

Postal Ballot through e-voting of International Travel House Limited – Voting Results

Date of declaration of the results of Postal Ballot through e-voting:	29 th February, 2024
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to vote –19 th January, 2024)	12,693
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	Not Applicable

Agenda – wise disclosure

SPECIAL BUSINESS

Item No. 1 – Appointment of Mr. Anil Chadha as a Non- Executive Director of the Company, liable to retire by rotation, with effect from 12th January, 2024

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) = $\frac{[(2)/(1)]}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]}{100}$	(7) = $\frac{[(5)/(2)]}{100}$
Promoter and Promoter Group	E-Voting	4931901	4931896	99.9999	4931896	0	100.00	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4931896	99.9999	4931896	0	100.00	0.0000
Public - Institutions	E-Voting	300	0	0	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	000.0000	0	0	0.0000	0.0000
Public – Non- Institutions	E-Voting	3062299	12919	0.4219	12817	102	99.2105	0.7895
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		12919	0.4219	12817	102	99.2105	0.7895
Total		7994500	4944815	61.8527	4944713	102	99.9979	0.0021



Item No. 2 - Appointment of Mr. Ashish Rao as a Non- Executive Director of the Company, liable to retire by rotation, with effect from 12th January, 2024

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	% 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	100.00	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4931896	99.9999	4931896	0	100.00	0.0000
Public - Institutions	E-Voting	300	0	0.0000	0	0	0.0000	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	000.0000	0	0	0.0000	0.0000
Public – Non- Institutions	E-Voting	3062299	12569	0.4104	12467	102	99.1885	0.8115
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		12569	0.4104	12467	102	99.1885	0.8115
Total		7994500	4944465	61.8483	4944363	102	99.9979	0.0021



Item No. 3 – Variation in the remuneration of Mr. Ashwin Moodliar, Managing Director of the Company, with effect from 1st October, 2023

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	% 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	100.00	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4931896	99.9999	4931896	0	100.00	0.0000
Public - Institutions	E-Voting	300	0	0.0000	0	0	0.0000	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	000.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting	3062299	12569	0.4104	12347	222	98.2337	1.7663
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		12569	0.4104	12347	222	98.2337	1.7663
Total		7994500	4944465	61.8483	4944243	222	99.9955	0.0045

The Resolutions, as set out in the Postal Ballot Notice dated 12th January, 2024, have been passed by the Members by requisite majority.



PB

AND ASSOCIATES
COMPANY SECRETARIES

Date: 29th February, 2024

To
Ms. Meetu Gulati
Company Secretary
International Travel House Limited
"Travel House" T-2, Community Centre
Sheikh Sarai, Phase-I, New Delhi-110017

Sub.: Scrutinizer's Report on the 'Remote E-voting' in respect to the resolutions contained in the Notice of Postal Ballot of International Travel House Limited for Postal Ballot Process commenced on 30th January, 2024 and ended on 28th February, 2024

Dear Ma'am,

Please find enclosed herewith the Scrutinizer's Report in respect to the resolutions contained in the Notice of Postal Ballot of International Travel House Limited for the Postal Ballot Process through E- Voting that commenced on 30th January 2024 at 9:00 AM (IST) and ended on 28th February 2024 at 5:00 PM (IST).

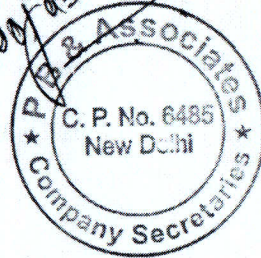
This is for your information and records.

Thanking You,

YOURS SINCERELY,

For P B & Associates
Company Secretaries

Pooja Bhatia
Mem. No. FCS-7673
COP: 6485
Place: New Delhi



Encl: as above

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]

To,
Ms. Meetu Gulati
Company Secretary
International Travel House Limited
"Travel House" T-2, Community
Centre, Sheikh Sarai, Phase-1,
New Delhi-110017

Subject: **Scrutinizer's Report for passing of Resolutions through Postal Ballot (only electronic Voting system) of International Travel House Limited ("the Company")**

Dear Ma'am,

I, Pooja Bhatia, Proprietor, M/s P B & Associates, Practicing Company Secretaries, appointed by the Board of Directors of the Company at their meeting held on 12th January, 2024 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 Postal Ballot through electronic voting which commenced on 30th January, 2024 at 9:00 AM (IST) and ended on 28th February, 2024 at 5:00 PM (IST).

Management Responsibility

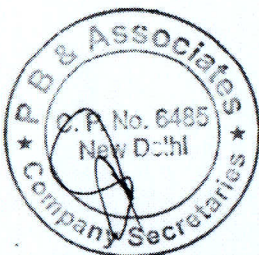
The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules made there under and General Circular issued by the Ministry of Corporate Affairs (MCA) (hereafter referred to as "MCA Circulars") relating to Postal Ballot Process and e-voting on the resolutions contained in the Notice of Postal Ballot dated 12th January, 2024.

Scrutinizer's Responsibility

Our Responsibility as Scrutinizer for the Postal Ballot Process through e-voting is restricted to make a Scrutinizer's Report of the votes casted 'in favour' or 'against' the resolutions stated in the Notice of Postal Ballot dated 12th January, 2024 based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility during the Postal Ballot Process.

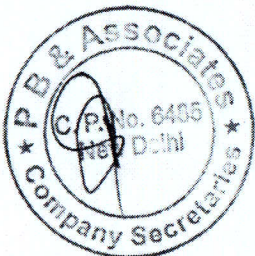
The Members' approval was sought for the following:

1. Appointment of Mr. Anil Chadha as a Non-Executive Director of the Company, with effect from 12th January 2024;
2. Appointment of Mr. Ashish Rao as a Non-Executive Director of the Company, with effect from 12th January, 2024; and
3. Variation in the remuneration of Mr. Ashwin Moodliar, Managing Director of the Company, with effect from 1st October, 2023.



I do hereby submit my report as follows:

1. The dispatch of the Postal Ballot Notice dated 12th January, 2024 was completed on 29th January, 2024 to the Members whose names appeared in the Register of Members/ List of Beneficial Owners as received from the Registrar and Share Transfer Agent (RTA)/National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on 19th January, 2024. The Postal Ballot Notice was sent to the Members in electronic form to the email addresses registered with their Depository Participants/ the Company's Registrar and Share Transfer Agents.
2. In terms of the aforesaid notice, Members were required to convey their assent or dissent, through remote e-voting system, on e-voting platform provided by NSDL from 9:00 A.M. (IST) on Tuesday, 30th January 2024 to 5:00 P.M. (IST) on Wednesday, 28th February, 2024.
3. Particulars of all votes cast through electronic means have been entered in the register maintained for the purpose.
4. The votes cast through electronic means were unblocked on 28th February, 2024 at 5.10 P.M. (IST) in the presence of two witnesses, Mr. Radhey Shayam Pandey and Ms. Naina Soni, neither of whom are in the employment of the Company.
5. The Votes cast through electronic means were scrutinized and the shareholding was matched/confirmed with the Register of Members of the company / list of beneficiaries as on Friday, 19th January, 2024.
6. Based on the report generated from NSDL's e-voting website www.evoting.nsdl.com, which I have scrutinized, results of voting are reported as per Annexure-I.



ANNEXURE-I

ITEM NO. 1 — AS AN ORDINARY RESOLUTION

APPOINTMENT OF MR. ANIL CHADHA AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY, WITH EFFECT FROM 12TH JANUARY 2024

	E-voting		Voting results
	Number of Members who voted	Number of Shares for which votes Cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	141	4944713	99.998
Voted against the resolution	3	102	0.002
Total	144	4944815	100

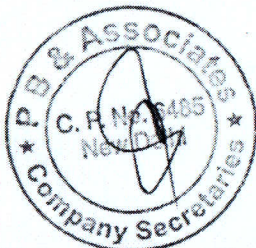
Note: For the purpose of calculation of no. of votes polled, only the valid votes have been counted and No. of invalid votes have not been taken into account.

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 1 of the Notice of Postal Ballot of the Company dated 12th January, 2024 has been passed with Requisite Majority.

ITEM NO. 2 — AS AN ORDINARY RESOLUTION

APPOINTMENT OF MR. ASHISH RAO AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY, WITH EFFECT FROM 12TH JANUARY, 2024

	E-voting		Voting results
	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	140	4944363	99.998
Voted against the resolution	3	102	0.002
Total	143	4944465	100



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

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 2 of the Notice of Postal Ballot of the Company dated 12th January, 2024 **has been passed with Requisite Majority.**

ITEM NO. 3 — AS A SPECIAL RESOLUTION

VARIATION IN THE REMUNERATION OF MR. ASHWIN MOODLIAR, MANAGING DIRECTOR OF THE COMPANY, WITH EFFECT FROM 1ST OCTOBER, 2023

	E-voting		Voting results
	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	139	4944243	99.996
Voted against the resolution	4	222	0.004
Total	143	4944465	100

Note: For the purpose of calculation of no. of votes polled, only the valid votes have been counted and no. of invalid votes havenot been taken into account.

Based on the aforesaid results, Special Resolution as contained in Item No. 3 of the Notice of Postal Ballot of the Company dated 12th January, 2024 **has been passed as Special Resolution.**

All the relevant records shall remain in my safe custody until the Chairperson considers, approves and signs the minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairperson or Company Secretary of the Company for safe keeping.

Thanking you,

Yours faithfully,
For P B & Associates
Company Secretaries

Pooja Bhatia
Mem. No. FCS-7673
COP: 6485

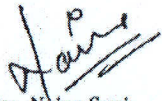
Place: New Delhi

Dated: 29th February 2024

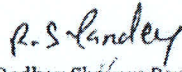
UDIN: F007673E003512988



We the undersigned, have witnessed that the votes cast through Postal Ballot (only electronic Voting system) were unblocked from NSDL's e-voting website www.evoting.nsdl.com in our presence on 28th February, 2024 at 5:10 P.M.



Name: Naina Soni
Address: A-107b Dashrath Puri,
New Delhi-110045



Name: Radhey Shyam Pandey
Address: A-297, Shahbad Dairy,
Delhi-110042

Countersigned by the Company Secretary

Name: Meetu Gulati

Signature:



Dated:

29/02/2024.