

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

( भारत सरकार का एक उपक्रम )  
(A Government of India Undertaking)

प

तारीख  
Date

निर्देश  
Reference

Ref: SEC:COORD:134

Dt.30.09.2015

The Manager  
Department of Corporate Services  
The Stock Exchange, Mumbai  
Floor 25, P.J. Towers, Dalal Street  
Mumbai- 400 001

**Sub: Scrip Code : 532189**

**Sub: 50<sup>th</sup> Annual General Meeting held on 28<sup>th</sup> September, 2015-  
Declaration of Result of E-voting and Poll at AGM**

Sir,

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014, the Company had provided electronic voting facility (e-voting) to the Members entitled to cast their vote at the Annual General Meeting. The e-Voting process was carried out by the Company from 9.00 a.m. IST on Thursday, the 24<sup>th</sup> September, 2015 to 5.00 p.m. IST on Sunday, the 27<sup>th</sup> September, 2015 with the cut-off date for determining shareholders, being 20<sup>th</sup> September, 2015. The Company had also provided ballot voting of all the Resolutions at the AGM held on 28<sup>th</sup> September, 2015.

2 Shri Jalaj Srivastava, Practising Company Secretary (Membership No. 8498) who was appointed as a Scrutinizer for e-voting as well as voting through ballot process at the AGM has submitted his consolidated Report to the Chairman of the Meeting.

3 The Consolidated voting results in terms of Clause 35A of the Listing Agreement and the consolidated Report of the Scrutinizer dated 30<sup>th</sup> September, 2015 are enclosed herewith.

4 Based on the consolidated Report of the Scrutinizer, all the 6 (Six) Resolutions as set out in the Notice of 50<sup>th</sup> Annual General Meeting of the Company have been duly approved by the Shareholders with requisite majority.

You are requested, please take the same into your record.

Thanking you,

For India Tourism Development Corporation Limited

  
**V. K. JAIN**  
**COMPANY SECRETARY**

**India Tourism Development Corporation Limited**

**50<sup>th</sup> Annual General Meeting – Details of Voting Results under Clause 35A of the L/A**

Date of AGM : 28.09.2015

Total Number of shareholders on record date : 3224

No. of Shareholders present in the meeting either in person or through proxy :

Promoter and Promoter Group	1
Public (Institutional holders)	Nil
Public-Others	240
Total	241

No. of shareholders attended the meeting through Video Conferencing : N.A.

Mode of Voting : In respect of all items, voting were made by the following means :

**1. E-voting** : From (9.00 A.M.IST) on Thursday, 24<sup>th</sup> September, 2015 to (5.00 pm. IST) on Sunday, the 27<sup>th</sup> September, 2015.

**2. Poll** : Conducted at the AGM on 28<sup>th</sup> September, 2015

**AGENDA WISE POLLING DETAILS**

**Resolution No. 1 – Ordinary Resolution**

**Adoption of Annual Financial Statements of the Corporation (Standalone) for the year ended 31st March 2015, Board's Report including Corporate Governance Report, Auditors' Report , Comments of the C & A G .**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	74641681	74641681	100	74641681	0	100	0
Public – Institutional holders	3016729	3016729	100	3016729	0	100	0
Public –Others	8110990	9462	0.1167	9362	100	98.94	1.06
Total	85769400	77667872		77667772	100		

**Resolution No. 2 – Ordinary Resolution**

**Adoption of Consolidated Audited Financial Statements for the year ended 31st March, 2015, the report of the Auditors thereon and the Comments of the C&AG thereon**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	74641681	74641681	100	74641681	0	100	0
Public – Institutional holders	3016729	3016729	100	3016729	0	100	0
Public –Others	8110990	9462	0.1167	9362	100	98.94	1.06
Total	85769400	77667872		77667772	100		

  
Anand Kumar Jain  
Company Secretary  
India Tourism Development Corpn. Ltd.  
Scope Complex, Core -B, 7 Lodi Road  
New Delhi-110003

**Resolution No. 3 – Ordinary Resolution****Declaration of Dividend @ 20% on the equity share capital**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	74641681	74641681	100	74641681	0	100	0
Public – Institutional holders	3016729	3016729	100	3016729	0	100	0
Public –Others	8110990	12387	0.153	12187	200	98.38	1.62
Total	85769400	77670797		77670597	200		

**Resolution No. 4 – Ordinary Resolution****Appointment of Shri Girish Shankar (DIN NO. 02981860), Director who retires by rotation**

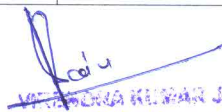
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	74641681	74641681	100	74641681	0	100	0
Public – Institutional holders	3016729	3016729	100	3016729	0	100	0
Public –Others	8110990	9459	0.117	9359	100	98.94	1.06
Total	85769400	77667869		77667769	100		

**Special Business :****Resolution No. 5 – Ordinary Resolution****Appointment of Shri Umang Narula as Director (Ordinary Resolution)**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	74641681	74641681	100	74641681	0	100	0
Public – Institutional holders	3016729	3016729	100	3016729	0	100	0
Public –Others	8110990	12587	0.155	12484	103	99.18	0.82
Total	85769400	77670997		77670894	103		

**Resolution No. 6 : Ordinary Resolution :****Appointment of Shri Piyush Tiwari as Director (Ordinary Resolution)**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	74641681	74641681	100	74641681	0	100	0
Public – Institutional holders	3016729	3016729	100	3016729	0	100	0
Public –Others	8110990	12587	0.155	12474	113	99.102	0.898
Total	85769400	77670997		77670884	113		

  
**MR. UMANG NARULA JAIN**  
 Company Secretary  
 India Tourism Development Corp. Ltd.  
 Connaught Place Complex, Core -B, 7 Look Road  
 New Delhi-110009





**JALAJ SRIVASTAVA & ASSOCIATES**

Company Secretaries

R-258, Sector-21, NOIDA-201301

NCR of Delhi

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E-mail: benturmitra@yahoo.com

services.csjalaj@gmail.com

**Combined Scrutinizer's Report on e-voting and Poll conducted at AGM of ITDC**

The Chairperson of Annual General Meeting  
India Tourism Development Corporation Limited  
New Delhi

**50<sup>th</sup> Annual General Meeting of the members of India Tourism Development Corporation Limited held on Monday, 28<sup>th</sup> September, 2015 at 4-00 PM at Ashoka Hotel, New Delhi**

**Sub: Scrutinizer Report on the electronic voting pursuant to the provisions of Companies Act, 2013 (The Act) read with rule 20 of the Companies ( Management And Administration) Rules, 2014 and voting at Poll conducted at Annual General Meeting pursuant to Section 109 of The Act read with Rule 21 of Companies ( Management And Administration) Rules, 2014**

- I. Pursuant to resolution dated 14<sup>th</sup> August, 2015 passed by Board of Directors of India Tourism Development Corporation Limited (ITDC), I Jalaj Srivastava ( ACS:8498 CP:3415) partner at Jalaj Srivastava & Associates, Company Secretaries have been appointed as scrutinizer for the e-voting process in accordance with clause (ix) of sub rule 3 of Rule 20 of Companies ( Management And Administration) Rules,2014.
- II. The Chairperson of the Annual General Meeting has appointed me scrutinizer for the Poll held at the 50<sup>th</sup> Annual General Meeting (AGM) for casting of votes through Ballot paper.
- III. It is the responsibility of the Management of ITDC to ensure compliance of applicable provisions of the Act, the rules there under and SEBI guidelines in respect of the e voting process and voting at Poll. My responsibility as scrutinizer for the e voting process and voting at Poll is to make a report of the votes cast in favour or against so as to determine the requisite majority in respect of the resolutions as set out at item no 01 to 06 in the notice convening AGM (resolutions).

UMANG NARULA, IAS  
Chairman & Managing Director  
India Tourism Development Corp. Ltd.  
Scope Complex, Core-8, 6th Floor  
7, Lodhi Road, New Delhi-110003



- IV. I have submitted a separate Scrutinizer Report dated 28.09.2015 for e voting conducted in respect of resolutions, copy enclosed as Annexure-I.
- V. Scrutinizer Report in Form MGT-13 pursuant to Rule 21 (2) of Companies ( Management and Administration) Rules, 2014 in respect of voting by Ballot at the AGM is enclosed as Annexure-II.
- VI. On the request of ITDC, I am submitting this combined Scrutinizer Report for e voting and Voting through Ballot paper at Poll held at the AGM.

**The resolution wise voting results are as under-**

**Item no.1: To receive, consider, and adopt the Standalone Financial Statements as at 31st March 2015 together with the Report of the Auditors, Comptroller and Auditor General of India and the Board's Report thereon.**

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%	Nos.	%	Nos.
E voting	3023133	100	NIL	NIL	NIL
Poll	74644639	99.9999	100	0.0001	3885
<b>TOTAL</b>	<b>77667772</b>	<b>99.9999</b>	<b>100</b>	<b>0.0001</b>	<b>3885</b>

**Item no.2: To receive, consider and adopt the Consolidated Financial Statements as at 31st March, 2015 and report of Auditors thereon**

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%	Nos.	%	Nos.
E voting	3023133	100	NIL	NIL	NIL
Poll	74644639	99.9999	100	0.0001	3885
<b>TOTAL</b>	<b>77667772</b>	<b>99.9999</b>	<b>100</b>	<b>0.0001</b>	<b>3885</b>

**UMANG NARULA, IAS**  
Chairman & Managing Director  
India Tourism Development Corp. Ltd.  
Scope Complex, Core-8, 6th Floor  
7, Lodhi Road New Delhi-110003





Item no.3: To declare a dividend of 20% (i.e. Rs.2.00 per share) aggregating Rs.17,53,38,800/-on the equity share capital of the company as recommended by the Board of Directors

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%	Nos.	%	Nos.
E voting	3023133	100	NIL	NIL	NIL
Poll	74647464	99.9997	200	0.0003	850
<b>TOTAL</b>	<b>77670597</b>	<b>99.9999</b>	<b>200</b>	<b>0.0001</b>	<b>850</b>

Item no.4 : To appoint a Director in place of Shri Girish Shankar (DIN No. 02981860), Director who retires by rotation pursuant to Article 61 of the Article of Association and being eligible offers himself for re-appointment

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%	Nos.	%	Nos.
E voting	3023133	100	NIL	NIL	NIL
Poll	74644636	99.9999	100	0.0001	3888
<b>TOTAL</b>	<b>77667769</b>	<b>99.9999</b>	<b>100</b>	<b>0.0001</b>	<b>3888</b>

Item no.5 : To appoint Sh. Umang Narula as Director liable to retire by rotation

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%	Nos.	%	Nos.
E voting	3023133	100	NIL	NIL	NIL
Poll	74647761	99.9999	103	0.0001	650
<b>TOTAL</b>	<b>77670894</b>	<b>99.9999</b>	<b>103</b>	<b>0.0001</b>	<b>650</b>

UMANG NARULA, IAS  
Chairman & Managing Director  
India Tourism Development Corp. Ltd.  
Scope Complex, Core-8, 6th Floor  
7, Lodhi Road, New Delhi-110003



Item no.6 : To appoint Sh. Piyush Tiwari as Director liable to retire by rotation.

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%	Nos.	%	Nos.
E voting	3023133	100	NIL	NIL	NIL
Poll	74647751	99.9998	113	0.0002	650
TOTAL	77670884	99.9999	113	0.0001	650

Notes:

A. 08 (Eight) members voted through electronic mode.



**Jalaj Srivastava**

**ACS:8498 CP:3415**

**Jalaj Srivastava & Associates**

**Company Secretaries**

Dated: 30.09.2015

Place: New Delhi

**UMANG NARULA, IAS**  
Chairman & Managing Director  
India Tourism Development Corp. Ltd.  
Scope Complex, Core-8, 6th Floor  
7, Lodhi Road, New Delhi-110003