

**November 20, 2023**

The General Manager  
Listing Department  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai 400 001

The Manager  
Listing Department  
**National Stock Exchange of India Limited**  
'Exchange Plaza'  
Bandra Kurla Complex, Bandra (East)  
Mumbai 400 051

Symbol: RATEGAIN

Scrip Code: 543417

**Sub: Outcome of the meeting of the Fund Raise Committee**

Dear Sir,

In furtherance to our letter dated November 15, 2023 intimating you about the meeting of the Fund Raise Committee in respect of the proposed qualified institutions placement of equity shares of ₹ 1 each ("**Equity Shares**", and such qualified institutions placement, the "**Issue**"), we wish to inform you that the Fund Raise Committee at its meeting held today, *i.e.*, November 20, 2023 has, *inter alia*, passed the following resolutions:

- a. approved and declared closure of the issue period for the Issue today, *i.e.*, November 20, 2023, pursuant to the receipt of application forms and the funds in the escrow account from the eligible qualified institutional buyers in accordance with the terms of the issue;
- b. determined and approved the issue price for 9,331,259 Equity Shares to be allotted to eligible qualified institutional buyers at a price of ₹ 643 per Equity Share, including a premium of ₹ 642 per Equity Share, which takes into account a discount of ₹ 33.66 per Equity Share (4.97% of the floor price) on the floor price, as permitted in terms of Regulation 176(1) of Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**SEBI ICDR Regulations**");
- c. approved and finalized the confirmation of allocation note to be sent to the eligible qualified institutional buyers, intimating them of allocation of Equity Shares pursuant to the Issue; and
- d. approved and adopted the placement document dated November 20, 2023 in connection with the proposed qualified institutions placement of equity shares of ₹ 1 each ("**Equity Shares**", and such qualified institutions placement, the "**Issue**").
- e. approved issuance of refund intimation letter to the bidders who are entitled to receive the refund amount, if any.

A certified to be true copy of the resolution for issue closure and issue price as passed by the Committee is enclosed for your information and records.

The meeting of the Fund Raise Committee commenced at 06:00 p.m. and concluded at 6:40 p.m.

The QIP was opened on November 15, 2023 and the same was intimated to you pursuant to our letter dated November 15, 2023.

Copy of the same is being also made available on the website of the Company at [www.rategain.com](http://www.rategain.com).

We request you to take the above on record pursuant to compliance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Thanking you.

Yours Faithfully,  
For **RateGain Travel Technologies Limited**



**Thomas P. Joshua**  
Vice President - Legal, Company Secretary & Compliance Officer

# RateGain®

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE FUND RAISE COMMITTEE OF RATEGAIN TRAVEL TECHNOLOGIES LIMITED HELD ON MONDAY, NOVEMBER 20, 2023 AT 06:00 P.M. AT ITS CORPORATE OFFICE SITUATED AT CLUB 125, PLOT NO. A - 3,4,5, TOWER A, 4<sup>TH</sup> FLOOR, SECTOR - 125, NOIDA, UTTAR PRADESH - 201301**

### **Approval of Issue Closing**

“**RESOLVED THAT** pursuant to the powers conferred on this Fund Raise Committee, by the Board of Directors in its meeting held on August 7, 2023, the qualified institutions placement of the Company (the “**Issue**”) which opened, pursuant to the resolution passed by this Fund Raise Committee in its meeting held on November 15, 2023, be and is hereby declared as closed today, i.e., on November 20, 2023.

**RESOLVED FURTHER THAT** a copy of the above resolution, certified to be true by any of the Directors of the Company or the Company Secretary of the Company, be forwarded to the authorities concerned for necessary action.”

**CERTIFIED TO BE TRUE  
For RateGain Travel Technologies Limited**



Thomas P. Joshua

**Vice President - Legal, Company Secretary & Compliance Officer**

**Date: November 20, 2023**



**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE FUND RAISE COMMITTEE OF RATEGAIN TRAVEL TECHNOLOGIES LIMITED HELD ON MONDAY, NOVEMBER 20, 2023 AT 06:00 P.M. AT ITS CORPORATE OFFICE SITUATED AT CLUB 125, PLOT NO. A - 3,4,5, TOWER A, 4<sup>TH</sup> FLOOR, SECTOR - 125, NOIDA, UTTAR PRADESH - 201301**

## **Approval of Pricing and Discount**

**“RESOLVED THAT** in connection with the proposed qualified institutions placement of equity shares of face value of ₹ 1 each (“**Equity Shares**”, and such qualified institutions placement, the “**Issue**”) in accordance with Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “**SEBI ICDR Regulations**”), and pursuant to applicable provisions of Companies Act, 2013, as amended, the issue price of the Equity Shares to be allotted to eligible qualified institutional buyers (“**QIBs**”) be fixed at ₹ 643 per equity share, i.e., at a premium of ₹ 642 per Equity Share, which takes into account a discount of 4.97% on the Floor Price amounting to ₹ 33.66 per Equity Share as permitted in terms of Regulation 176(1) of Chapter VI of the SEBI ICDR Regulations and the special resolution passed by the shareholders of the Company in the Annual General Meeting held on September 15, 2023

**RESOLVED FURTHER THAT** Mr. Bhanu Chopra, Chairman & Managing Director, Mr. Tanmaya Das, Chief Financial Officer and Mr. Thomas P. Joshua, Vice President - Legal, Company Secretary & Compliance Officer, be and are hereby authorized, severally or jointly, to take such action or to do all deeds, matters and things, including finalizing and executing/ signing such documents including the confirmation of allocation note as may be necessary, proper, desirable or expedient to give effect to the above resolutions, for the issue and allotment of the Equity Shares.

**FURTHER RESOLVED THAT** a copy of the above resolution, certified to be true by any of the Directors of the Company or the Company Secretary of the Company, be forwarded to the authorities concerned for necessary action.”

**CERTIFIED TO BE TRUE**

**For RateGain Travel Technologies Limited**



**Thomas P. Joshua**

**Vice President - Legal, Company Secretary & Compliance Officer**

**Date: November 20, 2023**