



September 26, 2024

<b>Listing Manager,</b> <b>National Stock Exchange of India Limited</b> <b>Exchange Plaza, C-1 Block G</b> <b>Bandra Kurla Complex, Bandra (E)</b> <b>Mumbai – 400051, India</b> <b>Symbol: YATRA</b> <b>ISIN No.: INE0JR601024</b>	<b>Manager - CRD</b> <b>BSE Limited</b> <b>Phiroze Jeejeebhoy Towers</b> <b>Dalal Street,</b> <b>Mumbai – 400001, India</b> <b>Scrip Code: 543992</b> <b>ISIN No.: INE0JR601024</b>
---	---

**Sub: Scrutinizer’s Report and Voting Results of 18<sup>th</sup> Annual General Meeting held on September 25, 2024 – Disclosure under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

The 18<sup>th</sup> Annual General Meeting (“AGM”) of the Company was held **at 4:30 P.M. (IST), on Wednesday, September 25, 2024** through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”).

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“Listing Regulations”) and in furtherance of the summary of proceedings of the AGM submitted on September 25, 2024, we are enclosing herewith the combined voting results of remote e-voting conducted prior to the AGM and e-voting conducted during the AGM, in relation to the businesses as stated in the AGM Notice dated August 12, 2024 and transacted at the AGM, marked as **Annexure A**. All resolutions as set out in the notice of AGM are passed with requisite majority.

Further, please also find enclosed herewith the consolidated Scrutinizer’s Report dated September 26, 2024, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, marked as **Annexure B**.

**Yatra Online Limited**  
 (Formerly known as  
 Yatra Online Private Limited)

[www.yatra.com](http://www.yatra.com)

## Registered Office:

Unit No. B-2/101, 1st Floor, Marathon Innova Building,  
 Marathon Nextgen Complex, B-Wing, G. Kadam Marg, Opp.  
 Peninsula Corporate Park, Lower Parel (West),  
 Mumbai-400013, Maharashtra.  
 T: +91 22 44357700

## Corporate Office:

Gulf Adiba 4th Floor Plot No. 272, Udyog Vihar,  
 Phase - II, Sector 20, Gurugram, Haryana -122008  
 T: +91 0124 4591700  
 E: [legal@yatra.com](mailto:legal@yatra.com)



The voting results and the Scrutinizer's report are also being made available on the website of the Company at <https://investors.yatra.com/Investor-Relations-India/> under the General Meetings tab and on the website of National Securities Depository Limited at <https://www.evoting.nsdl.com/>.

This is for your information and records.

Thanking You,

Yours sincerely,

**For Yatra Online Limited**

**Darpan Batra**  
**Company Secretary and Compliance Officer**  
**M. No. A15719**

**Encl.: as above**

**Registered Office:**

Unit No. B-2/101, 1st Floor, Marathon Innova Building,  
Marathon Nextgen Complex, B-Wing, G. Kadam Marg, Opp.  
Peninsula Corporate Park, Lower Parel (West),  
Mumbai-400013, Maharashtra.  
T: +91 22 44357700

**Corporate Office:**

Gulf Adiba 4th Floor Plot No. 272, Udyog Vihar,  
Phase - II, Sector 20, Gurugram, Haryana -122008  
T: +91 0124 4591700  
E: [legal@yatra.com](mailto:legal@yatra.com)

Company Name	YATRA ONLINE LIMITED
Date of the AGM/EGM	25-09-2024
Total number of shareholders on record date	35784
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	2
Public:	47

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2024 together with the reports of Auditors and Board of Directors thereon							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	10,11,49,858	10,11,49,858	100.0000	10,11,49,858	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10,11,49,858	100.0000	10,11,49,858	0	100.0000	0.0000
Public- Institutions	E-Voting	4,14,22,523	3,85,33,705	93.0260	2,55,22,296	1,30,11,409	66.2337	33.7663
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,85,33,705	93.0260	2,55,22,296	1,30,11,409	66.2337	33.7663
Public- Non Institutions	E-Voting	1,43,43,812	57,347	0.3998	57,213	134	99.7663	0.2337
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		57,347	0.3998	57,213	134	99.7663	0.2337
<b>Total</b>		<b>15,69,16,193</b>	<b>13,97,40,910</b>	<b>89.0545</b>	<b>12,67,29,367</b>	<b>1,30,11,543</b>	<b>90.6888</b>	<b>9.3112</b>

<b>Company Name</b>	YATRA ONLINE LIMITED
<b>Date of the AGM/EGM</b>	25-09-2024
<b>Total number of shareholders on record date</b>	35784
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
<b>Promoters and Promoter Group:</b>	Not Applicable
<b>Public:</b>	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
<b>Promoters and Promoter Group:</b>	2
<b>Public:</b>	47

<b>Resolution No.</b>	2							
<b>Resolution required: (Ordinary/ Special)</b>	ORDINARY - To re-appoint a Director in place of Mr. Murlidhara Kadaba (DIN: 01435701), who retires by rotation and being eligible, offers himself for re-appointment							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	E-Voting	10,11,49,858	10,11,49,858	100.0000	10,11,49,858	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10,11,49,858</b>	<b>100.0000</b>	<b>10,11,49,858</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting	4,14,22,523	3,85,33,705	93.0260	2,95,29,116	90,04,589	76.6319	23.3681
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3,85,33,705</b>	<b>93.0260</b>	<b>2,95,29,116</b>	<b>90,04,589</b>	<b>76.6319</b>	<b>23.3681</b>
<b>Public- Non Institutions</b>	E-Voting	1,43,43,812	57,242	0.3991	56,560	682	98.8086	1.1914
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>57,242</b>	<b>0.3991</b>	<b>56,560</b>	<b>682</b>	<b>98.8086</b>	<b>1.1914</b>
<b>Total</b>		<b>15,69,16,193</b>	<b>13,97,40,805</b>	<b>89.0544</b>	<b>13,07,35,534</b>	<b>90,05,271</b>	<b>93.5557</b>	<b>6.4443</b>

<b>Company Name</b>	YATRA ONLINE LIMITED
<b>Date of the AGM/EGM</b>	25-09-2024
<b>Total number of shareholders on record date</b>	35784
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
<b>Promoters and Promoter Group:</b>	Not Applicable
<b>Public:</b>	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
<b>Promoters and Promoter Group:</b>	2
<b>Public:</b>	47

<b>Resolution No.</b>	3							
<b>Resolution required: (Ordinary/ Special)</b>	ORDINARY - To appoint M/s. M S K A and Associates, Chartered Accountants as the Statutory Auditors of the Company for a period of five (5) consecutive years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 23rd Annual General Meeting to be held in the year 2029 and to fix their remuneration							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	E-Voting	10,11,49,858	10,11,49,858	100.0000	10,11,49,858	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10,11,49,858</b>	<b>100.0000</b>	<b>10,11,49,858</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting	4,14,22,523	3,85,33,705	93.0260	2,95,29,116	90,04,589	76.6319	23.3681
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3,85,33,705</b>	<b>93.0260</b>	<b>2,95,29,116</b>	<b>90,04,589</b>	<b>76.6319</b>	<b>23.3681</b>
<b>Public- Non Institutions</b>	E-Voting	1,43,43,812	57,242	0.3991	55,477	1,765	96.9166	3.0834
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>57,242</b>	<b>0.3991</b>	<b>55,477</b>	<b>1,765</b>	<b>96.9166</b>	<b>3.0834</b>
<b>Total</b>		<b>15,69,16,193</b>	<b>13,97,40,805</b>	<b>89.0544</b>	<b>13,07,34,451</b>	<b>90,06,354</b>	<b>93.5550</b>	<b>6.4450</b>

**CONSOLIDATED REPORT  
OF  
SCRUTINIZER**

—  
**YATRA ONLINE LIMITED  
AGM HELD ON SEPTEMBER 25, 2024**

**CONSOLIDATED REPORT OF SCRUTINIZER**

To,  
The Chairman  
Yatra Online Limited  
CIN: L63040MH2005PLC158404

Ref : Eighteenth Annual General Meeting of the Shareholders of Yatra Online Limited held on Wednesday, the 25<sup>th</sup> day of September, 2024 at 04:30 p.m. IST through Video Conferencing (VC)/ other Audio Visual Means (OAVM) in accordance with the applicable provisions of the Companies Act 2013 and Circulars issued there under.

1. The Company has appointed me as the Scrutinizer for the purpose of scrutinizing and conducting the remote e-voting process and venue e-voting on the agenda items transacted at the Eighteenth Annual General Meeting (AGM) of the Company held on Wednesday, the 25<sup>th</sup> day of September, 2024 at 04:30 p.m. through Video Conferencing (VC)/ other Audio Visual Means (OAVM) in accordance with the applicable provisions of the Companies Act 2013 and Circulars issued there under.
2. I submit this consolidated report for voting conducted through the 'remote e-voting' and 'venue e-voting' conducted at the said AGM, as under:
  - 2.1 The Company provided remote e-voting facility to all the Shareholders of the Company which started at 9:00 a.m. IST on Saturday, the 21<sup>st</sup> September 2024 and ended on Tuesday, 24<sup>th</sup> September 2024 at 5:00 p.m. IST.
  - 2.2 E-voting facility was provided at the said Annual General Meeting for the members who attended the said AGM.
  - 2.3 The votes received electronically from the Shareholders till Tuesday, 24<sup>th</sup> September 2024 at 5:00 p.m. being the last date and time fixed by the Company for remote e-voting and votes received during venue e-voting on the date of AGM, were considered for my scrutiny.
  - 2.4 Particulars of all votes received from the Members have been entered in a register separately maintained for the purpose.



- 2.5 The votes received electronically were duly scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company.
- 2.6 The votes received through 'remote e-voting' and 'venue e-voting' were unblocked on September 25, 2024, in the presence of Ms. Pragya Kauths and Ms. Chanchal Goyal who are not the employees of the Company and who have signed below as witness to the unblocking of votes.
3. A consolidated summary of the votes cast through the remote e-voting process and the venue e-voting is given below :

*Intentionally left blank*





**Resolution No. 1:** To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2024 together with the reports of Auditors and Board of Directors thereon

Valid Votes	E-Voting			Venue e-voting			Consolidated Result		
	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast
Votes Cast in favour	148	126728569	90.68	5	798	100	153	126729367	90.69
Votes cast against	14	13011537	9.32	2	6	0	16	13011543	9.31
Total	162	139740106	100	7	804	100	169	139740910	100
Invalid Votes	E-Voting			Venue e-voting			Consolidated Result		
	Number of member(s)	Number of votes cast by them		Number of member(s)	Number of votes cast by them		Number of member(s)	Number of votes cast by them	
	0	0		0	0		0	0	



Resolution No. 2: To re-appoint a Director in place of Mr. Murlidhara Kadaba (DIN: 01435701), who retires by rotation and being eligible, offers himself for re-appointment.

Valid Votes	E-Voting			Venue e-voting			Consolidated Result		
	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast
Votes Cast in favour	142	130734736	93.56	5	798	100	147	130735534	93.56
Votes cast against	19	9005265	6.44	2	6	0	21	9005271	6.44
Total	161	139740001	100	7	804	100	168	139740805	100
Invalid Votes	E-Voting			Venue e-voting			Consolidated Result		
	Number of member(s)	Number of votes cast by them		Number of member(s)	Number of votes cast by them		Number of member(s)	Number of votes cast by them	
	0	0		0	0		0	0	



**Resolution No.3: To appoint M/s. M S K A and Associates, Chartered Accountants as the Statutory Auditors of the Company for a period of five (5) consecutive years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 23<sup>rd</sup> Annual General Meeting to be held in the year 2029 and to fix their remuneration**

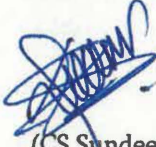
Valid Votes	E-Voting			Venue e-voting			Consolidated Result		
	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast
Votes Cast in favour	145	130733653	93.56	5	798	100	150	130734451	93.56
Votes cast against	16	9006348	6.44	2	6	0	18	9006354	6.44
<b>Total</b>	<b>161</b>	<b>139740001</b>	<b>100</b>	<b>7</b>	<b>804</b>	<b>100</b>	<b>168</b>	<b>139740805</b>	<b>100</b>

Invalid Votes	E-Voting		Venue e-voting		Consolidated Result	
	Number of member(s)	Number of votes cast by them	Number of member(s)	Number of votes cast by them	Number of member(s)	Number of votes cast by them
	0	0	0	0	0	0



4. You may accordingly declare the result of voting.

Thanking you,  
Yours faithfully



(CS Sundeep K. Parashar)

Scrutinizer

**SKP & Co**

Company Secretaries

Proprietor

M. No. : F 6136

C. P. No. : 6575

PR: 1323/2021

UDIN: F006136F001324552

Date: 26.09.2024

Place: Vaishali, NCR Delhi

We the undersigned witness that the votes cast through remote e-voting process and venue e-voting were unblocked from the e-voting website of <https://www.evoting.nsdl.com/> as stated above in this report, on September 25<sup>th</sup>, 2024 in our presence.



Name: Pragya Kauths  
PAN : IZHPK6423B



Name: Chanchal Goyal  
PAN : EFNPG7772B

Counter Signed by