### 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

तारीख Date

29.09.2017

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: Voting Results of 52<sup>nd</sup> Annual General Meeting of the Company held on 28<sup>th</sup> September, 2017.

Dear Sir(s),

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 Monday, 25th September, 2017 at 9.00 a.m. IST to Wednesday, 27th September, 2017 at 5.00 p.m. IST with cut-off date for determining shareholders, being 22<sup>nd</sup> September, 2017. Those shareholders who had not cast their vote through e-voting, were given an option to cast their vote through ballot process on all the Resolutions at the AGM held on 28th September, 2017.

Shri Jalaj Srivastava, Jalaj Srivastava and Associates, Practicing Company Secretaries, 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 Chairperson.

The consolidated voting results pursuant to Regulation 44 of the SEBI ((Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Consolidated Report of the Scrutinizer dated 29th September, 2017 are enclosed herewith.

Based on the Consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 52<sup>nd</sup> Annual General Meeting of the Company have been duly approved & passed by the Shareholders with requisite majority.

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

#### India Tourism Development Corporation Limited

28th September, 2017

5725

Voting Results

Date of the AGM/EGM

Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Total number of shareholders on record date

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

Postal Ballot (if applicable)

Total

Total

Resolution No. 3

Annexure I

	Promoters and Promote	er Group:			1			
	Public:				132			
No. of Shareholders atte	nded the meeting throu	gh Video Con	ferencing				23	
	Promoters and Promote						0	
	Public:							
Agenda-wise disclosure	(to be disclosed separa	ately for each	agenda item)					
Resolution No. 1	(Ordinary)	Adoption of Sta	ndalone Financial S	Statements for the FY 2016-	-17, Report of Boa	rd of Directors, A	Auditors, and C&AG thereor	4
Whether promoter/ promoter g agenda/resolution?	roup are interested in the	No	265 1150 1150					
Category	Mode of Voting	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 of votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Vating	1	1-3	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,				
	Poll	1	74641681	100	74641681		100	-
	Postal Ballot (if applicable)	74641681	14041007					
	Total	-	74641681	100	74641681		100	
Public - Institutions	E-Voting		3016729				100	-
	Poll	-	0010120	3.7.000				
	Postal Ballot (if applicable)	10321093			V			
	Total	-	3016729	29.23	3016729		100	
Public - Non Institutions	E-Voting	+	5956	0.74		150	97.48	2.52
	Poll	-	4298	0.53			100	
	Postal Ballot (if applicable)	806626	1200					
	Total	┥	10254	1.27	10104	• .	100	4
Total	Total	85769400	77668664		-	-	100	2.0
lotal		03703400	11000004					
Resolution No. 2	(Ordinary)	Adoption of Cor	solidated Financia	Statements for the FY 201	6-17, Report of Au	uditors, and C&A	G thereon.	
Whether promoter/ promoter g agenda/resolution?	roup are interested in the	No						
Category	Mode of Voting	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	votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting							
	Poll	74644604	74641681	100	74641681	(+	100	
	Postal Ballot (if applicable)	74641681						
	Total		74641681	100	74641681	74-0	100	
Public - Institutions	E-Voting		3016729	29.23	3016729	12	100	
	Poll	10001000						
	Postal Ballot (if applicable)	10321093						
	Total	7	3016729	29.23	3016729		100	
Public - Non Institutions	E-Voting		5956			-	97.48	2.52
	Poli	1 (10,000	4298				100	
	FOIL	806626	4250	0.00	1200			

Whether promoter/ promoter g	roup are interested in the	No						14"
Category	Mode of Voting	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	E-Voting							
	Poll	74641681	74641681	100	74641681	340	100	
	Postal Ballot (if applicable)	74041001						
	Total		74641681	100	74641681		100	
Public - Institutions	E-Voting		3016729	29.23	3016729		100	
	Poll	10321093						
	Postal Ballot (if applicable)	10021000						
	Total		3016729	29.23	3016729	•	100	
Public - Non Institutions	E-Voting		5956	0.74	5806	150	97.48	2.52
	Poll	806626	4298	0.53	4298	(*)	100	
	Postal Ballot (if applicable)	500020						
	Total		10254	1.27	10104	0.40	100	
Total		85769400	77668664	90.56	77668514		100	

10254

77668664

Declaration of Dividend @ 13.30% on Equity Shares Capital.

85769400

1.27

10104

100

वीरेन्द्र कुमार जैन/Virendra Kumar Jain कंपनी संविव/Company Secretaly भारत पर्यटन विकास निगम लि. India Tourism Development Corpn. Ltd. रकोप कॉम्पलैक्स, कोर-८, ७, लोधी रोड Scope Complex, Core-८, ७, Lodhi Road नई दिल्ली-110003/New Delhi-110003

Resolution No. 4	(Ordinary)	Appointment of	Director in place of	Shri Piyush Tiwari, who ret	lires by rotation.			
Whether promoter/ promoter of agenda/resolution?	group are interested in the	No						
Category	Mode of Voting	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	E-Voting							
	Poll	74641681	74641681	100	74641681		100	
	Postal Ballot (if applicable)	74041081						
	Total		74641681	100	74641681	- 8	100	2.
Public - Institutions	E-Voting		3016729	29.23	3016729		100	
	Poll	10321093						
	Postal Ballot (if applicable)	10321053						
	Total		3016729	29.23	3016729		100	
Public - Non Institutions	E-Voting		5956	0.74	5806	150	97.48	2.52
	Poll	806626	4298	0.53	4298	- 80	100	
	Postal Ballot (if applicable)	300020						
	Total		10254	1.27	10104	- 4	100	4
Total	N DOMESTIC	85769400	77668664	90,56	77668514		100	

Resolution No. 5	(Ordinary)	Appointment of	Director in place o	f Shri Pradip K. Das, who re	etires by rotation			
Whether promoter/ promoter gagenda/resolution?	roup are interested in the	NO						
Category	Mode of Voting	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 or votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting							
	Poll	74641681	74641681	100	74641681		100	
	Postal Ballot (if applicable)	74041001						
***************************************	Total		74641681	100	74641681		100	
Public - Institutions	E-Voting	1	3016729	29.23	3016729		100	
	Poll	10321093						
	Postal Ballot (if applicable)	10321093						
	Total		3016729	29.23	3016729		100	
Public - Non Institutions	E-Voting		5956	0.74	5806	150	97.48	2.52
	Poll	806626	4298	0.53	4298		100	
	Postal Ballot (if applicable)	806626						
	Total		10254	1.27	10104	-	100	
Total		85769400	77668664	90.56	77668514	190	100	
Resolution No. 6	(Special)	Approval under	section 180(4) of th	e Companies Act for utiliza	tion of disinvestm	ent proceeds.		
Resolution No. 6 Whether promoter/ promoter g agenda/resolution?	23x0: 20	Approval under	section 180(4) of th	e Companies Act for utiliza	lion of disinvestm	ent proceeds.		
Whether promoter/ promoter g	23x0: 20			e Companies Act for utiliza  % of votes polled on outstanding shares	ntion of disinvestm	ent proceeds.  No. of Votesagainst	% of votes in favour on votes polled	% of votes against on votes polled
Whether promoter/ promoter g genda/resolution? Category	roup are interested in the	No. of Shares	No. of Votes	% of votes polled on	No. of Votes-in	No. of Votes-		
Whether promoter/ promoter g genda/resolution? Category	roup are interested in the	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in	No. of Votes- against	votes polled	votes polled
Whether promoter/ promoter g genda/resolution? Category	roup are interested in the	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in	No. of Votes- against	votes polled	votes polled
Whether promoter/ promoter g genda/resolution? Category	roup are interested in the  Mode of Voting  E-Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares [3]=([2]/[1])*100	No. of Votes-in favour [4]	No. of Votes- against [5]	votes polled [6]=([4]/[2])*100	votes polled [7]=([5]/[2])*100
Whether promoter/ promoter g genda/resolution? Category	Mode of Voting  E-Voting Poll	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares [3]=([2]/[1])*100	No. of Votes-in favour [4]	No. of Votes- against [5]	votes polled [6]=([4]/[2])*100	votes polled [7]=([5]/[2])*100
Whether promoter/ promoter g genda/resolution? Category Promoter and Promoter Group	mode of Voting  E-Voting  Poll  Postal Ballot (if applicable)	No. of Shares Held	No. of Votes Polled [2] 74641581	% of votes polled on outstanding shares [3]=([2]/[1])*100	No. of Votes-in favour [4] 74641681	No. of Votes- against [5]	votes polled [6]=([4]/(2))*100	votes poiled [7]=[[5]/[2]]*100
Whether promoter/ promoter g genda/resolution? Category Promoter and Promoter Group	Mode of Voting  E-Voting  Poll  Postal Ballot (if applicable)  Total	No. of Shares Held [1] 74641681	No, of Votes Polled [2] 74641581	% of votes polled on outstanding shares [3]=([2]/[1])*100 100	No. of Votes-In favour [4] 74641681	No. of Votes- against [5]	votes polled [6]=([4]/[2])*100 100	votes polled [7]={[5]/[2]}*100
Whether promoter/ promoter gigenda/resolution? Category Promoter and Promoter Group	Mode of Voting  E-Voting Pell Postal Ballot (if applicable) Total E-Voting	No. of Shares Held	No, of Votes Polled [2] 74641581	% of votes polled on outstanding shares [3]=([2]/[1])*100 100	No. of Votes-In favour [4] 74641681	No. of Votes- against [5]	votes polled [6]=([4]/[2])*100 100	votes polled [7]={[5]/[2]}*100
Whether promoter/ promoter gagenda/resolution? Category Promoter and Promoter Group Public - Institutions	Mode of Voting  E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll	No. of Shares Held [1] 74641681	No, of Votes Polled [2] 74641581	% of votes polled on outstanding shares [3]=([2]/[1])*100 100	No. of Votes-In favour [4] 74641681	No. of Votes- against [5]	votes polled [6]=([4]/[2])*100 100	votes poiled [7]={[5]/[2]}*100
Whether promoter/ promoter gagenda/resolution? Category Promoter and Promoter Group Public - Institutions	Mode of Voting  E-Voting Postal Ballot (if applicable) Total E-Voting Postal Ballot (if applicable)	No. of Shares Held [1] 74641681	No. of Votes Polled [2] 74641581 74641681 3016729	% of votes polled on outstanding shares [3]=([2]/[1])*100  100  29.23	No. of Votes-in favour [4] 74641681 74641681 3016729	No. of Votes- against [5]	votes polled [6]=([4]/[2])*100 100 100 100	votes polled [7]={[5]/[2])*100
Whether promoter/ promoter gagenda/resolution? Category Promoter and Promoter Group Public - Institutions	Mode of Voting  E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total	No. of Shares Heid [1] 74641681	No. of Votes Polled [2] 74641581 74641681 3016729	% of votes polled on outstanding shares [3]=[(2)[(1])*100 100 29.23	No. of Votes-In favour [4] 74641681 74641681 3016729	No. of Votesagainst [5]	votes polled [6]=([4]/[2])*100  100  100  100  100	votes polled [7]={{5}/{2}}*100
Whether promoter/ promoter gagenda/resolution?  Category  Promoter and Promoter Group  Public - Institutions	Mode of Voting  E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Total E-Voting	No. of Shares Held [1] 74641681	No. of Votes Polled [2] 74641681 74641681 3016729 3016729	% of votes polled on outstanding shares [3]=([2]/[1])*100  100 29.23 29.23 0.74	No. of Votes-In favour [4] 74641681 74641681 3016729 3016729 5806	No. of Votes- against [5]	votes polled [6]=([4]/[2])*100  100  100  100  100  97.48	votes poiled [7]={{5}/{2}}*100
Whether promoter/ promoter g agenda/resolution?	Mode of Voting  E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll	No. of Shares Heid [1] 74641681	No. of Votes Polled [2] 74641681 74641681 3016729 3016729	% of votes polled on outstanding shares [3]=([2]/[1])*100  100 29.23 29.23 0.74	No. of Votes-In favour [4] 74641681 74641681 3016729 3016729 5806	No. of Votes- against [5]	votes polled [6]=([4]/[2])*100  100  100  100  100  97.48	votes polled [7]=([5]/[2])*100

For India Tourism Development Corporation Limited

Date: 29th September, 2017

Place: New Delhi

Company Secretary

वीरेन्द्र कुमार जैन/Virendra Kumar Jain कंपनी सचिव/Company Secretary भारत पर्यटन विकास निगम लि. India Tourism Development Corpn. Ltd. रकोप कॉम्पलैक्स, कोर-8, 7, लोबी रोड Scope Complex, Core-8, 7, Lodhi Road नई दिल्ली—110003/New Delhi-110003



#### JALAJ SRIVASTAVA & ASSOCIATES

Company Secretaries Gem Business Center, 104, 1<sup>st</sup> Floor 86, Nehru Place, New Delhi-110019 Ph: 9312267584

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

52<sup>nd</sup> Annual General Meeting of the members of India Tourism Development Corporation Limited held on Thursday, 28<sup>th</sup> September, 2017 at 11-30 AM at Convention Hall, Hotel Ashok, 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 08th September, 2017 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 52<sup>nd</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).
- IV. I have submitted a separate Scrutinizer Report dated 28.09.2017 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 2017 together with the Report of the Board of Directors, Auditors and Comptroller and Auditor General of India (C&AG) thereon.

Mode of Voting	Votes in favour of the resolution		Votes resolution	against the on	Invalid votes
Nos.	Nos.	%	Nos.	%	Nos.
E voting	3022535	99.99	150	0.01	Nil
Poli	74645979	100	Nil	Nil	51
TOTAL	77668514	99.99	Nil	0.01	51

Item no.2: To receive, consider and adopt the Consolidated Financial Statements as at 31st March, 2017 and report of Auditors and Comptroller and Auditor General of India thereon.

Mode of Voting	Votes in favour of the resolution		SAME SELECTION STREET SELECTION SELE			
	Nos.	%	Nos.	%	Nos.	
E voting	3022535	99.99	150	0.01	Nil	
Poll	74645979	100	Nil	Nil	51	
TOTAL .	77668514	99.99	Nil	0.01	51	



Item no.3: To declare a dividend @ 13.3% 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 resolution	against the	Invalid votes
Nos.	Nos.	%	Nos.	%	Nos.
E voting	3022535	99.99	150	0.01	Nil
Poll	74645979	100	Nil	Nil	51
TOTAL	77668514	99.99	Nil	0.01	51

Item no.4: To appoint a Director in place of Shri Piyush Tiwari (DIN No. 07194427),
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		W. San				Invalid votes
	Nos.	%	Nos.	%	Nos.		
E voting	3022535	99.99	150	0.01	Nil		
Poll	74645979	100	Nil	Nil	51		
TOTAL	77668514	99.99	Nil	0.01	51		

Item no.5: To appoint a Director in place of Shri Pradip Kumar Das (DIN No. 07448576), 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		75 55			
	Nos.	%	Nos.	%	Nos.	
E voting	3022535	99.99	150	0.01	Nil	
Poll	74645979	100	Nil	Nil	51	
TOTAL	77668514	99.99	Nil	0.01	51	



Item no.6 : Approval under Section 180(4) of Companies Act, 2013 for utilization of Sale Proceeds.

Mode of Voting	Votes in favour of the resolution		Votes resolution	against the	Invalid votes
	Nos.	%	Nos.	%	Nos.
E voting	3022535	99.99	150	0.01	Nil
Poll	74645979	100	Nil	Nil	51
TOTAL	77668514	99.99	Nil	0.01	51

Notes: 14 (Fourteen) members voted through electronic mode.

Jalaj Scivastava m

ACS: 8498 CP:3415

Partner: Jalaj Srivastava & Associates

Company Secretaries

Dated: 28.09.2017

Place: New Delhi

वीरेन्द्र कुमार जैन/Virendra Kumar Jain कंपनी सचिव/Company Secretary भारत पर्यटन विकास निगम लि. India Tourism Development Corpn. Ltd. रकोप कॉम्पलैवस, कोर-8, 7, लोधी रोड Scope Complex, Core-8, 7, Lodhi Road नई विक्वी-110003/New Delhi-110003



#### JALAJ SRIVASTAVA & ASSOCIATES

Company Secretaries Gem Business Center, 104, 1st Floor 86, Nehru Place, New Delhi-110019 Ph: 9312267584

E-mail: benturmitra@yahoo.com

Scrutinizer's Report on e-voting

services.csjalaj@gmail.com

The Chairperson 52<sup>nd</sup> AGM of India Tourism Development Corporation Limited New Delhi

52<sup>nd</sup> Annual General Meeting of the members of India Tourism Development Corporation Limited to be held on Thursday, 28th September, 2017 at 11-30 AM at Convention Hall, Hotel Ashok, 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

- Pursuant to resolution dated 08<sup>th</sup> September, 2017 passed by Board of Directors of India Tourism Development Corporation Limited (ITDC), I Jalaj Srivastava (ACS:8498 CP:3415) of 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. I am familiar and well versed with the concept of electronic voting system as prescribed under the said rules and the SEBI circular dated 17<sup>th</sup> April, 2014.
- III. ITDC has appointed Karvy Computershare Pvt. Ltd (Karvy) as Service provider, for extending the facility of electronic voting to the shareholders of ITDC. Karvy had provided a system of recording the votes of the shareholders electronically on all the items of the business (both Ordinary and Special) sought to be transacted at the 52<sup>nd</sup> Annual General Meeting of ITDC, and as set out at item no 01 to 06 in the notice convening Annual General Meeting (Proposed resolutions).
- IV. 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. My responsibility as scrutinizer for the e voting process 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 referred in this report.
- V. The shareholders of ITDC holding shares as of the "cut off" date Friday 22<sup>nd</sup> September, 2017 were entitled to vote on the proposed resolutions.
- VI. The voting period for the e voting commenced on Monday 25<sup>th</sup> September, 2017 and ended on Wednesday, 27th September, 2017. The e voting platform of the Karvy was blocked thereafter.

- VII. The e voting platform was accessed by me thereafter to ascertain the name and folio number of the shareholders (but not the manner of voting) who have voted through e voting.
- VIII. The e vote cast on the e voting platform of Karvy were unblocked by me on 28<sup>th</sup> September, 2017 in presence of two witnesses and in compliance of the applicable Rules.
- IX. I have scrutinized and reviewed the e votes cast on the e voting platform of Karvy and have duly compiled the report of e voting, which is as under-
- Item no.1: To receive, consider and adopt the Standalone Financial Statements as at 31st March 2017 together with the Report of the Board of Directors, Auditors and Comptroller and Auditor General of India (C&AG) thereon.

#### Voting Result for Item No.1:

Total Number of Members who casted vote through e voting	14 (Fourteen)
Total numbers of votes casted through e voting	3022685
Total number of Members whose votes declared invalid	NIL
Total number of members voting in favour of resolution	13 (Thirteen)
Total Number of votes casted in favour	3022535
% of total number of valid votes cast	99.99%
Total number of members voting against resolution	01
Total Number of votes casted against	150
% of total number of valid votes cast	0.01%

Item no.2: To receive, consider and adopt the Consolidated Financial Statements as at 31st March, 2017 and report of Auditors and Comptroller and Auditor General of India thereon.

#### Voting Result for Item No.2:

14 (Fourteen)
3022685
NIL
13 (Thirteen)
3022535
99.99%



Total number of members voting against resolution	01
Total Number of votes casted against	150
% of total number of valid votes cast	0.01%

Item no.3: To declare a dividend @ 13.3% on the equity share capital of the company as recommended by the Board of Directors.

#### Voting Result for Item No.3:

Total Number of Members who casted vote through e voting	14 (Fourteen)
Total numbers of votes casted through e voting	3022685
Total number of Members whose votes declared invalid	NIL
Total number of members voting in favour of resolution	13 (Thirteen)
Total Number of votes casted in favour	3022535
% of total number of valid votes cast	99.99%
Total number of members voting against resolution	01
Total Number of votes casted against	150
% of total number of valid votes cast	0.01%

Item no.4: To appoint a Director in place of Shri Piyush Tiwari (DIN No. 07194427), Director who retires by rotation pursuant to Article 61 of the Article of Association and being eligible offers himself for re-appointment.

#### Voting Result for Item No.4:

14 (Fourteen)
3022685
NIL
13 (Thirteen)
3022535
99.99%
01



Total Number of votes casted against	150
% of total number of valid votes cast	0.01%

Item no.5: To appoint a Director in place of Shri Pradip Kumar Das (DIN No. 07448576),
Director who retires by rotation pursuant to Article 61 of the Article of
Association and being eligible offers himself for re-appointment.

#### Voting Result for Item No.5:

Total Number of Members who casted vote through e voting	14 (Fourteen)
Total numbers of votes casted through e voting	3022685
Total number of Members whose votes declared invalid	NIL
Total number of members voting in favour of resolution	13 (Thirteen)
Total Number of votes casted in favour	3022535
% of total number of valid votes cast	99.99%
Total number of members voting against resolution	01
Total Number of votes casted against	150
% of total number of valid votes cast	0.01%

Item no.6: Approval under Section 180(4) of Companies Act, 2013 for utilization of Sale Proceeds.

#### Voting Result for Item No.6:

Total Number of Members who casted vote through e voting	14 (Fourteen)
Total numbers of votes casted through e voting	3022685
Total number of Members whose votes declared invalid	NIL
Total number of members voting in favour of resolution	13 (Thirteen)
Total Number of votes casted in favour	3022535
% of total number of valid votes cast	99.99%
Total number of members voting against resolution	01
Total Number of votes casted against	150
% of total number of valid votes cast	0.01%

X- I confirm that I am maintaining the Register received from Karvy electronically, in respect of votes cast through e voting by the shareholders of ITDC. I also confirm that The registers and all other relevant records relating to e voting is under my custody and shall so remain in my custody until the Chairman considers, approves and signs the minutes of Annual General Meeting and thereafter shall be handed over to ITDC.

Jalaj Srivastava

Practicing Company Secretary

CP NO. 3415

Partner: Jalaj Srivastava & Associates

Company Secretaries

Dated: 28th September, 2017

वीरेन्द्र कुमार जैन/Virendra Kumar Jain कंपनी सचिव/Company Secretary भारत पर्यटन विकास निगम लि. India Tourism Development Corpn, Ltd.

India Tourism Development Corpn. Ltd. रकोप कॉम्पलेक्स, कोर-8, 7, लोबी रोड Scope Complex, Core-8, 7, Lodhi Road नई हिल्ली-110003 / New Delhi-110003



#### JALAJ SRIVASTAVA & ASSOCIATES

Company Secretaries Gem Business Center, 104, 1<sup>st</sup> Floor 86, Nehru Place, New Delhi-110019 Ph: 9312267584

E-mail: benturmitra@yahoo.com services.csjalaj@gmail.com

Form No. MGT-13

#### Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairperson,

52<sup>nd</sup> Annual General Meeting of the Equity Shareholders of India Tourism Development Corporation Limited held on Thursday, 28<sup>th</sup> September, 2017 at 11-30 AM, at Convention Hall, Hotel Ashok, New Delhi

Dear Madam,

- I, CS Jalaj Srivastava, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions(s), at the 52<sup>nd</sup> Annual General Meeting of the Equity Shareholders of India Tourism Development Corporation Limited held on Thursday, 28<sup>th</sup> September, 2017 at 11-30AM, at Convention Hall, Hotel Ashok, New Delhi, submit my report as under-
- 1. After the time fixed for closing of the poll by the Chairman, Two (02) ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
- 2. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the company /Registrars and Transfer Agents of the company and the authorisations /proxies lodged with the company.
- 3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately or I did not find any poll paper invalid.
- 4. The result of the poll process is as under-



## Item no.1: To receive, consider and adopt the Standalone Financial Statements as at 31st March 2017 together with the Report of the Board of Directors, Auditors and Comptroller and Auditor General of India (C&AG) thereon.

#### i- Voted in Favour of Resolution

Number present person or	and	voting	20,9380	votes	cast	by	% of total number of valid votes cast
17			74645979				100

#### ii- Voted against Resolution

Number	of	Meml	oers	Number	of	votes	cast	by	% of total number of valid
present person or		S400	(in	them					votes cast
NIL				NIL					NIL

#### iii- Invalid Votes

Total number of members (in person or proxy) whose votes declared invalid	Total number of votes cast by them
05	51

## Item no.2: To receive, consider and adopt the Consolidated Financial Statements as at 31st March, 2017 and report of Auditors and Comptroller and Auditor General of India thereon.

#### i - Voted in Favour of Resolution

Number of Members present and voting (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
17	74645979	100



#### ii- Voted against Resolution

Number of Members	Number of votes cast by	% of total number of valid
present and voting (in person or proxy)		votes cast
NIL	NIL	NIL

#### iii- Invalid Votes

Total number of votes cast by them
51

## Item no.3: To declare a dividend @ 13.3% on the equity share capital of the company as recommended by the Board of Directors.

#### i. Voted in Favour of Resolution

Number of Members present and voting (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
17	74645979	100

#### ii- Voted against Resolution

Number of Members present and voting (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

#### iii- Invalid Votes

al number of votes cast by them



# Item no.4: To appoint a Director in place of Shri Piyush Tiwari (DIN No. 07194427), Director who retires by rotation pursuant to Article 61 of the Article of Association and being eligible offers himself for re-appointment.

#### i. Voted in Favour of Resolution

Number of Members present and voting (in person or proxy)		% of total number of valid votes cast
17	74645979	100

#### ii- Voted against Resolution

Number of present and person or proxy	voting (in		% of total number of valid votes cast
NIL		NIL	NIL

#### iii- Invalid Votes

Total number of members (in person or proxy) whose votes declared invalid	Total number of votes cast by them
05	51

Item no.5: To appoint a Director in place of Shri Pradip Kumar Das (DIN No. 07448576), Director who retires by rotation pursuant to Article 61 of the Article of Association and being eligible offers himself for re-appointment.

#### i. Voted in Favour of Resolution

Number of Members	Number of votes cast by	% of total number of valid
present and voting (in person or proxy)	them	votes cast
17	74645979	100



#### ii- Voted against Resolution

Number of Members	Number of votes cast by	% of total number of valid
present and voting (in	them	votes cast
person or proxy)		
NIL	NIL	NIL

#### iii- Invalid Votes

Total number of members (in person or proxy) whose votes declared invalid	Total number of votes cast by them
05	51

### Item no.6: Approval under Section 180(4) of Companies Act, 2013 for utilization of Sale Proceeds.

#### i. Voted in Favour of Resolution

Number of present and person or prox	voting (in	Number of votes cast by them	% of total number of valid votes cast
17		74645979	100

#### ii- Voted against Resolution

Number	of	Meml	oers	Number of votes cast b	y % of total number of valid
present person or		_	(in	them	votes cast
NIL		***************************************		NIL	NIL

#### iii- Invalid Votes

Total number of members (in person or proxy) whose votes declared invalid	Total number of votes cast by them
05	51



- 5. A compact disc (CD) containing a list of equity shareholders who voted "FOR" /"AGAINST" and those whose votes were declared invalid for each resolutions is enclosed.
- 6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking You,

Yours faithfully stava

Jalaj Srivastava

Practicing Company Secretary

CP NO. 3415

Partner: Jalaj Srivastava & Associates

Company Secretaries

Dated: 28.09.2017

Place: New Delhi

eu' v

दीरेन्द्र कुमार जैन/Virendra Kumar Jain कंपनी सचिव/Company Secretary भारत पर्यटन विकास निगम लि. India Tourism Development Corpn. Ltd. स्कोप कॉम्पलैक्स, कोर-8, 7, लोधी रोड Scope Complex, Core-8, 7, Lodhi Road नई दिल्ली-110003/New Delhi-110003