

September 22, 2022

The General Manager
Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Dear Sirs,

41st Annual General Meeting of the Company – September 22, 2022

We enclose, in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), a summary of the proceedings of the 41st Annual General Meeting ('AGM') of the Company held on September 22, 2022.

We would also like to advise that all the Resolutions for consideration at the 41st AGM in respect of the items set out in the Notice dated July 13, 2022, 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

Meetu Gulati
Company Secretary & Compliance Officer

Encl: A/a

**Summary of the proceedings of the 41st Annual General Meeting of
International Travel House Limited**

The 41st Annual General Meeting ('AGM') of the Members of International Travel House Limited was held on Thursday, September 22, 2022 through Video Conferencing / Other Audio Visual Means in conformity with the regulatory provisions and Circulars issued by the Ministry of Corporate Affairs, Government of India. The Meeting commenced at 11:00 a.m. (IST).

- Mr. Nakul Anand, Chairman, chaired the 41st AGM. The business before the Meeting was taken up as quorum was present at the beginning and throughout the Meeting. 145 Members attended and participated in the Meeting.
- At the outset, the Chairman advised that necessary steps had been taken by the Company to ensure that the Members were able to attend the AGM and vote on the resolutions proposed at the Meeting in a seamless manner.
- The Chairman thereafter introduced the Directors and advised the Members that the registers and documents, as statutorily required, were available for inspection through electronic mode during the AGM.
- The Chairman delivered his speech.
- The Members were briefed on the Ordinary Business and Special Business items covered in the AGM Notice dated July 13, 2022 and listed under Serial Nos. 1 to 6 below:

Ordinary Business

1. Adoption of the Financial Statements of the Company for the financial year ended 31st March, 2022, and the Reports of the Board of Directors and the Auditors thereon;



2. Appointment of Mr. Jagdish Singh who retired by rotation, and offered himself for re-appointment;
3. Re-appointment of Messrs Deloitte Haskins & Sells LLP, Chartered Accountants, as Statutory Auditors of the Company for another term of five years and payment of remuneration for conduct of audit for the financial year 2022-23.

Special Business

4. Variation in the terms of remuneration payable/paid to Mr. B. Hariharan, Managing Director, with effect from 1st October, 2021;
 5. Entering into and / or continuing to enter into Related Party Transactions with ITC Limited;
 6. Entering into and / or continuing to enter into Related Party Transactions with ITC Infotech India Limited.
- The Chairman gave opportunity to the Members who had registered themselves as Speakers to ask questions or seek clarifications on the Agenda items. Thereafter, he responded to the queries raised / clarifications sought by the Members who spoke at the Meeting.
 - E-voting facility was provided during the Meeting to those Members who had not cast their votes through remote e-voting. The facility to cast votes through remote e-voting was provided to the Members from 9.00 a.m. on September 19, 2022 till 5.00 p.m. on September 21, 2022.
 - 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 BSE Limited, where the Company's shares are listed.



The Meeting concluded at 12.16 p.m.

All the Resolutions for consideration at the 41st AGM in respect of the items set out in the Notice dated July 13, 2022, have been passed by the Members by requisite majority through remote e-voting and e-voting during the AGM.



41st Annual General Meeting (AGM) of International Travel House Limited
Details of voting results

Date of the AGM:	September 22, 2022
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to vote – September 15, 2022)	10,916
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	3 142

Agenda – wise disclosure

ORDINARY BUSINESS

Item No. 1 - Adoption of the Financial Statements of the Company for the financial year ended 31st March, 2022, 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	500810	16.3541	500805	5	99.9990	0.0010
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		500810	16.3541	500805	5	99.9990	0.0010
Total		7994500	5432706	67.9555	5432701	5	99.9999	0.0001

- One shareholder holding 130 shares abstained from voting in this resolution.

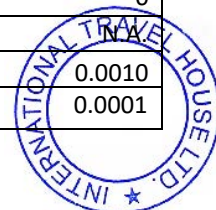


Item No. 2 - Appointment of Mr. Jagdish Singh who retires by rotation and offers himself for re-appointment.

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) = $[(2)/(1)]*100$	(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	500940	16.3583	500935	5	99.9990	0.0010
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		500940	16.3583	500935	5	99.9990	0.0010
Total		7994500	5432836	67.9572	5432831	5	99.9999	0.0001

Item No. 3 - Re-appointment of Messrs. Deloitte Haskins & Sells LLP, Chartered Accountants, as the Statutory Auditors of the Company and their 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) = $[(2)/(1)]*100$	(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	500940	16.3583	500935	5	99.9990	0.0010
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		500940	16.3583	500935	5	99.9990	0.0010
Total			5432836	67.9572	5432831	5	99.9999	0.0001



SPECIAL BUSINESS

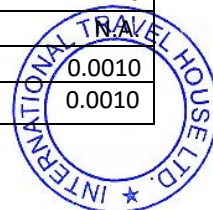
Item No. 4 - Variation in the terms of remuneration paid/payable to Mr. Bhagwateshwaran Hariharan, Managing Director w.e.f. 1st October, 2021.

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*	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	500810	16.3541	471573	29237	94.1621	5.8379
	Poll		0	0.0000	0	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		500810	16.3541	471573	29237	94.1621	5.8379
Total		7994500	5432706	67.9555	5403469	29237	99.4618	0.5382

- One shareholder holding 130 shares abstained from voting in this resolution.

Item No. 5 - Entering into/continue to enter into related party transactions with ITC Limited

Resolution Required:						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution:						Yes		
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	0	00.00	0	0	0.0000	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		0	00.00	0	0	0.0000	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	500940	16.3583	500935	5	99.9990	0.0010
	Poll		0	0.0000	0	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		500940	16.3583	500935	5	99.9990	0.0010
Total		7994500	500940	6.2661	500935	5	99.9990	0.0010



Item No. 6 - Entering into/continue to enter into related party transactions with ITC Infotech India Limited

Resolution Required:						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution:						Yes		
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	0	00.00	0	0	0.0000	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		0	00.00	0	0	0.0000	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	500810	16.3541	500805	5	99.9990	0.0010
	Poll		0	0.0000	0	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		500810	16.3541	500805	5	99.9990	0.0010
Total		7994500	500810	6.2644	500805	5	99.9990	0.0010

- One shareholder holding 130 shares abstained from voting in this resolution.

*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 41st AGM in respect of the items set out in the Notice dated July 13, 2022 have been passed by the Members by requisite majority through remote e-voting and e-voting during the AGM.

Note: for the purpose of calculation of No. of votes polled, only the valid votes have been counted and no. of invalid votes had not been taken into account.

