

The General Manager
Dept. of Corporate Services
BSE Limited
Dalal Street, Fort
Mumbai - 400 001

27th July, 2019

Dear Sirs,

38th Annual General Meeting of the Company – 27th July, 2019

We enclose in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulation), a summary of the proceedings of the 38th Annual General Meeting (AGM) of the Company held on 27th July, 2019 at New Delhi.

We would advise that all the Resolutions for consideration at the 38th AGM, set out in the Notice dated 15th April, 2019, have been passed by the Members by requisite majority. The Voting Results, in the prescribed format in terms of Regulation 44(3) of the Listing Regulations, are also enclosed.

Yours faithfully,

International Travel House Limited


Janaki Aggarwal
Company Secretary
Encl: as above

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Corporate Office: JMD Pacific Square, Unit No. 101, 1st Floor, Sector 15, Part II, Gurugram, Haryana 122 001, India.
Tel.: +91 124 4786300. **Registered Office:** 'Travel House' T-2, Comm. Centre, Sheikh Sarai, Phase I,
New Delhi 110 017, India. Tel: +91 11 26017808, 46059100, E-mail: travelhouse@ith.co.in, Web: internationaltravelhouse.in
Approved by Department of Tourism, Government of India.
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Summary of the proceedings of the 38th Annual General Meeting of International Travel House Limited

The 38th Annual General Meeting ('AGM') of the Members of International Travel House Limited commenced at 9.30 a.m. on Saturday, 27th July, 2019 at Air Force Auditorium, Subroto Park, New Delhi -110 010.

- Mr. Nakul Anand, Chairman, chaired the 38th AGM. The business before the Meeting was taken up as quorum was present at the beginning and throughout the Meeting. 2,855 Members were present in person and / or through proxy at the Meeting.
- The Chairman introduced the Directors on the dais and advised the Members that the registers and documents, as statutorily required, were available for inspection during the Meeting.
- The Chairman delivered his speech.
- The Chairman briefed the Members on the Ordinary Business and Special Business items covered in the AGM Notice dated 15th April, 2019 and listed under Serial Nos. 1 to 7 below:

Ordinary Business

1. Adoption of the Financial Statements of the Company for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and the Auditors.
2. Declaration of dividend of Rs. 2.50 per Equity Share of Rs. 10/- each for the financial year ended 31st March, 2019;
3. Appointment of Mr Jagdish Singh who retires by rotation and offered himself for re-appointment.
4. Approval of remuneration of Messrs Deloitte Haskins & Sells LLP, Chartered Accountants, Statutory Auditors, for the financial year 2019-20.



A handwritten signature in blue ink, appearing to be "N.A.", located to the right of the stamp.

Special Business

6. Appointment of Mr Pradeep Vasant Dhobale as Independent Director for a period of five years with effect from 1st November, 2018.
 7. Re-appointment of Mr Homi Phiroze Ranina as an Independent Director for a period of five years with effect from 10th September, 2019.
 8. Re-appointment of Ms Sudha Pillai as an Independent Director for a period of five years with effect from 10th September, 2019.
- The Chairman gave opportunity to the Members to ask questions or seek clarifications on the Agenda items. Thereafter, he responded to the queries raised / sought by the Members.
 - Facility of voting through ballot paper was provided at the Meeting venue to those Members who had not cast their votes through remote e-voting. The facility to cast votes through remote e-voting was also provided to the Members from 9:00 a.m. on 23rd July, 2019 till 5.00 p.m. on 26th July, 2019.
 - The Chairman advised the Members that the Voting Results, along with the Scrutinizer's Report, would be made available on the Company's website and also on the website of Central Depository Services (India) Limited. The Voting Results would also be forwarded to the Stock Exchange where the Company's shares are listed.

The Meeting concluded at 10.05 a.m.

All the Resolutions for consideration at the 38th AGM in respect of the items set out in the Notice dated 15th April, 2019, have been passed by the Members by requisite majority through remote e-voting and voting through ballot paper at the AGM venue.



**38th Annual General Meeting (AGM) of
International Travel House Limited – details of voting results**

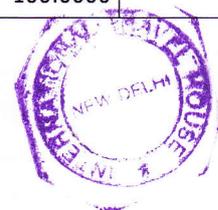
Date of the AGM:	27th July, 2019
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to voting – 20th July, 2019)	12,240
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	3 2,852
No. of Shareholders attended the meeting through video conferencing: Promoters and Promoter Group: Public:	Not applicable

Agenda – wise disclosure

ORDINARY BUSINESS

Item No. 1 - Adoption of the Financial Statements of the Company for the financial year ended 31 March 2019, and the Reports of the Board of Directors and the Auditors.

Resolution Required :						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution :						No		
Category	Mode of Voting	No. of shares held as on cut-off date	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = $[(2)/(1)]*100$	(4)	(5)	(6) = $[(4)/(2)]*100$	(7) = $[(5)/(2)]*100$
Promoter and Promoter Group	E-Voting	49,31,901	49,31,896	99.9999	49,31,896	0	100.0000	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		49,31,896	99.9999	49,31,896	0	100.0000	0.00
Public - Institutions	E-Voting	300	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.00	0	0	0.00	0.00
Public – Non-Institutions	E-Voting	30,62,299	3,658	0.1195	3,657	1	99.9727	0.0273
	Poll		2,039	0.0666	2,039	0	100.0000	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		5,697	0.186	5,696	1	99.9824	0.0176
Total		79,94,500	49,37,593	61.7624	49,37,592	1	100.0000	0.00



Item No. 2 - Declaration of dividend for the financial year ended 31 March 2019.

Resolution Required :						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution :						No		
Category	Mode of Voting	No. of shares held as on cut-off date	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = $[(2)/(1)]*100$	(4)	(5)	(6) = $[(4)/(2)]*100$	(7) = $[(5)/(2)]*100$
Promoter and Promoter Group	E-Voting	49,31,901	49,31,896	99.9999	49,31,896	0	100.0000	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		49,31,896	99.9999	49,31,896	0	100.0000	0.00
Public - Institutions	E-Voting	300	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.00	0	0	0.00	0.00
Public – Non-Institutions	E-Voting	30,62,299	3,658	0.1195	3,657	1	99.9727	0.0273
	Poll		2,039	0.0666	2,039	0	100.0000	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		5,697	0.186	5,696	1	99.9824	0.0176
Total		79,94,500	49,37,593	61.7624	49,37,592	1	100.0000	0.00

Item No. 3 - Appointment of Mr Jagdish Singh who retires by rotation and offers himself for reappointment.

Resolution Required :						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution :						No		
Category	Mode of Voting	No. of shares held as on cut-off date	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = $[(2)/(1)]*100$	(4)	(5)	(6) = $[(4)/(2)]*100$	(7) = $[(5)/(2)]*100$
Promoter and Promoter Group	E-Voting	49,31,901	49,31,896	99.9999	49,31,896	0	100.0000	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		49,31,896	99.9999	49,31,896	0	100.0000	0.00
Public - Institutions	E-Voting	300	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.00	0	0	0.00	0.00
Public – Non-Institutions	E-Voting	30,62,299	3,658	0.1195	705	2,953	19.2728	80.7272
	Poll		2,039	0.0666	2,039	0	100.0000	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		5,697	0.186	2,744	2,953	48.1657	51.8343
Total		79,94,500	49,37,593	61.7624	49,34,640	2,953	99.9402	0.0598

Item No. 4 - Approval of remuneration of Messrs. Deloitte Haskins & Sells LLP, Chartered Accountants, Statutory Auditors, for the financial year 2019-20.

Resolution Required :						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution :						No		
Category	Mode of Voting	No. of shares held as on cut-off date	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	49,31,901	49,31,896	99.9999	49,31,896	0	100.0000	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		49,31,896	99.9999	49,31,896	0	100.0000	0.00
Public - Institutions	E-Voting	300	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.00	0	0	0.00	0.00
Public – Non-Institutions	E-Voting	30,62,299	3,658	0.1195	3,657	1	99.9727	0.0273
	Poll		2,039	0.0666	2,039	0	100.0000	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		5,697	0.186	5,696	1	99.9824	0.0176
Total		79,94,500	49,37,593	61.7624	49,37,592	1	100.0000	0.00

SPECIAL BUSINESS

Item No. 5 - Appointment of Mr Pradeep Vasant Dhobale as an Independent Director of the Company.

Resolution Required :						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution :						No		
Category	Mode of Voting	No. of shares held as on cut-off date	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	49,31,901	49,31,896	99.9999	49,31,896	0	100.0000	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		49,31,896	99.9999	49,31,896	0	100.0000	0.00
Public - Institutions	E-Voting	300	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.



	Total		0	0.00	0	0	0.00	0.00
Public – Non-Institutions	E-Voting	30,62,299	3,658	0.1195	2,840	818	77.6381	22.3619
	Poll		2,039	0.0666	2,039	0	100.0000	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		5,697	0.186	4,879	818	85.6416	14.3584
Total		79,94,500	49,37,593	61.7624	49,36,775	818	99.9834	0.0166

Item No. 6 – Re-appointment of Mr Homi Phiroze Ranina as an Independent Director of the Company with effect from 10th September, 2019.

Resolution Required :						Special Resolution		
Whether promoter / promoter group are interested in the agenda / resolution :						No		
Category	Mode of Voting	No. of shares held as on cut-off date	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = $[(2)/(1)] * 100$	(4)	(5)	(6) = $[(4)/(2)] * 100$	(7) = $[(5)/(2)] * 100$
Promoter and Promoter Group	E-Voting	49,31,901	49,31,896	99.9999	49,31,896	0	100.0000	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		49,31,896	99.9999	49,31,896	0	100.0000	0.00
Public - Institutions	E-Voting	300	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.00	0	0	0.00	0.00
Public – Non-Institutions	E-Voting	30,62,299	3,658	0.1195	2,840	818	77.6381	22.3619
	Poll		2,039	0.0666	2,039	0	100.0000	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		5,697	0.186	4,879	818	85.6416	14.3584
Total		79,94,500	49,37,593	61.7624	49,36,775	818	99.9834	0.0166



Item No. 7 – Re-appointment of Ms Sudha Pillai as an Independent Director of the Company with effect from 10th September, 2019.

Resolution Required :						Special Resolution		
Whether promoter / promoter group are interested in the agenda / resolution :						No		
Category	Mode of Voting	No. of shares held as on cut-off date	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = $[(2)/(1)]*100$	(4)	(5)	(6) = $[(4)/(2)]*100$	(7) = $[(5)/(2)]*100$
Promoter and Promoter Group	E-Voting	49,31,901	49,31,896	99.9999	49,31,896	0	100.0000	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		49,31,896	99.9999	49,31,896	0	100.0000	0.00
Public - Institutions	E-Voting	300	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.00	0	0	0.00	0.00
Public – Non-Institutions	E-Voting	30,62,299	3,658	0.1195	2,840	818	77.6381	22.3619
	Poll		2,039	0.0666	2,039	0	100.0000	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		5,697	0.186	4,879	818	85.6416	14.3584
Total		79,94,500	49,37,593	61.7624	49,36,775	818	99.9834	0.0166

All the resolutions for consideration at the 38th AGM in respect of the items set out in the Notice dated 15th April, 2019, have been passed by the Members by the requisite majority through remote e-voting and voting through ballot paper at the AGM venue.

