

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

## Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

### I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L63040DL1981PLC011941

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACI0093G

(ii) (a) Name of the company

INTERNATIONAL TRAVEL HOUSE

(b) Registered office address

"TRAVEL HOUSE" T-2 COMMUNITY CENTRE  
SHEIKH SARAI PHASE-I  
NEW DELHI  
Delhi  
110017

(c) \*e-mail ID of the company

Investor\_TH@ith.co.in

(d) \*Telephone number with STD code

01126017808

(e) Website

www.internationaltravelhouse.co.in

(iii) Date of Incorporation

29/06/1981

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE	1

(b) CIN of the Registrar and Transfer Agent

U67120WB2011PLC165872

Pre-fill

Name of the Registrar and Transfer Agent

MCS SHARE TRANSFER AGENT LIMITED

Registered office address of the Registrar and Transfer Agents

383 LAKE GARDENS  
1ST FLOOR

(vii) \*Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held ☐ Yes ☒ No

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2023

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	N	Support service to Organizations	N3	Travel agency and tour operators	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given

0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

#### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### (i) \*SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	10,000,000	8,000,000	7,994,500	7,994,500
Total amount of equity shares (in Rupees)	100,000,000	80,000,000	79,945,000	79,945,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	10,000,000	8,000,000	7,994,500	7,994,500
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	100,000,000	80,000,000	79,945,000	79,945,000

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	200,000	0	0	0
Total amount of preference shares (in rupees)	20,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares				
Number of preference shares	200,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	20,000,000	0	0	0

###### (c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

###### (d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>	Physical	DEMAT	Total			
<b>At the beginning of the year</b>	159,646	7,834,854	7994500	79,945,000	79,945,000	
<b>Increase during the year</b>	0	17,602	17602	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		17,602	17602			
Transfer of Shares to IEPF and Demat						
<b>Decrease during the year</b>	17,602	0	17602	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	17,602		17602			
Transfer of Shares to IEPF and Demat						
<b>At the end of the year</b>	142,044	7,852,456	7994500	79,945,000	79,945,000	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE262B01016

**(ii) Details of stock split/consolidation during the year (for each class of shares)**

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

**(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \***

☒ Nil

[Details being provided in a CD/Digital Media]

☐ Yes ☐ No ☐ Not Applicable

Separate sheet attached for details of transfers

☐ Yes ☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) \*Debtentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debtentures	0		0
Partly convertible debtentures	0		0
Fully convertible debtentures	0		0
<b>Total</b>			0

Details of debtentures

Class of debtentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debtentures	0	0	0	0
Partly convertible debtentures	0	0	0	0
Fully convertible debtentures	0	0	0	0

(v) Securities (other than shares and debtentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>					

V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

1,840,472,950

(ii) Net worth of the Company

1,231,747,715

VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	4,931,901	61.69	0	
10.	Others	0	0	0	
	<b>Total</b>	4,931,901	61.69	0	0

**Total number of shareholders (promoters)**

3

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	2,695,929	33.72	0	
	(ii) Non-resident Indian (NRI)	65,595	0.82	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	



4.	Banks	0	0	0	
5.	Financial institutions	300	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	164,286	2.05	0	
10.	Others IEPF and NBFC	136,489	1.71	0	
	<b>Total</b>	3,062,599	38.3	0	0

**Total number of shareholders (other than promoters)**

9,113

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

9,116

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	3	3
Members (other than promoters)	11,299	9,113
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**



**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	1	7	1	7	0	0
(i) Non-Independent	1	3	1	3	0	0
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0


(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	7	1	7	0	0

**Number of Directors and Key managerial personnel (who is not director) as on the financial year end date** 10

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
NAKUL ANAND	00022279	Director	100	
HOMI PHIROZE RANIN 	00024753	Director	0	
PRADEEP VASANT DH 	00274636	Director	0	
SUBRAHMONEYAN CH 	00024780	Director	0	
VRINDA SARUP	03117769	Director	0	
ANIL RAJPUT	00022289	Director	0	
JAGDISH SINGH	00042258	Director	0	
ASHWIN MOODLIAR	08205036	Managing Director	0	
MOHIT AGGARWAL	ACEPA0649K	CFO	0	20/04/2023
MEETU GULATI	AOCPD8530J	Company Secretar	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year** 3

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
BHAGWATESHWARAN 	02953902	Managing Director	01/02/2023	Cessation
ASHWIN MOODLIAR	08205036	Additional director	01/02/2023	Appointment
ASHWIN MOODLIAR	08205036	Managing Director	01/02/2023	Change in designation

## IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

### A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	22/09/2022	10,916	145	65.38
Postal Ballot	02/03/2023	10,758	84	63.63

### B. BOARD MEETINGS

\*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	26/04/2022	8	7	87.5
2	13/07/2022	8	8	100
3	10/10/2022	8	8	100
4	13/01/2023	8	8	100

### C. COMMITTEE MEETINGS

Number of meetings held

11

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMMITTEE	26/04/2022	3	3	100
2	AUDIT COMMITTEE	13/07/2022	3	3	100
3	AUDIT COMMITTEE	10/10/2022	4	4	100
4	AUDIT COMMITTEE	13/01/2023	4	4	100
5	STAKEHOLDER MEETING	24/05/2022	3	2	66.67
6	STAKEHOLDER MEETING	01/11/2022	3	2	66.67
7	STAKEHOLDER MEETING	13/01/2023	3	3	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
8	NOMINATION	26/04/2022	6	5	83.33
9	NOMINATION	10/10/2022	6	6	100
10	NOMINATION	13/01/2023	6	6	100

#### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								(Y/N/NA)
1	NAKUL ANAN	4	4	100	3	3	100	
2	HOMI PHIROZ	4	4	100	7	7	100	
3	PRADEEP VA	4	4	100	7	7	100	
4	SUBRAHMON	4	3	75	7	6	85.71	
5	VRINDA SARI	4	4	100	5	5	100	
6	ANIL RAJPUT	4	4	100	7	6	85.71	
7	JAGDISH SIN	4	4	100	8	7	87.5	
8	ASHWIN MOO	0	0	0	0	0	0	

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ASHWIN MOODLIA	Managing Director	1,929,814	0	0	0	1,929,814
2	BHAGWATESHWA	Managing Director	15,369,145	0	0	0	15,369,145
	Total		17,298,959	0	0	0	17,298,959

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MOHIT AGGARWA	CFO	16,614,921	0	0	0	16,614,921
2	MEETU GULATI	Company Secre	3,449,948	0	0	0	3,449,948
	Total		20,064,869	0	0	0	20,064,869

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	NAKUL ANAND	Chairman	0	0	0	0	0
2	HOMI PHIROZE RA	Independent Dir	0	0	0	180,000	180,000
3	PRADEEP VASAN	Independent Dir	0	0	0	180,000	180,000
4	SUBRAHMONEYA	Independent Dir	0	0	0	155,000	155,000
5	VRINDA SARUP	Independent Dir	0	0	0	160,000	160,000
6	ANIL RAJPUT	Non-Executive [	0	0	0	0	0
7	JAGDISH SINGH	Non-Executive [	0	0	0	0	0
	Total		0	0	0	675,000	675,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Pooja Bhatia

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

6485

**I/We certify that:**

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ..

579(V)(b)

dated

13/01/2023

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director

DIN of the director

08205036

**To be digitally signed by**

- ☒ Company Secretary  
☐ Company secretary in practice

Membership number

Certificate of practice number

#### Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

Attach

Attach

Attach

Attach

#### List of attachments

Draft\_ITHL\_MGT-8\_2022-23.pdf  
Notes to MGT-7.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**

**DRAFT****Form No. MGT – 8**

*[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]*

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

We have examined the registers, records, books and papers of **International Travel House Limited**, a Company incorporated under the provisions of the Companies Act 1956 and having its registered office at “TRAVEL HOUSE”, T-2 Community Centre, Sheikh Sarai, Phase-1, New Delhi – 110017 (hereinafter referred to as ‘the Company’) as required to be maintained under the Companies Act, 2013 (‘the Act’) and the rules made thereunder for the Financial Year ended on 31<sup>st</sup> March, 2023. The audit was conducted on the basis of the information/documents submitted by the Company. In our opinion and to the best of our information and according to the examinations carried out by us and explanations/ management representation furnished to us by the Company, its officers and agents, we certify that:

The Annual Return states the facts as at the close of the aforesaid Financial Year correctly and adequately.

A. During the aforesaid Financial Year, the Company has complied with provisions of the Act & Rules made there under in respect of:

S. No.	Particulars	Remarks
1.	Its status under the Act	Complied
2.	Maintenance of registers/ records & making entries therein within the time prescribed therefore	As confirmed to us, the entries in the registers were made within the prescribed time.
3.	Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time	The Forms and Returns were filed with the Registrar of Companies as detailed in Annexure-A.
4.	Calling/convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the	The Meetings of the Board of Directors and its Committee were held on the dates as mentioned in the Annual Return in respect of which notices/ shorter notices



	Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/ registers maintained for the purpose and the same have been signed	<p>were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.</p> <p>The Meeting of Members of the Company was duly held on the date as stated in the Annual Return in respect of which, proper notice was given and the proceedings, have been properly recorded in the Minute Book and registers maintained for the purpose and the same have been signed.</p>
5.	Closure of Register of Members/ Security holders, as the case may be	The Company was not required to close the register of members during the financial year 2022-23.
6.	Advances/ loans to its directors and/ or persons or Firms or Companies referred in Section 185 of the Act	As per the details available in the financial statements, the Company has not made any advances/ loans to its directors and/or persons or Firms or Companies as referred in Section 185 of the Act.
7.	Contracts/ arrangements with related parties as specified in section 188 of the Act	As confirmed to us, the Company has complied with the provisions of section 188 of the Act.
8.	Issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances	<p>The Company has not issued or made allotment during the year. There was no buy-back of securities/redemption of preference shares or debentures. The Company has also not carried out any reduction of Share Capital/ conversion of shares/ securities.</p> <p>As confirmed to us, there was no physical transfer of shares and transmission during the financial year 2022-23.</p>
9.	Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act	There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of the transfer of shares. However, there were some pending cases relating to dispute over title to shares, dividend in respect to same have been kept in abeyance.

10.	Declaration/ payment of dividend; transfer of unpaid/unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act	<p>No dividend was declared / paid during the financial year.</p> <p>The Company has transferred the Unpaid Dividend related to financial year 2014-15 amounting to Rs. 8,99,518/- and 8632 Equity Shares to the Investor Education and Protection Fund in accordance with the provisions of the Act, other than this there was no other amount required to be transferred under Investor Education and Protection Fund.</p>
11.	Signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub-section (3), (4) and (5) thereof	The Company has complied with the provisions of Section 134 of the Act.
12.	Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/disclosures of the Directors, key Managerial Personnel and the remuneration paid to them	Due compliance is made in respect of constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them.
13.	Appointment/ Re-appointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act	The Company has complied with the provisions of the Section 139 of the Act, with respect to continuation of Statutory Auditors.
14.	Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act	The Company was not required to obtain any approvals of the Central Government, Regional Director, Registrar and/or such authorities prescribed under the various provisions of the Act during the Financial Year 2022-23.
15.	Acceptance/ renewal/ repayment of deposits	The Company has neither accepted any deposits during the Financial Year nor there are any deposits, due for renewal/ repayment.
16.	Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable	The borrowings made by the Company from public financial institutions, banks are within the prescribed limits and charges in this respect were duly created.

17.	Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act	The Company has not made any loans/Investment or given any guarantees or provided any securities to other bodies corporate or persons falling under the provisions of section 186 of the Act.
18.	Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company	The Company has not altered its Memorandum and Articles of Association during the Financial Year 2022-23.

**For PB & Associates  
Company Secretaries**

**Place: Delhi  
Date:  
UDIN:**

**Pooja Bhatia  
Mem. No.7376  
C.P. No. : 6485**

**Details of the Forms filed with the Registrar of Companies during the Financial Year ended 31<sup>st</sup> March 2023**

<b>S. No.</b>	<b>Form No.</b>	<b>Details</b>	<b>Date of Filing</b>	<b>Receipt No./ SRN</b>	<b>If filed within Prescribed Time</b>
1	MGT-14	Registration of the resolution passed at Board Meeting held on 26th April 2022 for approval of the Financial Statements of the Company for the financial year ended March 31, 2022.	18-May-2022	F01516673	Yes
2	DPT-3	For Filing Particulars of transactions by a Company not considered as deposit for FY 2021-22.	21-Jun-2022	F07816119	Yes
3	MGT-14	Registration of the resolution passed at Board Meeting held on 13th July 2022 for approval of Board's Report for the financial year ended 31st March, 2022 along with the Annexures.	8-Aug-2022	F19779065	Yes
4	MGT-15	Filing report on AGM held on 22nd September 2021 through VC.	1-Oct-2022	F27220276	Yes
5	GNL-2	Ordinary Resolutions Passed in the 41st Annual General Meeting of International Travel House Limited held on 22nd September, 2022 through electronic mode.	1-Oct-2022	F27220094	Yes
6	MGT-14	Registration of the resolution passed in the 41st Annual General Meeting held on 22nd September 2022 for Variation in terms of remuneration of Mr. Bhagwateshwaran Hariharan, Managing Director.	1-Oct-2022	F27219013	Yes
7	ADT-1	For appointment of M/s Deloitte Haskins & Sells LLP as Statutory Auditor at 41st Annual General Meeting held on 22nd September 2022.	5-Oct-2022	F27623685	Yes

8	MGT-14	Registration of the resolution passed by Board Meeting held on 10th October 2022 for Ms. Pooja Bhatia, Company Secretary in Practice, Proprietor Messrs. P B & Associates, as Secretarial Auditor of the Company to conduct audit for the financial year 2022-23	14-Oct-2022	F29979960	Yes
9	IEPF-1	Statement of amounts credited to IEPF.	20-Oct-2022	F31666043	Yes
10	AOC-4 XBRL	Filing of Financial Statement for the financial year 2021-22.	21-Oct-2022	F32003956	Yes
11	MGT-7	Annual Return for the financial year ended on 31st March 2022.	5-Nov-2022	F40317166	Yes
12	IEPF-4	Statement of shares transferred to IEPF.	11-Nov-2022	F42502963	Yes
13	IEPF-2	Statement of unclaimed and unpaid amounts and details.	18-Nov-2022	F45228764	Yes
14	MGT-14	Registration of the resolution passed at Board Meeting held on 13th January 2023 for Appointment of Mr. Ashwin Moodliar as Additional Director and Managing Director and Revision in remuneration of Mr. B. Hariharan as Managing Director.	11-Feb-2023	AA1349969	Yes
15	DIR-12	For Cessation of Mr. Bhagwateshwaran Hariharan from directorship w.e.f. 1st February 2023 .	21-Feb-2023	AA1430212	Yes
16	DIR-12	For appointment of Mr. Ashwin Moodliar as Additional Director w.e.f. 1st February 2023.	24-Feb-2023	AA1439068	Yes
17	DIR-12	For change in designation of Mr. Ashwin Moodliar as Managing Director w.e.f. 1st February 2023.	28-Feb-2023	AA1489030	Yes
18	MGT-14	Registration of the resolution passed by Postal Ballot for Variation in terms of remuneration of Mr. Bhagwateshwaran Hariharan, Managing Director and Appointment of Mr. Ashwin Moodliar as Director and Managing Director and fixation of his remuneration.	18-Mar-2023	AA1576272	Yes

19	MR-1	For appointment of Mr. Ashwin Moodliar as Managing Director w.e.f. 1st February 2023.	27-Mar-2023	AA1576392	Yes
----	------	---	-------------	-----------	-----

**B. Forms & Returns filed with the Regional Director, Central Government or other authorities: Nil**

**For PB & Associates  
Company Secretaries**

**Place: Delhi  
Date:  
UDIN:**

**Pooja Bhatia  
Mem. No.7376  
C.P. No. : 6485**

## NOTES TO MGT-7

### 1) Point IV (d) - Break-up of paid share capital

The increase and decrease are on account of adjustment between physical and demat shareholding of the Company due to dematerialisation and transfer of shares in demat form to the Investor Education and Protection Fund of the Ministry of Corporate Affairs, Government of India.

### 2) Point IV (iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

Share transfers relating to physical segment was Nil. Details of transfer in the electronic segment are not made available to the Company by the Depositories viz. National Securities Depository Limited and Central Depository Services (India) Limited.

### 3) The list of promoters of the Company along with their shareholding as mentioned in Point VI (a) under the heading 'Bodies Corporate' as on 31<sup>st</sup> March, 2023, is detailed as below:

S.No	Name of the Company	Number of Shares	% to the total share capital
1.	Russell Credit Limited	36,26,638	45.36
2.	Russell Investments Limited	10,17,663	12.73
3.	ITC Limited	2,87,600	3.60
	<b>Total</b>	<b>49,31,901</b>	<b>61.69</b>

It may be noted that Russell Credit Limited is a wholly owned subsidiary of ITC Limited.

Russell Investments Limited is an associate of Russell Credit Limited.

Under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Russell Investments Limited is shown as a part of the Promoters and Promoter Group.



#### 4) Point IX (C) – Committee Meetings

During the financial year 2022-23, 11 Committee Meetings (excluding the separate meeting of Independent Directors) were held. The Form does not accept details beyond 10 Committee Meetings. For better presentation, details in respect of all 11 Committee Meetings have therefore been provided under **Annexure 1**.

#### 5) Point X – Remuneration of Directors and Key Managerial Personnel

##### Remuneration to other Directors

‘Others’ represents ‘sitting fees’ for attending Board and Board Committee Meetings.

#### 6) Point XII – Penalties and Punishment – detailed thereof

Details of penalties and punishments, if any, have been restricted to the Companies Act, 2013 and rules thereunder.

#### Annexure 1

S.No	Type of Meeting	Date of Meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	as % age of total members
1.	Audit Committee	26/04/2022	3	3	100
2.	Audit Committee	13/07/2022	3	3	100
3.	Audit Committee	10/10/2022	4	4	100
4.	Audit Committee	13/01/2023	4	4	100
5.	Stakeholders Relationship Committee	24/05/2022	3	2	66.67
6.	Stakeholders Relationship Committee	01/11/2022	3	2	66.67



7.	Stakeholders Relationship Committee	13/01/2023	3	3	100
8.	Nominations & Remuneration Committee	26/04/2022	6	5	88.33
9.	Nominations & Remuneration Committee	10/10/2022	6	6	100
10.	Nominations & Remuneration Committee	13/01/2023	6	6	100
11.	Corporate Social Responsibility Committee	13/07/2022	3	3	100

Network Partner

**GlobalStar**  
Travel Management

Go Global. Stay Local.  
[www.globalstartravel.com](http://www.globalstartravel.com)

**Registered and Corporate Office** : 'Travel House', T-2, Community Centre, Sheikh Sarai Phase-I, New Delhi-110017, India  
Tel: +91 11 47662200, 26017808 E-mail: [Investor\\_TH@ith.co.in](mailto:Investor_TH@ith.co.in), Web: [www.internationaltravelhouse.in](http://www.internationaltravelhouse.in)

Approved by Department of Tourism, Government of India  
ADTOI • IATA • PATA • IAAI • IAIO

