



August 12, 2026

Listing Manager, National Stock Exchange of India Limited Exchange Plaza, C-1 Block G Bandra Kurla Complex, Bandra (E) Mumbai – 400051, India Symbol: YATRA ISIN No.: INE0JR601024	Manager - CRD BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400001, India Scrip Code: 543992 ISIN No.: INE0JR601024
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Sub: Outcome of the Meeting of the Board of Directors of Yatra Online Limited (“the Company”)

In furtherance of our letter dated August 07, 2026 and pursuant to the provisions of Regulation 30 and 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("Listing Regulations"), the Board of Directors at its meeting held today i.e. Wednesday, August 12, 2026 which commenced at 02:15 P.M. (IST) and concluded at 07:45 P.M. (IST), has, *inter-alia*, considered and approved the following:

A. Un-audited Standalone and Consolidated Financial Results for the quarter ended June 30, 2026:

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Un-audited Standalone and Consolidated Financial Results of the Company for the quarter ended June 30, 2026, as recommended by the Audit Committee. The Statutory Auditors have carried out a ‘Report on Limited Review’ of the Standalone and Consolidated Financial Results for the quarter ended June 30, 2026.

Accordingly, please find enclosed herewith a copy of the Un-audited Standalone and Consolidated Financial Results along with the Limited Review Report issued by the Statutory Auditors of the Company as **Annexure A**.

B. Re-appointment of M/s. Ernst & Young LLP as Internal Auditors of the Company:

Re-appointment of M/s. Ernst & Young LLP as Internal Auditor of the Company, based upon the recommendation of the Audit Committee of the Board of Directors, for the Financial Year 2026-27 pursuant to the applicable provisions of the Companies Act, 2013. Further, the prescribed details and their brief profile in this respect are enclosed herewith as **Annexure B**.

Yatra Online Limited

www.yatra.com

Registered Office:

Unit No. 1, Vasant Arcade, 3rd Floor, Sector-B Pocket-7,
 Vasant Kunj, New Delhi – 110070
 T: 011-40109258
 E: legal@yatra.com

Corporate Office:

Gulf Adiba 4th Floor Plot No. 272, Udyog Vihar,
 Phase - II, Sector 20, Gurugram, Haryana -122008
 T: +91 0124 4591700
 E: legal@yatra.com



The above information will also be available on the website of the Company at www.yatra.com.

This is for your information and records.

Thanking You,

Yours sincerely,

For Yatra Online Limited

Jyoti Chawla
Company Secretary and Compliance Officer
M. No. A20392

Encl.: As above

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Independent Auditor's Review Report on Standalone unaudited financial results of Yatra Online Limited for the quarter pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

To The Board of Directors of Yatra Online Limited

1. We have reviewed the accompanying statement of standalone unaudited financial results of Yatra Online Limited (hereinafter referred to as 'the Company') for the quarter ended June 30, 2026 ('the Statement') attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Regulations'). The Statement is initialed by us for identification purposes only.
2. This Statement, which is the responsibility of the Company's management and has been approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 'Interim Financial Reporting', prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with relevant rules issued thereunder ('Ind AS 34') and other recognised accounting principles generally accepted in India and is in compliance with the Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Act and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 and other recognised accounting principles generally accepted in India has not disclosed the information required to be disclosed in terms of the Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.



5. We draw attention to Note 2B to the Statement regarding queries received by the Company from National Stock Exchange and the Securities and Exchange Board of India (SEBI) in respect of deposits/advances aggregating INR 3,391.44 millions given from the IPO proceeds till June 30, 2024, as brought to our attention by the Management. The Company has responded to these clarifications. Based on legal opinions, the management is of the view that aforesaid classification of the utilization is in accordance with the Object Clause of the Offer Document complying with applicable regulations

Our conclusion is not modified in respect of this matter.

For M S K A & Associates LLP (Formerly known as M S K A & Associates)
Chartered Accountants
ICAI Firm Registration No.105047W/W101187

Bhaswar Sarkar

Bhaswar Sarkar
Partner

Membership No.: 055596
UDIN: 26055596UUQTDZ1246



Place: Gurugram
Date: August 12, 2026

Yatra Online Limited
Regd. Off.: Unit No. 1, Vasant Arcade, 3rd Floor, Sector-B Pocket-7, Vasant Kunj, New Delhi – 110070
Corp. Off.: Gulf Adiba, Plot 272, 4th Floor, Udyog Vihar, Sector 20, Phase II, Gurugram, Haryana, India – 122008
Website: www.yatra.com; E-mail: investors@yatra.com
CIN: L63040DL2005PLC463461

Statement of Unaudited Standalone Financial Results for the quarter ended June 30, 2026

(Amount in millions INR, unless otherwise stated)

Particulars	Quarter ended			Year ended
	June 30, 2026	March 31, 2026	June 30, 2025	March 31, 2026
	Unaudited	Audited (Refer Note 4)	Unaudited (Refer Note 5)	Audited
Income				
Revenue from operations	1,570.40	1,479.37	1,394.58	6,356.47
Other income	59.79	111.35	62.22	302.11
Total income	1,630.19	1,590.72	1,456.80	6,658.58
Expenses				
Service cost	499.73	498.61	466.47	2,515.05
Employee benefit expenses	380.63	343.94	303.01	1,295.56
Marketing and sales promotion expenses	41.81	29.90	38.08	176.14
Payment gateway charges	115.60	105.68	96.09	426.89
Depreciation and amortisation	94.97	93.64	74.92	343.20
Finance costs	34.13	30.61	19.59	92.04
Other expenses	401.08	351.64	336.45	1,406.41
Total expenses	1,567.95	1,454.02	1,334.61	6,255.29
Profit before exceptional item and tax	62.24	136.70	122.19	403.29
Exceptional items				
Employee benefit expenses (Refer Note 6)	-	-	-	27.00
Profit before tax for the period/year	62.24	136.70	122.19	376.29
Tax expense				
Current tax expense (Refer note 7)	-	(0.80)	-	11.25
Deferred tax (benefit)/expense	(0.58)	2.33	0.62	(13.58)
Adjustment of tax related to earlier periods / years	-	0.04	(0.99)	(0.95)
Profit for the period/year	62.82	135.13	122.56	379.57
Other Comprehensive Income				
Items that will not be reclassified subsequently to profit or loss				
Remeasurement gain/(loss) on defined benefit plan	(1.20)	2.23	(1.31)	(2.47)
Income tax gain/(expense) related to items that will not be reclassified through profit or loss (Refer note 7)	-	-	-	-
Other comprehensive Income/(loss) for the period / year	(1.20)	2.23	(1.31)	(2.47)
Total comprehensive income for the period / year (Comprising Profit and other comprehensive income for the period / year)	61.62	137.36	121.25	377.10
Paid up equity share capital	156.92	156.92	156.92	156.92
Face value of the share	1	1	1	1
Other equity				7,523.79
Earnings per share of face value INR 1 each				
Basic Earnings per share	0.40	0.88	0.78	2.42
Diluted Earnings per share	0.40	0.88	0.78	2.42

MSKA & ASSOCIATES LLP
Chartered Accountants

Authorised Signatory



Yatra Online Limited
Notes to the Unaudited Standalone Financial results for the quarter ended June 30, 2026

- 1 This Statement has been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other recognised accounting practices, policies to the extent applicable and guidelines issued by the Securities and Exchange Board of India ("SEBI").
- 2A During the quarter ended September 30, 2023, the Company has completed its initial public offer (IPO) of 54,577,465 equity shares of face value of INR 1 each at a issue price of INR 142 per share, comprising fresh issue of 42,394,366 shares and offer for sale of 12,183,099 shares by selling shareholders. The equity shares of the Company were listed on National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) on September 28, 2023.

The Company had incurred INR 415.69 million as IPO related expenses and allocated such expenses between the Company INR 323.05 million and selling shareholders INR 92.64 million. Such amounts were allocated based on agreement between the Company and selling shareholders and in proportion to the total proceeds of the IPO. Out of Company's share of expenses of INR 323.05 million, INR 190.00 million has been adjusted with securities premium.

The net IPO proceeds remained unutilised to the extent mentioned below at the quarter end.

(Amount in millions INR)					
S.No	Objects of the Issue	Amount as proposed in Offer Document	Amount Unutilised up to March 31, 2026	Amount Utilised during the quarter	Amount Unutilised upto June 30, 2026
1	Strategic investments, acquisitions and inorganic growth	1,500.00	210.20	-	210.20
2	Investment in customer acquisition and retention, technology, and other organic growth initiatives	3,920.00	387.49	-	387.49
3	General corporate purposes	280.97	96.97	-	96.97
	Total	5,700.97	694.66	-	694.66

Net IPO proceeds which were un-utilised as at June 30, 2026 were temporarily invested in fixed deposits with scheduled commercial banks and a part of it is lying in Public issue account.

- 2B During the Quarter ended 30 June 2025, the Company had received queries from SEBI in respect of utilization of IPO proceeds. Deposit/Advances aggregating INR 3,391.44 million given for airline tickets and hotel bookings till June 30, 2024 were considered as utilisation of proceeds of IPO under the object of Investment in Customer acquisition and Retention, Technology and other Organic Growth initiative in the manner specified in the offer Document. These Deposit/advances were given under ordinary course of business prevalent in the industry sector in which the Company operates. Such classification was based on legal opinion obtained by the Company on which the previous auditors had relied upon for issuing their reports on the manner of utilisation of proceeds of IPO till aforesaid date.

The Company had responded to queries received from the National Stock Exchange and the Securities and Exchange Board of India (SEBI) regarding utilization of IPO proceeds paid till June 30, 2024. During the quarter ended December 31, 2025, Company received further queries/clarification from SEBI and responses were duly submitted on December 26, 2025. Based on Independent legal opinions obtained, management believes that aforesaid classification of utilization is in accordance with the Object Clause of the offer Document complying with applicable regulations. Since submission of our last response to SEBI on December 26, 2025, the Company has not received any communication from SEBI so far.

- 3 The Unaudited Standalone financial results for the quarter ended June 30, 2026 have been reviewed and recommended by the Audit Committee and approved by the Board of Directors at their meeting held on August 12, 2026.
- 4 The Statement includes the results for the quarter ended March 31, 2026 are the balancing figure between audited figures in respect of the full financial year ended March 31, 2026 and the published unaudited year to date figures up to the third quarter ended December 31, 2025 of the respective financial years which were subjected to a limited review.
- 5 The Board of Directors of the Company, at its meeting held on August 12, 2024, considered and approved the amalgamation of Yatra Online Limited (the "Transferee Company") with its six wholly-owned subsidiaries (collectively referred to as the "Transferor Companies") that were also engaged in the business of providing reservation and booking services, pursuant to composite scheme of amalgamation between the Company and the Transferor Companies ("the Scheme"). The Mumbai Bench of the Hon'ble National Company Law Tribunal ("NCLT"), through its order dated October 14, 2025, has approved and sanctioned the Scheme with the appointed date of the amalgamation being April 01, 2024. Further, the Company has duly submitted the certified copy of the order with the Registrar of Companies, Mumbai, Maharashtra.
- As per requirements of IND AS 103 - Business Combination in respect of amalgamation of entities under common control, the aforesaid amalgamation has been recognised in accordance with pooling of interest method with effect from April 01, 2024 being the beginning of the earlier period reported in these results. Accordingly, the figures for the respective comparative periods as reported in the results for the quarter ended June 30, 2025 have been restated to give effect to the aforesaid amalgamation for all periods presented, as per the requirement of General Circular No. 09/2019 dated August 21, 2019, of the Companies Act, 2013. Accordingly, the assets and liabilities of the transferor Company has been transferred thereon resulting in recognition of the differential amount in Other Equity in the books of account of the Company.
- 6 On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has assessed the incremental impact arising from the aforesaid notification and based on its best estimate in accordance with the guidance provided by ICAI has recognised the incremental change of INR 17.75 million and INR 9.25 million towards Gratuity and long-term compensated absences respectively. Considering the materiality and regulatory-driven, non-recurring nature of this impact, the Company has presented such incremental impact as "Employee benefit expenses" under "Exceptional Items". The management is in the process of evaluating possible impact in respect of other classes of employees such as contract workers that is not expected to be material. The Company continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and will recognise incremental obligation, if any, based on such rules and clarification.
- 7 Taxable profit for reported quarters/periods have been set off against brought forward tax losses/ unabsorbed depreciation on which deferred tax assets have hitherto not been recognised. Accordingly deferred tax assets have also not been recognised on amount reported under Other Comprehensive Income.

For and on behalf of the Board of Directors of
Yatra Online Limited



[Signature]
Dhruv Shringi
Executive Chairman and Whole Time Director
DIN: 00334986

Date: August 12, 2026
Place: Gurugram

MSKA & ASSOCIATES LLP
Chartered Accountants

Authorised Signatory

Independent Auditor's Review Report on consolidated unaudited financial results of Yatra Online Limited for the quarter pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**To the Board of Directors of Yatra Online Limited**

1. We have reviewed the accompanying Statement of consolidated unaudited financial results of Yatra Online Limited (hereinafter referred to as 'the Holding Company') and its subsidiaries, (the Holding Company and its subsidiaries together referred to as the 'Group') for the quarter ended June 30, 2026 ('the Statement') attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Regulations'). The Statement is initialed by us for identification purposes only.
2. This Statement, which is the responsibility of the Holding Company's management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 'Interim Financial Reporting' prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with relevant rules issued thereunder ('Ind AS 34') and other recognised accounting principles generally accepted in India and is in compliance with the Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Act and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the Securities and Exchange Board of India under Regulation 33 (8) of the Regulations, to the extent applicable.

4. This Statement includes the results of the Holding Company and the following subsidiaries:

Sr. No	Name of the Entity	Relationship with the Holding Company
1.	TSI Yatra Private Limited	Wholly Owned Subsidiary
2.	Globe All India Services Limited	Wholly Owned Subsidiary
3.	Yatra MICE and Holiday Limited	Subsidiary
4.	Yatra Middle East LLC-FZ	Wholly Owned Subsidiary



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MSK A & Associates LLP

(Formerly known as M S K A & Associates)

Chartered Accountants

5. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 and other recognised accounting principles generally accepted in India has not disclosed the information required to be disclosed in terms of the Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. We draw attention to Note 2B to the Statement regarding queries received by the Company from National Stock Exchange and the Securities and Exchange Board of India (SEBI) in respect of deposits/advances aggregating INR 3,391.44 millions given from the IPO proceeds till June 30, 2024, as brought to our attention by the Management. The Company has responded to these clarifications. Based on legal opinions, the management is of the view that aforesaid classification of the utilization is in accordance with the Object Clause of the Offer Document complying with applicable regulations

Our conclusion is not modified in respect of the above matter.

7. The Statement includes the unreviewed interim financial information of subsidiary whose interim financial information reflect total revenue of Rs. 0.77 million, total net loss after tax of Rs. 0.23 million and total comprehensive loss of Rs. 0.23 million for the quarter ended June 30, 2026, as considered in the Statement. This interim financial information have been furnished to us by the management of the Holding Company and our conclusion on the Statement in so far as it relates to the amounts and disclosures included in respect of this subsidiary is based solely on such interim financial information certified by the management of the Holding Company. According to the information and explanations given to us by the management, this interim financial information are not material to the Group.

Our conclusion is not modified in respect of the above matter.

For M S K A & Associates LLP (Formerly known as M S K A & Associates)

Chartered Accountants

ICAI Firm Registration No.105047W/W101187


Bhaswar Sarkar
Partner

Membership No.: 055596

UDIN: 26055596KTZWDS9152

Place: Gurugram

Date: August 12, 2026



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Statement of Unaudited Consolidated Financial Results for the quarter ended June 30, 2026

(Amount in millions INR, unless otherwise stated)

Particulars	Quarter Ended			Year ended
	June 30, 2026	March 31, 2026	June 30, 2025	March 31, 2026
	Unaudited	Audited (Refer Note 4)	Unaudited	Audited
Income				
Revenue from operations	1,878.95	1,890.12	2,098.14	10,065.10
Other income	41.46	103.56	55.94	257.74
Total Income	1,920.41	1,993.68	2,154.08	10,322.84
Expenses				
Service cost	651.64	756.97	941.85	5,241.17
Employee benefit expenses	455.60	431.79	396.00	1,669.75
Marketing and sales promotion expenses	44.80	35.51	47.80	219.30
Payment gateway charges	129.82	117.19	110.08	491.10
Depreciation and amortisation	111.65	111.85	91.51	411.50
Finance costs	46.24	43.94	24.36	125.51
Other expenses	472.88	439.79	371.65	1,640.20
Total expenses	1,912.63	1,937.04	1,983.25	9,798.53
Profit before exceptional item and tax	7.78	56.64	170.83	524.31
Exceptional items				
Employee benefit expenses (Refer Note 5)	-	-	-	37.92
Profit before tax for the period/year	7.78	56.64	170.83	486.39
Tax expense				
Current tax expense	6.72	(19.99)	12.99	37.09
Deferred tax (benefit)	(2.33)	(5.39)	(2.13)	(18.80)
Profit for the period/year	3.39	82.02	159.97	468.10
Other Comprehensive Income				
Items that will not be reclassified subsequently to profit or loss				
Remeasurement gain/(loss) on defined benefit plan	(1.69)	2.40	(0.97)	(3.69)
Income tax gain related to items that will not be reclassified through profit or loss	-*	-*	-*	-*
Other comprehensive Income/ (loss) for the period / year	(1.69)	2.40	(0.97)	(3.69)
Total comprehensive income for the period / year (Comprising Profit and other comprehensive income/(loss) for the period / year)	1.70	84.42	159.00	464.41
Profit attributable to :				
Owners of Yatra Online Limited	3.39	82.02	159.97	468.10
Non-Controlling interest	-*	-*	-*	-*
Profit for the period/year	3.39	82.02	159.97	468.10
Total comprehensive income attributable to :				
Owners of Yatra Online Limited	1.70	84.42	159.00	464.41
Non-Controlling interest	-*	-*	-*	-*
Total comprehensive income for the period/year	1.70	84.42	159.00	464.41
Paid up equity share capital	156.92	156.92	156.92	156.92
Face value of the share	1	1	1	1
Other equity				8,145.19
Earnings per share of face value INR 1 each attributable to equity holders of the parent				
Basic Earnings per share	0.02	0.52	1.02	2.98
Diluted Earnings per share	0.02	0.52	1.02	2.98
* rounded off				

MSKA & ASSOCIATES LLP
Chartered Accountants

Authorised Signatory



*There were no inter-segment revenue during the quarter ended June 30, 2026, March 31, 2026, June 30, 2025, and year ended March 31, 2026. This amount represents revenue from external customer only.

1. Assets and liabilities are not identified to any reportable segments, since the Group uses them interchangeably across segments and consequently, the Management believes that it is not practicable to provide segment disclosures relating to total assets and liabilities.
2. Given that Company's products and services are available on a technology platform to customers globally, the necessary information to track accurate geographical location of customers is not feasible.
3. As permitted by Ind AS 108 on 'Operating Segment', the Group has disclosed the segment information only as a part of the consolidated financial results.

Authorised Signatory



Yatra Online Limited
Notes to the Unaudited Consolidated Financial results for the quarter ended June 30, 2026

- 1 This Statement has been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other recognised accounting practices, policies to the extent applicable and guidelines issued by the Securities and Exchange Board of India ("SEBI").
- 2A. During the quarter ended September 30, 2023, the Company has completed its initial public offer (IPO) of 54,577,465 equity shares of face value of INR 1 each at a issue price of INR 142 per share, comprising fresh issue of 42,394,366 shares and offer for sale of 12,183,099 shares by selling shareholders. The equity shares of the Company were listed on National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) on September 28, 2023.

The Company had incurred INR 415.69 million as IPO related expenses and allocated such expenses between the Company INR 323.05 million and selling shareholders INR 92.64 million. Such amounts were allocated based on agreement between the Company and selling shareholders and in proportion to the total proceeds of the IPO. Out of Company's share of expenses of INR 323.05 million, INR 190.00 million has been adjusted with securities premium.

The net IPO proceeds remained unutilised to the extent mentioned below at the quarter end.

(Amount in millions INR)					
S.No	Objects of the Issue	Amount as proposed in Offer Document	Amount Unutilised up to March 31, 2026	Amount Utilised during the quarter	Amount Unutilised upto June 30, 2026
1	Strategic investments, acquisitions and inorganic growth	1,500.00	210.20	-	210.20
2	Investment in customer acquisition and retention, technology, and other organic growth initiatives	3,920.00	387.49	-	387.49
3	General corporate purposes	280.97	96.97	-	96.97
	Total	5,700.97	694.66	-	694.66

Net IPO proceeds which were unutilised as at June 30, 2026 were temporarily invested in fixed deposits with scheduled commercial banks and a part of it is lying in Public issue account.

- 2B. During the Quarter ended 30 June 2025, the Company had received queries from SEBI in respect of utilization of IPO proceeds. Deposit/Advances aggregating INR 3,391.44 million given for airline tickets and hotel bookings till June 30, 2024 were considered as utilisation of proceeds of IPO under the object of Investment in Customer acquisition and Retention, Technology and other Organic Growth initiative in the manner specified in the offer Document. These Deposit/advances were given under ordinary course of business prevalent in the industry sector in which the Company operates. Such classification was based on legal opinion obtained by the Company on which the previous auditors had relied upon for issuing their reports on the manner of utilisation of proceeds of IPO till aforesaid date.

The Company had responded to queries received from the National Stock Exchange and the Securities and Exchange Board of India (SEBI) regarding utilization of IPO proceeds paid till June 30, 2024. During the quarter ended December 31, 2025, Company received further queries/clarification from SEBI and responses were duly submitted on December 26, 2025. Based on Independent legal opinions obtained, management believes that aforesaid classification of utilization is in accordance with the Object Clause of the offer Document complying with applicable regulations. Since submission of our last response to SEBI on December 26, 2025, the Company has not received any communication from SEBI so far.

- 3 The Unaudited consolidated financial results for the quarter and year ended June 30, 2026 have been reviewed and recommended by the Audit Committee and approved by the Board of Directors at their meeting held on August 12, 2026.
- 4 The Statement includes the results for the quarter ended March 31, 2026, being the balancing figure between audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter ended December 31, 2025 of the respective financial years which were subjected to limited review.
- 5 On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Group has assessed the incremental impact arising from the aforesaid notification and based on its best estimate in accordance with the guidance provided by ICAI has recognised the incremental change of INR 27.08 million and INR 10.84 million towards Gratuity and long-term compensated absences respectively. Considering the materiality and regulatory-driven, non-recurring nature of this impact, the Group has presented such incremental impact as "Employee benefit expenses" under "Exceptional Items". The management is in the process of evaluating possible impact in respect of other classes of employees such as contract workers that is not expected to be material. The Group continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and will recognise incremental obligation, if any, based on such rules and clarification.

**For and on behalf of the Board of Directors of
Yatra Online Limited**



Dhruv Shringi
Executive Chairperson and Whole Time Director
DIN: 00334986

Date: August 12, 2026
Place: Gurugram

MSKA & ASSOCIATES LLP
Chartered Accountants

Authorised Signatory

**Annexure B**

Sl. No.	Particulars	Details
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	The Company has re-appointed M/s. Ernst & Young LLP as Internal Auditors for the financial year 2026-27.
2.	Date of appointment/re-appointment/cessation (as applicable)	August 12, 2026
3.	Term of appointment/re-appointment	For Financial Year 2026-27
4.	Brief Profile	M/s. Ernst & Young (EY) is a global big 4 firm providing professional services in the areas of assurance, tax, transaction, and advisory services and operates in 150 countries
5.	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable

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