

September 29, 2025

To,

**National Stock Exchange of India Limited**  
(NSE: RATEGAIN)

**BSE Limited**  
(BSE: 543417)

**Sub.: Proceedings of Thirteenth (13<sup>th</sup>) 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 Thirteenth (13<sup>th</sup>) Annual General Meeting ('AGM') of the Company was duly held today i.e., Monday, September 29, 2025, 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 25, 2025 at 9.00 a.m. to Sunday, September 28, 2025 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 29, 2025, 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 Mr. Nishant Kanuru Rao (DIN: 08972606) as a Director, liable to retire by rotation - **Annexure D.**
5. Details required under Regulation 30 of Listing Regulations - Appointment of Mr. Aakrit Ajay Kumar Vaish (DIN: 05113028) as an Independent Director - **Annexure D.**
6. Details required under Regulation 30 of Listing Regulations - M/s RMG & Associates, Company Secretaries, as Secretarial Auditors of the Company - **Annexure E.**

The video recording of the AGM will be made available on the 'Investors' Section of the Company's website at [www.rategain.com](http://www.rategain.com).

This is for your information & record.

Yours faithfully,

**For RateGain Travel Technologies Limited**

**Mukesh Kumar**  
**General Counsel,**  
**Company Secretary & Compliance Officer**  
**Membership No.: A17925**  
**Encl.: As above**

**ANNEXURE-A****Brief Proceedings of the Thirteenth (13<sup>th</sup>) Annual General Meeting ('AGM')**

The Thirteenth (13<sup>th</sup>) Annual General Meeting ('AGM') of the Members of RateGain Travel Technologies Limited was held today i.e., on Monday, September 29, 2025 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
4.	Mr. Aakrit Ajay Kumar Vaish	Independent Director

**IN ATTENDANCE:**

S. No.	Name of the Attendee	Designation
1.	Mr. Rohan Mittal	Chief Financial Officer
2.	Mr. Mukesh Kumar	General Counsel, Company Secretary & Compliance Officer
3.	Mr. Rajesh Agarwal	Representative of Deloitte Haskins & Sells LLP, Statutory Auditor
4.	Mr. Sumit Mangal	Representative of Deloitte Haskins & Sells LLP, Statutory Auditor
5.	Mr. Manish Gupta	Representative of RMG & Associates, Secretarial Auditors
6.	Ms. Ritu Khandelwal	Representative of RMG & Associates, Secretarial Auditors
7.	Mr. Devesh Kumar Vasisht	Scrutinizer (Managing Partner of DPV & Associates LLP, Practicing Company Secretaries)

**Members Present:**

**Through VC:** 55 Members representing 4,87,88,030 Equity Shares constituting 41.32 % of the paid-up Equity Share Capital of the Company

**Proxy:** N.A.

Mr. Bhanu Chopra, Chairman and Managing Director of the Company chaired the meeting and welcomed the Members to the 13<sup>th</sup> 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 Deloitte Haskins & Sells LLP, Statutory Auditors, RMG & Associates, Secretarial Auditors and Scrutinizer of the meeting through Video Conferencing.

The Chairman of the Audit Committee, Stakeholder Relationship Committee and Nomination & Remuneration Committee were present in the meeting through video conference.

Thereafter, Mr. Mukesh Kumar, General Counsel, Company Secretary & Compliance Officer, shared the modalities of the 13<sup>th</sup> 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](http://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. Rohan Mittal, Chief Financial Officer, also updated on the financial performance of the Company during the financial year 2024-25.

Mr. Mukesh Kumar, General Counsel, Company Secretary & Compliance Officer 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, 2025, 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, 2025. 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 casted their votes through remote e-voting, could exercise their vote through e-voting platform of NSDL till 30 minutes post closure of meeting as per the detailed instruction in the AGM notice.

The following Ordinary and Special business 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 Financial Statements	Ordinary	Passed
2.	Appointment of Mr. Nishant Kanuru Rao (DIN: 08972606) as a Director, liable to retire by rotation	Ordinary	Passed
3.	Appointment of Mr. Aakrit Ajay Kumar Vaish (DIN: 05113028) as an Independent Director of the Company	Special	Passed
4.	Appointment of M/s RMG & Associates, Company Secretaries, as Secretarial Auditors of the Company	Ordinary	Passed

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 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**

**Mukesh Kumar**  
**General Counsel,**  
**Company Secretary & Compliance Officer**  
**Membership No.: A17925**

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## Annexure-B

### VOTING RESULTS OF AGM

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

Particulars	Details
<b>Date of AGM</b>	Monday, September 29, 2025
<b>Total Number of Shareholders on Record Date</b>	92,660
<b>Number of Shareholders present in the meeting either in person or through proxy</b>	
Promoters & Promoter Group	N.A.
Public	N.A.
<b>Number of Shareholders attended the meeting through Video Conferencing</b>	
Promoters & Promoter Group	1
Public	54

#### Item 1: Adoption of Financial Statements

**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 agenda/resolution?				No				
Description of resolution considered				Adoption of Financial Statements				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		56866977	100.0000	56866977	0	100.0000	0.0000
	Poll	56866977	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>	56866977	56866977	100.0000	56866977	0	100.0000	0.0000
Public- Institutions	E-Voting		28978331	89.6029	28978331	0	100.0000	0.0000
	Poll	32340824	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>	32340824	28978331	89.6029	28978331	0	100.0000	0.0000
Public- Non Institutions	E-Voting		8152716	28.2375	8152162	554	99.9932	0.0068
	Poll	28871957	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>	28871957	8152716	28.2375	8152162	554	99.9932	0.0068
<b>Total</b>		118079758	93998024	79.6055	93997470	554	99.9994	0.0006

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

**Item 2: Appointment of Mr. Nishant Kanuru Rao (DIN: 08972606) 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 agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Nishant Kanuru Rao (DIN: 08972606) as a Director, liable to retire by rotation				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	56866977	56866977	100.0000	56866977	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	56866977	56866977	100.0000	56866977	0	100.0000	0.0000
Public-Institutions	E-Voting	32340824	28985171	89.6241	28897974	87197	99.6992	0.3008
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	32340824	28985171	89.6241	28897974	87197	99.6992	0.3008
Public- Non Institutions	E-Voting	28871957	8152716	28.2375	8152130	586	99.9928	0.0072
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	28871957	8152716	28.2375	8152130	586	99.9928	0.0072
Total		118079758	94004864	79.6113	93917081	87783	99.9066	0.0934

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

**Item 3: Appointment of Mr. Aakrit Ajay Kumar Vaish (DIN: 05113028) as an Independent Director of the Company**

**Business: Special Business**

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

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Aakrit Ajay Kumar Vaish (DIN: 05113028) as an Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	56866977	56866977	100.0000	56866977	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	56866977	56866977	100.0000	56866977	0	100.0000	0.0000
Public-Institutions	E-Voting	32340824	28978331	89.6029	28978331	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	32340824	28978331	89.6029	28978331	0	100.0000	0.0000
Public- Non Institutions	E-Voting	28871957	8152716	28.2375	8152365	351	99.9957	0.0043
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	28871957	8152716	28.2375	8152365	351	99.9957	0.0043
Total		118079758	93998024	79.6055	93997673	351	99.9996	0.0004

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



**Item 4: Appointment of M/s RMG & Associates, Company Secretaries, as Secretarial Auditors of the Company**

**Business: Special 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 agenda/resolution?				No				
Description of resolution considered				Appointment of M/s RMG & Associates, Company Secretaries, as Secretarial Auditors of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	56866977	56866977	100.0000	56866977	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	56866977	56866977	100.0000	56866977	0	100.0000	0.0000
Public- Institutions	E-Voting	32340824	28978331	89.6029	28978331	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	32340824	28978331	89.6029	28978331	0	100.0000	0.0000
Public- Non Institutions	E-Voting	28871957	8152716	28.2375	8152330	386	99.9953	0.0047
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	28871957	8152716	28.2375	8152330	386	99.9953	0.0047
Total		118079758	93998024	79.6055	93997638	386	99.9996	0.0004

**Result:** Resolution No. 4, as set out in the AGM Notice, has been passed by the Members with requisite majority.

**For RateGain Travel Technologies Limited**

**Mukesh Kumar**  
General Counsel,  
Company Secretary & Compliance Officer  
Membership No.: A17925



 .Dynamic .Precise .Vigilant	<b>DPV &amp; ASSOCIATES LLP</b> <b>COMPANY SECRETARIES, LLPIN: AAV-8350</b> Reg. Off: B-285, First Floor, Green Fields, Sector-43, Faridabad-121010 E-mail: <a href="mailto:dpv@dpvassociates.com">dpv@dpvassociates.com</a> / <a href="mailto:devesh@dpvassociates.com">devesh@dpvassociates.com</a> , Tele: 0129 4902641
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### Consolidated Scrutinizer's Report

*[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]*

To,  
 The Chairman  
**RateGain Travel Technologies Limited**  
 (CIN: L72900DL2012PLC244966)  
 M-140, Greater Kailash Part-II,  
 New Delhi-110048

**Sub.: Consolidated Scrutinizer's Report on remote E-voting and E-voting at 13<sup>th</sup> Annual General Meeting ("AGM") of RateGain Travel Technologies Limited ("Company")**

Dear Sir,

I, **Devesh Kumar Vasisht**, Managing Partner of M/s DPV & Associates LLP, Company Secretaries, bearing firm Registration No. L2021HR009500 having office at B-285, First Floor, Green Fields, Sector-43, Faridabad-121010, was appointed as Scrutinizer by the Board of Directors of **RateGain Travel Technologies Limited ("the Company")** on August 07, 2025, for the purpose of scrutinizing voting process i.e. remote e-voting and e-voting at 13<sup>th</sup> Annual General Meeting ("**AGM**"), in a fair and transparent manner under the provisions of Section 108 of the Companies Act, 2013 ("**Act**") and MCA circulars dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 and the circulars issued earlier on the subject by SEBI ("SEBI 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 modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the resolutions mentioned in the Notice, Explanatory Statement along with the requisite enclosures ("collectively referred to as "**Notice**") dated August 07, 2025 sent for 13<sup>th</sup> AGM of the Company held on Monday, September 29, 2025, at 11:00 a.m. IST through Video Conferencing ("**VC**") or Other Audio Visual Means ("**OAVM**").

#### **I submit the Report as under:**

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof including Circulars in respect of the resolutions contained in the Notice of AGM and providing proper facility for AGM. Our responsibilities as scrutinizers is restricted to make a consolidated scrutinizer's report of the votes cast 'For' or 'Against' the resolution stated in the Notice.
2. The remote e-voting period commenced on Thursday, September 25, 2025 (9:00 A.M. IST) and ended on Sunday, September 28, 2025 (5:00 P.M. IST) via e-voting platform on the designated

website provided by NSDL, Authorized Agency to provide e-voting facility i.e. www.evoting.nsdl.com. The Company also provided e-voting facility to the Members who participated/ attended through VC to enable such Members to cast their votes, if they had not casted their vote earlier through remote e-voting.

3. The Members of the Company as on Monday, September 22, 2025 ("Cut-off Date") were entitled to avail the facility of remote e-voting as well as e-voting at AGM on the proposed resolution(s) as set out in the AGM Notice.
4. As on Cut-off Date, the total paid up Equity Share Capital of the Company was Rs. 11,80,79,758 (Rupees Eleven Crore Eighty Lakh Seventy-Nine Thousand Seven Hundred Fifty-Eight only) consisting of 11,80,79,758 (Eleven Crore Eighty Lakh Seventy-Nine Thousand Seven Hundred Fifty-Eight) Equity Shares of face value of Rs. 1/- (Rupees one only) each.
5. The e-voting process was monitored through the scrutinizer's secured link provided by NSDL on the designated website of NSDL i.e. www.evoting.nsdl.com.
6. After completion of e-voting during the AGM, the e-votes cast by the Shareholders were unblocked in the presence of two witnesses i.e. Mr. Mukesh Sharma and Mr. Parveen Kumar who are not in the employment of the Company.
7. The particulars of the e-voting report generated from electronic registry of NSDL have been entered in register maintained for the record purposes.
8. The votes of the members were diligently scrutinized and reconciled with the records maintained by the Company, Depository Participants or Registrar and Transfer Agent of the Company as on Cut-Off Date. Further, one register was maintained containing the summary of results of remote e-voting and e- voting at AGM.
9. The shareholders exercised their voting either by remote e-voting or e-voting at AGM. There were no shareholders who opted under both the facilities.
10. The consolidated summary of results of e-voting during AGM and remote e-voting are as under:

#### **Resolution No. 1**

#### **Adoption of Financial Statements**

	Ordinary Resolution			
Particulars	Number of Valid Votes			Percentage
	E-voting during AGM	Remote E-votes	Total	
Assent	-	9,39,97,470	9,39,97,470	99.9994
Dissent	-	554	554	0.0006
Total	-	9,39,98,024	9,39,98,024	100

Therefore, the above-mentioned Resolution No. 1 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as 'Annexure A'.

## **Resolution No. 2**

**Appointment of Mr. Nishant Kanuru Rao (DIN: 08972606) as a Director, liable to retire by rotation**

	<b>Ordinary Resolution</b>			
<b>Particulars</b>	<b>Number of Valid Votes</b>			<b>Percentage</b>
	<b>E-voting during AGM</b>	<b>Remote E-votes</b>	<b>Total</b>	
<b>Assent</b>	-	9,39,17,081	9,39,17,081	99.9066
<b>Dissent</b>	-	87,783	87,783	0.0934
<b>Total</b>	-	<b>9,40,04,864</b>	<b>9,40,04,864</b>	<b>100</b>

Therefore, the above-mentioned Resolution No. 2 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as 'Annexure B'.

## **Resolution No. 3**

**Appointment of Mr. Aakrit Ajay Kumar Vaish (DIN: 05113028) as an Independent Director of the Company**

	<b>Special Resolution</b>			
<b>Particulars</b>	<b>Number of Valid Votes</b>			<b>Percentage</b>
	<b>E-voting during AGM</b>	<b>Remote E-votes</b>	<b>Total</b>	
<b>Assent</b>	-	9,39,97,673	9,39,97,673	99.9996
<b>Dissent</b>	-	351	351	0.0004
<b>Total</b>	-	<b>9,39,98,024</b>	<b>9,39,98,024</b>	<b>100</b>

Therefore, the above-mentioned Resolution No. 3 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as 'Annexure C'.

## **Resolution No. 4**

**Appointment of M/s RMG & Associates, Company Secretaries, as Secretarial Auditors of the Company**

	<b>Ordinary Resolution</b>			
<b>Particulars</b>	<b>Number of Valid Votes</b>			<b>Percentage</b>
	<b>E-voting at AGM</b>	<b>Remote E-votes</b>	<b>Total</b>	
<b>Assent</b>	-	9,39,97,638	9,39,97,638	99.9996
<b>Dissent</b>	-	386	386	0.0004
<b>Total</b>	-	<b>9,39,98,024</b>	<b>9,39,98,024</b>	<b>100</b>

Therefore, the above-mentioned Resolution No. 4 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as 'Annexure D'.

11. The register and all other related papers shall remain in my safe custody until the chairman considers, approves and signs the minutes and thereafter, I shall hand over the register and all other related papers to the Company Secretary.

Thanking You,

**For DPV & Associates LLP**

**Company Secretaries**

Firm Reg. No.: L2021HR009500

Peer Review Certificate No. 6189/2024

**DEVESH**  
**KUMAR**  
**VASISHT**

Digitally signed  
by DEVESH  
KUMAR VASISHT  
Date: 2025.09.29  
16:01:19 +05'30'

**Devesh Kumar Vasisht**

**Managing Partner**

**CP No.:**13700 / Mem. No. F8488

**UDIN:** F008488G001384555

**Date:** September 29, 2025

**Place:** Faridabad

**Countersigned by**

**For RateGain Travel Technologies Limited**

**Mukesh Kumar**

General Counsel,

Company Secretary & Compliance Officer

Authorised by the Chairman

**Date:** September 29, 2025

**Place:** New Delhi

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### **Annexure-A**

**Item No. 1:**

**Type of Resolution:** Ordinary Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-Voting	254	9,39,97,470	26	554	-	-
E-voting during AGM	-	-	-	-	-	-
Total	254	9,39,97,470	26	554	-	-

**Annexure-B****Item No. 2:****Type of Resolution:** Ordinary Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-Voting	251	9,39,17,081	35	87,783	-	-
E-voting during AGM	-	-	-	-	-	-
<b>Total</b>	<b>251</b>	<b>9,39,17,081</b>	<b>35</b>	<b>87,783</b>	<b>-</b>	<b>-</b>

**Annexure-C****Item No. 3:****Type of Resolution:** Special Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-Voting	256	9,39,97,673	24	351	-	-
E-voting during AGM	-	-	-	-	-	-
<b>Total</b>	<b>256</b>	<b>9,39,97,673</b>	<b>24</b>	<b>351</b>	<b>-</b>	<b>-</b>

**Annexure-D****Item No. 4:****Type of Resolution:** Ordinary Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-Voting	255	9,39,97,638	25	386	-	-
E-voting during AGM	-	-	-	-	-	-
<b>Total</b>	<b>255</b>	<b>9,39,97,638</b>	<b>25</b>	<b>386</b>	<b>-</b>	<b>-</b>

-----end of report-----

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

<b>Name of the Director</b>	Mr. Nishant Kanuru Rao	Mr. Aakrit Ajay Kumar Vaish
<b>Reason for change viz. appointment, resignation, removal, death or otherwise</b>	Re-appointment upon retirement by rotation	Appointment
<b>Date of appointment/cessation and term of appointment</b>	November 02, 2020 (Date of Original Appointment)	August 08, 2025
<b>Brief Profile (in case of appointment)</b>	Mr. Nishant Kanuru Rao has around 28 years of experience. He was associated with LinkedIn, Freshdesk & Sirion Labs. Currently, he is a partner at Avataar Venture Partners, which was founded by him in 2019. Mr. Rao is also associated with Acidaes Solutions Private Limited, Sense Talent Labs Inc, and Emiza Supply Chain Services Private limited as Director of the Company.	Mr. Aakrit Ajay Kumar Vaish has around 20 years of experience, spread across diverse industries. He was the Co-Founder & CEO of Haptik, one of the world's largest conversational AI platforms, acquired by Reliance Jio for \$100 million. Recently, he served as an advisor for India AI Mission is an Independent Business Division (IBD) as part of MeitY, with the goal of building the sovereign AI footprint of the country. Currently, he is building a new age AI investment platform for India called Activate.
<b>Relationship with other Directors, Manager, and other Key Managerial Personnel of the Company</b>	Mr. Nishant Kanuru Rao is not related inter-se to any other Directors, Manager and Key Managerial Personnel of the Company.	Mr. Aakrit Ajay Kumar Vaish is not related inter-se to any other Directors, Manager and Key Managerial Personnel of the Company.

**For RateGain Travel Technologies Limited**

**Mukesh Kumar**  
**General Counsel,**  
**Company Secretary & Compliance Officer**  
**Membership No.: A17925**

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

<b>Particulars</b>	<b>Secretarial Auditor</b>
<b>Reason for change viz. appointment, resignation, removal, death or otherwise</b>	Appointment
<b>Date of appointment/ cessation and term of appointment</b>	Appointment of M/s. RMG & Associates, Company Secretaries ('RMG'), Peer Reviewed Firm of Company Secretaries in Practice, as Secretarial Auditors for a term of 5 (Five) consecutive years commencing from Financial Year 2025-26 till Financial Year 2029-30.
<b>Brief Profile (in case of appointment)</b>	RMG is a firm of Practicing Company Secretaries registered with the Institute of Company Secretaries of India (ICSI). The firm was established in the year 2001. The registered office of the firm is situated in New Delhi, and it has a branch office in Gurugram. They are Company Secretaries firm advising domestic and international clients for more than 24 years and providing a broad range of Secretarial, legal, regulatory and advisory services to the commercial, industrial and financial communities. RMG serves the need of both small and large businesses, ranging from basic start-up work to complex legal issues and regulatory matters. The firm is Peer and Quality reviewed in terms of the guidelines issued by the ICSI.
<b>Relationship with other Directors, Manager, and other Key Managerial Personnel of the Company</b>	Not Applicable

**For RateGain Travel Technologies Limited**

**Mukesh Kumar**  
**General Counsel,**  
**Company Secretary & Compliance Officer**  
**Membership No.: A17925**