

39th Annual General Meeting (AGM) of
International Travel House Limited
Details of voting results

Date of the AGM:	September 11, 2020
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to vote – September 5, 2020)	12,193
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through video conferencing: Promoters and Promoter Group: Public	3 129

Agenda – wise disclosure

ORDINARY BUSINESS

Item No. 1 - Adoption of the Financial Statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and the Auditors thereon.

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*	4931901	4931896	99.9999	4931896	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4931896	99.9999	4931896	0	100.0000	0.0000
Public - Institutions	E-Voting*	300	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting*	3062299	10278	0.3356	10189	89	99.1341	0.8659
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		10278	0.3356	10189	89	99.1341	0.8659
Total		7994500	4942174	61.8197	4942085	89	99.9982	0.0018

Item No. 2 - Appointment of Mr. Anil Rajput who retires by rotation and offers himself for re-appointment.

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) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	E-Voting*	4931901	4931896	99.9999	4931896	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4931896	99.9999	4931896	0	100.0000	0.0000
Public - Institutions	E-Voting*	300	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting*	3062299	10278	0.3356	8189	2089	76.6750	20.3250
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		10278	0.3356	8189	2089	76.6750	20.3250
Total		7994500	4942174	61.8197	4940085	2089	99.9577	0.0423

Item No. 3 - Approval of payment of remuneration to Statutory Auditors viz. Messrs. Deloitte Haskins & Sells LLP, Chartered Accountants, for the financial year 2020-21.

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) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	E-Voting*	4931901	4931896	99.9999	4931896	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4931896	99.9999	4931896	0	100.0000	0.0000
Public - Institutions	E-Voting*	300	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting*	3062299	10278	0.3356	10189	89	99.1341	0.8659
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		10278	0.3356	10189	89	99.1341	0.8659
Total			7994500	4942174	61.8197	4942085	99.9982	0.0018

SPECIAL BUSINESS

Item No. 4 - Appointment of Mr. Subrahmoneyan Chandra Sekhar as an Independent Director of the Company for a period of 5 years from January 20, 2020.

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*	4931901	4931896	99.9999	4931896	0	100.0000	0.0000
	Poll		0	0.0000	0.0000	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4931896	99.9999	4931896	0	100.0000	0.0000
Public - Institutions	E-Voting*	300	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting*	3062299	10278	0.3356	8187	2091	79.6556	20.3444
	Poll		0	0.0000	0	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		10278	0.3356	8187	2091	79.6556	20.3444
Total		7994500	4942174	61.8197	4940083	2091	99.9577	0.0423

Item No. 5 – Appointment of Mr. Bhagwateshwaran Hariharan as a Director not liable to retire by rotation, and also as the Managing Director of the Company for a period of 3 years from May 01, 2020 or upto the date of his retirement with ITC Limited, whichever is earlier, and approval to his remuneration.

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) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	E-Voting*	4931901	4931896	99.9999	4931896	0	100.0000	0
	Poll		0	0.0000	0	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4931896	99.9999	4931896	0	100.0000	0
Public - Institutions	E-Voting*	300	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting*	3062299	10278	0.3356	8189	2089	79.6750	20.3250
	Poll		0	0.0000	0	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		10278	0.3356	8189	2089	79.6750	20.3250
Total		7994500	4942174	61.8197	4940085	2089	99.9577	0.0423

**aggregate of votes cast through remote e-voting (facility to cast votes prior to the AGM) and e-voting during the AGM*

All the Resolutions for consideration at the 39th AGM in respect of the items set out in the Notice dated July 14, 2020 have been passed by the Members by requisite majority through remote e-voting and e-voting during the AGM.



GIRISH NEELAM & ASSOCIATES

CHARTERED ACCOUNTANTS

E-26, Moti Nagar, New Delhi-110015

Phone: 9810982908

E-mail: girishnathani@hotmail.com

Scrutinizer's Report

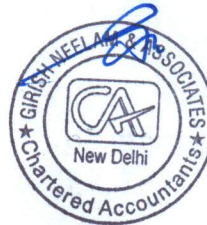
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

The Chairman
International Travel House Limited,
"Travel House", T-2, Community Centre,
Sheikh Sarai, Phase-I, New Delhi-110017

39th Annual General Meeting of the Members of International Travel House Limited (the Company) held on Friday, September 11, 2020 through Video Conferencing / Other Audio Visual Means

Dear Sir,

I, Girish Nathani, Chartered Accountant and Partner, Messrs. Girish Neelam & Associates, Chartered Accountants, appointed by the Board of Directors of the Company at the meeting held on July 14, 2020 to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the process of remote e-voting and e-voting during the 39th Annual General Meeting (AGM) of the Company in respect of the Resolutions for consideration at the said AGM, do hereby submit my report as follows:-



1. All the Resolutions for consideration at the AGM were transacted through remote e-voting and also e-voting during the AGM, for which purpose the Board of Directors of the Company engaged the services of Central Depository Services (India) Limited (CDSL).
2. Members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. September 5, 2020 were entitled to cast their votes by remote e-voting or e-voting during the AGM.
3. Voting through remote e-voting commenced at 9.00 a.m. on September 8, 2020 and ended at 5.00 p.m. on September 10, 2020, when remote e-voting was blocked by CDSL.
4. Facility of e-voting were provided during the AGM to those Members who did not cast their votes by remote e-voting prior to the AGM.
5. After Conclusion of Voting at the AGM, the votes cast through e-voting during the AGM and remote e-voting were unblocked the same day at 11.01 A.M., in the presence of two witnesses, Mr. Azharuddin and Mr. Neeraj, neither of whom are in employment of the Company.
6. Based on the report generated from CDSL's e-voting website www.evotingindia.com, which I have scrutinised, the consolidated results of voting are reported as under:



ORDINARY BUSINESS

Item No. 1 — Ordinary Resolution

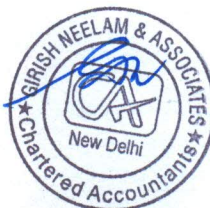
Adoption of the Financial Statements of the Company for the financial year ended 31st March, 2020, and the Reports of the Board of Directors and the Auditors thereon.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	227	4940863	10	1222	237	4942085	99.99
Voted against the resolution	2	51	1	38	3	89	0.01
Invalid votes	-	-	-	-	-	-	-

Item No. 2 — Ordinary Resolution

Appointment of Mr. Anil Rajput who retires by rotation and offers himself for re-appointment.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	226	4938863	10	1222	236	4940085	99.96
Voted against the resolution	3	2051	1	38	4	2089	0.04
Invalid votes	-	-	-	-	-	-	-



Item No. 5 — Ordinary Resolution

Appointment of Mr. Bhagwateshwaran Hariharan as a Director not liable to retire by rotation, and also as the Managing Director of the Company.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes cast	Total Number of Members who voted	Total Number of Shares for which vote cast	Percentage of votes to total Number of Valid vote cast
Voted in favour of the resolution	226	4938863	10	1222	236	4940085	99.96
Voted against the resolution	3	2051	1	38	4	2089	0.04
Invalid votes	-	-	-	-	-	-	-

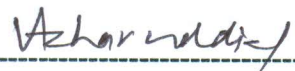
Yours faithfully,




Place: New Delhi
Date: September 11, 2020


(Girish Nathani)
SCRUTINIZER

We the undersigned, have witnessed that the votes cast through remote e-voting and e-voting during the AGM were unblocked from CDSL's e-voting website www.evotingindia.com in our presence on September 11, 2020. At 11.01 A.M.


Name: Azharuddin
Address: RZ-193, Second Floor
Front Side, Gali Noi.16
Tughlakabad Extension
New Delhi – 110019


Name: Neeraj
Address: H.No. 3328/51
Azad Chowk, Arya Nagar
Rewari, Haryana, -123401