

**42<sup>nd</sup> Annual General Meeting (AGM) of International Travel House Limited**  
**Details of voting results**

<b>Date of the AGM:</b>	12 <sup>th</sup> September, 2023
<b>Total number of shareholders on record date:</b> (being the cut-off date for determining shareholders entitled to vote – 5 <sup>th</sup> September, 2023)	11,458
<b>No. of Shareholders present in the meeting either in person or through proxy:</b>  Promoters and Promoter Group: Public:	Not Applicable
<b>No. of Shareholders attended the meeting through video conferencing:</b>  Promoters and Promoter Group: Public	3 169

**Agenda – wise disclosure**

**ORDINARY BUSINESS**

**Item No. 1 - Adoption of the Financial Statements of the Company for the financial year ended 31st March, 2023, and the Reports of the Board of Directors and the Auditors thereon.**

<b>Resolution Required:</b>						Ordinary Resolution		
<b>Whether promoter / promoter group are interested in the agenda / resolution:</b>						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	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		4931896	99.9999	4931896	0	100	0
Public - Institutions	E-Voting*	300	0	0.0000	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		0	0.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting*	3062299	755294	24.6643	755285	9	99.9988	0.0012
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		755294	24.6643	755285	9	99.9988	0.0012
<b>Total</b>		<b>7994500</b>	<b>5687190</b>	<b>71.1388</b>	<b>5687181</b>	<b>9</b>	<b>99.9998</b>	<b>0.0002</b>



**Item No. 2 - Declaration of Final Dividend of Rs. 3.50 per Equity Share of Rs. 10/- each for the financial year ended 31st March, 2023.**

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	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		4931896	99.9999	4931896	0	100	0
Public - Institutions	E-Voting*	300	0	0.0000	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		0	0.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting*	3062299	755294	24.6643	755285	9	99.9988	0.0012
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		755294	24.6643	755285	9	99.9988	0.0012
<b>Total</b>		<b>7994500</b>	<b>5687190</b>	<b>71.1388</b>	<b>5687181</b>	<b>9</b>	<b>99.9998</b>	<b>0.0002</b>



**Item No. 3 - Appointment of Mr. Anil Rajput who retires by rotation and, being eligible, offers himself for re-appointment.**

<b>Resolution Required:</b>						Ordinary Resolution		
<b>Whether promoter / promoter group are interested in the agenda / resolution:</b>						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	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		4931896	99.9999	4931896	0	100	0
Public - Institutions	E-Voting*	300	0	0.0000	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		0	0.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting*	3062299	755294	24.6643	754885	409	99.9458	0.0542
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		755294	24.6643	754885	409	99.9458	0.0542
<b>Total</b>		<b>7994500</b>	<b>5687190</b>	<b>71.1388</b>	<b>5686781</b>	<b>409</b>	<b>99.9928</b>	<b>0.0072</b>



**Item No. 4 - Approval to remuneration of Messrs. Deloitte Haskins & Sells LLP, Chartered Accountants, Statutory Auditors of the Company for conduct of audit for the financial year 2023-24.**

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) = $\frac{(2)}{(1)} * 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} * 100$	(7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting*	4931901	4931896	99.9999	4931896	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		4931896	99.9999	4931896	0	100	0
Public - Institutions	E-Voting*	300	0	0.0000	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		0	0.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting*	3062299	755294	24.6643	755285	9	99.9988	0.0012
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		755294	24.6643	755285	9	99.9988	0.0012
<b>Total</b>		<b>7994500</b>	<b>5687190</b>	<b>71.1388</b>	<b>5687181</b>	<b>9</b>	<b>99.9998</b>	<b>0.0002</b>



## **SPECIAL BUSINESS**

**Item No. 5 - Re-appointment of Mr. Pradeep Vasant Dhobale as an Independent Director of the Company for a period of five years with effect from 1st November, 2023.**

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	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		4931896	99.9999	4931896	0	100	0
Public - Institutions	E-Voting*	300	0	0.0000	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		0	0.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting*	3062299	755294	24.6643	754885	409	99.9458	0.0542
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		755294	24.6643	754885	409	99.9458	0.0542
<b>Total</b>		<b>7994500</b>	<b>5687190</b>	<b>71.1388</b>	<b>5686781</b>	<b>409</b>	<b>99.9928</b>	<b>0.0072</b>



**Item No. 6 – Modification of related party transactions to be entered with ITC Limited, during the financial year 2023-24.**

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 <sup>#</sup>	E-Voting*	4931901	0	00.00	0	0	0.0000	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		0	00.00	0	0	0.0000	0.0000
Public - Institutions	E-Voting*	300	0	0.0000	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		0	0.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting*	3062299	755294	24.6643	755285	9	99.9988	0.0012
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		755294	24.6643	755285	9	99.9988	0.0012
<b>Total</b>		<b>7994500</b>	<b>755294</b>	<b>9.4477</b>	<b>755285</b>	<b>9</b>	<b>99.9988</b>	<b>0.0012</b>

<sup>#</sup>Pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, related parties of the Company were not eligible to vote. Accordingly, 3626633 votes cast by Russell Credit Limited (Promoter Company), are considered as invalid.



**Item No. 7 - Entering into/continue to enter into related party transactions with ITC Limited, during the financial year 2024-25.**

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 <sup>#</sup>	E-Voting*	4931901	0	00.00	0	0	0.0000	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		0	00.00	0	0	0.0000	0.0000
Public - Institutions	E-Voting*	300	0	0.0000	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		0	0.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting*	3062299	755294	24.6643	754885	409	99.9458	0.0542
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		755294	24.6643	754885	409	99.9458	0.0542
<b>Total</b>		<b>7994500</b>	<b>755294</b>	<b>9.4477</b>	<b>754885</b>	<b>409</b>	<b>99.9458</b>	<b>0.0542</b>

<sup>#</sup>Pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, related parties of the Company were not eligible to vote. Accordingly, 3626633 votes cast by Russell Credit Limited (Promoter Company), are considered as invalid.



**Item No. 8 - Entering into/continue to enter into related party transactions with ITC Infotech India Limited, during the financial year 2024-25.**

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 <sup>#</sup>	E-Voting*	4931901	0	00.00	0	0	0.0000	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		0	00.00	0	0	0.0000	0.0000
Public - Institutions	E-Voting*	300	0	0.0000	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		0	0.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting*	3062299	755294	24.6643	755285	9	99.9988	0.0012
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		755294	24.6643	755285	9	99.9988	0.0012
<b>Total</b>		<b>7994500</b>	<b>755294</b>	<b>9.4477</b>	<b>755285</b>	<b>9</b>	<b>99.9988</b>	<b>0.0012</b>

<sup>#</sup>Pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, related parties of the Company were not eligible to vote. Accordingly, 3626633 votes cast by Russell Credit Limited (Promoter Company), are considered as invalid.

*\*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 42<sup>nd</sup> AGM in respect of the items set out in the Notice dated 25<sup>th</sup>July, 2023 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.**





# P B

AND ASSOCIATES  
COMPANY SECRETARIES

Date: 12<sup>th</sup> September 2023

To  
Mr. Nakul Anand  
The Chairman  
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' during respect to the resolutions contained in the Notice of the 42<sup>nd</sup> Annual General Meeting of International Travel House Limited held on Tuesday, 12<sup>th</sup> September, 2023 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 during the Meeting' in respect to the resolutions contained in the Notice of the 42<sup>nd</sup> Annual General Meeting of International Travel House Limited held on **Tuesday, 12<sup>th</sup> September, 2023 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*  
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,  
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 E-Voting at the 42<sup>nd</sup> Annual General Meeting of the Members of International Travel House Limited ("the Company") held on Tuesday, 12<sup>th</sup> September, 2023 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 Secretary was appointed by the Board of Directors of the Company at the meeting held on 25<sup>th</sup> July, 2023 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 e-voting during the 42<sup>nd</sup> Annual General Meeting (AGM) of the Company held on 12<sup>th</sup> September, 2023 through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM), in respect of the resolutions for consideration at the said AGM.

**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, 2/2022 and 10/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, December 31, 2020, January 13, 2021, May 05, 2022 and December 28, 2022 respectively, issued by the Ministry of Corporate Affairs relating to remote e-voting and e-voting during the AGM on the resolutions contained in the AGM Notice dated 25<sup>th</sup> July, 2023 ('AGM Notice').



### **Scrutinizer's Responsibility**

Our Responsibility as Scrutinizer for the remote e-voting and e-voting during the AGM is restricted to preparing a Consolidated Scrutinizer's Report of the vote cast 'in favour' or 'against' the resolutions stated in the AGM Notice dated 25<sup>th</sup> July, 2023 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 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 NSDL.
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. 5<sup>th</sup> September, 2023 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 8<sup>th</sup> September, 2023 and ended on 5:00 P.M. on 11<sup>st</sup> September, 2023 and after which the remote e-voting was blocked by NSDL.
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 during the AGM, the votes cast through e-voting during the AGM and remote e-voting were unblocked on the same day at 12:35 P.M. in the presence of two witnesses, Mr. Devender Singh and Ms. Naina Soni neither of whom are in the employment of the Company.
6. Based on the reports generated from CDSL's e-voting website [www.evoting.nsdl.com](http://www.evoting.nsdl.com), which I have scrutinized, the consolidated results of voting are reported as under:



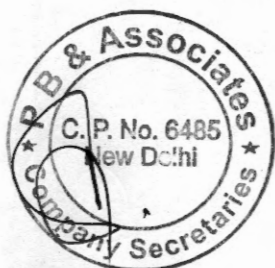
## ORDINARY BUSINESS

### Item No. 1 — As an Ordinary Resolution

**Adoption of the Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023, 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	5686898	13	283	204	5687181	99.9998
Voted against the resolution	8	9	0	0	8	9	0.0002
<b>Total</b>	<b>199</b>	<b>5686907</b>	<b>13</b>	<b>283</b>	<b>212</b>	<b>5687190</b>	<b>100</b>

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

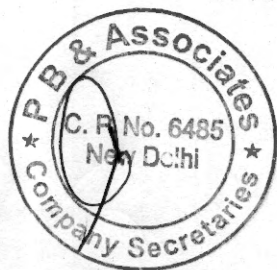


**Item No. 2 — As an Ordinary Resolution**

**Declaration of Final Dividend of Rs. 3.50 per Equity Share of Rs. 10/- each for the financial year ended 31<sup>st</sup> March, 2023.**

	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	5686898	13	283	204	5687181	99.9998
Voted against the resolution	8	9	0	0	8	9	0.0002
<b>Total</b>	<b>199</b>	<b>5686907</b>	<b>13</b>	<b>283</b>	<b>212</b>	<b>5687190</b>	<b>100</b>

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



**Item No. 3 — As an Ordinary Resolution**

**Appointment of Mr. Anil Rajput (DIN: 00022289) 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	190	5686498	13	283	203	5686781	99.9928
Voted against the resolution	9	409	0	0	9	409	0.0072
<b>Total</b>	<b>199</b>	<b>5686907</b>	<b>13</b>	<b>283</b>	<b>212</b>	<b>5687190</b>	<b>100</b>

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



**Item No. 4 — As an Ordinary Resolution**

**Approval to remuneration of Messrs. Deloitte Haskins & Sells LLP, Chartered Accountants, Statutory Auditors of the Company for conduct of audit for the financial year 2023-24.**

	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	5686898	13	283	204	5687181	99.9998
Voted against the resolution	8	9	0	0	8	9	0.0002
<b>Total</b>	<b>199</b>	<b>5686907</b>	<b>13</b>	<b>283</b>	<b>212</b>	<b>5687190</b>	<b>100</b>

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 4 of the AGM Notice, has been passed with Requisite Majority.



**Item No. 5 — As SpecialResolution**

**Re-appointment of Mr. Pradeep Vasant Dhobale (DIN:00274636) as an Independent Director of the Company for a period of five years with effect from 1<sup>st</sup> November, 2023.**

	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	5686498	13	283	203	5686781	99.9928
Voted against the resolution	9	409	0	0	9	409	0.0072
<b>Total</b>	<b>199</b>	<b>5686907</b>	<b>13</b>	<b>283</b>	<b>212</b>	<b>5687190</b>	<b>100</b>

Based on the aforesaid results, SpecialResolution as contained in Item No. 5 of the AGM Notice, has been passed with Requisite Majority.





**Item No. 6 — As an Ordinary Resolution**

**Modification of related party transactions entered with ITC Limited, during the financial year 2023-24.**

	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	755002	13	283	201	755285	99.9988
Voted against the resolution	8	9	0	0	8	9	0.0012
<b>Total</b>	<b>196</b>	<b>755011</b>	<b>13</b>	<b>283</b>	<b>209</b>	<b>755294</b>	<b>100</b>

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 6 of the AGM Notice, 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. Accordingly, vote cast, if any, were considered as invalid.



**Item No. 7 — As an Ordinary Resolution**

**Entering into/continue to enter intorelated party transactions with ITC Limited, during the financial year 2024-25.**

	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	187	754602	13	283	200	754885	99.9458
Voted against the resolution	9	409	0	0	9	409	0.0542
<b>Total</b>	<b>196</b>	<b>755011</b>	<b>13</b>	<b>283</b>	<b>209</b>	<b>755294</b>	<b>100</b>

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 7 of the AGM Notice, 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. Accordingly, vote cast, if any, were considered as invalid.



**Item No. 8 — As an Ordinary Resolution**

**Entering into/continue to enter into related party transactions with ITC Infotech India Limited, during the financial year 2024-25.**

	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	755002	13	283	201	755285	99.9988
Voted against the resolution	8	9	0	0	8	9	0.0012
Total	196	755011	13	283	209	755294	100

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 8 of the AGM

Notice 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. Accordingly, vote cast, if any, were considered as invalid.

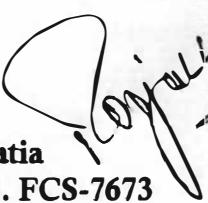
*Note: for the purpose of calculation of No. of votes polled, only the valid votes have been counted and no. of invalid votes and abstained have not been taken into account.*



7. 172 (One Hundred Seventy Two) Members were Present through VC/OAVM and all the resolutions are passed with requisite majority.
8. All the relevant records shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the AGM and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.

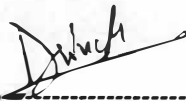
Thanking you,

Yours faithfully,  
For P B & Associates  
(Company Secretaries)

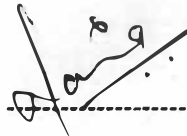
  
Pooja Bhatia  
Mem. No. FCS-7673  
COP: 6485  
UDIN: F007673E000992272  
Place: New Delhi  
Date: 12/09/23



We the undersigned, have witnessed that the votes cast through remote e-voting and e-voting during the AGM were unblocked from NSDL's e-voting website <https://www.evoting.nsdl.com/> in our presence on 12<sup>th</sup> September, 2023 at 12:35 P.M.



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



Name: Naina Soni  
Address: A-107B, Dashrathpuri, New  
Delhi-110042

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**Counter Signed by the Company Secretary**

Signature:

