

Postal Ballot by voting through electronic means of International Travel House Limited – Voting Results

Voting results	
Record date	31-01-2025
Total number of shareholders on record date	13477
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

Date of declaration of Results of Postal Ballot through e-voting: 13-03-2025

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Variation in the remuneration of Mr. Ashwin Moodliar, Managing Director of the Company, with effect from 1st October, 2024				
Category	Mode of voting	No. of shares held	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	4931896	4931896	100	4931896	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4931896	4931896	100	4931896	0	100	0
Public-Institutions	E-Voting	445	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	445	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3062159	141287	4.614	141109	178	99.874	0.126
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3062159	141287	4.614	141109	178	99.874	0.126
Total		7994500	5073183	63.4584	5073005	178	99.9965	0.0035
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Entering into Material Related Party Transactions with ITC Limited during the Financial Year 2025-26				
Category	Mode of voting	No. of shares held	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	4931896	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4931896	0	0	0	0	0	0
Public- Institutions	E-Voting	445	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	445	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3062159	141287	4.614	141212	75	99.9469	0.0531
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3062159	141287	4.614	141212	75	99.9469	0.0531
Total		7994500	141287	1.7673	141212	75	99.9469	0.0531
				Whether resolution is Pass or Not. Yes				
				Disclosure of notes on resolution				

Resolution(3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Enterig into Material Related Party Transactions with ITC Hotels Limited during the Financial Year 2025-26					
Category	Mode of voting	No. of shares held	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	4931896	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4931896	0	0	0	0	0	0
Public- Institutions	E-Voting	445	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	445	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3062159	141287	4.614	141262	25	99.9823	0.0177
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3062159	141287	4.614	141262	25	99.9823	0.0177
Total		7994500	141287	1.7673	141262	25	99.9823	0.0177
			Whether resolution is Pass or Not. Yes					
			Disclosure of notes on resolution					

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Entering into Material Related Party Transactions with ITC Infotech India Limited during the Financial Year 2025-26				
Category	Mode of voting	No. of shares held	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	4931896	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4931896	0	0	0	0	0	0
Public- Institutions	E-Voting	445	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	445	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3062159	141287	4.614	141262	25	99.9823	0.0177
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3062159	141287	4.614	141262	25	99.9823	0.0177
Total		7994500	141287	1.7673	141262	25	99.9823	0.0177
Whether resolution is Pass or Not.				Yes				
Disclosure of notes on resolution								



AND ASSOCIATES

COMPANY SECRETARIES

Date: 13th March, 2025

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 11th February, 2025 and ended on 12th March, 2025

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 Tuesday, 11th February 2025 at 9:00 AM (IST) and ended on Wednesday, 12th March 2025 at 5:00 PM (IST).

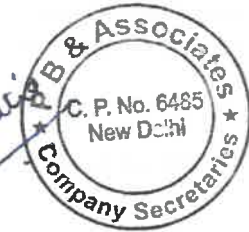
This is for your information and records.

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 the meeting held on 20th January 2025 acted 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 process of Postal Ballot through electronic voting which commenced on Tuesday, 11th February, 2025 at 9:00 AM (IST) and ended on Wednesday, 12th March, 2025 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 20th January, 2025.

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 20th January, 2025 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. Variation in the remuneration of Mr. Ashwin Moodliar, Managing Director of the Company, with effect from 1st October, 2024.
2. Entering into material related party transactions with ITC Limited during the Financial Year 2025-26.
3. Entering into material related party transactions with ITC Hotels Limited during the Financial Year 2025-26.



4. Entering into materialrelated party transactions with ITC Infotech India Limited during the Financial Year 2025-26.

I do hereby submit my report as follows:

1. The despatch of the Postal Ballot Notice dated 20th January, 2025 was completed on 10th February, 2025 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 the cut-off date i.e. 31st January, 2025. The Postal Ballot Notice was sent to the Members in electronic form to the email addresses registered with Depository Participants/ the Company's RTA.
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 Tuesday, 11th February 2025, (9:00 A.M. IST) to Wednesday, 12th March, 2025(5:00 P.M. IST).
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 12th March, 2025 at 5.15 P.M. (IST) in the presence of two witnesses, Mr. Radhey Shayam Pandey and Ms. Suhani Chawla, 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 31st January, 2025.
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**.



ITEM NO. 1- AS A SPECIAL RESOLUTION**VARIATION IN THE REMUNERATION OF MR. ASHWIN MOODLIAR, MANAGING DIRECTOR OF THE COMPANY, WITH EFFECT FROM 1ST OCTOBER, 2024**

	E-voting		
	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	133	50,73,005	99.99
Voted against the resolution	4	178	0.01
Total	137	50,73,183	100.00

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 Business as contained in Item No. 1 of the Notice of Postal Ballot of the Company dated 20th January, 2025 has been passed as a **Special Resolution**.

ITEM NO. 2- AS AN ORDINARY RESOLUTION**ENTERING INTO MATERIAL RELATED PARTY TRANSACTIONS WITH ITC LIMITED DURING THE FINANCIAL YEAR 2025-26**

	E-voting		
	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	133	1,41,212	99.95
Voted against the resolution	2	75	0.05
Total	135	1,41,287	100.00

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 Business as contained in Item No. 2 of the Notice of Postal Ballot of the Company dated 20th January, 2025 has been passed as an **Ordinary Resolution**.



ITEM NO. 3- AS AN ORDINARY RESOLUTION**ENTERING INTO MATERIAL RELATED PARTY TRANSACTIONS WITH ITC HOTELS LIMITED DURING THE FINANCIAL YEAR 2025-26**

	E-voting		
	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	134	1,41,262	99.98
Voted against the resolution	1	25	0.02
Total	135	1,41,287	100.00

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 Business as contained in Item No. 3 of the Notice of Postal Ballot of the Company dated 20th January, 2025 has been passed as an Ordinary Resolution.

ITEM NO.4- ORDINARY RESOLUTION**ENTERING INTO MATERIAL RELATED PARTY TRANSACTIONS WITH ITC INFOTECH INDIA LIMITED DURING THE FINANCIAL YEAR 2025-26**

	E-voting		
	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	134	1,41,262	99.98
Voted against the resolution	1	25	0.02
Total	135	1,41,287	100.00

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 Business as contained in Item No. 4 of the Notice of Postal Ballot of the Company dated 20th January, 2025 has been passed as an Ordinary 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: 13th March 2025

UDIN: F007673 F004096230



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 12th March, 2025 at 5:15 P.M.

A handwritten signature in blue ink, appearing to read "Suhani".

Name: Suhani Chawla
Address: BFH-28, Shalimar Bagh
Delhi-110088

A handwritten signature in black ink, appearing to read "R. S. Pandey".

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

Countersigned by the Company Secretary

Name: Meetu Gulati

Signature: A handwritten signature in blue ink, appearing to read "Meetu".

Dated: 13th March, 2025