

The General Manager
Dept. of Corporate Services
BSE Limited,
1st Floor, New Trading Ring
Rotunda Building
P.J. Towers, Dalal Street, Fort
Mumbai 400 001

5th September, 2018

Dear Sir,

37th Annual General Meeting


We enclose in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a summary of the proceedings of the 37th Annual General Meeting (AGM) of the Company held on 5th September, 2018 at New Delhi.

We would advise that all the Resolutions for approval at the 37th AGM, as set out in the Notice dated 30th July, 2018, have been passed by the Members by requisite. The Voting Results, in the prescribed format in terms of Regulation 44(3) of the Regulations, are also enclosed.

Thanking you.

Yours faithfully,

for International Travel House Limited


Janaki Aggarwal
Company Secretary
Encl: A/a



International Travel House Limited

An ISO 9001 Travel Company

CIN. : L63040DL1981PLC011941

Corporate Office : JMD Pacific Square, Unit No. 101, 1st Floor, Sector-15, Part-II, Gurugram, Haryana-122001, India, • Tel.: 0124-4786300

Regd. Office : 'Travel House' T-2, Comm. Centre, Sheikh Sarai Phase-I, New Delhi-110017, India, • Tel : 91-11-26017808, 46059100

E-mail : travelhouse@ith.co.in Website : www.travelhouseindia.com

Approved by Department of Tourism, Government of India • ADTOI • IATA • ICPB • PATA • TAAI • IATO

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Summary of the proceedings of the 37th Annual General Meeting

The 37th Annual General Meeting (AGM) of the Members of International Travel House Limited commenced at 9.30 a.m. on Wednesday, 5th September, 2018 at Air Force Auditorium, Subroto Park, New Delhi - 110 010 and concluded at 10.05 a.m.

- Mr. Nakul Anand, Chairman, chaired the 37th AGM. The business before the Meeting was taken up as quorum was present at the beginning and throughout the Meeting. 2,922 Members were present in person and / or through proxy at the Meeting.
- The Chairman introduced the Directors on the dais and advised the Members that the registers and documents, as statutorily required, were available for inspection during the Meeting.
- The Chairman delivered his Speech.
- The items of Ordinary Business and Special Business before the Meeting, as listed under Serial Nos. 1 to 6 below, were covered. The Chairman gave the opportunity to the Members to ask questions or seek clarifications on the Agenda items. Thereafter, the Chairman responded to the queries raised / clarifications sought by the Members.
- The facility to cast votes through remote e-voting was provided to Members from 9:00 a.m. on 1st September, 2018 till 5.00 p.m. on 4th September, 2018. Facility of voting through ballot paper was also provided at the Meeting venue to those Members who had not cast their votes through remote e-voting.
- The items of business as per the Notice dated 30th July, 2018 convening the 37th AGM were transacted, as follows:



Nakul Anand

Ordinary Business

1. 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;
2. Declaration of dividend for the financial year ended 31st March, 2018;
3. Appointment of Mr Nakul Anand who retires by rotation and offered himself for re-appointment;
4. Approval of remuneration of Messrs Deloitte Haskins & Sells LLP, Chartered Accountants, Statutory Auditors, for the financial year 2018-19.

Special Business

5. Appointment of Mr. Anand Nayak as an Independent Director of the Company for a period of five years with effect from 30th July, 2018 or till such earlier date as may be determined by any applicable statutes, rules, regulations or guidelines.
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 1st April, 2019 to 9th September, 2019.

The Chairman advised the Members that the Voting Results, alongwith the Scrutinizer's Report, would be made available on the Company's website and also on the website of Central Depository Services (India) Limited. The Voting Results would also be forwarded to the Stock Exchange.

All the Resolutions for consideration at the 37th AGM in respect of the items set out in the Notice dated 30th 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.



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

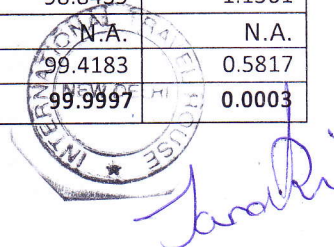
Date of the AGM:	5 September 2018
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to voting – 29th August, 2018)	12,845
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	3 2,919
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) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
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

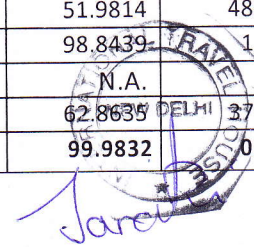


Item No. 2 - Declaration of dividend for the financial year ended 31 March 2018.

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



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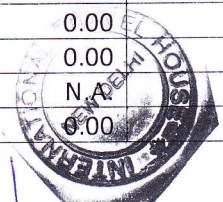
Item No. 4 - Approval of remuneration of Messrs. Deloitte Haskins & Sells LLP, Chartered Accountants, Statutory Auditors, for the financial year 2018-19.

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

