

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



(भारत सरकार का उपक्रम)

(A Government of India Undertaking)

CIN : L74899DL1965GOI004363

Website : www.itdc.co.in

तारीख 23.12.2021

निर्देश

SEC: COORD: 134

Date

Reference

Manager Listing Department, National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051. Scrip Symbol - ITDC (EQ)	Manager, Department of Corporate Services BSE Limited, Mumbai Floor 25, P.J. Towers, Dalal Street Mumbai- 400 001 Scrip code : 532189
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Sub: Proceedings of the 56th Annual General Meeting of the Company held on 23rd December 2021, pursuant to Regulation 30 and Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sir/Madam,

The 56th Annual General Meeting of India Tourism Development Corporation (ITDC) was duly held on Thursday, the 23rd December 2021 at 11:00 A.M. through Video Conferencing (VC) in due compliance of relevant Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

As per requirement of Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the proceedings of 56th AGM of ITDC are enclosed herewith at Annexure-I.

You are requested to take the same on record.

Please take note of the above information on record.

Thanking you,

For **India Tourism Development Corporation Ltd.**


VK JAIN

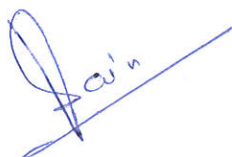
COMPANY SECRETARY

PROCEEDINGS OF THE 56th ANNUAL GENERAL MEETING OF INDIA TOURISM DEVELOPMENT CORPORATION LIMITED HELD ON THURSDAY, 23RD DAY OF DECEMBER, 2021 AT 1100 HOURS.

The 56th Annual General Meeting (AGM) of India Tourism Development Corporation Limited was held on Thursday, the 23rd day of December, 2021 at 1100 hours through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in line with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India in this regard.

In terms of Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of 56th AGM of ITDC were as under:-

1. ITDC Chairman, Dr. Sambit Patra due to his pre-occupation in some emergent work was not able to attend the AGM. In his absence, Shri Ganji Kamala Vardhana Rao, Managing Director was appointed by the Directors present to chair the meeting. Further, Ms. Rupinder Brar (ADG, Ministry of Tourism and Govt. Nominee Director) could not attend the AGM. Leave of absence were granted to both the Chairman and Govt. Nominee Director.
2. At the outset, Chairman extended a warm welcome to the shareholders at the 56th AGM of the Company and confirmed the requisite quorum being present (45 members marked their attendance at the meeting through VC/OAVM), the Chairman called the Meeting to order.
3. Chairman welcomed the Board Members, Authorized Representative of the President of India, and other officials of the management and also confirmed the presence of the Chairman of the Audit Committee, Statutory Auditors, Secretarial Auditor and the Scrutinizer.
4. The Chairman, addressed the shareholders and informed to the shareholders that there were no qualification of the Auditors' on the Annual Accounts 2020-21. Further as directed by the Chairman, Company Secretary explained the manner of casting votes and read out the Agenda of the meeting.
5. 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 dated 30.11.2021 read along with addendum to the Notice dated 02.12.2021 from Sunday, December 19, 2021 (9.00 a.m.) to Wednesday, December 22, 2021 (5.30 p.m.). Further, it was informed that the Company had fixed Thursday, the December 16, 2021 as the Cut-off date for determining the eligibility to vote by electronic means as well as during the AGM to those members who could not cast their vote(s).
6. It was informed that the Company has appointed Shri P.C. Jain, Partner of M/s P.C. Jain & Company, Practicing Company Secretaries, as the Scrutinizer to scrutinize the votes cast by the shareholders through remote e-voting as well as insta poll voting at the AGM in a fair and



transparent manner.

7. Thereafter, Company Secretary read the items of the Business to be transacted at the 56th Annual General Meeting as detailed below:-

Item No.	Particulars	Type of Resolution
ORDINARY BUSINESS		
1.	Adoption of Standalone Financial Statements for the year ended 31st March 2021 together with the Reports of the Board of Directors, Auditors and CAG comments thereon.	Ordinary
2.	Adoption of Consolidated Financial Statements for the year ended 31st March 2021 together with the Report of the Auditors and CAG comments thereon.	Ordinary
3.	Re-appointment of Mr. Piyush Tiwari, Director (Commercial & Marketing), who are liable to retire by rotation and being eligible offer himself for reappointment.	Ordinary
SPECIAL BUSINESS		
4.	Appointment of Dr. Sambit Patra (DIN : 03029242) as Part Time Non-Executive Director and Chairman of the Company for a period of three years from the date of assumption of charge (i.e. 02.12.2021) or until further orders, whichever is earlier.	Ordinary

8. Company Secretary informed that details of all Directors liable to retire by rotation and seeking re-appointment, are given in the Notice of the meeting.
9. The Company Secretary explained the objectives and implications of each of the above resolutions. Meanwhile, the Chairman interacted with the shareholders and responded to the queries / comments of the shareholders. Seven shareholder registered themselves as speaker, only three speaker were present and raised queries, the same were responded at the AGM.
10. The Chairman stated that the results of voting on each resolution shall be determined by aggregating vote(s) cast through remote e-voting and voting at the AGM. He further stated that the results of voting will be announced and uploaded on the website of the Company (www.itdc.co.in) and on KFintech website (<https://evoting.kfintech.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. December 23, 2021,
11. Thereafter Instapoll screen was run for 15 minutes to cast votes by the shareholders who have not exercised their right to vote through remote evoting.
12. Thereafter, Chairman formally announced the conclusion of proceedings of 56th AGM of the Company. There being no other business to transact, the meeting ended at 1153 Hours.

