

Shardul Amarchand Mangaldas

27 September 2024

Travel Food Services Pvt. Ltd.

Shiv Sagar Estate, A Block,
1st Floor, Dr Annie Besant Rd,
Worli, Mumbai, Maharashtra 400018

GST No.: 27AADCB2762L1ZI

**RE: PROJECT WORLD TRAVELLER [69236-03]
INVOICE MET242501511**

Dear Sir,

Please find enclosed our invoice for ₹ 55,04,055.00 in accordance with the first and second milestones set out in our engagement letter dated 01 April 2024.

"In view of Entry No. 2 in Notification No. 13/2017 dated 28 June 2017 read with Section 9(3) of the Central Goods & Service Tax Act 2017, the statutory liability to pay GST on legal services has been shifted to the services recipients under the reverse charge liability. Therefore, we have not charged GST in this invoice. As recipient of Legal Services, kindly check your liability and pay GST under reverse charge mechanism."

We request you to arrange for payment of the same at your earliest convenience.

Yours truly,

Shardul Amarchand Mangaldas & Co.

Nikhil Naredi
Partner

Encl: a/a

Shardul Amarchand Mangaldas & Co

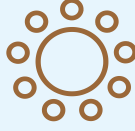
Advocates & Solicitors

23rd Floor Express Towers, Nariman Point, Mumbai - 400 021

T +91 22 49335555

E contact@AMSShardul.com

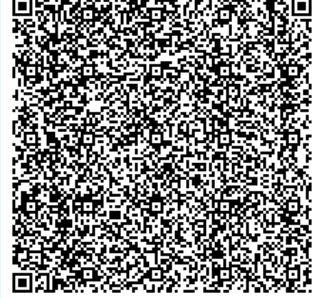
New Delhi Mumbai Gurugram Bengaluru Chennai Ahmedabad Kolkata



Shardul Amarchand Mangaldas

27 September 2024

Travel Food Services Pvt. Ltd.
Shiv Sagar Estate, A Block,
1st Floor, Dr Annie Besant Rd,
Worli, Mumbai, Maharashtra 400018



GST No.: 27AADCB2762L1ZI
Ack. No: 122423269696497
Ack. Date: 27 September 2024

IRN: 86faf1d73d065fc3d83bfb8a0efbf993da9cac76d7e0db7910b2507bf54294f0

**SAM & CO BILL OF COSTS INVOICE MET242501511
INVOICE FOR LEGAL SERVICES**

First and second milestones set out in our engagement letter dated 01 April 2024

RE: PROJECT WORLD TRAVELLER [69236-03]

| | Amount (INR) |
|--|-------------------------|
| Professional Fees | |
| First Milestone: Signing of the engagement letter | 18,00,000.00 |
| Second Milestone: Circulation of first draft of the Draft Red Herring Prospectus | 36,00,000.00 |
| Total | 54,00,000.00 |
| Other Charges | |
| Out of pocket expenses including communication charges, facsimile courier, photocopying, printing and conveyance and other miscellaneous expenses (approximately). | 1,04,055.00 |
| Total | 55,04,055.00 |
| IGST @ 18% (SAC: 998212) | |
| GRAND TOTAL | 55,04,055.00 |
| INR Fifty Five Lakh Four Thousand Fifty Five only | |

Shardul Amarchand Mangaldas & Co.

Nikhil Naredi

Nikhil Naredi
Partner

Shardul Amarchand Mangaldas & Co

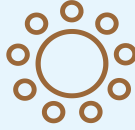
Advocates & Solicitors

23rd Floor Express Towers, Nariman Point, Mumbai - 400 021

T +91 22 49335555

E contact@AMSShardul.com

New Delhi Mumbai Gurugram Bengaluru Chennai Ahmedabad Kolkata



Shardul Amarchand Mangaldas

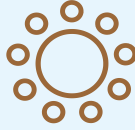
Note:-

1. Our Income Tax Permanent Account Number (PAN) is **ACTFS7010H**.
2. Our GST Registration Number is **27ACTFS7010H1ZT**.
3. Our LUT Application Reference Number (ARN) is **AD270324031887V** dated **9th March 2024**
4. GST Registration Number of the client is **27AADCB2762L1ZI**.
5. State code of the client is **27** and Place of supply is **Maharashtra**.
6. This Invoice is required to be paid within a period of Two weeks. We reserve the right to charge interest @ 18% p.a. after the expiry of Two weeks.
7. The Cheque/Demand Draft (DD) by which payment is sought to be made should be crossed "Account Payee only" and drawn in favour of "Shardul Amarchand Mangaldas & Co." and must be payable at New Delhi. The Cheque/DD must be sent along with payment advice/cover note providing details of the invoice that it related to in order to enable us to apply the payment accurately.
8. This Invoice is in relation to the Professional Fees (Legal Consultancy) and Out-of-pocket Expense incurred in this transaction and transaction and tax at source may be deducted as applicable under Indian income tax law. However, please ensure that the Tax Deduction (TDS) Certificate is forwarded to us within 30 (Thirty) days from the end of the quarter in which the payment is made, failing which, the TDS amount will be treated as outstanding. Please ensure that our Income Tax Permanent Account Number (PAN) is mentioned in the TDS Certificate you forward to us.
9. In case you wish to pay by NEFT/RTGS our bank detail is provided below; please ensure that UTR No. along with payment particular is forwarded to our CFO by e-mail at the address given below;

| | |
|-----------------------------------|---|
| Name of the Beneficiary | Shardul Amarchand Mangaldas & Co. |
| Name of the Bank & Branch Address | Deutsche Bank 14th Floor, Hindustan Times House, 18 & 20 KG Marg, New Delhi 110 001 |
| IFSC Code | DEUT0796DEL |
| MICR Code | 110200002 |
| Account Type | Current Account |
| Account Number | 000025017230028 |

In compliance with Section 269SU of the Income Tax Act, 1961 :


- a. You can transfer funds to Debit Card powered by Ru Pay.
- b. You can make direct bank payments on Unified Payments Interface (UPI) using your UPI ID with the Bharat Interface for Money (BHIM) application.



Shardul Amarchand Mangaldas

c. You can also scan the Bharat QR code given below and make the payment.

Please ensure that Transaction ID and payment particulars are forwarded to our CFO by e-mail at the address given below:

| | |
|--|---|
| Name of the Beneficiary | Shardul Amarchand Mangaldas & Co. |
| Debit Card powered by Ru Pay | 6521 6603 0001 8262 |
| Unified Payments Interface (UPI) (BHIM-UPI) | 9810420071@upi |
| Unified Payments Interface Quick Response Code (UPI QR Code) (BHIM- UPI QR Code) |  |

10. If you have any queries related to this Invoice, please contact our Chief Financial Officer Ms. Mridula Dang by e-mail at mridula.dang@AMSShardul.com or call on Telephone No. +91 11 26920500/41590700 or send Fax on +91 11 26924900/41614092. (Deutsche Bank - Delhi, Ms. Bhanushree Gupta, Telephone. +91-011-66009509, email : bhanushree.gupta@db.com)
11. “All disputes are subject to Delhi Jurisdiction only”.

Invoices TFS

From: Parag Pandey
Sent: 20 November 2024 16:23
To: Invoices TFS
Cc: Pankaj Rathi; Vikas Kapoor
Subject: RE: Project World Traveller - SAM EL
Attachments: SAMCo Invoice - Project World Traveller - First and Second Milestone.pdf

Hi Sawlaram,

Please upload bill in SAFAL under CC of **Project World Traveller**.

Regards,
Parag Pandey

From: Vikas Kapoor <vikas.kapoor@travelfoodservices.com>
Sent: 20 November 2024 16:21
To: Parag Pandey <parag.pandey@travelfoodservices.com>
Cc: Pankaj Rathi <pankaj.r@travelfoodservices.com>
Subject: FW: Project World Traveller - SAM EL

Go ahead

From: Chonkar, Nikita <nikita.chonkar@AMSShardul.com>
Sent: 19 November 2024 17:19
To: Nithin Penmatcha SSP <Nithin.Penmatcha@ssp-intl.com>; Vikas Kapoor <vikas.kapoor@travelfoodservices.com>
Cc: Varun Kapur <varun.kapur@travelfoodservices.com>; Karan Kapur K-Corp <karan.kapur@k-corp.in>; Justin Crewe SSP <Justin.Crewe@ssp-intl.com>; Naveen Jain K-Corp <naveen.jain@k-corp.in>; Naredi, Nikhil <nikhil.naredi@AMSShardul.com>
Subject: RE: Project World Traveller - SAM EL

Dear All,

Kindly update us on the payment status of our below mentioned pending invoice (attached herewith again for your reference).

| Date | Invoice No. | Customer Name | Amount |
|-----------|--------------|--------------------------------------|--------------|
| 27-Sep-24 | MET242501511 | Travel Food Services Private Limited | 5,504,055.00 |

Regards,
Nikita

From: Chonkar, Nikita <nikita.chonkar@AMSShardul.com>
Sent: Friday, November 8, 2024 5:44 PM
To: Nithin Penmatcha <Nithin.Penmatcha@ssp-intl.com>; Vikas Kapoor <vikas.kapoor@travelfoodservices.com>
Cc: Varun Kapur <varun.kapur@travelfoodservices.com>; Karan Kapur (K Hospitality Corp) <karan.kapur@k-corp.in>; Fiona Scattergood <fiona.scattergood@ssp-intl.com>; 'Justin Crewe' <Justin.Crewe@ssp-intl.com>; Naredi, Nikhil <nikhil.naredi@AMSShardul.com>
Subject: RE: Project World Traveller - SAM EL

Dear All,

Please find attached our invoice for the services rendered upto September 30, 2024 in relation to the work undertaken on the proposed restructuring and general advisory matters in accordance with our engagement letter dated 01 April 2024. Also, kindly update us on the payment status of our pending invoice (attached herewith again for your reference).

Also, the time update for the period October 1 - October 31, 2024 is as follows:

| | | | 1 Oct 24 to 18 Oct 24 (update provided earlier) | 19 Oct 24 to 31 Oct 24 | Total |
|--|--|--|--|------------------------|-------|
| | | | | | |

| Sr. No. | Name | Rate | Hours | Amount | Hours | Amount | Hours | Amount |
|--------------------------|---------------------------|-----------|--------------|---------------------|--------------|-------------------|---------------|---------------------|
| General Corporate | | | | | | | | |
| 1 | Abhishek Parekh | 15,000.00 | 4.50 | 67,500.00 | 1.00 | 15,000.00 | 5.50 | 82,500.00 |
| 2 | Hardik Baid | 15,000.00 | 4.00 | 60,000.00 | 0.00 | 0.00 | 4.00 | 60,000.00 |
| 3 | Harsh Loonker | 15,000.00 | 51.75 | 776,250.00 | 1.50 | 22,500.00 | 53.25 | 798,750.00 |
| 4 | Joanna Barretto | 15,000.00 | 13.75 | 206,250.00 | 8.75 | 131,250.00 | 22.50 | 337,500.00 |
| 5 | Koninika Bhattacharjee | 15,000.00 | 8.00 | 120,000.00 | 0.00 | 0.00 | 8.00 | 120,000.00 |
| 6 | Natalee Nanda | 15,000.00 | 3.50 | 52,500.00 | 0.00 | 0.00 | 3.50 | 52,500.00 |
| 7 | Pooja Singhania | 15,000.00 | 1.00 | 15,000.00 | 0.00 | 0.00 | 1.00 | 15,000.00 |
| 8 | Priya Awasthi | 15,000.00 | 6.00 | 90,000.00 | 11.75 | 176,250.00 | 17.75 | 266,250.00 |
| Total | | | 92.50 | 1,387,500.00 | 23.00 | 345,000.00 | 115.50 | 1,732,500.00 |

Regards,
Nikita

From: Justin Crewe <Justin.Crewe@ssp-intl.com>

Sent: Wednesday, October 23, 2024 11:56 PM

To: Naredi, Nikhil <nikhil.naredi@AMSShardul.com>

Cc: Chonkar, Nikita <nikita.chonkar@AMSShardul.com>; Nithin Penmatcha <Nithin.Penmatcha@ssp-intl.com>; Vikas Kapoor <vikas.kapoor@travelfoodservices.com>; Varun Kapur <varun.kapur@travelfoodservices.com>; Karan Kapur (K Hospitality Corp) <karan.kapur@k-corp.in>; Fiona Scattergood <fiona.scattergood@ssp-intl.com>

Subject: RE: Project World Traveller - SAM EL

EXTERNAL EMAIL

Nikhil, thanks for the update. To help expedite please send invoices and future updates to the team copied.

@Nithin Penmatcha – please continue to update the budget tracker and the updates and invoices are received.

@Vikas Kapoor – please help process the payment of any TFS invoices – subject to Karan’s approval.

Regards

Justin

Justin Crewe

Director of Group Legal & Associate General Counsel

SSP The Food Travel Experts

Direct +44 (0)20 7543 3441

Mobile +44(0)7939 930658

www.foodtravelexperts.com

Email: justin.crewe@ssp-intl.com

32 Jamestown Road, London, NW1 7HW

From: Naredi, Nikhil <nikhil.naredi@AMSShardul.com>

Sent: 23 October 2024 14:40

To: Justin Crewe <Justin.Crewe@ssp-intl.com>

Cc: Chonkar, Nikita <nikita.chonkar@AMSShardul.com>

Subject: RE: Project World Traveller - SAM EL

Justin – we are proceeding with the invoice on the hourly mandate for time incurred as of September 30, 2024, as set out in the mail below.

Also, the time update for the period October 1 - October 18, 2024 is as follows:

Thanks

| Sr. No. | Name | Rate | Hours | Amount |
|--------------------------|------------------------|-----------|--------------|-------------------|
| General Corporate | | | | |
| 1 | Abhishek Parekh | 15,000.00 | 4.50 | 67,500.00 |
| 2 | Hardik Baid | 15,000.00 | 4.00 | 60,000.00 |
| 3 | Harsh Loonker | 15,000.00 | 15.00 | 225,000.00 |
| 4 | Joanna Barretto | 15,000.00 | 13.75 | 206,250.00 |
| 5 | Koninika Bhattacharjee | 15,000.00 | 8.00 | 120,000.00 |
| 6 | Natalee Nanda | 15,000.00 | 3.50 | 52,500.00 |
| 7 | Pooja Singhania | 15,000.00 | 1.00 | 15,000.00 |
| 8 | Priya Awasthi | 15,000.00 | 4.50 | 67,500.00 |
| Total | | | 54.25 | 813,750.00 |

From: Justin Crewe <Justin.Crewe@ssp-intl.com>
Sent: Monday, October 14, 2024 11:23 PM
To: Naredi, Nikhil <nikhil.naredi@AMSShardul.com>
Subject: RE: Project World Traveller - SAM EL

EXTERNAL EMAIL

Nikhil, sorry to hear that; I hope you're ok.
The update and invoice has been passed on to TFS and we'll let you know if any questions.
Regards
Justin

From: Naredi, Nikhil <nikhil.naredi@AMSShardul.com>
Sent: Friday, October 11, 2024 1:57 PM
To: Justin Crewe <Justin.Crewe@ssp-intl.com>
Cc: Varun Kapur <varun.kapur@k-corp.in>; Chonkar, Nikita <nikita.chonkar@AMSShardul.com>; Fiona Scattergood <fiona.scattergood@ssp-intl.com>; Karan Kapur (K Hospitality Corp) <karan.kapur@k-corp.in>
Subject: RE: Project World Traveller - SAM EL

Justin – apologies, I was away on account of family bereavement. Attached (summary below) is an update on the hours incurred on everything non-IPO/pre-IPO (will keep the cadence fortnightly hereon).

| Workstream | Fees/ WIP Upto 30th Sep 2024 | | Total Estimate of Fees (INR) |
|--|------------------------------|------------|------------------------------|
| | Hours | Rate (INR) | |
| Merger | 85.50 | 15,000.00 | 1,282,500.00 |
| Employment | 83.25 | 15,000.00 | 1,248,750.00 |
| Pre-IPO Corporate Advisory/FDI Advisory/Post-IPO Compliance Advisory | 554.25 | 15,000.00 | 8,313,750.00 |
| Total | 723.00 | | 10,845,000.00 |

Also, attached is the IPO milestone invoice in accordance with our EL. Do let us know if you have any questions.

Many thanks

Regards,

Nikhil

From: Justin Crewe <Justin.Crewe@ssp-intl.com>
Sent: Monday, September 16, 2024 6:02 PM
To: Naredi, Nikhil <nikhil.naredi@AMSShardul.com>; Deepak Kurian <deepak.kurian@travelfoodservices.com>
Cc: Varun Kapur <varun.kapur@k-corp.in>; Chonkar, Nikita <nikita.chonkar@AMSShardul.com>; Fiona Scattergood <fiona.scattergood@ssp-intl.com>; Karan Kapur (K Hospitality Corp) <karan.kapur@k-corp.in>; Parekh, Abhishek

<abhishek.parekh@AMSShardul.com>; Nithin Penmatcha <Nithin.Penmatcha@ssp-intl.com>

Subject: RE: Project World Traveller - SAM EL

EXTERNAL EMAIL

Nikhil, apologies, I note the execution version of the EL was sent earlier today.

Please do however ask your team to provide the fee updates requested below.

Regards

Justin

From: Justin Crewe

Sent: Monday, September 16, 2024 12:51 PM

To: Naredi, Nikhil <nikhil.naredi@AMSShardul.com>; Deepak Kurian <deepak.kurian@travelfoodservices.com>

Cc: Varun Kapur <varun.kapur@k-corp.in>; Chonkar, Nikita <nikita.chonkar@AMSShardul.com>; Fiona Scattergood <fiona.scattergood@ssp-intl.com>; Karan Kapur (K Hospitality Corp) <karan.kapur@k-corp.in>; Parekh, Abhishek <abhishek.parekh@AMSShardul.com>; Nithin Penmatcha <Nithin.Penmatcha@ssp-intl.com>

Subject: RE: Project World Traveller - SAM EL

Nikhil – just checking if you sent out the SAM EL for execution. If not, @Deepak Kurian can assist with arranging execution.

In addition, to help TFS track your non-IPO fees please can you provide an update on fees and then provide an update every 2 weeks. Please provided this in a simple table format (or spreadsheet) – for example:

| Workstream | Fees/ WIP to date | Total Estimate of Fees |
|------------|-------------------|------------------------|
| Merger | | |
| xxx | | |
| xxx | | |

Please cc @Nithin Penmatcha, @Vikas Kapoor in the updates as they are tracking the budgets at the TFS end.

Regards

Justin

From: Justin Crewe <Justin.Crewe@ssp-intl.com>

Sent: Monday, September 9, 2024 2:07 PM

To: Naredi, Nikhil <nikhil.naredi@AMSShardul.com>

Cc: Varun Kapur <varun.kapur@k-corp.in>; Chonkar, Nikita <nikita.chonkar@AMSShardul.com>; Fiona Scattergood <fiona.scattergood@ssp-intl.com>; Karan Kapur (K Hospitality Corp) <karan.kapur@k-corp.in>; Parekh, Abhishek <abhishek.parekh@AMSShardul.com>

Subject: RE: Project World Traveller - SAM EL

Nikhil, confirming the EL has been approved.

Please send through the copy for execution.

Regards

Justin

From: Naredi, Nikhil <nikhil.naredi@AMSShardul.com>

Sent: Monday, August 26, 2024 11:19 AM

To: Justin Crewe <Justin.Crewe@ssp-intl.com>

Cc: Varun Kapur <varun.kapur@k-corp.in>; Chonkar, Nikita <nikita.chonkar@AMSShardul.com>; Fiona Scattergood <fiona.scattergood@ssp-intl.com>; Karan Kapur (K Hospitality Corp) <karan.kapur@k-corp.in>; Parekh, Abhishek <abhishek.parekh@AMSShardul.com>

Subject: RE: Project World Traveller - SAM EL

Apologies, Justin – this got held up at our end. For ease of reference, I have rolled everything into one EL, with the respective items separated into the two buckets. Also, like I had indicated, 12,500 rate was included in the context of minor incidentals that typically come up in the course of the IPO (we usually have a carve out for everything non-IPO, which we have deleted in this case). In light of your request, I have proposed a special blended rate of Rs. 15,000 for all non-IPO work. Please do let us know if we can finalize on this basis. Many thanks

Regards,

Nikhil

From: Justin Crewe <Justin.Crewe@ssp-intl.com>

Sent: Wednesday, August 14, 2024 8:29 PM

To: Naredi, Nikhil <nikhil.naredi@AMSShardul.com>

Cc: Varun Kapur <varun.kapur@k-corp.in>; Chonkar, Nikita <nikita.chonkar@AMSShardul.com>; Singhanian, Pooja <pooja.singhanian@AMSShardul.com>; Fiona Scattergood <fiona.scattergood@ssp-intl.com>; Karan Kapur (K Hospitality Corp) <karan.kapur@k-corp.in>

Subject: RE: Project World Traveller - SAM EL

EXTERNAL EMAIL

Nikhil, good to catch up earlier. As discussed:

IPO EL

- Given the mergers, AAI approvals etc that are required (but outside of TFS control) please you extend the timeline assumptions so that “The DRHP would be filed by Jan 30, 2025 and that the Proposed Transaction would be completed by September 30, 2025”. I note you need to check this internally as > 12 months.
- No other comments.

NON IPO EL

- Scope - the version I saw was for the SNVK Merger only and so the scope of works should be expanded to include the broader non-IPO work.
- Hourly rates – we appreciate there are different teams but please review / align as the rates quoted (18,500 – 22,500 INR per hour) are significantly higher than the blended rate of INR 12,500 in the IPO EL for additional services
- Estimates and updates – SAM team to provide estimates (where possible) and weekly fee updates by workstream

IPO v NON IPO SCOPE

As discussed and for clarity, please confirm which of the below work would fall under the IPO EL. If simpler just highlight or colour the relevant items.

RESTRUCTURING

- Conversion of private to public company
- Drafting or reviewing share split and bonus share documentation

FOCC & FDI

- FOCC analysis and advice (including engagement of third party senior counsel)
- FDI analysis and advice

SHARHOLDER MATTERS

- Advising on rights of (majority) shareholders
- Drafting or reviewing SSP share purchase documents/ option documents to increase/ maintain SSP shareholding
- Advising on Adani shareholder agreement matters relating to Kapurs maintaining 26%
- Drafting or reviewing Inter Se Agreement between KFT & SSP
- Drafting or reviewing post IPO shareholders' agreement between KFT & SSP

DIRECTOR CONTRACTS

- Drafting the new director contracts

ESOP

- Liaising with Deloitte (plan designer)
- Review and amendment of ESOP schemes
- Advising on ESOP legal related matters

COMMUNICATIONS

- Advising on and drafting or reviewing publicity guidelines and leak strategy
- Advising on TFS website requirements

GOVERNANCE

- Advising on Promoter liability and post listing obligations
- Advising on personal liability of director and Promoters
- Advising on post IPO obligations
- Advising on, drafting or reviewing certain policies to comply with post IPO obligations
- Advising on related party transactions and disclosures
- Advising on impact of IPO on TFS Systems & Controls & information sharing (including UPSI)
- Advising on governance related matters
- Advising on KMP and SMPs

Regards

Justin

Justin Crewe

Director of Group Legal & Associate General Counsel

SSP The Food Travel Experts

Direct +44 (0)20 7543 3441

Mobile +44(0)7939 930658

www.foodtravelexperts.com

Email: justin.crewe@ssp-intl.com

32 Jamestown Road, London, NW1 7HW

From: Justin Crewe <Justin.Crewe@ssp-intl.com>

Sent: Wednesday, August 14, 2024 1:55 PM

To: Naredi, Nikhil <nikhil.naredi@AMSShardul.com>; Fiona Scattergood <fiona.scattergood@ssp-intl.com>; Karan Kapur (K Hospitality Corp) <karan.kapur@k-corp.in>

Cc: Varun Kapur <varun.kapur@k-corp.in>; Chonkar, Nikita <nikita.chonkar@AMSShardul.com>; Singhania, Pooja <pooja.singhania@AMSShardul.com>

Subject: RE: Project World Traveller - SAM EL

Nikhil, can we quickly discuss after our call we're about to have?

Thanks

Justin

From: Naredi, Nikhil <nikhil.naredi@AMSShardul.com>

Sent: Wednesday, August 14, 2024 11:42 AM

To: Justin Crewe <Justin.Crewe@ssp-intl.com>; Fiona Scattergood <fiona.scattergood@ssp-intl.com>; Karan Kapur (K Hospitality Corp) <karan.kapur@k-corp.in>

Cc: Varun Kapur <varun.kapur@k-corp.in>; Chonkar, Nikita <nikita.chonkar@AMSShardul.com>; Singhania, Pooja <pooja.singhania@AMSShardul.com>

Subject: RE: Project World Traveller - SAM EL

Justin – please let me know when we can close these ELs, please? Thanks

From: Justin Crewe <Justin.Crewe@ssp-intl.com>

Sent: Tuesday, August 6, 2024 11:41 PM

To: Naredi, Nikhil <nikhil.naredi@AMSShardul.com>; Fiona Scattergood <fiona.scattergood@ssp-intl.com>; Karan Kapur (K Hospitality Corp) <karan.kapur@k-corp.in>

Cc: Varun Kapur <varun.kapur@k-corp.in>; Chonkar, Nikita <nikita.chonkar@AMSShardul.com>; Singhania, Pooja <pooja.singhania@AMSShardul.com>

Subject: RE: Project World Traveller - SAM EL

EXTERNAL EMAIL

@Naredi, Nikhil – just emailing to acknowledge we need to get back to you on the SAM ELs.

@Karan Kapur (K Hospitality Corp) – let's pick up separately.

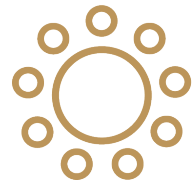
Regards

Justin

Justin Crewe
Director of Group Legal & Associate General Counsel
SSP The Food Travel Experts
Direct +44 (0)20 7543 3441
Mobile +44(0)7939 930658
www.foodtravelexperts.com
Email: justin.crewe@ssp-intl.com
32 Jamestown Road, London, NW1 7HW

From: Naredi, Nikhil <nikhil.naredi@AMSShardul.com>
Sent: Wednesday, July 31, 2024 5:07 PM
To: Naredi, Nikhil <nikhil.naredi@AMSShardul.com>; Fiona Scattergood <Fiona.Scattergood@ssp-intl.com>; Karan Kapur (K Hospitality Corp) <karan.kapur@k-corp.in>
Cc: Varun Kapur <varun.kapur@k-corp.in>; Justin Crewe <Justin.Crewe@ssp-intl.com>; Chonkar, Nikita <nikita.chonkar@AMSShardul.com>; Singhania, Pooja <pooja.singhania@AMSShardul.com>
Subject: RE: Project World Traveller - SAM EL

Team – sorry to follow up on this, can we please close this out? Thanks



Nikhil Naredi
Partner

Shardul Amarchand Mangaldas & Co
Advocates & Solicitors

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From: Naredi, Nikhil <nikhil.naredi@AMSShardul.com>
Sent: Monday, July 8, 2024 11:36 AM
To: Fiona Scattergood <Fiona.Scattergood@ssp-intl.com>; Karan Kapur (K Hospitality Corp) <karan.kapur@k-corp.in>
Cc: Varun Kapur <varun.kapur@k-corp.in>; Justin Crewe <Justin.Crewe@ssp-intl.com>; Chonkar, Nikita <nikita.chonkar@AMSShardul.com>; Singhania, Pooja <pooja.singhania@AMSShardul.com>
Subject: RE: Project World Traveller - SAM EL

Thanks Fiona. Also, apologies for some confusion at our end. I believe that Pooja and team had already shared a draft EL with the TFS team on May 6th. All the non IPO work stream will be covered under that EL. We will keep this EL to purely an IPO work stream EL. Thanks

Many thanks.

Regards,

Nikhil

From: Fiona Scattergood <Fiona.Scattergood@ssp-intl.com>

Sent: Thursday, 4 July, 2024 3:48 am

To: "Naredi, Nikhil" <nikhil.naredi@AMSShardul.com>, "Karan Kapur (K Hospitality Corp)" <karan.kapur@k-corp.in>

CC: Varun Kapur <varun.kapur@k-corp.in>, Justin Crewe <Justin.Crewe@ssp-intl.com>, "Chonkar, Nikita" <nikita.chonkar@AMSShardul.com>

Subject: RE: Project World Traveller - SAM EL

EXTERNAL EMAIL

Thanks Nikhil

We're reviewing with Naveen and may have a couple of follow up comments which we'll send through asap. Justin is looking at this.

Fi

Fiona Scattergood

Group General Counsel & Company Secretary



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Mobile: [+44 \(0\) 7951 927 123](tel:+44207951927123)

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From: Naredi, Nikhil <nikhil.naredi@AMSShardul.com>

Sent: Monday, July 1, 2024 12:50 PM

To: Fiona Scattergood <Fiona.Scattergood@ssp-intl.com>; Karan Kapur (K Hospitality Corp) <karan.kapur@k-corp.in>

Cc: Varun Kapur <varun.kapur@k-corp.in>; Justin Crewe <Justin.Crewe@ssp-intl.com>; Chonkar, Nikita <nikita.chonkar@AMSShardul.com>

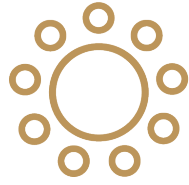
Subject: RE: Project World Traveller - SAM EL

Fiona/Karan,

As we prepare to kick off this week, attached is the revised EL incorporating the comments received below. Thanks

Regards,

Nikhil



Nikhil Naredi
Partner

Shardul Amarchand Mangaldas & Co
Advocates & Solicitors

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From: Fiona Scattergood <Fiona.Scattergood@ssp-intl.com>
Sent: Tuesday, May 7, 2024 5:31 AM
To: Naredi, Nikhil <nikhil.naredi@AMSShardul.com>
Cc: Karan Kapur <karan.kapur@k-corp.in>; Varun Kapur (K Hospitality Corp) <varun.kapur@k-corp.in>
Subject: RE: Project World Traveller - SAM EL

EXTERNAL EMAIL

Hi Nikhil

Following up on the below email – I think your EL was prepared before the split in the teams between TFS and SNVK – could you send us an updated version for TFS that covers the IPO and also the work on the merger so we can review an updated version – a couple of initial comments:

1. Presumably you need to address the conflict that SAM has re advising both TFS and SNVK?
2. The timing assumptions need updating - the DHRP won't be filed in June.
3. You exclude corporate structuring – but we know that this will be needed so can this be incorporated
4. Scope should include governance matters – eg new director contracts, terms of reference etc for committees
5. Exemptions are excluded - how commonly are these needed?
6. We would expect any expenses to be agreed by TFS in advance (including any travel) and would not expect to be charged expenses for telephone calls, faxes, photocopying, secretarial support.
7. Instructions – corro should be copied to me and Justin (on the SSP side) and Karan on the SNVK side.

Can you confirm what the fees would be if we went down a confidential SEBI filing?

Many thanks

Fi

Fiona Scattergood
Group General Counsel & Company Secretary



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Mobile: [+ 44 \(0\) 7951 927 123](tel:+44207951927123)

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From: Naredi, Nikhil <nikhil.naredi@AMSShardul.com>

Sent: Friday, February 9, 2024 3:17 PM

To: Fiona Scattergood <Fiona.Scattergood@ssp-intl.com>

Cc: Karan Kapur (K Hospitality Corp) <

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