

February 12, 2022

To,
National Stock Exchange of India Limited
(NSE: RATEGAIN)

BSE Limited
(BSE: 543417)

Subject: Intimation for the approval of "RATEGAIN - Stock Appreciation Rights (SAR) Scheme, 2022" - Pursuant to Regulation Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Ma'am,

In accordance with the provisions of the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI (LODR) Regulations**"), we wish to inform you that Board of Directors the Company at its meeting held on 11th day of February, 2022 (started at 7.00 p.m. and concluded at 9.00 p.m.) inter-alia approved the RATEGAIN - Stock Appreciation Rights (SAR) Scheme, 2022 ("**SAR Scheme**"), subject to approval of the Shareholders.

Brief details of the SAR Scheme are as under:

- The maximum number of SAR Units that may be granted pursuant to the SAR Scheme shall not exceed 70,00,000.
- The maximum number of Shares that may be issued and allotted pursuant to calculation of appreciation upon exercise of SAR Units, shall not exceed 27,50,000 Equity Shares of face value of Re. 1/- each.
- Further, the maximum number of SAR Units that can be granted and the Shares arising upon exercise of these SAR Units shall stand adjusted in case of corporate Action (*as taken by the Company from time to time*).
- The Scheme shall be administered by the Nomination and Remuneration Committee of the Company and shall be implemented through direct route, for extending the benefits to the eligible Employees by the way of fresh allotment.
- The SAR Price, Exercise Date Price and the Exercise Price will be decided in compliance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 at the time of grant of SAR Units.
- Grant of SAR units to the Employees of Group Company including Subsidiary or its Associate Company, in India or outside India, under the SAR Scheme.

RateGain Travel Technologies Limited

(Formally Known as RateGain Travel Technologies Pvt. Ltd.)



Further, the Board has also appointed M/s Corporate Professionals Capital Private Limited, a category I Merchant Banker for implementation of the SAR Scheme in terms of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

This is for your information and records.

For RateGain Travel Technologies Limited

A handwritten signature in blue ink, appearing to read 'Thomas P. Joshua', is written over a horizontal line.



Thomas P. Joshua
(Company Secretary & Compliance Officer)
M. No. F9839