

GIRISH NEELAM & ASSOCIATES

CHARTERED ACCOUNTANTS

E-26, Moti Nagar, New Delhi-110015

Phone: 9810982908

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**Scrutinizer's Report**

*[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014]*

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

**Postal Ballot and Electronic Voting on Ordinary Resolution for entering into material related party transactions with ITC limited and ITC Infotech India Limited**

Dear Sir,

I, Girish Nathani, Chartered Accountant and Partner, Messrs. Girish Neelam & Associates, Chartered Accountants, appointed by the Board of Directors of the Company on January 16, 2021 to act as the Scrutinizer in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the postal ballot by voting through electronic means ('remote e-voting') in respect of the Ordinary Resolution set out in the Postal Ballot Notice dated March 19, 2021, do hereby submit my report as follows:-



1. Dispatch of the Postal Ballot Notice along with the Explanatory Statement through electronic mode to the Members of the Company was completed on March 31, 2021.
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. March 19, 2021 were entitled to cast their votes by remote e-voting.

However, ITC Limited and Russell Credit Limited, being 'related party' within the meaning of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 abstained from voting on the Ordinary Resolution.

3. Remote e-voting commenced at 9.00 a.m. on April 02, 2021 and ended at 5.00 p.m. on May 01, 2021.
4. Remote e-voting was blocked at 5.00 p.m. on May 01, 2021 by Central Depository Services (India) Limited ('CDSL'), engaged by the Board of Directors of the Company for facilitating the e-voting platform.
5. The votes cast through e-voting were unblocked on May 01, 2021 at 05.11 p.m. in the presence of 2 (two) witnesses, Mr. Azharuddin and Mr. Neeraj, neither of whom are in the employment of the Company.
6. Based on the scrutiny of the votes cast, the results of remote e-voting are reported as under:



## SPECIAL BUSINESS

### Ordinary Resolution

Material related party transactions with ITC Limited and ITC Infotech India Limited during the financial years 2021-22 and 2022-23.

	E-voting		Postal Ballot		Total Votes		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	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	57	1019280	NA	NA	57	1019280	99.8
Voted against the Resolution	3	2051	NA	NA	3	2051	0.2
Invalid votes	-	-	NA	NA	-	-	-

Yours faithfully



*Girish Nathani*

**(Girish Nathani)**

SCRUTINIZER ( M.NO. FCA 088716)  
Partner, Girish Neelam & Associates  
Chartered Accountants ( FRN 014192N)  
UDIN 21088716AAAACM6681

Place: New Delhi  
Date: May 03, 2021

We the undersigned have witnessed that the votes cast through e-voting were unblocked from CDSL's e-voting website [www.evotingindia.com](http://www.evotingindia.com) in our presence on May 01, 2021 at 05.11 p.m.

*Azharuddin*

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Name: Azharuddin  
Address: RZ-193 Front Side,  
2nd Floor, Street No.16,  
Tughlakabad Extension  
New Delhi – 110019

*Neeraj*

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Name: Neeraj  
Address: House No. 3328/51  
Azad Chowk, Arya Nagar  
Rewari, Haryana-123401