



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

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



27.09.2022 2023

SEC: COORD: 134

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 58th Annual General Meeting of the Company held on 27th September 2022

Sir/Madam,

The 58th Annual General Meeting of India Tourism Development Corporation Limited was duly held on Wednesday, the 27th September 2023 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 Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the proceedings of 58th 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 Ltd.

VIRENDRA
KUMAR JAIN
Digitally signed by
VIRENDRA KUMAR
JAIN
Date: 2023.09.27
18:09:25 +05'30'

**V.K. Jain
Company Secretary**

रजिस्टर्ड कार्यालय : स्कोप कॉम्प्लेक्स, कोर 8, छठा तल, 7 लोदी रोड, नई दिल्ली 110003 भारत दूरभाष : 91-11-24360303 फ़ैक्स : 91-11-24360233
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PROCEEDINGS OF THE 58th ANNUAL GENERAL MEETING OF INDIA TOURISM DEVELOPMENT CORPORATION LIMITED HELD ON WEDNESDAY, 27TH DAY OF SEPTEMBER, 2023 AT 1100 HOURS.

The 58th Annual General Meeting (AGM) of India Tourism Development Corporation Limited was held on Wednesday, the 27th day of September, 2023 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 58th AGM of ITDC were as under:-

1. ITDC's Chairman, Dr. Sambit Patra due to his pre-occupation in some emergent work was not able to attend the AGM. In his absence, Dr. Manan Kaushal, Independent Director was appointed by the Directors present to chair the meeting. Ms. Ranjana Chopra, Government Nominee Director was also not present due to some urgent meeting with the Administrative Ministry. Leave of absence were granted to both Dr. Sambit Patra, the Chairman and Ms. Ranjana Chopra, Govt. Nominee Director
2. At the outset, Chairman extended a warm welcome to the shareholders at the 58th AGM of the Company and confirmed the requisite quorum being present (39 members). The Chairman called the Meeting to order.
3. Company Secretary welcomed the Board Members, Shareholders, 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 Members of ITDC were informed about the qualifications given on three points in the Report of the Statutory Auditors along with the Management Reply on them given in the Annual Report. The observations given in the Secretarial Audit Report along with the Management Reply were also informed. 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 01.09.2023 from Saturday, September 23, 2023 (9.00 a.m.) to Tuesday, September 26, 2023 (5.00 p.m.) total four days. Further, it was informed that the Company had fixed Wednesday, the September 20, 2023 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 instapoll 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 58th Annual General Meeting as detailed below:-

Item No.	Particulars	Type of Resolution
ORDINARY BUSINESS		
1.	Adoption of Standalone Financial Statements for the year ended 31 st March 2023 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 31 st March 2023 together with the Report of the Auditors and CAG comments thereon.	Ordinary
3.	Declaration of Dividend at the rate of Rs.2.20 per share	Ordinary
4.	Re-appointment of Dr. Sambit Patra, Chairman and Non-Executive Director who is liable to retire by rotation and being eligible offers himself for reappointment	Ordinary
5.	Re-appointment of Shri Lokesh Kumar Aggarwal, Director (Finance), who is liable to retire by rotation and being eligible offers himself for reappointment.	Ordinary
SPECIAL BUSINESS		
6.	Appointment of Ms. Ranjana Chopra, Government Nominee Director in accordance with the provisions Regulation 17(IC) of SEBI (LoDR) Regulations.	Ordinary

8. Company Secretary informed that details of all Directors i.e. directors liable to retire by rotation and seeking re-appointment and Director seeking 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'. Sixteen shareholders registered themselves as speaker, only one speaker was present and raised queries, the same were duly responded at the AGM. It was stated that one shareholder has sent his queries on email which were suitably responded through email.
10. Shareholders were informed 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. It was further informed 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. September 27, 2023.

11. Chairman announced the conclusion of business part of proceedings of meeting. Shareholders were informed that the Instapoll facility will be activated for next 15 minutes to enable members who have not cast their votes earlier through remote e-voting. This facility is available on the left-hand corner of the Video Conferencing screen in the form of a 'Thumb' sign. Members can click on the same to take them to the 'Instapoll' page and vote. He also announced that meeting will be deemed concluded after the run of Instapoll screen for 15 minutes.
12. 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.
13. There being no other business to transact, the meeting ended at 1131 Hours.
