other applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorised to modify, change, vary, alter, amend, suspend or terminate ESOS 2025 subject to compliance with the applicable laws and regulations and to do all such acts, deeds, matters and things as it may, in its absolute discretion deem fit, for the aforesaid purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard at any stage, without being required to seek any further consent or approval of the members of the Company to the end and intent that the members shall be deemed

to have given their approval thereto expressly by the authority of this resolution, and further to execute all such deeds, documents, writings and to give such directions and / or instructions as may be necessary, proper or expedient to give effect to such modification, alteration, amendment, suspension, withdrawal or termination of ESOS 2025 and to take all such steps and do all acts as may be incidental or ancillary thereto and the Board may, by a resolution delegate the aforementioned power to any committee of directors, director or any other principal officer of the Company on such conditions as the Board may prescribe.”

By Order of the Board of Directors

For Le Travenues Technology Limited

Sd/-

Suresh Kumar Bhutani

(Group General Counsel, Company Secretary & Compliance Officer)

Membership No: F6400

Place: Mumbai

Date: March 18, 2025

Registered Office:

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

CIN: L63000HR2006PLC071540

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

Email: secretarial@ixigo.com

Tel: +91 124 668 2111

NOTES:

1. The Statement, pursuant to the provisions of Section 102 and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions proposed in this Postal Ballot Notice is attached.
2. In compliance with MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to all the Members, whose names appear in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited (“**NSDL**”) and Central Depository Services (India) Limited (“**CDSL**”) as on Friday, March 14, 2025 (“**Cut-Off Date**”) and is being sent to all those Members whose e-mail address is registered with the Company or the Depository Participant(s).
3. All the Members of the Company as on the Cut-Off Date (including those Members who may not have received this Postal Ballot Notice due to non-registration of the email address with the Company /Depositories) shall be entitled to vote in relation to the resolutions specified in this Postal Ballot Notice. Members receiving this Postal Ballot Notice whose names do not appear in the Register of Members/ List of Beneficial Owners as on the Cut-Off Date, should treat this Notice for information purposes only.
4. The MCA vide its MCA Circulars, has permitted companies to conduct the Postal Ballot by sending the Notice in electronic form only. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot. The Company is providing the facility to the members to exercise their right to vote on the proposed resolutions electronically. The Company has engaged the services of MUFG Intime India Private Limited (“**MUFG InTime**”), the agency to provide e-voting facility. Members are requested to read carefully the instructions for e-voting that are provided as part of this Postal Ballot Notice before casting their vote.
5. A copy of the Postal Ballot Notice shall also be available on the Company’s website at www.ixigo.com, on the websites of the Stock Exchanges i.e. BSE Limited (“**BSE**”) and National Stock Exchange of India Limited (“**NSE**”) at www.bseindia.com and www.nseindia.com respectively, and on the website of MUFG InTime at <https://instavote.linkintime.co.in>.
6. The dispatch of the Postal Ballot Notice and the Statement shall be announced through an advertisement in the newspaper and also be published on the Company’s website at www.ixigo.com.
7. The voting rights of Members shall be in proportion to their shares in the total paid-up equity share capital of the Company, as on the Cut-Off Date. A member cannot exercise his/her vote through proxy on postal ballot. However, corporate and institutional members shall be entitled to vote through their authorized representatives. Corporate and institutional members are requested to provide a proof of authorization (board resolution /authority letter /power attorney, etc.) in favour

of their authorised representatives to the scrutinizer through e-mail to cssuryagupta@gmail.com with a copy marked to secretarial@ixigo.com and alternatively may also upload the same in the e-voting module in their login.

8. The remote e-voting period commences on Wednesday, March 19, 2025, from 09:00 A.M. (IST) and ends on Thursday, April 17, 2025, at 05:00 P.M. (IST).
9. Resolutions, if approved, by the Members through Postal Ballot shall be deemed to have been passed on the last date of remote e-voting i.e. Thursday, April 17, 2025.
10. All the documents referred to in this Postal Ballot Notice and Statement shall be available for inspection through electronic mode until the last day of remote e-voting, basis the request being sent on secretarial@ixigo.com.
11. Resolutions passed by the members through postal ballot are deemed to have been passed as if they have been passed at a general meeting of the members.
12. Any assistance related to the facility for voting by electronic means may be addressed to Mr. Rajiv Ranjan, Assistant Vice President - evoting, MUFG InTime, C - 101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400 083; Helpdesk: 022 - 49186000 / 49186175; E-mail: enotices@in.mpms.mufg.com

Voting through Electronic Means

In compliance with the provisions of Sections 108 and 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 in relation to e-voting facility provided by Listed Entities, the Company has provided the facility of remote e-voting to all Members to enable them to cast their votes electronically. The Company has engaged the services of MUFG InTime India Private Limited (“**MUFG InTime**”) to provide remote e-voting facility to its Members.

The remote e-voting period commences on Wednesday, March 19, 2025, from 09:00 A.M. (IST) and ends on Thursday, April 17, 2025, at 05:00 P.M. (IST). The remote e-voting module shall be disabled by RTA for voting thereafter. Once the vote on a resolution is cast by a Member, the same will not be allowed to change subsequently.

REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS

In terms of SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, 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 e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - Individual Shareholders registered with NSDL IDeAS facility

Shareholders who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsd.com> and click on “Beneficial Owner” icon under “Login”.
- b) Enter User ID and Password. Click on “Login”
- c) After successful authentication, you will be able to see e-Voting services under Value added services. 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.

OR

Shareholders who have not registered for NSDL IDeAS facility:

- a) To register, visit URL: <https://eservices.nsd.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post successful registration, user will be provided with Login ID and Password.
- d) After successful login, 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 2 - Individual Shareholders directly visiting the e-voting website of NSDL

- a) Visit URL: <https://www.evoting.nsd.com>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your sixteen-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.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - Individual Shareholders registered with CDSL Easi/ Easiest facility

Shareholders who have registered/ opted for CDSL Easi/ Easiest facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com.
- b) Click on New System Myeasi Tab
- c) Login with existing my easi username and password
- d) After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period.
- 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.

OR

Shareholders who have not registered for CDSL Easi/ Easiest facility:

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided username and password.
- d) After successful login, user able to see e-voting menu.
- 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 2 - Individual Shareholders directly visiting the e-voting website of CDSL

- a) Visit URL: <https://www.cdslindia.com>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After 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.

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 registered with NSDL / CDSL for e-voting

facility.

- a) Login to DP website.
- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) After 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 for InstaVote as under:

- a) Visit URL: <https://instavote.linkintime.co.in>

Shareholders who have not registered for INSTAVOTE facility:

- b) Click on “**Sign Up**” under ‘SHARE HOLDER’ tab and register with your following details:

A. User ID:

NSDL demat account - User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account - User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form - User ID is Event No + Folio Number registered with the Company.

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 **NSDL form, shall provide ‘D’ above*

***Shareholders holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above*

- ❖ 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).
- ❖ Enter Image Verification (CAPTCHA) Code
- ❖ Click “Submit” (You have now registered on InstaVote).

Shareholders who have registered for INSTAVOTE facility:

- c) Click on “**Login**” under ‘SHARE HOLDER’ tab.
 - A. User ID: Enter your User ID
 - B. Password: Enter your Password
 - C. Enter Image Verification (CAPTCHA) Code
 - D. Click “Submit”
- d) Cast your vote electronically:
 - A. After successful login, you will be able to see the “Notification for e-voting”.
 - B. Select ‘View’ icon.
 - C. E-voting page will appear.
 - D. 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).
 - E. After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
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.

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) is 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:

- A. 'Investor ID' -
 - i. NSDL demat account - User ID is 8 Character DP ID followed by 8 Digit Client ID *i.e.*, IN00000012345678
 - ii. CDSL demat account - User ID is 16 Digit Beneficiary ID.
- B. 'Investor's Name - Enter Investor's Name as updated with DP.
- C. 'Investor PAN' - Enter your 10-digit PAN.
- D. 'Power of Attorney' - Attach Board resolution or Power of Attorney.

**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.*

- E. 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 - Voting through remote e-voting

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.**" for which you want to cast vote.
- e) 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).
- f) After selecting the desired option *i.e.* Favour / Against, click on 'Submit'.
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.

OR

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will be able to see the "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 on: Tel: 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 a 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 a 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 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, Bank Account Number (last four digits) 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.*

User ID:

NSDL demat account - User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account - User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form - User ID is Event No + Folio Number registered with the Company.

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.

- ❖ 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”.

**STATEMENT PURSUANT TO SECTION 102 AND SECTION 110 OF THE
COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES
(MANAGEMENT AND ADMINISTRATIVE) RULES, 2014**

The following Statement sets out all material facts relating to the Special Business proposed in this Postal Ballot Notice:

Item No. 1 and 2

Approval for formulation, adoption, and implementation of Le Travenues Technology - Employees Stock Option Scheme 2025 (“ESOS 2025”); and

Approval for extending the benefit under Le Travenues Technology - Employees Stock Option Scheme 2025 (“ESOS 2025”) to the employees of subsidiaries

The board of directors (**the “Board”**) of Le Travenues Technology Limited (the **“Company”**) at its meeting held on March 08, 2025, based on the recommendation of the Nomination and Remuneration Committee (designated by the Board to act as the Compensation Committee) has approved and recommended for members approval by special resolution pursuant to Section 62(1)(b) of the Act read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (**“SBEB & SE Regulations”**) and other applicable provisions, formulation, adoption, and implementation of Le Travenues Technology - Employees Stock Option Scheme 2025 (hereinafter referred to as the **“ESOS 2025”**) with a pool size of 12,000,000 (One Crore and Twenty Lakhs) options which are convertible into equivalent number of equity shares of ₹ 1/- (Rupee One only) each and to grant / issue stock options under ESOS 2025 to eligible employees of the Company and of the subsidiaries (present / future) in compliance with the applicable laws.

ESOS 2025 is designed exclusively to reward and compensate key executives for their exceptional contributions to the Company’s success. The primary objective is to recognize their hard work, dedication, and strategic leadership, while aligning their interests with the long-term growth and profitability of the Company. The vesting terms will be structured to ensure that the options will vest only once the Company’s valuation achieves significant growth, thereby enhancing shareholder value. It serves as a deferred incentive, aiming to retain and inspire the leadership team to continue driving the Company's strategic goals, ultimately creating value for both the executives and shareholders alike.

The salient features and other details in relation to ESOS 2025 in compliance with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and Regulation 6(2) of SBEB & SE Regulations read with the circular issued by SEBI, are as under:

1. Brief description of the Scheme

ESOS 2025 is designed exclusively to reward and compensate key executives for their exceptional contributions to the Company’s success. The primary objective is to recognize their hard work, dedication, and strategic leadership, while aligning their

interests with the long-term growth and profitability of the Company. The vesting terms are structured to ensure that the options will vest only once the Company's valuation achieves significant growth, thereby enhancing shareholder value. It serves as a deferred incentive, aiming to retain and inspire the leadership team to continue driving the Company's strategic goals, ultimately creating value for both the executives and shareholders alike.

2. Total number of Options to be offered and granted under ESOS 2025

The options to be granted to the Eligible Employees under ESOS 2025, in one or more tranches, shall not result in the issue of equity shares in excess of 12,000,000 (One Crore and Twenty Lakhs). This ceiling will be adjusted for any future bonus issue of shares or stock splits or consolidation of shares and also may further be adjusted at the discretion of the Board/Committee for any corporate action(s), subject to compliance with and in accordance with applicable laws. The options which will be lapsed would be available to be re-granted at a future date, subject to compliance with and in accordance with applicable laws. The Board/Committee is authorized to re-grant such Options as per the provisions of ESOS 2025, within the overall limit as stated above, subject to the provisions of the Act and SBEB & SE Regulations.

3. Identification of classes of employees entitled to participate and beneficiaries in ESOS 2025

Subject to compliance with and in accordance with applicable laws, the following classes of employees are entitled to participate in ESOS 2025:

- (a) An employee as designated by the Company, who is exclusively working in India or outside India; or
- (b) A director of the Company, whether a Whole Time Director or not, including a non-executive Director who is not a Promoter or member of the Promoter Group, but excluding an Independent Director; or
- (c) an employee or director as per (a) and (b) above, of a subsidiary, in India or outside India, but does not include
 - i. an employee who is a promoter or a person belonging to the promoter group; or
 - ii. a director who either by himself or through his relative or through any body corporate, directly or indirectly, holds more than ten percent of the outstanding equity shares of the Company.

4. Requirement of vesting and period of vesting

Vesting of Options would be subject to continued employment with the Company except in the event of cessation of employment due to death or permanent disability of the employee. Options granted under ESOS 2025 would vest as per the vesting schedule set out in the grant letter subject to a minimum period of one year from the date of Grant of such Options and maximum period of seven years from the date of grant.

5. Maximum period within which the options shall be vested

Seven years from the date of grant of each option.

6. Exercise price or pricing formula

Exercise Price of the Options under ESOS 2025 will be Rs. 93/- per Option, which is equivalent to the Issue Price under the Initial Public Offer of the Company.

7. Exercise period and process of exercise

Exercise Period for the Vested Options will be determined by the Board / Committee at the time of Grant and the right to Exercise will terminate at the end of five years after Vesting of the last tranche of Options Granted to the respective Employee, beyond which the Options would lapse.

Subject to compliance with and in accordance with applicable laws, the Options cancelled or lapsed without being exercised will be added back to the pool and will be available for allocation to Eligible Employees. The exact vesting period would be set by the Board / Committee as per its own discretion.

The Option Grantee, for issuance and allotment of Shares pursuant to the Vested Options, may, at any time during the Exercise Period, and subject to fulfilment of the conditions on which the Options have been Granted, Exercise the Vested Options by submitting an application electronically / in writing along with the Exercise Price and the applicable taxes.

8. Appraisal process for determining the eligibility of the Employees for ESOS 2025

The appraisal process for determining the eligibility of the employees will be in accordance with ESOS 2025 or as may be determined by the Board / Committee at its sole discretion.

ESOS 2025 is designed exclusively to reward and compensate key executives for their exceptional contributions to the Company's success. The primary objective is to recognize their hard work, dedication, and strategic leadership, while aligning their interests with the long-term growth and profitability of the Company.

9. Maximum number of options to be offered and issued per employee and in aggregate

The maximum number of Options that can be granted to any eligible employee during any one year shall not equal or exceed 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant of options unless otherwise approved by the shareholders.

10. Maximum quantum of benefits to be provided per employee under ESOS 2025

The maximum quantum of benefits that will be provided to every eligible Employee under the Scheme will be the difference between the Fair Market Value of Company's Share as on the date of exercise of Options and the Exercise Price paid by the Employee.

Fair Market Value means the average of the opening and closing prices of the equity share on the recognised stock exchange on the Exercise Date. If the shares are traded on multiple exchanges, the fair market value is determined based on the exchange with the highest trading volume.

11. Whether ESOS 2025 is to be implemented and administered directly by the Company or through a trust

ESOS 2025 shall be implemented and administered directly by the Company through the Board / Compensation Committee or any other committee formulated/nominated by the Board for the said purpose.

12. Whether the scheme involves new issue of shares by the Company or secondary acquisition by the trust or both

ESOS 2025 contemplates only the new issue of shares by the Company.

13. The amount of loan to be provided for implementation of the scheme by the Company to the trust, its tenure, utilization, repayment terms, etc.

Not applicable, since the Scheme is proposed to be implemented by direct route, involving new issue of shares by the Company.

14. The Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the trust for the purposes of the scheme

Not applicable, since the Scheme is proposed to be implemented by direct route, involving new issue of shares by the Company.

15. Disclosure requirements and statement to the effect that the company shall conform to the accounting policies specified in regulation 15

The Company shall comply with the disclosure requirements and the accounting policies prescribed under Regulation 15 of SEBI (SBEB & SE) Regulations, 2021 or as may be prescribed by regulatory authorities from time to time.

16. The method which the Company shall use to value its options

The Company shall use the fair value method for valuation of the Options granted to

calculate the employee compensation cost.

17. Statement with regard to Disclosure in Directors' Report

As the Company is adopting a fair value method, presently there is no requirement for disclosure in Directors' Report. However, if in future, the Company opts for expensing of share based employee benefits using the intrinsic value, then the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognised if it had used the fair value, shall be disclosed in the Directors' Report and the impact of this difference on profits and on earnings per share ("EPS") of the Company shall also be disclosed in the Directors' Report.

18. Lock in Period, if any

The shares allotted pursuant to ESOS 2025 shall not be subject to any lock in period.

19. Terms & conditions for buyback, if any, of specified securities

The Committee will determine the procedure for buyback of Options granted under the Scheme, if to be undertaken at any time by the Company, and the applicable terms and conditions in accordance with the Applicable Laws.

20. The conditions under which options vested in employees may lapse

The vested options shall lapse in case of termination of employment due to circumstances as set out in ESOS 2025, including but not limited to misconduct or due to breach of Company policies or the terms of employment. Further, irrespective of employment status, in case vested options are not exercised within the prescribed exercise period as set out in the award agreement/grant letter, then such vested options shall lapse.

21. The specified time period within which the employee shall exercise the vested options in the event of proposed termination of employment or resignation of the employee

In the event of proposed termination of employment or resignation, the employee shall exercise the vested options immediately but not later than 365 days from the last working day with the Company or before the expiry of overall exercise period, whichever is earlier.

Section 62(1)(b) of the Companies Act, 2013 read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, Regulation 6(1) of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 requires that the issue of every employee stock option scheme shall be approved by the members of the Company by passing a special resolution in the general meeting. Accordingly, the special resolution set out at Item No. 1 of this Notice is proposed for

approval by members as a Special Resolution.

As per Rule 12(4)(a) of the Companies (Share Capital and Debentures) Rules, 2014 and Regulation 6(3)(c) of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, a separate special resolution is required to be passed if the benefits of an employee stock option scheme are to be extended to employees of the subsidiaries. Accordingly, the special resolution set out at Item No. 2 of this Notice is proposed for approval by members as a Special Resolution.

A copy of ESOS 2025 is available for inspection at the Company's registered office during official hours on all working days till the last date of the voting and will also be available for inspection to the Members through electronic mode. Members may write to the Company at secretarial@ixigo.com in this regard, by mentioning "Request for Inspection" in the subject of the e-mail.

Directors or Key Managerial Personnel of the Company who may be granted Options under ESOS 2025 may be deemed to be concerned or interested in the Special Resolutions at Item No(s). 1 and 2 of this Postal Ballot Notice.

Save as aforesaid, none of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed special resolutions.

In view of the above, the Board recommends the resolution set out in Item No(s). 1 and 2 of the Notice to be approved by the members as a Special Resolution.

Item No. 3

Approval for Grant of Options equal to or more than 1% of the issued capital of Le Travenues Technology Limited to identified employees under Le Travenues Technology - Employee Stock Option Scheme 2025 ("ESOS 2025")

As per Rule 12(4)(b) of the Companies (Share Capital and Debentures) Rules, 2014 and Regulation 6(3)(d) of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, a separate resolution is required to be passed for grant of options to identified employees, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant of option.

For salient features and other details in relation to ESOS 2025 in compliance with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and Regulation 6(2) of SBEB & SE Regulations read with the circular issued by SEBI, please refer to the Statement set out above for Item No. 1 and Item No. 2.

The board of directors (**the "Board"**) of Le Travenues Technology Limited (the **"Company"**) at its meeting held on March 08, 2025, based on the recommendation of the Nomination and Remuneration Committee (designated by the Board to act as the

Compensation Committee) has approved and recommended for approval of the shareholders by way of separate resolution, grant of Options equal to or more than 1% of the issued capital of the Company to the following as per the vesting schedule set out below:

Name	Mr. Alope Bajpai Mr. Rajnish Kumar
Vesting Schedule	<p>First Vesting The first vesting will be for 50% of the Options Granted, which will occur upon the Company's market capitalization reaching ₹9,000 Crores at any time after the Grant Date but no later than thirty-three months from the said date. For clarification, if the market capitalization reaches ₹9,000 Crores within one year of the Grant Date, the vesting will occur immediately upon completion of the first year. If the market capitalization does not reach ₹9,000 Crores within thirty-three months from the Grant Date, then 50% of the Options Granted will lapse irrevocably and be added back to the pool, becoming available for regrant.</p> <p>Second Vesting The second vesting will be for the remaining 50% of the Options Granted, which will occur upon the Company's market capitalization reaching ₹14,000 Crores at any time after the Grant Date but no later than sixty-nine months from the said date. For clarification, if the market capitalization reaches ₹14,000 Crores within one year of the Grant Date, then the entire Options Granted will vest immediately upon completion of the first year. If the market capitalization does not reach ₹14,000 Crores within sixty-nine months from the Grant Date, the remaining 50% of the Options Granted will lapse irrevocably and be added back to the pool, becoming available for regrant.</p> <p>Note: Market capitalization will be calculated based on the 30-day moving volume-weighted average price on the NSE or BSE (whichever has the highest trading volume during the specified period), multiplied by the total number of outstanding shares of the Company on a fully diluted basis in the paid-up share capital of the Company.</p> <p>"Fully diluted basis" here means the paid-up share capital, including the equity shares to be allotted upon the exercise of all vested employee stock options under the prevailing Employee Stock Option Schemes of the Company.</p>

Except Mr. Alope Bajpai and Mr. Rajnish Kumar, none of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed Special Resolution.

The Board recommends the resolution set out in Item No. 3 of this Postal Ballot Notice to be approved by the members as a Special Resolution.

By Order of the Board of Directors

For Le Travenues Technology Limited

Sd/-

Suresh Kumar Bhutani

(Group General Counsel, Company Secretary & Compliance Officer)

Membership No: F6400

Place: Mumbai

Date: March 18, 2025

Registered Office:

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

CIN: L63000HR2006PLC071540

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

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Tel: +91 124 668 2111