

**Form No. MGT-7****Annual Return (other than OPCs and Small Companies)**

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in \* are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi**I REGISTRATION AND OTHER DETAILS**

i \*Corporate Identity Number (CIN)

L72900DL2012PLC244966

ii (a) \*Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) \*Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) \*Type of Annual filing

☒ Original☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	RATEGAIN TRAVEL TECHNOLOGIES LIMITED	RATEGAIN TRAVEL TECHNOLOGIES LIMITED
Registered office address	M-140, GREATER KAILASH PART-II,NA,NEW DELHI,South Delhi,Delhi,India,110048	M-140, GREATER KAILASH PART-II,NA,NEW DELHI,South Delhi,Delhi,India,110048
Latitude details	28.5444	77.23255
Longitude details	28.5444	77.23255

(a) \*Photograph of the registered office of the Company showing external building and name prominently visible

Registered office photoraph.jpg

(b) \*Permanent Account Number (PAN) of the company

AA\*\*\*\*\*9N

(c) \*e-mail ID of the company

\*\*\*\*\*nysecretary@rategain.com

(d) \*Telephone number with STD code

12\*\*\*\*\*00

(e) Website

www.rategain.com

iv \*Date of Incorporation (DD/MM/YYYY)

16/11/2012

v (a) \*Class of Company (as on the financial year end date)  
(Private company/Public Company/One Person Company)

Public company

(b) \*Category of the Company (as on the financial year end date)  
(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) \*Sub-category of the Company (as on the financial year end date)  
(Indian Non-Government company/Union Government Company/State Government Company/  
Guarantee and association company/Subsidiary of Foreign Company)

Non-government company

vi \*Whether company is having share capital (as on the financial year end date)

☒ Yes

☐ No

vii (a) Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Kurla, Mumbai, Mumbai, Maharashtra, India, 400070	INR000000221

ix \* (a) Whether Annual General Meeting (AGM) held

☐ Yes

☒ No

(b) If yes, date of AGM (DD/MM/YYYY)

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

☐ Yes

☒ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

AGM of the company is scheduled to be held on September 29, 2025 i.e. within the due date specified under the Companies Act, 2013.

## II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i \*Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	62	Computer programming, consultancy and related activities	100

## III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i \*No. of Companies for which information is to be given

8

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1		09343667	RateGain Technologies Limited, UK	Subsidiary	100
2		B66662511	RateGain Technologies Spain S.L	Subsidiary	100
3		5725434	RateGain Technologies INC., US	Subsidiary	100
4		5303172	BCV Social LLC	Subsidiary	100
5		HRB 28024	Rategain Germany GMBH	Subsidiary	100
6		2221671	RateGain Technologies LLC	Subsidiary	100
7		7187432	RateGain Adara Inc.	Subsidiary	100
8		6010403031668	RateGain Adara Japan GK	Subsidiary	100

#### IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### i SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	147000000	118053564	118053564	118053564
Total amount of equity shares (in rupees)	147000000.00	118053564.00	118053564.00	118053564.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	147000000	118053564	118053564	118053564
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees )	147000000.00	118053564.00	118053564.00	118053564.00

###### (b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	300000	0	0	0
Total amount of preference shares (in rupees)	3000000.00	0.00	0.00	0.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
cumulative compulsorily convertible preference sha				
Number of preference shares	300000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees )	3000000.00	0.00	0.00	0.00

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>(i) Equity shares</b>						
<b>At the beginning of the year</b>	2	117781016	117781018.00	117781018	117781018	
<b>Increase during the year</b>	0.00	272546.00	272546.00	272546.00	272546.00	
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	204915	204915.00	204915	204915	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
x Others, specify <div>Employee's shares purchased by Trust in FY 2024</div>	0	67631	67631.00	67631	67631	
<b>Decrease during the year</b>	0.00	0.00	0.00	0.00	0.00	
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div>NIL</div>	0	0	0.00	0	0	
<b>At the end of the year</b>	2.00	118053562.00	118053564.00	118053564.00	118053564.00	
<b>(ii) Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0.00	0	0	
<b>Increase during the year</b>	0.00	0.00	0.00	0.00	0.00	
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify <div>NIL</div>	0	0	0.00	0	0	
<b>Decrease during the year</b>	0.00	0.00	0.00	0.00	0.00	
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div>NIL</div>	0	0	0.00	0	0	
<b>At the end of the year</b>	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INEOCLI01024

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☒ Nil

Number of transfers

#### Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

\*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
<b>Total</b>				

**(b) Partly convertible debentures**

\*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

**(c) Fully convertible debentures**

\*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

**(d) Summary of Indebtedness**



Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures				
Partly convertible debentures				
Fully convertible debentures				
<b>Total</b>				

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>	0.00		0.00		0.00

#### V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i \*Turnover

2104320000

ii \* Net worth of the Company

13720947074.72

#### VI SHARE HOLDING PATTERN

##### A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	56866977	48.17	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00
10	Others <div></div>	0	0.00	0	0.00
	<b>Total</b>	56866977.00	48.17	0.00	0.00

Total number of shareholders (promoters)

3

#### B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	14399071	12.20	0	0.00
	(ii) Non-resident Indian (NRI)	1007684	0.85	0	0.00

	(iii) Foreign national (other than NRI)	8140	0.01	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	8973922	7.60	0	0.00
7	Mutual funds	25549559	21.64	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	9482966	8.03	0	0.00
10	Others				
	AIF,CM,EWT/ ET,T, ETC	1765245	1.50	0	0.00
	<b>Total</b>	61186587.00	51.83	0.00	0.00

Total number of shareholders (other than promoters)

92036

Total number of shareholders (Promoters + Public/Other than promoters)

92039.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	17773
2	Individual - Male	37799
3	Individual - Transgender	0
4	Other than individuals	36467
	<b>Total</b>	92039.00

**C Details of Foreign institutional investors' (FIIs) holding shares of the company**

94

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
GOLDMAN SACHS FUNDS - GOLDMAN SACHS INDIA EQUITY PORTFOLIO	49 AVENUE JF KENNEDY LUXEMBOURG	01/04/2024	Luxembourg	2318682	1.96
VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	01/04/2024	United States	805071	0.68
VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERIES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	100 VANGUARD BOULEVARD MALVERN PA	01/04/2024	United States	732872	0.62
GOVERNMENT PENSION FUND GLOBAL	Bankplassen 2 P O Box 1179 Sentrum Oslo 0107	01/04/2024	Norway	628351	0.53
VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST II	100 VANGUARD BOULEVARD MALVERN PENNSYLVANIA	01/04/2024	United States	427780	0.36
SOMERVILLE TRADING ENTERPRISES, LLC	JP Morgan Chase Bank N.A, India Sub Custody 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	01/04/2024	India	369306	0.31
EASTSPRING INVESTMENTS - INDIA EQUITY FUND	26 BOULEVARD ROYAL LUXEMBOURG	01/04/2024	Luxembourg	344544	0.29
ABU DHABI INVESTMENT AUTHORITY - MONSOON	211 CORNICHE STREET PO BOX 3600 ABU DHABI	01/04/2024	United Arab Emirates	249750	0.21

UTI GOLDFINCH FUNDS PLC - UTI INDIA INNOVATION FUND	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI	01/04/2024	India	244857	0.21
EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND	400 HOWARD STREET SAN FRANCISCO CA 94105	01/04/2024	United States	195419	0.19
VANGUARD FTSE ALL-WORLD EX-US SMALL-CAP INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	01/04/2024	United States	190854	0.16
ISHARES CORE MSCI EM IMI UCITS ETF	JP MORGAN HOUSE IFSC DUBLIN 1	01/04/2024	Ireland	174222	0.15
MEDIOLANUM BEST BRANDS - MEDIOLANUM INDIA OPPORTUNITIES	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 M.G. ROAD FORT, MUMBAI	01/04/2024	India	164617	0.14
TROO CAPITAL LTD	SUITE 307 3RD FLOOR NG TOWER EBENE CYBERCITY	01/04/2024	Mauritius	136712	0.12
THRIFT SAVINGS PLAN	JP Morgan Chase Bank N.A, India Sub Custody 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	01/04/2024	India	131834	0.11
STATE STREET GLOBAL SMALL CAP EQUITY EX-U.S. INDEX NON-LENDING SERIES FUND	ONE LINCOLN STREET BOSTON MA	01/04/2024	United States	129220	0.11
NEW YORK STATE TEACHERS RETIREMENT SYSTEM-MANAGED BY GOLDMAN SACHS ASSET MANAGEMENT L.P.	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	01/04/2024	India	128069	0.11
ISHARES MSCI INDIA SMALL-CAP ETF	400 HOWARD STREET SAN FRANCISCO CA 94105	01/04/2024	United States	119464	0.10

EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND	400 HOWARD STREET SAN FRANCISCO CA 94105	01/04/2024	United States	101747	0.09
GS INDIA EQUITY	Yorckstrasse 21 Germany	01/04/2024	Germany	85923	0.07
SPDR PORTFOLIO EMERGING MARKETS ETF	STATE STREET FINANCIAL CENTER ONE LINCOLN STREET BOSTON MA	01/04/2024	United States	85414	0.07
QUADRATURE CAPITAL VECTOR SP LIMITED	Suite #7 Grand Pavilion Commercial Centre 802 West Bay Road P.O. Box 10250 Grand Caym	01/04/2024	Cayman Islands	84318	0.07
GKFF VENTURES	IFS Court Bank Street TwentyEight Cybercity Ebene	01/04/2024	Mauritius	60000	0.05
GLOBAL MACRO CAPITAL OPPORTUNITIES PORTFOLIO	2 INTERNATIONAL PLACE BOSTON MA	01/04/2024	United States	58513	0.05
PUB EQUITIES EMERGING MARKETS 1	UETLIBERGSTRASSE 231 ZURICH	01/04/2024	Switzerland	52402	0.04

## VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	3	3
Members (other than promoters)	71329	92036
Debenture holders	0	0

## VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non- executive	Executive	Non- executive	Executive	Non- executive
<b>A Promoter</b>	2	0	2	0	47.12	0

<b>B Non-Promoter</b>	0	4	0	4	0.00	0.00
i Non-Independent	0	1	0	1	0	0
ii Independent	0	3	0	3	0	0
<b>C Nominee Directors representing</b>	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
<b>Total</b>	2	4	2	4	47.12	0.00

\*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

8

**B (i) Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
ADITI GUPTA	06413605	Director	0	
NISHANT KANURU RAO	08972606	Director	0	
BHANU CHOPRA	01037173	Managing Director	44483450	
MEGHA CHOPRA	02078421	Director	11142360	
GIRISH PAMAN VANVARI	07376482	Director	0	
MUKESH KUMAR	AUXPK6377P	Company Secretary	0	
TANMAYA DAS	AHJPD1564A	CFO	120000	05/05/2025
RAJAKUMAR EC KONDURU	00044539	Director	0	07/08/2025

**B (ii) \*Particulars of change in director(s) and Key managerial personnel during the year**

2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
MUKESH KUMAR	AUXPK6377P	Company Secretary	12/11/2024	Appointment
THOMAS PHILIP JOSHUA	ANFPJ1770Q	Company Secretary	11/11/2024	Cessation

## IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

### A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

\*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	16/09/2024	90327	53	42.03

### B BOARD MEETINGS

\*Number of meetings held

4

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	21/05/2024	6	5	83.33
2	12/08/2024	6	5	83.33
3	11/11/2024	6	5	83.33
4	14/02/2025	6	6	100.00

### C COMMITTEE MEETINGS

Number of meetings held

14



S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	AC	21/05/2024	3	2	66.67
2	AC	12/08/2024	3	3	100.00
3	AC	11/11/2024	3	3	100.00
4	AC	14/02/2025	3	3	100.00
5	NRC	16/04/2024	3	3	100.00
6	NRC	21/05/2024	3	2	66.67
7	NRC	12/08/2024	3	3	100.00
8	NRC	11/11/2024	3	2	66.67
9	SRC	21/05/2024	3	2	66.67
10	CSRC	21/05/2024	3	2	66.67
11	CSRC	12/08/2024	3	2	66.67
12	RMC	23/04/2024	5	4	80.00
13	RMC	12/08/2024	5	4	80.00
14	RMC	07/03/2025	5	3	60.00

#### D ATTENDANCE OF DIRECTORS

S. N o	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attenda nce	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attend ance	
								<div></div> (Y/N/NA)
1	ADITI GUPTA	4	4	100.00	11	11	100.00	Yes
2	NISHANT KANURU RAO	4	4	100.00	9	5	55.56	No
3	BHANU CHOPRA	4	4	100.00	4	0	0.00	Yes
4	MEGHA CHOPRA	4	2	50.00	2	2	100.00	No
5	GIRISH PAMAN VANVARI	4	4	100.00	11	11	100.00	Yes

6	RAJAKUMAR EC KONDURU	4	3	75.00	8	6	75.00	No
---	----------------------	---	---	-------	---	---	-------	----

#### X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A \*Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	BHANU CHOPRA	Managing director	36834840	0	0	18778547	55613387.00
	<b>Total</b>		36834840.00	0.00	0.00	18778547.00	55613387.00

B \*Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	TANMAYA DAS	CFO	26515998	0	0	0	26515998.00
2	MUKESH KUMAR	Company Secretary	5019390	0	0	0	5019390.00
3	thomas P joshua	Company Secretary	3237278	0	0	0	3237278.00
	<b>Total</b>		34772666.00	0.00	0.00	0.00	34772666.00

C \*Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	ADITI GUPTA	Director	0	0	0	380000	380000.00
2	EC RajaKumar Konduru	Director	0	0	0	240000	240000.00
3	Girish Paman Vanvari	Director	0	0	0	380000	380000.00
	<b>Total</b>		0.00	0.00	0.00	1000000.00	1000000.00

#### XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A \*Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No

B If No, give reasons/observations

## XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A \*DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/  
DIRECTORS/OFFICERS

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B \*DETAILS OF COMPOUNDING OF OFFENCES

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

## XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

92039

## XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or  
Debenture holder (1).xlsm

(b) Optional Attachment(s), if any

LIST OF FII- RATEGAIN.pdf

## XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

### I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of 

RATEGAIN TRAVEL TECHNOLOGIES LIMITED
---

 as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 

31/03/2025
------------

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the

provisions of section 186 of the Act ;  
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

MANISH GUPTA

Date (DD/MM/YYYY)

05/09/2025

Place

DELHI

Whether associate or fellow:

☐ Associate ☒ Fellow

Certificate of practice number

4\*9\*

**XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014**

\*(a) DIN/PAN/Membership number of Designated Person

01037173

\*(b) Name of the Designated Person

BHANU CHOPRA

**Declaration**

I am authorised by the Board of Directors of the Company vide resolution number\* 26 dated\*

(DD/MM/YYYY) 26/05/2025 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

\*To be digitally signed by

\*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

\*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0\*0\*7\*7\*

**\*To be digitally signed by**

☒ Company Secretary      ☐ Company secretary in practice

**\*Whether associate or fellow:**

☒ Associate      ☐ Fellow

Membership number

1\*9\*5

Certificate of practice number

---

**Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.**

***For office use only:***

eForm Service request number (SRN)

AB6832605

eForm filing date (DD/MM/YYYY)

16/09/2025

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**