

September 16, 2024

To,

National Stock Exchange of India Limited
(NSE: RATEGAIN)

BSE Limited
(BSE: 543417)

Sub.: Proceedings of Twelfth (12th) Annual General Meeting of RateGain Travel Technologies Limited and E-Voting Results along with Scrutinizer's Report

Ref.: Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Dear Sir /Ma'am,

We wish to inform you that the Twelfth (12th) Annual General Meeting ('AGM') of the Company was duly held today i.e., Monday, September 16, 2024, through Video Conferencing ('VC')/Other Audio-Visual Means (OAVM).

Remote e-voting, on all the resolutions as set out in the Notice of the AGM, was conducted during the period from Thursday, September 12, 2024 at 9.00 a.m. to Sunday, September 15, 2024 at 5.00 p.m. (IST). The facility to cast vote through e-voting was also made available during the AGM, to the members who did not cast their vote through remote e-voting.

Further, as per the e-voting results and the Scrutinizer's Report dated September 16, 2024, all the resolution(s), as set out in the Notice of the AGM have been passed by the members with requisite majority.

In view of the above, we are enclosing the following:

1. Proceedings of the AGM of the Company under Regulation 30 of Listing Regulations – **Annexure A.**
2. E-voting results of the AGM under Regulation 44 of Listing Regulations – **Annexure B.**
3. Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 – **Annexure C.**
4. Details required under Regulation 30 of Listing Regulations - Re-appointment of Ms. Megha Chopra (DIN: 02078421) as a Director, liable to retire by rotation - **Annexure D.**

The video recording of the AGM is made available on the 'Investors' Section of the Company's website at www.rategain.com.

This is for your information & record.

Yours faithfully,

For RateGain Travel Technologies Limited

(Thomas P. Joshua)

Vice President – Legal & Company Secretary

Memb. No.: F9839

Encl.: As above

Annexure -A**Brief Proceedings of the Twelfth (12th) Annual General Meeting**

The Twelfth (12th) Annual General Meeting ('AGM') of the Members of RateGain Travel Technologies Limited was held today i.e., on Monday, September 16, 2024 at 11:00 a.m. (IST) through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM').

DIRECTORS PRESENT:

S. No.	Name of the Director	Designation
1.	Mr. Bhanu Chopra	Chairman and Managing Director
2.	Mr. Girish Paman Vanvari	Independent Director and Chairperson of Audit Committee, Nomination & Remuneration Committee and Risk Management Committee
3.	Ms. Aditi Gupta	Independent Director and Chairperson of the Stakeholders Relationship Committee

IN ATTENDANCE:

S. No.	Name of the Attendee	Designation
1.	Mr. Divik Anand	Senior Director – Investor Relations
2.	Mr. Thomas P. Joshua	Vice President - Legal & Company Secretary
3.	Mr. Ashish Gupta	Representative of Walker Chandiook & Co. LLP, Statutory Auditors
4.	Mr. Aakash Kansal	Representative of Walker Chandiook & Co. LLP, Statutory Auditors
5.	Mr. Nitin Toshniwal	Representative of Walker Chandiook & Co. LLP, Statutory Auditors
6.	Mr. Manish Gupta	Representative of RMG & Associates, Secretarial Auditors
7.	Mr. Shreyansh Pratap Jain	Scrutinizer (Proprietor of M/s Shreyansh Jain & Associates, Company Secretaries)

Members Present:

Through VC: 53 Members representing 4,95,62,848 Equity Shares constituting 42.03 % of the paid-up Equity Share Capital of the Company

Proxy: N.A.

Mr. Bhanu Chopra, Chairman and Managing Director of the Company took the chair and welcomed the members to the 12th AGM of the Company. After ascertaining that the requisite quorum was present, he called the meeting to order. He then introduced the Directors and KMPs present at the Meeting and also confirmed the presence of the representatives of Walker Chandiook & Co. LLP, Statutory Auditors and RMG & Associates, Secretarial Auditors, at the meeting through Video Conferencing.

Thereafter, Mr. Thomas P. Joshua, Vice President - Legal & Company Secretary, shared the modalities of the 12th AGM of the Company being held through VC/OAVM, on the platform provided by NSDL, in compliance with the circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI). He also informed that the e-voting results shall also be uploaded on the Investors Section of the Company's website at www.rategain.com, website of NSDL and disseminated to the Stock Exchanges (BSE Limited and National Stock Exchange of India Limited).

Subsequently, Mr. Bhanu Chopra, Chairman and Managing Director, addressed the members attending the meeting and shared about the Company's performance, key highlights and industry outlook. Thereafter, Mr. Divik Anand, Senior Director - Investor Relations, also updated on the financial performance of the Company during the financial year 2023-24.

Mr. Thomas P. Joshua, Vice President - Legal & Company Secretary informed the members that the Notice of the AGM along with the Audited Financial Statements of the Company and the reports of the Board of Directors and Auditors, including annexures thereof, for the Financial Year ended March 31, 2024, have been already circulated to members through electronic mode and has also been made available on the Company's website. He also informed the members that there were no qualifications, observations or comments in the Auditor's Report for the financial Year ended March 31, 2024. Thereafter, the Notice of the AGM along with the reports of the Board of Directors and Auditors were taken as read.

He also informed the members, that those eligible members who had participated in the meeting and had not cast their votes through remote e-voting, could exercise their vote through e-voting platform of NSDL upto 12:00 p.m. as per the detailed instruction in the AGM notice.

The following Ordinary business (s) were transacted at the AGM and passed with requisite majority based on the e-voting results:

Item No.	Details of the Resolutions	Resolution	Status
1.	Adoption of the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Board of Directors and Auditors thereon.	Ordinary	Passed
2.	Appointment of a Director in place of Ms. Megha Chopra (DIN: 02078421), who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary	Passed
3.	Appointment of Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration Number: 117366W/W-100018) as the Statutory Auditors of the Company and to fix their remuneration.	Ordinary	Passed

There were no Special business (s) transacted at the AGM.

Members present at the meeting were given an opportunity to ask questions and seek clarification(s), if any, through chat box facility provided by NSDL during the AGM. Few of the questions received during the meeting were duly responded by the management while the remaining would be responded within a reasonable time from the conclusion of the meeting.

Thereafter, the Chairman thanked the members for their participation and dignified presence at the AGM. Upon completion of the e-voting process, the meeting concluded at 12:00 noon.

This is for your information and records.

Thanking you.

Yours faithfully,

For RateGain Travel Technologies Limited



(Thomas P. Joshua)

Vice President – Legal & Company Secretary

Memb. No.: F9839

RateGain®

Annexure-B

VOTING RESULTS OF AGM

(As per Regulation 44(3) SEBI (LODR) Regulations, 2015)

Particulars	Details
Date of AGM	Monday, September 16, 2024
Total Number of Shareholders on Record Date	90,327
Number of Shareholders present in the meeting either in person or through proxy	
Promoters & Promoter Group	N.A.
Public	N.A.
Number of Shareholders attended the meeting through Video Conferencing	
Promoters & Promoter Group	1
Public	52

Item 1: Adoption of the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Board of Directors and Auditors thereon

Business: Ordinary Business

Mode of Voting: E-voting (Remote E-voting and E-voting during the AGM)

Resolution Required (Ordinary / Special)					Ordinary				
Whether Promoter/Promoter Group are interested in the 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	Invalid Votes
Promoter and Promoter Group	E-Voting	56866977	56866977	100.0000	56866977	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	56866977	56866977	100.0000	56866977	0	100.0000	0.0000	0
Public - Institutions	E-Voting	36154468	32665170	90.3489	32665170	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	36154468	32665170	90.3489	32665170	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	24887108	7774363	31.2385	7769150	5213	99.9329	0.0671	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	24887108	7774363	31.2385	7769150	5213	99.9329	0.0671	0
Grand Total	E-Voting	117908553	97301297	82.5227	97301297	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	117908553	97306510	82.5271	97301297	5213	99.9946	0.0054	0

*Not Applicable

Result: Resolution No. 1, as set out in the AGM Notice, has been passed by the Members with requisite majority.

Item 2: Appointment of Ms. Megha Chopra (DIN: 02078421) as a Director, liable to retire by rotation

Business: Ordinary Business

Mode of Voting: E-voting (Remote E-voting and E-voting during the AGM)

Resolution Required (Ordinary / Special)					Ordinary				
Whether Promoter/Promoter Group are interested in the Resolution					Yes				
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	Invalid Votes
Promoter and Promoter Group	E-Voting	56866977	56866977	100.0000	56866977	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	56866977	56866977	100.0000	56866977	0	100.0000	0.0000	0
Public - Institutions	E-Voting	36154468	32665170	90.3489	32545592	119578	99.6339	0.3661	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	36154468	32665170	90.3489	32545592	119578	99.6339	0.3661	0
Public Non Institutions	E-Voting	24887108	7774363	31.2385	7769100	5263	99.9323	0.0677	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	24887108	7774363	31.2385	7769100	5263	99.9323	0.0677	0
Grand Total	E-Voting	117908553	97306510	82.5271	97181669	124841	99.8717	0.1283	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	117908553	97306510	82.5271	97181669	124841	99.8717	0.1283	0

*Not Applicable

Result: Resolution No. 2, as set out in the AGM Notice, has been passed by the Members with requisite majority.

Item 3: Appointment of Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration Number: 117366W/W-100018) as the Statutory Auditors of the Company and to fix their remuneration

Business: Ordinary Business

Mode of Voting: E-voting (Remote E-voting and E-voting during the AGM)

Resolution Required (Ordinary / Special)					Ordinary				
Whether Promoter/Promoter Group are interested in the 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	Invalid Votes
Promoter and Promoter Group	E-Voting	56866977	56866977	100.0000	56866977	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	56866977	56866977	100.0000	56866977	0	100.0000	0.0000	0
	E-Voting	36154468	32665170	90.3489	32551698	113472	99.6526	0.3474	0

Public – Institutions	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	36154468	32665170	90.3489	32551698	113472	99.6526	0.3474	0
Public Non Institutions	E-Voting	24887108	7774363	31.2385	7769137	5226	99.9328	0.0672	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	24887108	7774363	31.2385	7769137	5226	99.9328	0.0672	0
Grand Total	E-Voting	117908553	97306510	82.5271	97187812	118698	99.8780	0.1220	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	117908553	97306510	82.5271	97187812	118698	99.8780	0.1220	0

*Not Applicable

Result: Resolution No. 3, as set out in the AGM Notice, has been passed by the Members with requisite majority.

For RateGain Travel Technologies Limited



(Thomas P. Joshi)
 Company Secretary & Compliance Officer
 Mem. No.: F 9839



CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 (hereinafter "the Act") read with Rule 20 of The Companies (Management and Administration) Rules, 2014 (hereinafter "the Rules") as amended and Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements), Regulation, 2015

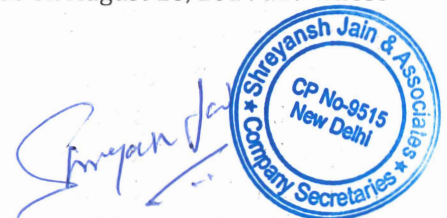
To,
The Chairman
12th (Twelfth) Annual General Meeting of the Shareholders of
RateGain Travel Technologies Limited
[CIN: L72900DL2012PLC244966]
M-140, Greater Kailash Part-II,
New Delhi - 110048

Subject: Consolidated Scrutinizer's Report on remote e-voting and e-voting during the Twelfth (12th) Annual General Meeting (the "AGM") held on Monday, September 16, 2024 at 11:00 A.M. (IST) through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM'),

Dear Sir,

1. I, Shreyansh Pratap Jain, Practicing Company Secretary (Membership No. F8621 & C.P. No. 9515), was appointed as the Scrutinizer by the Board of Directors of **RateGain Travel Technologies Limited** vide resolution dated August 12, 2024 for the purpose of scrutinizing the process of voting through electronic means ("**e-voting**") on the resolution(s) contained in the notice dated August 12, 2024 for the 12th (Twelfth) Annual General Meeting of its Equity Shareholders ("**the Meeting/ AGM**"), held on Monday, September 16, 2024 at 11:00 A.M. (IST) through VC/ OAVM in accordance with General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, and Circular No. 09/2023 dated September 25, 2023 respectively, issued by the Ministry of Corporate Affairs (MCA) (hereinafter referred to as "**MCA Circulars**") and in accordance with the terms of circulars issued by Securities and Exchange Board of India i.e. Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022; SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 (hereinafter referred to as "**SEBI Circulars**") [MCA Circulars and SEBI Circulars are collectively referred as "**Circulars**"], secretarial standard-2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modifications or enactments thereof, for the time being in force).

The Company had sent the Notice of the 12th AGM along with the Annual Report for FY 2023-24 through e-mail in compliance with above-mentioned relevant applicable circulars to those Members whose names appeared in the register of members of the Company as on August 16, 2024 and whose



email IDs registered with the Company/Registrar and Transfer Agent (RTA) i.e. KFin Technologies Limited/ Depository Participants ("DPs"). The Company had also given the newspaper advertisement dated August 24, 2024 in "Financial Express" in English Language and "Jansatta" in Regional Language as per Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, confirming on the completion of dispatch of Notice of the 12th AGM along with Annual Report for FY 2023-24 to the Shareholders.

The Company has appointed National Securities Depository (India) Limited ("NSDL") for providing the electronic voting facility for conducting electronic voting at the AGM by the Members of the Company.

2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 (**"the Act"**) read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended (**"the Rules"**). As the Scrutinizer, I have to scrutinize:
 - (i) Process of e-voting remotely, before the AGM, using an electronic e-voting system on the dates referred to in the AGM Notice (**"remote e-voting"**); and
 - (ii) Process of e-voting at the AGM through electronic voting system (**"Voting at the AGM through e-voting system"**) to the shareholders present at the AGM through VC, who had not cast their votes earlier.

3. Management's Responsibility

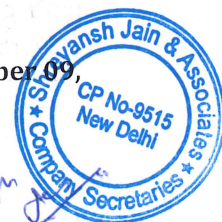
The Management of the Company is responsible to ensure compliance with the requirements of the (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and as amended from time to time (**"LODR"**) relating to remote e-voting and e-voting at the AGM on the resolutions set out in the AGM Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

4. Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and Voting at the AGM through e-voting system) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the AGM Notice, based on the reports generated from the e-voting system provided by **National Securities Depository Limited ("NSDL")**, the Registrar and Transfer Agent of the Company i.e. KFIN Technologies Limited and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or NSDL for my verification.

5. Cut-off date

The Shareholders of the Company holding shares as on the 'cut-off' date of **Monday, September 09, 2024** were entitled to vote on the resolutions forming part of the Notice of the AGM.



6. **E-voting process at the AGM**

- i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL under my instructions.
- ii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / NSDL and the authorizations lodged with the Company/ NSDL on test check basis.
- iii. The e-votes cast were unblocked on Monday, September 16, 2024, after the conclusion of the AGM, at 12:02 P. M.

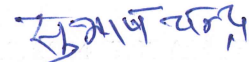
7. **Remote e-voting process**

- i. The remote e-voting period commenced from Thursday, September 12, 2024 (9:00 A.M. IST) and ended on Sunday, September 15, 2024 (5:00 P.M. IST) on the designated website URL: <https://www.evoting.nsdl.com/> via e-voting facility of NSDL.
- ii. The Members whose names appear in the Register of Members/list of Beneficial Owners as on Monday, September 09, 2024 only, were entitled to vote on proposed resolutions (Item No. 1 to 3 as set out in the AGM Notice) by remote e-voting.
- iii. On Monday, September 16, 2024, after the conclusion of the AGM, the results for e-voting at AGM and remote e-voting event was unblocked by me at 12:02 P.M., in the capacity as Scrutinizer, in the presence of two witnesses, (Mr. Sunil Kumar, R/o Nyay Khand, Indirapuram, Ghaziabad, Uttar Pradesh - 201014 and Mr. Subhash Chandra, R/o A-70, Taj Pur Village, Badarpur, Delhi-110042) who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Sunil Kumar


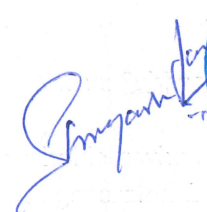


Name: Subhash Chandra



- iv. Thereafter, the details containing, *inter-alia*, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL, i.e., <https://www.evoting.nsdl.com/>.

8. All the resolutions as set out in the Notice of the AGM, were passed with requisite majority. I hereby submit the Consolidated Scrutinizer's Report pursuant to the provisions of Section 108 of the Companies Act, 2013 and read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements), Regulation, 2015 for the 12th (Twelfth) AGM of the equity shareholders of RateGain Travel Technologies Limited (the "Company") on the results of the remote e-voting and e-voting at the AGM on all the resolutions as set out in the AGM Notice, as under:



Item 1: To consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors (the 'Board') and Auditors thereon

Business: Ordinary Business

Mode of Voting: E-voting (Remote E-voting and E-voting during the AGM)

Resolution Required (Ordinary / Special)					Ordinary				
Whether Promoter/Promoter Group are interested in the 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	Invalid Votes
Promoter and Promoter Group	E-Voting	56866977	56866977	100.0000	56866977	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	56866977	56866977	100.0000	56866977	0	100.0000	0.0000	0
Public - Institutions	E-Voting	36154468	32665170	90.3489	32665170	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	36154468	32665170	90.3489	32665170	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	24887108	7774363	31.2385	7769150	5213	99.9329	0.0671	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	24887108	7774363	31.2385	7769150	5213	99.9329	0.0671	0
Grand Total	E-Voting	117908553	97301297	82.5227	97301297	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	117908553	97306510	82.5271	97301297	5213	99.9946	0.0054	0

*Not Applicable

Result: Resolution No. 1, as set out in the AGM Notice, has been passed by the Members with requisite majority.

Item 2: To appoint a director in place of Ms. Megha Chopra (DIN: 02078421), who retires by rotation and being eligible, offers herself for re-appointment

Business: Ordinary Business

Mode of Voting: E-voting (Remote E-voting and E-voting during the AGM)

Resolution Required (Ordinary / Special)					Ordinary				
Whether Promoter/Promoter Group are interested in the Resolution					Yes				
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	Invalid Votes
Promoter and Promoter Group	E-Voting	56866977	56866977	100.0000	56866977	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0



Shreyansh Jain

	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	56866977	56866977	100.0000	56866977	0	100.0000	0.0000	0
Public - Institutions	E-Voting	36154468	32665170	90.3489	32545592	119578	99.6339	0.3661	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	36154468	32665170	90.3489	32545592	119578	99.6339	0.3661	0
Public Non Institutions	E-Voting	24887108	7774363	31.2385	7769100	5263	99.9323	0.0677	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	24887108	7774363	31.2385	7769100	5263	99.9323	0.0677	0
Grand Total	E-Voting	117908553	97306510	82.5271	97181669	124841	99.8717	0.1283	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	117908553	97306510	82.5271	97181669	124841	99.8717	0.1283	0

*Not Applicable

Result:

Resolution No. 2, as set out in the AGM Notice, has been passed by the Members with requisite majority.

Item 3:

Appointment of Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration Number: 117366W/W- 100018) as the Statutory Auditors of the Company and to fix their remuneration

Business:

Ordinary Business

Mode of Voting: E-voting (Remote E-voting and E-voting during the AGM)

Resolution Required (Ordinary / Special)					Ordinary				
Whether Promoter/Promoter Group are interested in the 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	Invalid Votes
Promoter and Promoter Group	E-Voting	56866977	56866977	100.0000	56866977	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	56866977	56866977	100.0000	56866977	0	100.0000	0.0000	0
Public - Institutions	E-Voting	36154468	32665170	90.3489	32551698	113472	99.6526	0.3474	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	36154468	32665170	90.3489	32551698	113472	99.6526	0.3474	0
Public Non Institutions	E-Voting	24887108	7774363	31.2385	7769137	5226	99.9328	0.0672	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	24887108	7774363	31.2385	7769137	5226	99.9328	0.0672	0
Grand Total	E-Voting	117908553	97306510	82.5271	97187812	118698	99.8780	0.1220	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot*		0	0.0000	0	0	0.0000	0.0000	0
	Total	117908553	97306510	82.5271	97187812	118698	99.8780	0.1220	0

Shreyansh Jain

Shreyansh Jain & Associates
CP No-9515
New Delhi
Company Secretaries

*Not Applicable

Result:

Resolution No. 3, as set out in the AGM Notice, has been passed by the Members with requisite majority.

9. The electronic data and all other relevant records relating to e-voting shall remain in the safe custody of the Scrutinizer until the Chairman considers, approves and signs the minutes and thereafter, the Scrutinizer shall hand over the register and other related papers to the Company.
10. This report is issued in accordance with the terms of the Engagement Letter.

Restriction on Use:

11. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking You.

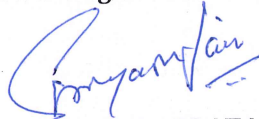
Yours faithfully,

For SHREYANSH JAIN & ASSOCIATES

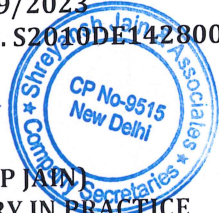
Company Secretaries

Peer Review No. 3639/2023

Firm Registration No. S2010DE142800



(SHREYANSH PRATAP JAIN)
COMPANY SECRETARY IN PRACTICE
M. No.: F8621; C.P. No.: 9515
UDIN: F008621F001225518

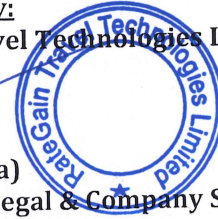


Counter-Signed by:

For RateGain Travel Technologies Limited



(Thomas P. Joshua)
Vice President - Legal & Company Secretary
Membership No: F 9839



Place: Noida

Date: September 16, 2024

ANNEXURE-D**Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Name of the Director	Ms. Megha Chopra
Reason for change viz. appointment, resignation, removal, death or otherwise	Re-appointment upon retirement by rotation
Date of appointment/cessation and term of appointment	November 16, 2012 (Date of Original Appointment)
Brief Profile (in case of appointment)	<p>She is an entrepreneur with more than 11 years of experience in the Company and has been involved in the day-to-day running of our Company. She also leads the Corporate Social Responsibility (CSR) initiatives of the Company, as the Chairperson of the CSR Committee. Prior to her directorship in the Company, she was associated with HCL Infosystems Limited.</p> <p>She is also the Chairperson of Confederation of Indian Industry - Indian Women Network (CII-IWN).</p>
Relationship with other Directors, Manager, and other Key Managerial Personnel of the Company	Spouse of Mr. Bhanu Chopra, Chairman and Managing Director (KMP) of the Company.

For RateGain Travel Technologies Limited



(Thomas P. Joshua)**Vice President – Legal & Company Secretary****Memb. No.: F9839**