

**33<sup>rd</sup> Annual General Meeting of International Travel House Limited – details of voting results**

<b>Date of the AGM :</b>	10 <sup>th</sup> September, 2014
<b>Total Number of Shareholders on the record date:</b> (being the cut-off date for determining shareholders entitled to e-voting – 8 <sup>th</sup> August, 2014)	13,640
<b>Number of Shareholders present in the meeting either in person or through proxy:</b>	
Promoter and Promoter Group:	3
Public:	2746
<b>Number of shareholders attended through video conference:</b>	N.A.
Promoter and Promoter Group:	
Public:	
<b>Mode of Voting</b>	E-voting

**Agenda-wise**

**ORDINARY BUSINESS**

**Item No.1 – Ordinary Resolution**

**Adoption of Accounts for the financial year ended 31<sup>st</sup> March, 2014, the Balance Sheet as at that date and the Reports of the Directors and Auditors thereon.**

Promoter/PUBLIC	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	49,31,896	49,31,896	100	49,31,896	-	100	0
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	24,878	24,878	100	24,827	51	99.79499	0.20500
<b>Total</b>	<b>49,56,774</b>	<b>49,56,774</b>	<b>100</b>	<b>49,56,723</b>	<b>51</b>	<b>99.99897</b>	<b>0.00102</b>

**International Travel House Limited**

An ISO 9001 Travel Company

Registered Office : 'Travel House' T-2, Community Centre, Sheikh Sarai Phase-I, New Delhi-110017, India

CIN : L63040DL1981PLC011941

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

Network Partner

**GlobalStar**

Travel Management

Leaders in Multinational Travel



Item No.2 – Ordinary Resolution

**Declaration of Dividend for the financial year ended 31<sup>st</sup> March, 2014**

Promoter/Publ ic	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	49,31,896	49,31,896	100	49,31,896	-	100	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	24,878	24,878	100	24,827	51	99.79499	0.20500
<b>Total</b>	<b>49,56,774</b>	<b>49,56,774</b>	<b>100</b>	<b>49,56,723</b>	<b>51</b>	<b>99.99897</b>	<b>0.00102</b>

Item No.3 – Ordinary Resolution

**Appointment of Mr. Anil Rajput who retires by rotation and being eligible, offers himself for re-appointment.**

Promoter/Publ ic	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	49,31,896	49,31,896	100	49,31,896	-	100	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	24,878	24,878	100	24,727	151	99.3930	0.60696
<b>Total</b>	<b>49,56,774</b>	<b>49,56,774</b>	<b>100</b>	<b>4956623</b>	<b>151</b>	<b>99.99695</b>	<b>0.00304</b>



Item No.4 – Ordinary Resolution

Appointment of Messers S.R. Batliboi & Associates LLP, Chartered Accountants, as Auditors, for a period of three years till the conclusion of this AGM till the conclusion of Thirty Sixth AGM of the Company and their remuneration at Rs.13,00,000/- for the financial year ended 2014-15.

Promoter/PUBLIC	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	49,31,896	49,31,896	100	49,31,896	-	100	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	24,878	24,878	100	24,727	151	99.3930	0.60696
<b>Total</b>	<b>49,56,774</b>	<b>49,56,774</b>	<b>100</b>	<b>4956623</b>	<b>151</b>	<b>99.99695</b>	<b>0.00304</b>

SPECIAL BUSINESS

Item No.5 – Ordinary Resolution

Variation in remuneration of Mr. Jehangir Jal Ghadiali, Managing Director of the Company for residual period of his current term.

Promoter/Public	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	49,31,896	49,31,896	100	49,31,896	-	100	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	24,878	24,878	100	24,310	568	97.71685	2.28314
<b>Total</b>	<b>49,56,774</b>	<b>49,56,774</b>	<b>100</b>	<b>49,56,206</b>	<b>568</b>	<b>99.98854</b>	<b>0.01145</b>





Item No.6 – Ordinary Resolution

Appointment of Mrs Sudha Pillai as an Independent Director for a period of five years with effect from the date of this AGM.

Promoter/Public	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	49,31,896	49,31,896	100	49,31,896	-	100	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	24,878	24,878	100	24,727	151	99.3930	0.60696
<b>Total</b>	<b>49,56,774</b>	<b>49,56,774</b>	<b>100</b>	<b>4956623</b>	<b>151</b>	<b>99.99695</b>	<b>0.00304</b>

Item No.7 – Ordinary Resolution

Appointment of Mr Anil Bajjal as an Independent Director for a period of five years with effect from the date of this AGM.

Promoter/Public	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	49,31,896	49,31,896	100	49,31,896	-	100	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	24,878	24,878	100	24,727	151	99.3930	0.60696
<b>Total</b>	<b>49,56,774</b>	<b>49,56,774</b>	<b>100</b>	<b>4956623</b>	<b>151</b>	<b>99.99695</b>	<b>0.00304</b>





Item No.8 – Ordinary Resolution

**Appointment of Mr Homi Phiroze Ranina as an Independent Director for a period of five years with effect from the date of this AGM.**

Promoter/PUBLIC	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	49,31,896	49,31,896	100	49,31,896	-	100	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	24,878	24,878	100	24,727	151	99.3930	0.60696
<b>Total</b>	<b>49,56,774</b>	<b>49,56,774</b>	<b>100</b>	<b>4956623</b>	<b>151</b>	<b>99.99695</b>	<b>0.00304</b>

Item No.9 – Ordinary Resolution

**Appointment of Mr Krishan Lal Thapar as an Independent Director for a period of five years with effect from the date of this AGM.**

Promoter/Public	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	49,31,896	49,31,896	100	49,31,896	-	100	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	24,878	24,878	100	24,727	151	99.3930	0.60696
<b>Total</b>	<b>49,56,774</b>	<b>49,56,774</b>	<b>100</b>	<b>4956623</b>	<b>151</b>	<b>99.99695</b>	<b>0.00304</b>



Item No.10 – Special Resolution

**Mortgaging/ charging of assets of the Company under Section 180(a) of the Companies Act, 2013.**

Promoter/Public	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	49,31,896	49,31,896	100	49,31,896	-	100	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	24,878	24,878	100	24,827	51	99.79499	0.20500
<b>Total</b>	<b>49,56,774</b>	<b>49,56,774</b>	<b>100</b>	<b>49,56,723</b>	<b>51</b>	<b>99.99897</b>	<b>0.00102</b>

Item No.11 – Special Resolution

**Borrowing money upto Rs. 50 crores over and above the aggregate of the paid up share capital and free reserves of the Company.**

Promoter/Public	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	49,31,896	49,31,896	100	49,31,896	-	100	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	24,878	24,878	100	24,827	51	99.79499	0.20500
<b>Total</b>	<b>49,56,774</b>	<b>49,56,774</b>	<b>100</b>	<b>49,56,723</b>	<b>51</b>	<b>99.99897</b>	<b>0.00102</b>

All the resolutions with respect to the agenda items were passed by requisite majority. The resolutions as approved by the Members of the Company, in terms of the Notice dated 8<sup>th</sup> August, 2014, will form part of the Minutes of the Annual General Meeting.

