September 28, 2023

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**

Dear Sir/Madam,

Sub: Intimation under Regulation 8(2) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

Pursuant to the provisions of Regulation 8(2) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended, please find enclosed herewith a copy of the Company's "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" ("Code") as adopted by the Company.

We request you to kindly take the same on record. The copy of the Code is also available on the website of the Company at www.yatra.com.

Thanking You,
Yours sincerely,

For Yatra Online Limited
(Formerly Known as Yatra Online Private Limited)

DARPAN BATRA
Digitally signed by DARPAN BATRA
Date: 2023.09.28 13:57:13 +05'30'

Darpan Batra
Company Secretary and Compliance Officer
M. No. A15719

Encl.: as above

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

OF

YATRA ONLINE LIMITED

(FORMERLY KNOWN AS YATRA ONLINE PRIVATE LIMITED)

(Adopted w.e.f. March 16, 2022)
(Revised w.e.f. September 21, 2023)

1. INTRODUCTION

In accordance with the Regulation 8 of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time ("Insider Trading Regulations") the Board of Yatra Online Limited (the "Company"), has adopted this code of practices and procedures for fair disclosure of Unpublished Price Sensitive Information ("UPSI") in adherence to the principles set out in Schedule A to the Insider Trading Regulations in order to enable fair price discovery in the securities of the Company,

2. DEFINITIONS

(i). **"Act"** shall mean the Companies Act, 2013 and rules made thereunder, as amended.

(ii). **"Board"** shall mean the board of directors of the Company.

(iii). **"Code"** means this code of practices and procedures for fair disclosure of Unpublished Price Sensitive Information.

(iv). **"Chief Investors Relations Officer"** means a senior officer as may be designated from time to time.

(v). **"Company"** shall mean Yatra Online Limited.

(vi). **"Compliance Officer"** means any senior officer, designated so and reporting to the Board, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under the Insider Trading Regulations, and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules of preservation of Unpublished Price Sensitive Information, monitoring of trades and the implementation of the codes specified under the Insider Trading Regulations under the overall supervision of the Board.

(vii). **"Insider Trading Regulations"** means Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended.

(viii). **"Listing Regulations"** means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

(ix). **"Stock Exchange"** shall mean a recognised stock exchange on which the securities of the Company are listed.

(x). "**Unpublished Price Sensitive Information" or "UPSI"** shall have the meaning given to such term in the Insider Trading Regulations.

All terms used but not defined herein shall have the meaning ascribed to such term under the Insider Trading Regulations. In case of any discrepancy between the Insider Trading Regulations and the terms defined herein, the meaning as ascribed under the Insider Trading Regulations, shall prevail.

3. CHIEF INVESTOR RELATIONS OFFICER

The Head-Investor Relations, will act as the 'Chief Investor Relations Officer', as per the Code and who shall be responsible for, and deal with, the dissemination of information and disclosure of Unpublished Price Sensitive Information, through the Compliance Officer, in compliance with applicable corporate and securities laws.

4. PURPOSE AND SCOPE

4.1 Prompt public disclosure of Unpublished Price Sensitive Information

Unpublished Price Sensitive Information shall be disclosed to the Stock Exchanges and disseminated promptly on a continuous basis as soon as credible and concrete information comes into being in order to make such information generally available.

4.2 Uniform and Universal dissemination of Unpublished Price Sensitive Information to avoid selective disclosure

The Unpublished Price Sensitive Information shall be disseminated uniformly and universally to all stakeholders through Stock Exchanges and by posting the same on official website of the Company i.e. www.yatra.com. The Company shall use its best endeavors to avoid selective disclosure of price sensitive information. However, if any information gets disclosed selectively or inadvertently or otherwise, endeavor shall be made to make generally available the above information through dissemination of the same to Stock Exchanges and/or by posting the same on the official website of the Company as soon as practicable.

4.3 Procedures for responding to any queries on news reports and/or requests for verification of market rumors by regulatory authorities.

i. Appropriate, fair and prompt response shall be submitted to all queries on news reports and/ or requests for verification of market rumors received from regulatory authorities.

ii. Such replies shall be signed by the Compliance Officer/Whole Time Director cum CEO / Chief Financial Officer or any other authorized by the Company from time to time.

iii. The Compliance Officer shall oversee corporate disclosure. He/She shall be responsible for providing appropriate and fair response to queries on news reports and requests for verification of market rumours by Regulatory Authorities such as Stock Exchanges, etc.

(Note: The Company shall confirm or deny any reported event or information in accordance with the provisions of Listing Regulations,)

4.4 Procedures for Disclosure / dissemination of Information with reference to analysts, Institutional Investors and research personnel meets.

i. Only public information will be provided to analysts, research personnel and institutional investors. Alternatively, any Unpublished Price Sensitive Information given to analysts, research personnel and institutional investors should be simultaneously made public at the earliest.

ii. In order to avoid misquoting or misrepresenting, it is desirable that two Company representatives be present at the meeting with analysts, research personnel and institutional investors and the discussion should be recorded and transcripts should be made and disseminated on the official website of the Company.

iii. Extra caution will be taken while dealing with analysts' questions that raise issues outside the intended scope of discussion. Unanticipated questions will be taken on notice and a considered response shall be furnished later. If the answer includes Unpublished Price Sensitive Information, a public announcement should be made before responding.

iv. The Company shall develop best practices to make adequate disclosures on the official website to ensure that official confirmation and documentation of disclosures is made and shall also be in line with the provisions of the Listing Regulations.

4.5 Need-to-know

Unpublished Price Sensitive Information shall be handled on a "need-to-know" basis i.e. Unpublished Price Sensitive Information shall be disclosed only to those within the Company who need the information to discharge their official duties or to discharge of legal obligations, and subject to Chinese walls.

4.6 Communication and procurement of Unpublished Price Sensitive Information

i. No insider shall communicate, provide, or allow access to any unpublished price sensitive information, relating to a company or securities listed or proposed to be listed, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

ii. No person shall procure from or cause the communication by any insider of unpublished price sensitive information, relating to a company or securities listed or proposed to be listed, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

iii. The determination of 'legitimate purposes' in relation to communication or procurement of Unpublished Price Sensitive Information under regulation 3 of the Insider Trading Regulations, shall be made by the Board or the Authorised Personnel basis the 'Policy for Determination of Legitimate Purpose', and subject to procedure mentioned therein.

5. POLICY REVIEW AND AMENDMENTS

The Board reserves the power to review and amend this Policy from time to time. All provisions of this Policy would be subject to revision / amendment in accordance with applicable laws as may be issued by relevant statutory, governmental and regulatory authorities, from time to time. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant statutory,

governmental and regulatory authorities are not consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder.

Further, this Code and every subsequent amendment made thereto, shall be promptly intimated to the Stock Exchanges where the securities of the Company are listed.

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