

9th July, 2015

**The Secretary**  
The Delhi Stock Exchange  
Association Limited,  
DSE House,  
3/1, Asaf Ali Road,  
New Delhi - 110002

**Fax No: 011- 46470053/46470054**  
**File No 109092**

**The Secretary**  
The Stock Exchange, Mumbai  
1st Floor, New Trading Ring  
Rotunda Bldg. P.J. Towers,  
Dalal Street  
Mumbai - 400001

**Fax No. 022-22722037/3121**  
**Co. Code No. 500213**

**Sub: Compliance report on Corporate Governance**  
**for the quarter ended 30th June, 2015**

Dear Sir,

Pursuant to the Clause 49 of the Listing Agreement, please find enclosed a copy of compliance report on Corporate Governance for the quarter ended 30th June, 2015 for your record.

Thanking you,

Yours faithfully,  
**for International Travel House Limited**



**Janaki Aggarwal**  
**Company Secretary**  
**Encl: As Above**

**International Travel House Limited**

An ISO 9001 Travel Company

Registered Office : 'Travel House' T-2, Community Centre, Sheikh Sarai Phase-I, New Delhi-110017, India

CIN. : L63040DL1981PLC011941

Tel : 91-11-26017808, 46059100 Fax : 91-11-26011543, 26015113

E-mail : travelhouse@ith.co.in Website : www.travelhouseindia.com

Approved by Department of Tourism, Government of India • ADTOI • IATA • ICPB • PATA • TAAI • WTO

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Travel Management

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## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

### INTERNATIONAL TRAVEL HOUSE LIMITED

Quarter Ended on 30th June, 2015

Particulars	Clause of Listing Agreement	Compliance Status (Yes/ No)	Remarks
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (II A)	Yes	
(B) Independent Directors	49 (II B)	Yes	
(C) Non-Executive Directors' Compensation & Disclosures	49 (II C)	Yes	
(D) Other Provisions as to Board and Other Committees	49 (II D)	Yes	
(E) Code of Conduct	49 (II E)	Yes	
(F) Whistle Blower Policy	49 (II F)	Yes	
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49 (III A)	Yes	
(B) Meeting of Audit Committee	49 (III B)	Yes	
(C) Powers of Audit Committee	49 (III C)	Yes	
(D) Role of Audit Committee	49 (III D)	Yes	
(E) Review of Information by Audit Committee	49 (III E)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	
<b>V. Subsidiary Companies</b>	49 (V)	N.A.	
<b>VI. Risk Management</b>	49 (VI)	Yes	
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related Party Transactions	49 (VIII A)	Yes	There were no material related party transactions during the quarter ended 30th June, 2015.



(B) Disclosure of Accounting Treatment	49 (VIII B)	N.A.	
(C) Remuneration of Directors	49(VIII C)	Yes	
(D) Management	49 (VIII D)	Yes	There were no material financial and commercial transactions with senior management.
(E) Shareholders	49 (VIII E)	Yes	
(I) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII I)	N.A.	The Company has not made any public issue, right issue, preferential issue since 1994-95.
IX. CEO/ CFO Certification	49 (IX)	Yes	
X. Report on Corporate Governance	49 (X)	Yes	
XI. Compliance	49 (XI)	Yes	

Note : The Board's Report / Annual Report for the financial year ended 31st March, 2015 will cover Disclosures with respect to the above Clauses, as necessary.

for International Travel House Limited

  
**Janaki Aggarwal**  
 Company Secretary

