



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

January 17, 2018

Alok Vaish  
Chief Financial Officer  
Yatra Online, Inc.  
1101-03, 11th Floor, Tower-B,  
Unitech Cyber Park,  
Sector 39, Gurgaon, Haryana 122002,  
India

**Re: Yatra Online, Inc.**  
**Form 20-F for Fiscal Year Ended March 31, 2017**  
**Filed June 30, 2017**  
**File No. 001-37968**

Dear Mr. Vaish:

We have limited our review of your filing to the financial statements and related disclosures and have the following comments. In some of our comments, we may ask you to provide us with information so we may better understand your disclosure.

Please respond to these comments within ten business days by providing the requested information or advise us as soon as possible when you will respond. If you do not believe our comments apply to your facts and circumstances, please tell us why in your response.

After reviewing your response to these comments, we may have additional comments.

Item 5. Operating and Financial Review and Prospects

Certain Non-IFRS Measures, page 73

1. On page 75 you reconcile “adjusted EBITDA” to “results from operations.” However, it appears the reconciliation should be to “loss for the period” pursuant to Question 103.02 of the C&DI. Please revise your Form 20-F presenting periodic results accordingly.

We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Alok Vaish  
Yatra Online, Inc.  
January 17, 2018  
Page 2

You may contact Amy Geddes at 202-551-3304 or Doug Jones at 202-551-3309 with any questions. Please contact me at 202-551-3380 with any other questions.

Sincerely,

/s/ Lyn Shenk

Lyn Shenk  
Branch Chief  
Office of Transportation and Leisure