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]

सत्यमेव जयते

Form language
(●) English ( ) Hindi

*All fields marked in * are mandatory*

Refer instruction kit for filing the form

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): 01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY): 31/03/2026

(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	28.5444
Longitude details	77.23255	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) | Public company
(Private company/Public Company/One Person Company)

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

(c) *Sub-category of the Company (as on the financial year end date) | Indian Non-Government company
(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign 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),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) | 30/09/2026

(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 is scheduled to be held on September 24, 2026 i.e, within the due date provided 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: 16

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1		09343667	Rategain technologies Limited UK	Subsidiary	100.00
2		ESB66662511	rategain technologies Spain S.L.	Subsidiary	100.00
3		5725434	Rategain technologies INC., US	Subsidiary	100.00
4		HRB 28024	Rategain Germany GMBH	Subsidiary	100.00
5		2221671	Rategain Technologies LLC	Subsidiary	100.00
6		7187432	Rategain Adara Inc.	Subsidiary	100.00
7		6010403031668	Rategain Adara Japan GK	Subsidiary	100.00
8		0001437308	Sojern, Inc. (US)	Subsidiary	100.00

9		848279246	Nrejos SARL (France)	Subsidiary	100.00
10		SME191114CW2	Sojern Mexico S. de R.L. de C.V.	Subsidiary	100.00
11		592599	Sojern International Ltd. (Ireland)	Subsidiary	100.00
12		201434536N	Sojern Asia Pte, Ltd. (Singapore)	Subsidiary	100.00
13		08094119	Sojern Limited (UK)	Subsidiary	100.00
14		136647	Sojern MENA, FZCO (UAE)	Subsidiary	100.00
15		2696445	Sojern Hong Kong Limited	Subsidiary	100.00
16		HRB190587B	Sojern Germany GmbH	Subsidiary	100.00

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	147000000.00	118165426.00	118165426.00	118165426.00
Total amount of equity shares (in rupees)	147000000.00	118165426.00	118165426.00	118165426.00

Number of classes: 1

Class of shares Equity Shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	147000000	118165426	118165426	118165426
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	147000000	118165426	118165426	118165426

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	300000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	3000000.00	0.00	0.00	0.00

Number of classes: 1

Class of shares cumulative compulsorily convertible preference sha	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
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	0.00	0	0

(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			
(i) Equity shares						
At the beginning of the year	0	118053564	118053564.00	118053564	118053564	
Increase during the year	0.00	111862.00	111862.00	111862.00	111862.00	0
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	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	111862	111862.00	111862	111862	
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	
x Others, specify 0	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
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 0	0	0	0.00	0	0	
At the end of the year	0.00	118165426.00	118165426.00	118165426.00	118165426.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
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			0			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify 0	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company: INE0CLI01024

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)

Total			

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**
Total				

(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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

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
Total					

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

i *Turnover 2932065131

ii * Net worth of the Company 14266197246

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	57632660	48.77	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	0	0.00	0	0.00
	Total	57632660.00	48.77	0.00	0

Total number of shareholders (promoters) 4

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	17177330	14.54	0	0.00
	(ii) Non-resident Indian (NRI)	1343192	1.14	0	0.00
	(iii) Foreign national (other than NRI)	24300	0.02	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	1237419	1.05	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	2000	0.00	0	0.00
6	Foreign institutional investors	6320716	5.35	0	0.00
7	Mutual funds	20752024	17.56	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	10135581	8.58	0	0.00
10	Others AIF, EWT, OTHERS	3540204	3.00		
	Total	60532766.00	51.24	0.00	0

Total number of shareholders (other than promoters) 92896

Total number of shareholders (Promoters + Public/Other than promoters) 92900.00

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

Sl.No	Category	
1	Individual - Female	17410
2	Individual - Male	36225
3	Individual - Transgender	0
4	Other than individuals	39265
	Total	92900.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company 87

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND	400 HOWARD STREET SAN FRANCISCO CA 94105	01/04/2025	United States	240445	0.20
EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND	400 HOWARD STREET SAN FRANCISCO CA 94105	01/04/2025	United States	77003	0.07
ABU DHABI INVESTMENT AUTHORITY - MONSOON	211 CORNICHE STREET PO BOX 3600 ABU DHABI	01/04/2025	United Arab Emirates	236112	0.20
COLLEGE RETIREMENT EQUITIES FUND - STOCK ACCOUNT	730 THIRD AVENUE NEW YORK NEW YORK	01/04/2025	United States	31556	0.03
UNITED NATIONS FOR AND ON BEHALF OF THE UNITED NAT IONS JOINT STAFF PENSION FUND	885 Second Avenue 30th Floor New York NY	01/04/2025	United States	17957	0.02
THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA I NVESTMENT TRUST COMPANY	6300 Bee Cave Road Building One Austin Texas 78746 USA	01/04/2025	United States	17834	0.02
PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	277 EAST TOWN STREET COLUMBUS OH 43215 USA	01/04/2025	United States	14701	0.01

VIRGINIA RETIREMENT SYSTEM	1200 EAST MAIN STREET RICHMOND VIRGINIA	01/04/2025	United States	13166	0.01
VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERI ES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	100 VANGUARD BOULEVARD MALVERN PA	01/04/2025	United States	837341	0.71
EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENS IONAL FUNDS II PUBLIC LIMITED COMPANY	3 Dublin Landings North Wall Quay Dublin 1	01/04/2025	Ireland	16284	0.01
QUADRATURE TRADING VCC - SUB-FUND NO. 1	JPMorgan Chase Bank, N.A. India Sub Custody 3rd Flr,JP Morgan Tower,Off CST Road Kalina, Santacruz East, Mumbai	01/04/2025	India	18157	0.02
WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVE STMENT DIMENSIONS GROUP INC.	6300 Bee Cave Road Building One Austin Texas 78746 USA	01/04/2025	United States	8402	0.01
ISHARES MSCI INDIA SMALL-CAP ETF	400 HOWARD STREET SAN FRANCISCO CA 94105	01/04/2025	United States	101582	0.09
VANGUARD TOTAL WORLD STOCK INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	01/04/2025	United States	54794	0.05
VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	01/04/2025	United States	877549	0.74
VANGUARD FTSE ALL-WORLD EX-US SMALL-CAP INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	01/04/2025	United States	190542	0.16
EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL F UNDS ICVC	20 Triton Street Regents Place London NW1 3BF U K	01/04/2025	United Kingdom	9285	0.01

GOLDMAN SACHS INVESTMENTS (MAURITIUS) I LTD	LEVEL 3 ALEXANDER HOUSE 35 CYBERCITY EBENE	01/04/2025	Mauritius	6491	0.01
GOVERNMENT PENSION FUND GLOBAL	Bankplassen 2 P O Box 1179 Sentrum Oslo 0107	01/04/2025	Norway	499424	0.42
NORTHERN TRUST COLLECTIVE EMERGING MARKETS SMALL C AP INDEX FUND-NON LENDING	50 S LaSalle Street Chicago Illinois	01/04/2025	United States	33779	0.03
PUB EQUITIES EMERGING MARKETS 1	UETLIBERGSTRASSE 231 ZURICH	01/04/2025	Switzerland	47743	0.04
PUB EQUITIES EMERGING MARKETS 2	UETLIBERGSTRASSE 231 ZURICH	01/04/2025	Switzerland	31708	0.03
ISHARES MSCI EM SMALL CAP UCITS ETF	JP MORGAN 200 CAPITAL DOCK 79 SIR JOHN ROGERSONS QUAY DUBLIN 2	01/04/2025	Ireland	11803	0.01
ISHARES CORE MSCI EM IMI UCITS ETF	JP MORGAN 200 CAPITAL DOCK 79 SIR JOHN ROGERSONS QUAY DUBLIN	01/04/2025	Ireland	208099	0.18
RED BAY LTD	C/O VENTURE CORPORATE SERVICES (MAURITIUS) LIMITED LEVEL 3 TOWER I NEXTERACOM TOWERS CYBERCITY EBENE	01/04/2025	Mauritius	67753	0.06

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	4
Members (other than promoters)	92036	92896
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
A Promoter	2	0	2	0	46.11	0
B Non-Promoter	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
C Nominee Directors representing	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
Total	2	4	2	4	46.11	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)
BHANU CHOPRA	01037173	Managing Director	45234733	
MEGHA CHOPRA	02078421	Director	11142360	
ADITI GUPTA	06413605	Director	0	
NISHANT KANURU RAO	08972606	Director	0	
GIRISH PAMAN VANVARI	07376482	Director	0	28/06/2026
AAKRIT AJAY KUMAR VAISH	05113028	Director	0	

ROHAN PURSHOTTAMDAS MITTAL	ASOPM9978M	CFO	0	08/05/2026
MUKESH KUMAR	AUXPK6377P	Company Secretary	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year 4

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)
RAJAKUMAR EC KONDURU	00044539	Director	07/08/2025	Cessation
TANMAYA DAS	AHJPD1564A	CFO	05/05/2025	Cessation
AAKRIT AJAY KUMAR VAISH	05113028	Director	08/08/2025	Appointment
ROHAN PURSHOTTAMDAS MITTAL	ASOPM9978M	CFO	06/05/2025	Appointment

---

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	29/09/2025	92039	55	41.32

B BOARD MEETINGS

*Number of meetings held 8

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	05/05/2025	6	5	83.33
2	26/05/2025	6	5	83.33
3	07/08/2025	6	5	83.33
4	10/09/2025	6	5	83.33
5	30/09/2025	6	4	66.67
6	11/11/2025	6	6	100
7	02/02/2026	6	5	83.33
8	13/02/2026	6	5	83.33

C COMMITTEE MEETINGS

Number of meetings held: 15

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	05/05/2025	3	3	100
2	AC	26/05/2025	3	3	100
3	AC	07/08/2025	3	3	100
4	AC	11/11/2025	3	3	100
5	AC	13/02/2025	3	3	100
6	AC	10/03/2026	3	2	66.67
7	NRC	25/04/2025	3	3	100
8	NRC	05/05/2025	3	2	66.67
9	NRC	26/06/2025	3	2	66.67
10	NRC	07/08/2025	3	3	100
11	CSRC	26/05/2025	3	2	66.67
12	CSRC	07/08/2025	3	2	66.67
13	RMC	01/10/2025	5	4	80
14	RMC	31/03/2026	5	3	60
15	SRC	26/05/2025	3	2	66.67

D ATTENDANCE OF DIRECTORS

S. No	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 attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	(Y/N/NA)
1	BHANU CHOPRA	8	7	87	2	0	0	
2	MEGHA CHOPRA	8	6	75	3	1	33	
3	ADITI GUPTA	8	8	100	13	13	100	
4	NISHANT KANURU RAO	8	6	75	8	6	75	
5	GIRISH PAMAN VANVARI	8	8	100	12	11	91	
6	AAKRIT AJAY KUMAR VAISH	5	2	40	5	5	100	

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	0	36834840.00
	Total		36834840.00	0.00	0.00	0.00	36834840.00

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	10698095	0	0	0	10698095.00
2	MUKESH KUMAR	Company Secretary	12559551	0	0	0	12559551.00

3	ROHAN MITTAL	CFO	16484441	0	0	0	16484441.00
	Total		39742087.00	0.00	0.00	0.00	39742087.00

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

4

S. No.	**Name**	**Designation**	**Gross salary**	**Commission**	**Stock Option/ Sweat equity**	**Others**	**Total amount**
1	ADITI GUPTA	Director	480000	0	0	0	480000.00
2	GIRISH PAMAN VANVARI	Director	460000	0	0	0	460000.00
3	RAJAKUMAR EC KONDURU	Director	140000	0	0	0	140000.00
4	AAKRIT AJAY KUMAR VAISH	Director	200000	0	0	0	200000.00
	Total		1280000.00	0.00	0.00	0.00	1280000.00

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: 92900

XIV Attachments

(a) List of share holders, debenture holders: Details of Shareholder or Debenture holder (1).xlsm

(b) Optional Attachment(s), if any:

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) 31/03/2026

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	SAURABH SHASHWAT
Date (DD/MM/YYYY)	21/08/2026
Place	DELHI

Whether associate or fellow:

○ Associate ● Fellow

Certificate of practice number	1*1*9

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

*(a) DIN/PAN/Membership number of Designated Person: 17925

*(b) Name of the Designated Person: MUKESH KUMAR

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 16 dated* (DD/MM/YYYY) 21/05/2026 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

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

*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)	AC5429290
eForm filing date (DD/MM/YYYY)	21/08/2026

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