

GIRISH NEELAM & ASSOCIATES

CHARTERED ACCOUNTANTS

E-26, Moti Nagar, New Delhi-110015

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**Scrutinizer's Report**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) of the  
Companies (Management and Administration) Rules, 2014]*

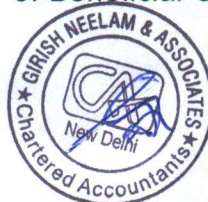
The Chairman  
International Travel House Limited  
"Travel House", T-2, Community Centre,  
Sheikh Sarai, Phase-1, New Delhi-110017

**36th Annual General Meeting of the Members of International Travel House  
Limited ('the Company') held on Friday, 4th August, 2017 at Air Force Auditorium,  
Subroto Park, New Delhi-110010**

Dear Sir,

I, Girish Nathani, Chartered Accountant and Partner, Messrs. Girish Neelam & Associates, Chartered Accountants, appointed by the Board of Directors of the Company at the meeting held on 22nd April, 2017 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 e-voting and voting through ballot paper at the 36th Annual General Meeting (AGM) of the Company in respect of the Resolutions for consideration at the said AGM, do hereby submit my report as follows:-

1. All Resolutions for consideration at the AGM were transacted through remote e-voting and also voting through ballot paper at the AGM venue, 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. 28th July, 2017 were entitled to cast their votes by remote e-voting or voting through ballot paper at the AGM venue.

3. Voting through remote e-voting commenced at 9.00 a.m. on 31st July, 2017 and ended at 5.00 p.m. on 3rd August, 2017, when remote e-voting was blocked by CDSL.
4. Facility of voting through ballot paper was provided at the AGM venue to those Members present at the AGM who did not cast their votes by remote e-voting prior to the AGM.
5. Members and proxies, after marking their preferences in the Ballot Paper, cast their votes in the ballot box. After conclusion of voting at the venue, the locked ballot box was opened at 10.35 a.m. in the presence of 2 (two) witnesses, Mr. Azharuddin and Mr. Neeraj, neither of whom are in the employment of the Company, and ballot papers were diligently scrutinized.
6. After counting votes cast through ballot paper at the AGM venue, the votes cast through remote e-voting were unblocked the same day at 10.45 a.m. in the presence of 2 (two) witnesses as named above.
7. Based on the reports generated from CDSL's e-voting website [www.evotingindia.com](http://www.evotingindia.com) and voting through ballot paper at the AGM venue, which I have scrutinised, the consolidated results of voting are reported as under:

**ORDINARY BUSINESS**

**Item No. 1 — Ordinary Resolution**

**Adoption of the Financial Statements for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and the Auditors.**

	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person Or by proxy)	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	09	4932071	76	418	85	4932489	61.70%
Voted against the Resolution	1	1	0	0	1	1	0.00%
Invalid votes	0	0	0	0	0	0	0.00%

**Item No. 2 — Ordinary Resolution**

**Declaration of dividend for the financial year ended 31st March, 2017.**

	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person Or by proxy)	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	09	4932071	76	418	85	4932489	61.70%
Voted against the Resolution	1	1	0	0	1	1	0.00%
Invalid votes	0	0	0	0	0	0	0.00%

**Item No. 3 — Ordinary Resolution**

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

	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person Or by proxy)	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	09	4932071	76	418	85	4932489	61.70%
Voted against the Resolution	1	1	0	0	1	1	0.00%
Invalid votes	0	0	0	0	0	0	0.00%



Item No.4 — Ordinary Resolution

**Appointment of Messrs Deloitte Haskins & Sells LLP, Chartered Accountants, as Auditors, for a period of five years from the conclusion of this AGM till the conclusion of Forty First AGM, subject to ratification at every AGM and approval of their remuneration for the financial year 2017-18.**

	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person Or by proxy)	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	09	4932071	76	418	85	4932489	61.70%
Voted against the Resolution	1	1	0	0	1	1	0.00%
Invalid votes	0	0	0	0	0	0	0.00%

SPECIAL BUSINESS

Item No. 5 — Ordinary Resolution

**Appointment of Mr Ghanshyam Arora as the Manager with effect from 6th February, 2017 and approval of his remuneration.**

	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person Or by proxy)	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	09	4932071	76	418	85	4932489	61.70%
Voted against the Resolution	1	1	0	0	1	1	0.00%
Invalid votes	0	0	0	0	0	0	0.00%

Place : New Delhi  
Date : 4th August, 2017



Yours faithfully

*Girish Nathani*  
(Girish Nathani)  
SCRUTINIZER

We the undersigned have witnessed that the ballot box was opened and the votes cast through remote e-voting were unblocked from CDSL's e-voting website [www.evotingindia.com](http://www.evotingindia.com) in our presence on 4th August, 2017 at 10.35 a.m. and 10.45 a.m. respectively.

*Azharuddin*

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Address: RZ-192 A/16,  
Tughlakabad Extension,  
New Delhi – 110019

*Neeraj*

Name: Neeraj  
Address: H. no 3328/51  
Azad Chowk, Arya Nagar  
Rewari (Haryana) - 123401