

RateGain Travel Technologies Limited

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



May 14, 2022

To,

National Stock Exchange of India Limited
(NSE: RATEGAIN)

BSE Limited
(BSE: 543417)

Subject: Monitoring Agency Report for the Quarter ended March, 2022

Dear Sir/Madam,

Pursuant to Regulation 32(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and Regulation 41 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, we are enclosing herewith the Monitoring Agency Report dated May 11, 2022 issued by HDFC Bank Limited (Monitoring Agency), for the quarter ended March 31, 2022 in respect of utilization of proceeds of the Initial Public Offer of the Company.

This disclosure will also be hosted on the Company's website viz. www.rategain.com

Please take the above information on record.

Yours faithfully,

For RateGain Travel Technologies Limited

A handwritten signature in blue ink, appearing to read "Thomas P. Joshua", is written over a circular blue stamp.



(Thomas P. Joshua)

Vice President - Legal & Company Secretary

Memb. No.: F9839

Encl.: As above

SCHEDULE IX

MONITORING REPORT

NAME OF THE MONITORING AGENCY: HDFC Bank Limited

MONITORING REPORT FOR THE QUARTER ENDED: **March 2022**

Name of the Issuer: RateGain Travel Technologies Limited

(a) Deviation from the objects: Not Applicable

(b) Range of Deviation*: Not applicable

Declaration:

We hereby declare that this report is based on the format as prescribed by SEBI (ICDR) Regulation, 2018, as amended. I/We further declare basis the certification issued by the statutory auditor of the company that this report provides true and fair view of the utilization of issue proceeds.

We declare that we do not have any direct / indirect interest in or relationship with the issuer/promoters/directors/management and also confirm that we do not perceive any conflict of interest in such relationship / interest while monitoring and reporting the utilization of issue proceeds by the issuer.

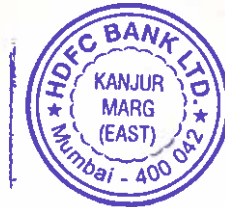
Signature: 

Name of the Authorized Person/Signing Authority: Tushar Gavankar

Designation of Authorized person/Signing Authority: Deputy Vice President

Seal of the Monitoring Agency:

Date: 11.05.2022



1) Issuer Details:

Name of the issuer : RateGain Travel Technologies Limited (formerly known as RateGain Travel Technologies Private Limited)
The names of the promoters of the issuer : Bhanu Chopra, Megha Chopra
Industry/sector to which it belongs : IT Sector
Period covered : 14th December 2021 to 31st December 2021

2) Issue Details:

Issue Period : 07th December, 2021 – 09th December, 2021
Type of issue (public/rights) : Public Offer
Type of specified securities : Equity Shares
Public Offer Grading, if Any : Not Applicable
Issue size (in Millions) : 3750 – Fresh Issue

Details of objects to be monitored (₹) in Million
Gross proceeds : 3,750.08
Less: Proportionate issue expenses : 205.03
Funds raised towards General Corporate Purpose, Acquisition and loan repayment/ prepayment : 3,545.05

3) Details of the arrangement made to ensure the monitoring of issue proceeds

Particulars	Reply	Comments of Statutory Auditor Comments (if any)	Comments of the Monitoring Agency
Whether all the utilization is as per disclosure in Offer Document?	Yes/No	Yes	NA
Whether Shareholder approval is obtained in case of material deviations# from expenditures disclosed in Offer Document?	Yes/No	NA	NA
Whether means of finance for disclosed objects of the Issue has changed?	Yes/No	No	NA
Any major deviation observed over the earlier monitoring agency reports?	Yes/No	No	NA
Whether all Government / Statutory approvals related to the object(s) obtained?	Yes/No	NA	NA
Whether all arrangements pertaining to technical assistance/collaboration in operation?	Yes/No	NA	NA
Any favourable events improving object(s) viability	Yes/No	No	NA
Any unfavourable events affecting object(s) viability	Yes/No	No	NA
Any other relevant information that may materially affect the decision making of the Investors	Yes/No	No	NA



Where material deviation may be defined to mean:

a) Deviation in the objects or purposes for which the funds have been raised;

b) Deviation in the amount of funds actually utilized by more than 10% of the amount projected in the offer documents.

4) Details of object(s) to be monitored:

(i) Cost of objects:

The proceeds of 3,545.05 Million, after adjusting 205.03 Million towards fresh issue expenses are proposed to be met as follows:

Sl. No	Item Head	Original Cost (as per Offer Document)	Revised Cost	(₹) in Million Comments of the Management		
				Reason of cost revision	Proposed financing option	Particulars of firm arrangements made
1	Repayment/prepayment of indebtedness availed by RateGain UK, one of our Subsidiaries, from Silicon Valley Bank	852.61	No revision	Not applicable	Not applicable	Not applicable
2	Payment of deferred consideration for DHISCO acquisition	252.00	No revision	Not applicable	Not applicable	Not applicable
3	Strategic investments, acquisitions and inorganic growth	800.00	No revision	Not applicable	Not applicable	Not applicable
4	Investment in technology innovation, artificial intelligence and other organic growth initiatives	500.00	No revision	Not applicable	Not applicable	Not applicable
5	Purchase of certain capital equipment for our Data Center	407.73	No revision	Not applicable	Not applicable	Not applicable
6	General corporate purposes	732.55	732.71	Revision in General corporate purposes expenses is on account of reduction in revised estimate of offer expenses as compared to original estimated	Not applicable	Not applicable



i. Progress in the objects:

ii. (₹) in Million

Sl. No	Item Head	Amount proposed	Amount utilized			Total unutilized Amount
			As at Beginning of the Quarter	During The Quarter	At the end of Quarter	
1	Repayment/prepayment of indebtedness availed by RateGain UK, one of our Subsidiaries, from Silicon Valley Bank	852.61	Nil	846.79	846.79	5.82
2	Payment of deferred consideration for DHISCO acquisition	252.00	Nil	250.28	250.28	1.72
3	Strategic investments, acquisitions and inorganic growth	800.00	Nil	Nil	Nil	800.00
4	Investment in technology innovation, artificial intelligence and other organic growth initiatives	500.00	Nil	Nil	Nil	500.00
5	Purchase of certain capital equipment for our Data Center**	407.73	Nil	Nil	Nil	407.73
6	General corporate purposes	732.71	Nil	Nil	Nil	732.71
		3,545.05	Nil	1,097.07	1,097.07	2,447.98

* Out of ₹ 2,447.98, amount of ₹ 7.54 million will be utilized and transferred to company account since the Company utilized internal generated funds to the tune of ₹ 7.54 million for repayment of SVB loan and deferred consideration.

(ii) **Deployment of unutilized Public offer proceeds:** Unutilized funds of ₹ 0.44 million are lying with Company's Monitoring Account with HDFC Bank Limited and Funds of ₹ 2,449.36 million are lying as (including interest earned of INR 1.82 Million) are lying as below.

(₹) in Million

Sl. No	Type of instrument where amount invested	Amount invested	Maturity date
A	Corporate Fixed Deposits		
1	Bajaj Finance	300.00	29 March 23
2	LIC Housing Finance Ltd	200.00	29 December 22
3	LIC Housing Finance Ltd	200.00	03 January 23
4	PNB Housing Finance Limited	200.00	29 December 22
5	Bajaj Finance	200.00	29 December 22
6	Housing Development Finance Corporation Limited	200.00	28 June 22
7	Housing Development Finance Corporation Limited	200.00	05 July 22
8	Housing Development Finance Corporation Limited	200.00	12 July 22
9	Housing Development Finance Corporation Limited	200.00	19 July 22
10	HDFC Bank Limited	26.68	11 January 23



B	Bond Investment/Commercial paper		
1	Muthoot Fincorp Limited	101.30	21 May 23
2	Shriram Transport Finance Company Limited	110.56	27 February 23
3	Piramal Capital & Housing Finance Limited	50.22	15 April 22
4	Tata Capital Financial Services Limited	100.39	01 December 22
5	L&T Finance Limited	62.64	22 April 22
6	Incred Financial Services Limited	97.57	13 April 22
	Total (A+B+C)	2,449.36	

Out of INR 2,449.80, amount of INR 18.54 million will be transferred to RateGain UK since the Company utilized internal generated funds to the tune of INR 18.54 million for repayment of SVB loan and deferred consideration.

iii. Delay in implementation of the object(s) –

Object(s) Name	Completion Date		Delay (No. of days/ months)	Comments of Management (if any)
	As per Document	Offer Actual *		
Purchase of certain capital equipment for our Data Center	Fiscal 2022	NA	12 Months and will implement this object in Fiscal 2023	We are under the technical evaluation stage to replace the existing data centre, same will be finalized in financial year 2022- 23.

** In case of continuing object(s) please specify latest/revised estimate of completion date.*

