

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

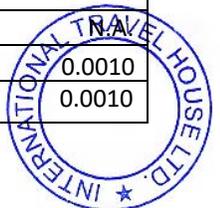
Item No. 4 - Variation in the terms of remuneration paid/payable to Mr. Bhagwateshwaran Hariharan, Managing Director w.e.f. 1st October, 2021.

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.



Date: 22nd September, 2022

To
Mr. Nakul Anand
The Chairperson
International Travel House Limited
"Travel House" T-2, Community
Centre, Sheikh Sarai, Phase-1,
New Delhi-110017

Sub.: Scrutinizer's Report on the 'Remote E-voting' and 'E-Voting at the Meeting' in respect to the resolutions contained in the Notice of the 41st Annual General Meeting of International Travel House Limited held on Thursday, 22nd September, 2022 at 11:00 A.M. through Video Conferencing

Dear Sir,

Please find enclosed herewith the Scrutinizer's Report on the 'Remote E-voting' and 'E-Voting at the Meeting' in respect to the resolutions contained in the Notice of the 41st Annual General Meeting of International Travel House Limited held on **Thursday, 22nd September, 2022 at 11:00 A.M.** through Video Conferencing.

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
Dated: 22nd September 2022
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,
Mr. Nakul Anand,
Chairman
International Travel House Limited
"Travel House" T-2, Community
Centre, Sheikh Sarai, Phase-1,
New Delhi-110017

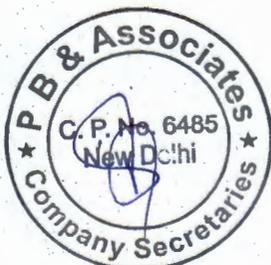
Subject: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting and voting through electronic Voting system at the 41st Annual General Meeting of the Members of International Travel House Limited ("the Company") held on Thursday, 22nd September, 2022 at 11:00A.M. through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM)

Dear Sir,

I, Pooja Bhatia, Proprietor, M/s P B & Associates, Practicing Company Secretaries, appointed by the Board of Directors of the Company at the Meeting held on 13th July, 2022 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 voting and electronic voting held during the 41st Annual General Meeting (AGM) of the Company held on 22nd September, 2022 through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

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 Nos. 14/2020, 17/2020, 20/2020, 39/2020, 02/2021 and 2/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, December 31, 2020, January 13, 2021 and May 05, 2022 respectively, issued by the Ministry of Corporate Affairs (MCA) (hereafter referred to as "MCA Circulars") relating to remote e-voting and e-voting during the AGM on the resolutions contained in the AGM Notice dated 13th July, 2022.



Scrutinizer's Responsibility

Our Responsibility as Scrutinizer for the remote e-voting and e-voting during the AGM is restricted to make a Consolidated Scrutinizer's Report of the vote cast 'in favour' or 'against' the resolutions stated in the Notice of AGM dated 13th July, 2022 based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide remote e-voting facility and e-voting during the AGM.

I do hereby submit my report as follows:

1. All the Resolutions for consideration at the AGM were transacted through remote e-voting and also e-voting during the AGM, 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.15th September, 2022 were entitled to cast their votes by remote e-voting or e-voting during the AGM.
3. Voting through remote e-voting commenced at 9:00 A.M. on 19th September, 2022 and ended on 5:00 P.M. on 21st September, 2022 and after which the remote e-voting was blocked by CDSL.
4. Facility of e-voting was provided during the AGM to those Members who did not cast their votes by remote e-voting prior to the AGM.
5. After conclusion of voting at the AGM, the votes cast through e-voting during the AGM and remote e-voting were unblocked on the same day at 1:04 P.M., in the presence of two witnesses, Mr. Devender Singh and Mr. Radhey Shayam Pandey neither of whom are in the employment of the Company.
6. Based on the reports generated from CDSL's e-voting website www.evotingindia.com, which I have scrutinized, the consolidated results of voting are reported as under:



ORDINARY BUSINESS

Item No. 1 — As an Ordinary Resolution

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.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	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	191	5432694	5	7	196	5432701	100
Voted against the Resolution	4	5	0	0	4	5	0
Total	195	5432699	5	7	200	5432706	100

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 1 of the AGM Notice of the Company dated 13th July, 2022 has been passed with Requisite Majority.



Item No. 2 — As an Ordinary Resolution

Appointment of Mr. Jagdish Singh (DIN: 00042258) who retires by rotation and, being eligible, offers himself for re-appointment.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	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	192	5432824	5	7	197	5432831	100
Voted against the Resolution	4	5	0	0	4	5	0
Total	196	5432829	5	7	201	5432836	100

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 2 of the AGM Notice of the Company dated 13th July, 2022 has been passed with Requisite Majority.



Item No. 3 — As an Ordinary Resolution

Re-appointment of Messrs. Deloitte Haskins & Sells LLP, Chartered Accountants (FRN 117366W/W-100018) as the Statutory Auditors of the Company

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	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	192	5432824	5	7	197	5432831	100
Voted against the Resolution	4	5	0	0	4	5	0
Total	196	5432829	5	7	201	5432836	100

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 3 of the AGM Notice of the Company dated 13th July, 2022 has been passed with Requisite Majority.



Item No. 4 — As Special Resolution

Variation in the terms of remuneration paid/payable to Mr. Bhagwateshwaran Hariharan, Managing Director (DIN: 02953902) w.e.f. 1st October, 2021.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	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	190	5403462	5	7	195	5403469	99.46
Voted against the Resolution	5	29237	0	0	5	29237	0.54
Total	195	5432699	5	7	200	5432706	100

Mr. Bhagwateshwaran Hariharan and his relatives are interested in this Resolution. None of the other Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this Resolution.

Based on the aforesaid results, Special Resolution as contained in Item No. 4 of the AGM Notice of the Company dated 13th July, 2022 has been passed with Requisite Majority.



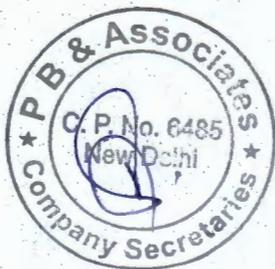
Item No. 5 — As an Ordinary Resolution

Entering into/continue to enter into related party transactions with ITC Limited ('ITC')

	Remote e-voting		E-voting during the AGM		Consolidated voting results*		
	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	189	500928	5	7	194	500935	100
Voted against the Resolution	4	5	0	0	4	5	0
Total	193	500933	5	7	198	500940	100

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 5 of the AGM Notice of the Company dated 13th July, 2022 has been passed with Requisite Majority.

* Pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, related parties of the Company were not eligible to vote and have therefore not voted on this Resolution.



Item No. 6 — As an Ordinary Resolution

Entering into/continue to enter into related party transactions with ITC Infotech India Limited ('IITL')

	Remote e-voting		E-voting during the AGM		Consolidated voting results*		
	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	188	500798	5	7	193	500805	100
Voted against the Resolution	4	5	0	0	4	5	0
Total	192	500803	5	7	197	500810	100

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 6 of the AGM Notice of the Company dated 13th July, 2022 has been passed with Requisite Majority.

* Pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, related parties of the Company were not eligible to vote and have therefore not voted on this Resolution.

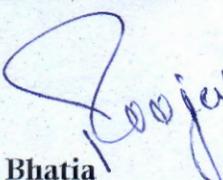
Note: for the purpose of calculation of No. of votes polled, only the valid votes have been counted and no. of invalid votes and abstained have not been taken into account.



7. 145 (One Hundred Forty Five) members were present through Video Conferencing/Other Audio Video Means and all the resolutions are passed with requisite majority.
8. All the relevant records shall remain in my safe custody until the Chairperson of the Meeting considers, approves and signs the minutes of the 41st Annual General Meeting 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
UDIN:F007673D001021994

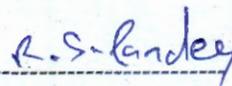


Place: New Delhi
Date: 22nd September 2022

We the undersigned, have witnessed that the votes cast through remote e-voting and e-voting during the AGM were unblocked from CDSL's e-voting website <https://www.evotingindia.com/> in our presence on 22nd September, 2022 at 1:04 P.M.



Name: Devender Singh
Address: H. No-N-8, BudhVihar,
Phase-1, Delhi-110086



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

Counter Signed by the Company Secretary

Signature:



