

# भारत पर्यटन विकास निगम लि. India Tourism Development Corporation Ltd.



( भारत सरकार का एक उपक्रम )

(A Government of India Undertaking)

CIN: L74899DL1965GOI004363

Website: [www.theashokgroup.com](http://www.theashokgroup.com)

तारीख  
Date

28.09.2017

निर्देश  
Reference

SEC: COORD:

Listing Department, National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051.	Manager, Department of Corporate Services, The Bombay Stock Exchange, Mumbai Floor 25, Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai – 400 001.
Scrip Code— ITDC (EQ)	Scrip Code— 532189

**Sub: Proceedings of 52<sup>nd</sup> Annual General Meeting of India Tourism Development Corporation Limited held on 28<sup>th</sup> September, 2017.**

Dear Sir(s),

The 52<sup>nd</sup> Annual General Meeting of India Tourism Development Corporation Limited (ITDC) was held on 28<sup>th</sup> September, 2017.

As per requirement of Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of 52<sup>nd</sup> AGM of ITDC are enclosed herewith at **Annexure I**.

You are requested to take the same on record.

Thanking you,

**For India Tourism Development Corporation Limited**

  
**V. K. JAIN**

**Company Secretary**

Encl: As above

**PROCEEDINGS OF THE 52<sup>nd</sup> ANNUAL GENERAL MEETING OF INDIA TOURISM DEVELOPMENT CORPORATION LIMITED HELD ON THURSDAY, 28<sup>th</sup> DAY OF SEPTEMBER, 2017.**

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The 52<sup>nd</sup> Annual General Meeting (AGM) of India Tourism Development Corporation Limited was held on Thursday, the 28<sup>th</sup> day of September, 2017 at 1130 hours in Ashok Hotel at Convention Hall New Delhi - 110021, India.

In terms of Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of 52<sup>nd</sup> AGM of ITDC were as under:-

- I. At the outset, Company Secretary extended a warm welcome to the shareholders at the 52<sup>nd</sup> AGM of the Company and confirmed the presence of requisite quorum for the Meeting.
- II. Company Secretary welcomed the Board Members, Authorized Representative of the President of India, and other officials of the management. Company Secretary confirmed the presence of the Chairman of the Audit Committee, Chairman of the Nomination & Remuneration Committee, Chairman of the CSR Committee and & Chairman of the Stakeholders Relationship Committee. Company secretary also confirmed the presence of Statutory Auditors, Secretarial Auditor & the Scrutinizer.
- III. The Chairperson, Mrs. Ravneet Kaur, addressed the shareholders and thereafter as requested by the Chairperson, Company Secretary read out the observations/comments in the Statutory Auditors' Report & Secretarial Auditors' Report and drew the attention of the members to the Management's Reply thereto, as mentioned in the Board's Report forming part of the Annual Report for the financial year 2016-17.
- IV. Company Secretary stated that in compliance with the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided *remote* e-voting facility to the shareholders of the Company to enable them to cast their votes electronically on the items mentioned in the Notice from **Monday, September 25, 2017 (9.00 a.m) to Wednesday, September 27, 2017 (5.00 p.m)**. Further, it was informed that the Company had fixed Friday, the September 22, 2017 as the Cut-off date for determining the eligibility to vote by electronic means or through ballot process in the AGM.
- V. Company Secretary informed that the Company has appointed Shri Jalaj Srivastava, Partner of M/s Jalaj Srivastava & Associates, Practicing Company Secretaries, New Delhi as the Scrutinizer to scrutinize the votes cast by the shareholders through remote e-voting and ballot process at the AGM venue. He further informed that those Shareholders who had cast their vote through remote e-voting can attend the Meeting but shall not be allowed to vote again at the Meeting. In case of any members cast their vote both via physical as well as E-voting then the voting done through E-Voting will be final.

- VI. Thereafter, Company Secretary read the items of the Ordinary and Special Business to be transacted at the 52<sup>nd</sup> Annual General Meeting as detailed below and explained the procedure for casting vote on the resolutions mentioned below through ballot process:-

Item No.	Particulars	Type of Resolution
<b>ORDINARY BUSINESS</b>		
1.	Adoption of Standalone Financial Statements for the FY 2016-17, Report of Board of Directors, Auditors, and C&AG thereon.	Ordinary
2.	Adoption of Consolidated Financial Statements for the FY 2016-17, Report of Auditors, and C&AG thereon.	Ordinary
3.	Declaration of Dividend @ 13.30% on Equity Shares Capital.	Ordinary
4.	Appointment of Director in place of Shri Piyush Tiwari, who retires by rotation.	Ordinary
5.	Appointment of Director in place of Shri Pradip K. Das, who retires by rotation	Ordinary
<b>SPECIAL BUSINESS</b>		
6.	Approval under section 180(4) of the Companies Act for utilization of disinvestment proceeds.	Special

- VII. The Company Secretary explained the objectives and implications of each of the above resolutions. The Resolutions were thereafter put to vote through ballot process. Meanwhile, the Chairperson interacted with the shareholders and responded to the queries /comments of the shareholders on the items of business.
- VIII. The Chairperson stated that the results of voting on each resolution shall be determined by aggregating votes cast through *remote* e-voting and Ballot process. He further stated that the results of voting will be announced and uploaded on the website of the Company ([www.theashokgroup.com](http://www.theashokgroup.com)) and on Karvy's website (<https://evoting.karvy.com>) and will also be submitted to the Stock Exchanges within the prescribed time. Further, it was informed that the above resolutions will be deemed to be passed on the date of AGM, i.e. September 28, 2017, subject to receipt of the requisite number of votes in favour of the Resolutions.
- IX. After the ballot process was completed, the Chairperson formally announced the closure of business of 52<sup>nd</sup> AGM of the Company. There being no other business to transact, the meeting ended at 12.15 P.M. with a vote of thanks to the chair given by Shri Piyush Tiwari, Director (C&M).

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