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Confirmation of Your Representation: You have accessed the attached documents on the basis that you have confirmed your representation, agreement and acknowledgement to each of the GCBRLMs and BRLMs (as defined in the Supplement) that (1) you have received the Preliminary Offering Memorandum AND (2) (i) you are not resident in the United States, as defined in Regulation S under the U.S. Securities Act of 1933, as amended (the “Securities Act”) and, to the extent you purchase the securities described in the attached Supplement, you will be doing so pursuant to Regulation S under the Securities Act OR (ii) you are acting on behalf of, or you are, a qualified institutional buyer, as defined in Rule 144A under the Securities Act AND (3) that you consent to delivery of the attached Supplement by electronic transmission.

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STRICTLY CONFIDENTIAL

**SUPPLEMENT TO PRELIMINARY OFFERING MEMORANDUM
(SUBJECT TO COMPLETION)**

INTERGLOBE AVIATION LIMITED

(Incorporated with limited liability under the laws of the Republic of India)

Public Offer of [●] Equity Shares

Price Band: ₹ 700 to ₹ 765 per Equity Share

This is a supplement (“Supplement”) to the preliminary offering memorandum dated October 16, 2015 (“Preliminary Offering Memorandum”) relating to an initial public offering of [●] Equity Shares of face value ₹10 each (the “Equity Shares”) of InterGlobe Aviation Limited (the “Company”) for cash at a price of ₹ [●] per Equity Share (the “Offer Price”) including a share premium of ₹ [●] per Equity Share, aggregating up to ₹ [●] million, consisting of a fresh issue of [●] Equity Shares by our Company aggregating up to ₹ 12,722 million (the “Fresh Issue”) and an offer for sale of selling shareholders of up to 26,112,000 Equity Shares aggregating up to ₹ [●] million (“Offer For Sale”) comprising 3,290,419 Equity Shares by Interglobe Enterprises Limited, 3,006,000 Equity Shares by Mr. Rahul Bhatia, 3,759,638 Equity Shares by Mr. Rakesh Gangwal, 601,200 Equity Shares by Mr. Anil Chanana, 149,900 Equity Shares by Dr. Asha Mukherjee, 300,600 Equity Shares by Mr. Kunal Chanana, 6,012,000 Equity Shares by Mr. Newton Bruce Ashby, 100,200 Equity Shares by Mr. Sanjay Kumar, 84,000 Equity Shares by Mr. Shakti Swarup Lumba, 2,227,316 Equity Shares by Ms. Shobha Gangwal, 1,442,000 Equity Shares by Mr. Steven Eugene Harfst, 1,503,000 Equity Shares by Paul Carl Schorr, IV (Nominee of G5 Investments) and 3,635,727 Equity Shares by The Chinkerpoo Family Trust (Trustees: Ms. Shobha Gangwal & J. P. Morgan Trust Company of Delaware) (collectively referred to as the “Selling Shareholders”). The Fresh Issue and the Offer for Sale are together referred to as the “Issue.”

The Preliminary Offering Memorandum is required to be read in conjunction with this Supplement. The Preliminary Offering Memorandum is hereby supplemented as follows:

The Offer for Sale of up to 26,112,000 Equity Shares should now be read as up to 22,824,018 Equity Shares. Further, up to 3,759,638 Equity Shares proposed to be sold by Mr. Rakesh Gangwal should now be read as up to 2,741,287 Equity Shares, 2,227,316 Equity Shares proposed to be sold by Ms. Shobha Gangwal should now be read as up to 1,169,142 Equity Shares and 3,635,727 Equity Shares proposed to be sold by The Chinkerpoo Family Trust (Trustee: Ms. Shobha Gangwal & J. P. Morgan Trust Company of Delaware) should now be read as up to 2,424,270 Equity Shares.

Investing in the Equity Shares involves risks. See “Risk Factors” beginning on page 20 of the Red Herring Prospectus and “Additional Risk Factors for International Investors” beginning on page Wrap-12 of the preliminary international wrap included in the Preliminary Offering Memorandum to read about material factors investors should consider before investing in the Equity Shares.

The Equity Shares have not been and will not be registered under the Securities Act or any other applicable law of the United States and, unless so registered, may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws. Accordingly, the Equity Shares are being offered and sold (a) in the United States only to persons reasonably believed to be “qualified institutional buyers” (as defined in Rule 144A under the Securities Act and referred to in the Preliminary Offering Memorandum as “U.S. QIBs”, for the avoidance of doubt, the term U.S. QIBs does not refer to a category of institutional investors defined under Indian regulations and referred to in the Red Herring Prospectus as “QIBs”) in transactions exempt from the registration requirements of the Securities Act and (b) outside the United States in compliance with Regulation S and the applicable laws of the jurisdiction where those offers and sales occur. The Equity Shares are not transferable except in accordance with the restrictions described under “Transfer Restrictions” beginning on page Wrap-22 of the Preliminary Offering Memorandum. The Offer will be conducted in compliance with the applicable SEBI regulations.

Global Coordinators and Book Running Lead Managers (“GCBRLMs”)

**Citigroup Global Markets
India Private Limited**

**J.P. Morgan India
Private Limited**

**Morgan Stanley India
Company Private Limited**

Book Running Lead Managers (“BRLMs”)

Barclays Bank PLC

**Kotak Mahindra
Capital Company Limited**

**UBS Securities
India Private Limited**

The date of this Supplement is October 19, 2015