

MAKEMYTRIP LIMITED

NOMINATIONS COMMITTEE CHARTER

I. Purpose

The purpose of the Nominations Committee (the “**Committee**”) of the Board of Directors (the “**Board**”) of MakeMyTrip Limited (the “**Company**”) is to identify individuals qualified to become Board members consistent with criteria approved by the Board and to recommend that the Board select the director nominees for the next annual meeting of shareholders.

II. Composition

The Committee must consist of at least two directors, each of whom must satisfy the independence requirements of the Nasdaq Stock Market LLC, subject to any available exception and any requirements under applicable law. The members of the Committee, including the Chair of the Committee (the “**Chair**”), shall be appointed by the Board, subject to the Company’s constitution (as amended from time to time, the “**Constitution**”). Committee members may be removed, with or without cause, by the Board. Unless a Chair is designated by the Board, the Committee may designate a Chair by majority vote of the full Committee membership.

III. Meetings, Procedures and Authority

The Committee has the authority to establish its own rules and procedures for notice and conduct of its meetings so long as they are not inconsistent with any provisions of the Constitution that are applicable to the Committee.

The Committee has sole authority to retain and terminate any search firm to be used to identify director candidates, including sole authority to approve such search firm’s fees and other retention terms. The Committee has the authority to retain any other advisors that the Committee believes to be desirable and appropriate and has the authority to approve related fees and retention terms.

In addition to the duties and responsibilities expressly delegated to the Committee in this Charter, the Committee may exercise any other powers and carry out any other responsibilities consistent with this Charter, the purposes of the Committee, the Constitution and applicable law.

IV. Duties and Responsibilities

1. *Director Nominees.* The Committee will identify individuals qualified to become members of the Board and ensure that the Board has the requisite expertise and that its membership consists of persons with sufficiently independent backgrounds who contribute to the mix of experience, backgrounds, qualifications and skills of the Board. The Committee will also recommend to the Board the nominees for election to the Board at the next annual meeting of shareholders.

2. *Criteria for Selecting Directors.* The Committee, in recommending director candidates for election to the Board, and the Board, in nominating director candidates, will

consider candidates who have a high level of personal and professional integrity, strong ethics and values and the ability to make mature business judgments.

3. *Additional Selection Criteria.* In evaluating director candidates, the Nominations Committee and the Board may also consider the following criteria as well as any other factor that they deem to be relevant, in compliance with applicable laws and regulations:

- a. The candidate's experience in corporate management, such as serving as an officer or former officer of a publicly held company;
- b. The candidate's experience as a Board member of another publicly held company;
- c. The candidate's professional and academic experience relevant to the Company's industry;
- d. The strength of the candidate's leadership skills;
- e. The candidate's experience in finance and accounting and / or executive compensation practices;
- f. Whether the candidate has the time required for preparation, participation and attendance at Board meetings and committee meetings, if applicable; and
- g. Whether the candidate contributes to the mix of experience, backgrounds, qualifications and skills of the Board.

In addition, the Committee will consider whether there are potential conflicts of interest with the candidate's other personal and professional pursuits.

4. *Board Committee Structure and Membership.* The Committee will annually review the Board committee structure and recommend to the Board for its approval directors to serve as members of each committee.

5. *Board Leadership Structure.* The Committee will periodically review the Board leadership structure to assess whether it is appropriate given the specific characteristics and circumstances of the Company and recommend any proposed changes to the Board.

6. *Director Changes in Position or Circumstances.* The Committee will review any notification by a director of his or her resignation or material changes in employment or of circumstances that may adversely reflect upon the director or the Company. Based on this review, the Committee may recommend that the Board request such director to resign from the Board.

7. *Reports to the Board of Directors.* The Committee must report regularly to the Board regarding the activities of the Committee as and when requested by the Chairman of the Board.

8. *Committee Self-Evaluation.* The Committee must periodically perform an evaluation of the performance of the Committee.

9. *Review of this Charter.* The Committee must periodically review and reassess this Charter and submit any recommended changes to the Board for its consideration.

V. Delegation of Duties

In fulfilling its responsibilities, the Committee has the authority to delegate any or all of its responsibilities to a subcommittee of the Committee to the extent permitted by or consistent with provisions of the Constitution and applicable laws and regulations and rules of the markets in which the Company's securities then trade.