

**Transcript of Extra Ordinary General Meeting at Shorter Notice
Delhi Duty Free Services Private Limited
Monday, 23rd June 2025**

Company Secretary: A very Good Evening to all and welcome to the Extra Ordinary General Meeting ("EGM") of the Company being convened at Shorter Notice as per the Shorter Notice Consent received from all the Shareholders.

With me present here is Mr. Ashish Chopra, Chief Executive Officer and Mr. Rajiv Madan, Chief Financial Officer of the Company. We all are attending this meeting from the registered office of the Company at Delhi.

The EGM is being held through video conference in accordance with the circulars issued by the Ministry of Corporate Affairs. However, the proceedings of the EGM shall be deemed to be concluded at the registered office of the Company. The transcript of this EGM shall be published on the website of the Company after the conclusion of this EGM.

As per the provisions of Shareholders Agreement read with the Articles of Association of the Company, the Chairman of Shareholders Meeting shall be elected from amongst Delhi International Airport Limited ("DIAL") nominee present in the meeting and shall preside the meeting. Mr. Videh Jaipurkar is attending this EGM as DIAL Representative. Accordingly, request the Members to elect Mr. Videh Jaipurkar as the Chairman of EGM.

Mr. Videh Jaipurkar: Good Evening Everyone.

I am Videh Jaipurkar. I am a Non-Executive Director of the Company and member of the Audit, Business, Corporate Social Responsibility and Nomination & Remuneration Committees of the Company. I am attending this meeting as an Authorized Representative of DIAL from Delhi. I have received the Notice of EGM and related documents, and I can clearly see and communicate with all the other participants and no unauthorized person is present at my location.

I welcome all to the EGM of the Company.

Before we start the main proceedings of the meeting, I request other Members to introduce themselves.

Mr. Nuno Amaral: Good Evening Everyone, I am Nuno Amaral. I am Non-Executive Director of the Company and Member of the Business, Corporate Social Responsibility and Nomination & Remuneration Committees of the Company. I am attending this meeting as an Authorized Representative of Yalorvin Limited from Bahrain. I have received the Notice of EGM and related documents, and I can clearly see and communicate with all the other participants and no unauthorized person is present at my location.

Mr. Madhukar Dodrajka: Good Afternoon Everyone. I am Madhukar Dodrajka. I am the Authorized Representative of GMR Airports Limited. I am attending this EGM from GMR Head office at Delhi. I have received the Notice of EGM and related documents and I can clearly see and communicate with all the other participants and no unauthorized person is present at my location.

Mr. Videh Jaipuriar: Thank you all. We have the requisite quorum present through Video Conference to conduct the proceedings of this meeting. Participation of Members through the video conference is being reckoned for the purpose of quorum as per the circulars issued by the Ministry of Corporate Affairs. The quorum being present, I call this meeting to order.

Members may please note that other Directors of the Company have conveyed their inability to attend this EGM due to business exigencies.

Company Secretary: Members may please also note that all the documents/registers referred to in the Notice of the EGM and explanatory statement have been made available electronically for inspection by the Members during the EGM. Members seeking to inspect such documents can send their requests at email ID parveen.gupta@delhidutyfree.co.in.

As the EGM is being held through video conference, the facility for appointment of proxies by the Members was not applicable and hence the proxy register for inspection is not available.

Since there are only three Members, the voting can be conducted in this EGM by show of hands. Members are requested to refer to the Instructions provided in the Notice of EGM in this regard. In case Members face any difficulty, they may reach out on contact details given in the Notice of EGM.

Mr. Videh Jaipuriar: On behalf of the Company's Board of Directors, I want to thank you all for taking the time out to join us today.

As the Notice is already circulated to all the Members, I take the Notice convening the meeting as read.

We now take up the Special Resolution as set forth in the Notice and put up the same for approval from Members. We can take questions from the Members, if any.

Special Business

Item No. 1

To approve the buy-back by the Company of its fully paid-up equity shares Rs. 10/- (Rupees Ten only) each not exceeding 1,90,46,852 (One Crore Ninety Lakh Forty-Six Thousand Eight Hundred Fifty Two) equity shares (representing 23.81% of the total number of equity shares in the paid-up share capital of the Company) at a price of Rs. 65.06 per equity share (Rupees Sixty-Five and Six Paise Only) payable in cash for an aggregate amount of Rs. 1,23,92,35,808 (Rupees One Hundred Twenty-Three Crore Ninety-Two Lakh Thirty Five Thousand Eight Hundred and Eight Only).

The shareholders agreed that the offer for buy-back shall remain open for a period of 3 (three) days from the date of dispatch of the Letter of Offer by the Company.

Mr. Videh Jaipuriar: I propose this Special Resolution to be passed.

Mr. Madhukar Dodrajak: I second this Special Resolution to be passed.

Mr. Videh Jaipuriar: As none of the Members made any observations or required any clarification, the Special Resolution is being put to vote by Members and voting to be done by show of hands.

As all Members passed the Special Resolution with 100% approval by show of hand, this Special Resolution is being considered as passed.

The Special Resolution, as set forth in the Notice of EGM, has been passed today by all the Members participating in this EGM by show of hand. I thank all the Members and other participants who joined the EGM through video conference.

I hereby declare the proceedings as closed.