

**37th Annual General Meeting (AGM) of
International Travel House Limited – details of voting results**

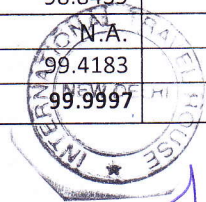
Date of the AGM:	5 September 2018
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to voting – 29th August, 2018)	12,845
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	3 2,919
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 2018, 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	1,716	0.0560	1,709	7	99.5921	0.4079
	Poll		519	0.0169	513	6	98.8439	1.1561
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		2,235	0.0730	2,222	13	99.4183	0.5817
Total		79,94,500	49,34,131	61.7191	49,34,118	13	99.9997	0.0003

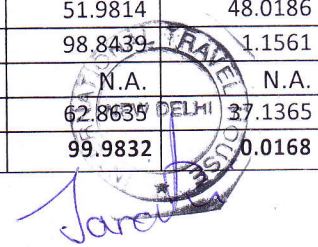

Sanjay

Item No. 2 - Declaration of dividend for the financial year ended 31 March 2018.

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	1,716	0.0560	1,709	7	99.5921	0.4079
	Poll		519	0.0169	513	6	98.8439	1.1561
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		2,235	0.0730	2,222	13	99.4183	0.5817
Total		79,94,500	49,34,131	61.7191	49,34,118	13	99.9997	0.0003

Item No. 3 - Appointment of Mr Nakul Anand 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	1,716	0.0560	892	824	51.9814	48.0186
	Poll		519	0.0169	513	6	98.8439	1.1561
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		2,235	0.0730	1,405	830	62.8635	37.1365
Total		79,94,500	49,34,131	61.7191	49,33,301	830	99.9832	0.0168



 Jarek

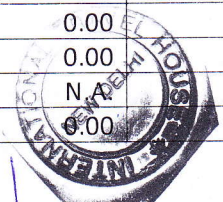
Item No. 4 - Approval of remuneration of Messrs. Deloitte Haskins & Sells LLP, Chartered Accountants, Statutory Auditors, for the financial year 2018-19.

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	1,716	0.0560	1,709	7	99.5921	0.4079
	Poll		519	0.0169	513	6	98.8439	1.1561
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		2,235	0.0730	2,222	13	99.4183	0.5817
Total		79,94,500	49,34,131	61.7191	49,34,118	13	99.9997	0.0003

SPECIAL BUSINESS

Item No. 5 - Appointment of Mr Anand Nayak as Independent Director with effect from 30 July 2018.

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


Anand Nayak

Public – Non-Institutions	E-Voting	30,62,299	1,716	0.0560	892	824	51.9814	48.0186
	Poll		519	0.0169	512	7	98.6513	1.3487
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		2,235	0.0730	1,404	831	62.8188	37.1812
Total		79,94,500	49,34,131	61.7191	49,33,300	831	99.9832	0.0168

Item No. 6 - Approval in terms of the SEBI (Listing Obligations and Disclosure Requirements)(Amendment) Regulations, 2018, to the continuation of Mr Krishan Lal Thapar as Independent Director for the period from 1 April 2019 to 9 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	1,716	0.0560	892	824	51.9814	48.0186
	Poll		519	0.0169	512	7	98.6513	1.3487
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		2,235	0.0730	1,404	831	62.8188	37.1812
Total		79,94,500	49,34,131	61.7191	49,33,300	831	99.9832	0.0168

All the resolutions for consideration at the 37th AGM in respect of the items set out in the Notice dated 30 July 2018, have been passed by the Members by the requisite majority through remote e-voting and voting through ballot paper at the AGM venue.

Janak



GIRISH NEELAM & ASSOCIATES

CHARTERED ACCOUNTANTS

E-26, Moti Nagar, New Delhi-110015

Phone: 9810982908

E-mail: girishnathani@hotmail.com

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Scrutinizer's Report

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

The Chairman
International Travel House Limited
"Travel House", T-2, Community Centre,
Sheikh Sarai, Phase-1, New Delhi-110017

**37th Annual General Meeting of the Members of International Travel House
Limited('the Company') held on Wednesday ,5th September, 2018 at Air Force
Auditorium, Subroto Park, New Delhi-110010**

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 30th July, 2018 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 voting through ballot paper at the 37th 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 Resolutions for consideration at the AGM were transacted through remote e-voting and also voting through ballot paper at the AGM venue, 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. 29th August, 2018 were entitled to cast their votes by remote e-voting or voting through ballot paper at the AGM venue.
3. Voting through remote e-voting commenced at 9.00 a.m. on 1st September, 2018 and ended at 5.00 p.m. on 4th September, 2018, when remote e-voting was blocked by CDSL.
4. Facility of voting through ballot paper was provided at the AGM venue to those Members present at the AGM who did not cast their votes by remote e-voting prior to the AGM.
5. Members and proxies, after marking their preferences in the Ballot Paper, cast their votes in the ballot box. After conclusion of voting at the venue, the locked ballot box was opened on the same date at 10.35 a.m. in the presence of 2 (two) witnesses, Mr. Azharuddin and Ms. Priyanshi Agrawal, neither of whom are in the employment of the Company, and ballot papers were diligently scrutinized.
6. After counting votes cast through ballot paper at the AGM venue, the votes cast through remote e-voting were unblocked the same day at 10.51 a.m. in the presence of 2 (two) witnesses as named above.
7. The Ballot papers, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.
8. Based on the reports generated from CDSL's e-voting website www.evotingindia.com and voting through ballot paper at the AGM venue, 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, 2018, and the Reports of the Board of Directors and the Auditors.

	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person Or by proxy)	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	15	4933605	72	2222	87	4935827	99.99
Voted against the Resolution	2	7	2	6	4	13	0.01
Invalid votes	0	0	0	0	0	0	0.00

Item No. 2 — Ordinary Resolution

Declaration of dividend for the financial year ended 31st March, 2018.

	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person Or by proxy)	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	15	4933605	72	2222	87	4935827	99.99
Voted against the Resolution	2	7	2	6	4	13	0.01
Invalid votes	0	0	0	0	0	0	0.00



Item No. 3 — Ordinary Resolution

Appointment of Mr Nakul Anand who retires by rotation and offers himself for reappointment.

	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person Or by proxy)	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	14	4932788	72	2222	86	4935010	99.98
Voted against the Resolution	3	824	2	6	5	830	0.02
Invalid votes	0	0	0	0	0	0	0.00

Item No.4 — Ordinary Resolution

Approval of remuneration of Messrs. Deloitte Haskins & Sells LLP, Chartered Accountants, Statutory Auditors, for the financial year 2018-19.

	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person Or by proxy)	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	15	4933605	72	2222	87	4935827	99.99
Voted against the Resolution	2	7	2	6	4	13	0.01
Invalid votes	0	0	0	0	0	0	0.00



SPECIAL BUSINESS

Item No. 5 — Ordinary Resolution

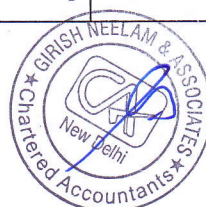
Appointment of Mr. Anand Nayak as Independent Director with effect from 30th July, 2018.

	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person Or by proxy)	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	14	4932788	71	2221	85	4935009	99.98
Voted against the Resolution	3	824	3	7	6	831	0.02
Invalid votes	0	0	0	0	0	0	0.00

Item No. 6 — Special Resolution

Approval in terms of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, to the continuation of Mr. Krishan Lal Thapar as Independent Director for the period from 1st April, 2019 to 9th September, 2019.

	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person Or by proxy)	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	14	4932788	71	2221	85	4935009	99.98
Voted against the Resolution	3	824	3	7	6	831	0.02
Invalid votes	0	0	0	0	0	0	0.00



Yours faithfully



Girish Nathani

(Girish Nathani)
SCRUTINIZER

Place: New Delhi

Date: 5th September, 2018

We the undersigned have witnessed that the ballot box was opened and the votes cast through remote e-voting were unblocked from CDSL's e-voting website www.evotingindia.com in our presence on 5th September, 2018 at 10.35 a.m. and 10.51 a.m. respectively.

Azharuddin

Name: Azharuddin
Address: RZ-192 A/16,
Tughlakabad Extension,
New Delhi – 110019

Priyanshi

Name: Priyanshi Agrawal
Address: A-114, Royal House PG,
Gali No.1, Shakarpur, Laxmi Nagar,
New Delhi - 110092