



July 11, 2025

|   |   |
|---|---|
| <b>Listing Manager,</b><br><b>National Stock Exchange of India Limited</b><br><b>Exchange Plaza, C-1 Block G</b><br><b>Bandra Kurla Complex, Bandra (E)</b><br><b>Mumbai – 400051, India</b><br><b>Symbol: YATRA</b><br><b>ISIN No.: INE0JR601024</b> | <b>Manager - CRD</b><br><b>BSE Limited</b><br><b>Phiroze Jeejeebhoy Towers</b><br><b>Dalal Street,</b><br><b>Mumbai – 400001, India</b><br><b>Scrip Code: 543992</b><br><b>ISIN No.: INE0JR601024</b> |
|---|---|

**Sub: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

This is in continuation to our letter dated February 11, 2025, we are pleased to inform that Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT"), vide its order dated July 10, 2025, (hereinafter referred to as the Order), has allowed the Second motion petition ("Petition") filed under Sections 230 to 232 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 ("Rules") in relation to the Composite Scheme of Amalgamation amongst Yatra TG Stays Private Limited ('YATRA TG' or 'Amalgamating Company 1'), Yatra Hotel Solutions Private Limited ('YHS' or 'Amalgamating Company 2'), Yatra For Business Private Limited ('YFB' or 'Amalgamating Company 3'), Yatra Corporate Hotel Solutions Private Limited ('YCHS' or 'Amalgamating Company 4'), Travel.Co.In Private Limited ('TCIPL' or 'Amalgamating Company 5'), Yatra Online Freight Services Private Limited ('YOFS' or 'Amalgamating Company 6') (hereinafter referred to as the "Amalgamating Companies") and Yatra Online Limited ('YOL' or 'Amalgamated Company' or "Company") and their respective shareholders and creditors.

The NCLT, vide its Order has *inter alia* directed the Amalgamating Companies and Amalgamated Company to issue notices to the authorities specified in Section 230(5) of the Companies Act, 2013 read with Rules with a direction to the authorities for submitting their representations, if any, within 30 days from the date of receipt of the notice.

The matter is now listed on 13.08.2025 for further proceedings.

**Yatra Online Limited**

[www.yatra.com](http://www.yatra.com)

Registered Office:

Unit No. B-2/101, 1st Floor, Marathon Innova Building,  
Marathon Nextgen Complex, B-Wing, G. Kadam Marg,  
Opp. Peninsula Corporate Park, Lower Parel (West),  
Mumbai-400013, Maharashtra.  
T: +91 22 44357700

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](mailto:legal@yatra.com)



Copy of the aforesaid Order is attached herewith for your reference and is also being uploaded on the website of the Company at <https://investors.yatra.com/Investor-Relations-India>.

This is for your information and records.

Thanking You,

Yours sincerely,

**For Yatra Online Limited**

**Darpan Batra**

**Company Secretary and Compliance Officer**

**M. No. A15719**

Encl: As above

**Yatra Online Limited**

[www.yatra.com](http://www.yatra.com)

Registered Office:

Unit No. B-2/101, 1st Floor, Marathon Innova Building,  
Marathon Nextgen Complex, B-Wing, G. Kadam Marg,  
Opp. Peninsula Corporate Park, Lower Parel (West),  
Mumbai-400013, Maharashtra.  
T: +91 22 44357700

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](mailto:legal@yatra.com)

IN THE NATIONAL COMPANY LAW TRIBUNAL  
MUMBAI BENCH, COURT-IV

CP(CAA)/125/MB-IV/2025  
IN  
CA(CAA)/219/MB-IV/2024

*In the matter of the Companies Act,  
2013*

AND

*In the matter of Sections 230 to 232  
of the Companies Act, 2013 and  
other applicable provisions of the  
Companies Act, 2013 read with  
Companies (Compromises,  
Arrangements and Amalgamation)  
Rules, 2016*

AND

*In the matter of Scheme of  
Amalgamation*

**Yatra TG Stays Private Limited**  
(Transferor Company No. 1)

And

**Yatra Hotel Solutions Private Limited**  
(Transferor Company No. 2)

And

**Yatra for Business Private Limited**  
(Transferor Company No. 3)

And

**Yatra Corporate Hotel Solutions Private  
Limited**  
(Transferor Company No. 4)

And

**Travel.Co.In Private Limited (TCIPL)**  
(Transferor Company No. 5)

And

***Yatra Online Freight Services Private  
Limited***

*(Transferor Company No. 6)*

*With*

***Yatra Online Limited***

*(Transferee Company No. 7)*

*And their respective Shareholders and  
Creditors.*

Yatra TG Stays Private Limited

[CIN: U63040MH2005PTC257748]

... First Applicant Company

Yatra Hotel Solutions Private Limited

[CIN: U63040MH2004PTC21723]

... Second Applicant Company

Yatra for Business Private Limited

[CIN: U72900MH1962PTC426139]

... Third Applicant Company

Yatra Corporate Hotel Solutions  
Private Limited

[CIN: U55101MH2008PTC426138]

..Fourth Applicant Company

Travel.Co.In Private Limited

[CIN: U63040MH2000PTC427286]

.. Fifth Applicant Company

Yatra Online Freight Services  
Private Limited

[CIN: U63030MH2020PTC426137]

.. Sixth Applicant Company

Yatra Online Limited

[CIN: L63040MH2005PLC158404]

..Seventh Applicant Company

Pronounced: **10.07.2025**

**IN THE NATIONAL COMPANY LAW TRIBUNAL**  
**MUMBAI BENCH, COURT-IV**

C.P.(CAA)/125(MB)2025  
IN  
C.A.(CAA)/219(MB)2024

---

**CORAM:**

**SHRI ANIL RAJ CHELLAN**  
**HON'BLE MEMBER (TECHNICAL)**

**SHRI K.R. SAJI KUMAR**  
**HON'BLE MEMBER (JUDICIAL)**

***Appearances (Hybrid):***

For Applicant(s) : Adv. Hemant Sethi a/w Adv.  
Tanaya Sethi.

**ORDER**

1. Proceedings under Section 230–232 of the Companies Act, 2013 have been instituted.
2. Heard the Ld. Counsel for the Petitioner. The First Motion Petition order was passed on **07.02.2025** in **C.A.(CAA)/219(MB)2024**. In terms thereof, the meeting of shareholders and creditors were dispensed with.
3. Section 230(5) of the Companies Act 2013 read with Rule 8 and Rule 16 of the Companies (Companies Arrangements and Amalgamation) Rules, 2016 provides for issuance of Notice on such Petitions.
4. Section 230(5), Rule 8 and Rule 16 read as follows:

***“230. Power of compromise or make arrangements with creditors and members***

*(5) A notice under sub-section (3) along with all the documents in such form as may be prescribed shall also be sent to the Central Government, the Income-Tax Authorities, the Reserve Bank of India, The Securities and Exchange Board, the Registrar, the respective stock exchanges, the Official Liquidator, the Competition Commission of India established under sub-section*

*(1) of section 7 of the Competition Act, 2002, if necessary, and such other sectoral regulators or authorities which are likely to be affected by the compromise or arrangement and shall require that representations, if any, to be made by them **shall be made within a period of thirty days from the date of receipt of such notice, failing which, it shall be presumed that they have no representations to make on the proposals.***”

### **Rule 8**

*“8. Notice to Statutory Authorities - (1) For the purpose of sub-section (5) of section 230 of the Act, the notice shall be in Form No. CAA.3, and shall be accompanied with a copy of the scheme of compromise or arrangement, the explanatory statement and the disclosures mentioned under rule.6, and shall be sent to- (i) the Central Government, the Registrar of Companies, the Income-tax authorities, in all cases; (ii) the Reserve Bank of India, the Security and Exchange Board of India, the Competition Commission of India, and the stock exchanges, as may be applicable; (iii) other sectoral regulators or authorities, as required by Tribunal.*

*(2) The notice to the authorities mentioned in sub-rule (1) shall be sent forthwith, after the notice is sent to the members or creditors of the company, by registered post or by speed post or by courier or by hand delivery at the office of the authority.*

*(3) If the authorities referred to under sub-rule (1) desire to make any representation under sub-section (5) of section 230, the same shall be sent to the Tribunal within a period of thirty days from the date of receipt of such notice and copy of such representation shall*

*simultaneously be sent to the concerned companies and in case no representation is received within the stated period of thirty days by the Tribunal, it shall be presumed that the authorities have no representation to make on the proposed scheme of compromise or arrangement.”*

**Rule 16**

*“16. Date and Notice of hearing.*

- 1. The Tribunal shall fix a date for the hearing of the petition, and notice of the hearing shall be advertised in the same newspaper in which the notice of the meeting was advertised, or in such other newspaper as the Tribunal may direct, not less than ten days before the date fixed for the hearing.*
  - 2. The notice of the hearing of the petition shall also be served by the Tribunal to the objectors or to their representatives under sub-section (4) of section 230 of the Act and to the Central Government and other authorities who have made representation under rule 8 and have desired to be heard in their representation.”*
5. In view of the above, notice be issued to the authorities specified in Section 230(5) of the Companies Act 2013 read with Rule 8 and Rule 16 of the Companies (Companies Arrangements and Amalgamation) Rules 2016 for submitting their representation if any. Notice be served by all modes and affidavit evidencing proof of service be filed within 7 days.
6. In addition to the service of notice as above,

- a) Petitioner(s) are directed to take steps for service of notice in Form CAA-3 and to the Central Government, through the Ministry of Corporate Affairs to the Jurisdictional Regional Director(s), Ministry of Corporate Affairs, to be sent to the relevant email addresses mentioned in Annexure-I
  - b) Notice to the concerned RoC to be sent through the appropriate email addresses mentioned in Annexure-II;
  - c) Notice to the concerned Official Liquidator to be sent through the appropriate email addresses mentioned in Annexure-III;
  - d) Notice to the concerned Income Tax Authorities through the appropriate email addresses mentioned in Annexure-IV;
  - e) Notice to the concerned Statutory Regulators/ Sectoral Regulators, if applicable, be served.
7. Notice be also directed to be published in two prominent and widely circulating daily newspaper namely, *Navshakti* in Marathi language and *Business Standard* in English language in terms of Rule 7 of the Companies (Companies Arrangements and Amalgamation) Rules, 2016 and an affidavit evidencing proof of publication be filed.
8. All the authorities on receipt of notice, are directed to file their representation, if any, within 30 days from the date of receipt of the notice. In case, no representation is received, it will be presumed that they have no objection to the proposal.
9. List this on **13.08.2025**.



**IN THE NATIONAL COMPANY LAW TRIBUNAL**  
**MUMBAI BENCH, COURT-IV**

C.P.(CAA)/125(MB)2025  
IN  
C.A.(CAA)/219(MB)2024

**Annexure-I**

i. [rd.west@mca.gov.in](mailto:rd.west@mca.gov.in)

**Annexure-II**

| Sr. No. | RoC        | Email ID   |
|---------|------------|--|
| 1.      | ROC Goa    | <a href="mailto:roc.goa@mca.gov.in">roc.goa@mca.gov.in</a>       |
| 2.      | ROC Mumbai | <a href="mailto:roc.mumbai@mca.gov.in">roc.mumbai@mca.gov.in</a> |

**Annexure-III**

| SR. NO. | DESIGNATION  | ADDRESS WITH EMAIL ID   |
|---------|--|---|
| 1.      | Official Liquidator,<br>Ministry of Corporate<br>Affairs         | Bank of India Building, 5th Floor,<br>Mahatma Gandhi Road,<br>Mumbai-400001<br><a href="mailto:ol-mumbai-mca@nic.in">ol-mumbai-mca@nic.in</a>                     |
| 2.      | Official Liquidator,<br>Ministry Of Corporate<br>Affairs         | New Secretariat Building, 2nd<br>Floor, East Wing, Civil Lines,<br>Nagpur-440001.<br>Maharastra<br><a href="mailto:ol-nagpur-mca@nic.in">ol-nagpur-mca@nic.in</a> |
| 3.      | ROC-cum-Official<br>Liquidator, Ministry of<br>Corporate Affairs | Corporate Bhawan, EDC<br>Complex, Plot No.21, Patto, Panaji,<br>Goa-403001.<br><a href="mailto:ol-goa-mca@nic.in">ol-goa-mca@nic.in</a>                           |

**Annexure-IV**

| Sr. No. | Name of Bench | Nodal Officer with Email ID |
|---------|---------------|-----------------------------|
|---------|---------------|-----------------------------|

**IN THE NATIONAL COMPANY LAW TRIBUNAL**  
**MUMBAI BENCH, COURT-IV**

C.P.(CAA)/125(MB)2025

IN

C.A.(CAA)/219(MB)2024

---

|    |              |  |
|----|--------------|--|
| 1. | Mumbai Bench | Pr.CCIT, Mumbai<br>Address:- 3 <sup>rd</sup> Floor, Aayakar Bhawan,<br>Maharishi Karve Road, Mumbai 400020<br><a href="mailto:mumbai.pccit@incometax.gov.in">mumbai.pccit@incometax.gov.in</a> |
|----|--------------|--|

Sd/-

**ANIL RAJ CHELLAN**  
**MEMBER (TECHNICAL)**

Sd/-

**K. R. SAJI KUMAR**  
**MEMBER (JUDICIAL)**