

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: Voting Results along with the Scrutinizers Report of 58th Annual General Meeting of the Company held on 27th September, 2023 through Video Conferencing/ Other Audio Visual Means

Sir/Madam,

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Companies Management and Administration Rules, 2014, the Company had provided electronic voting facility (e-voting) to the members entitled to cast their votes at Annual General Meeting. The e-voting process was carried out by the RTA M/s KFinTech Technologies Ltd. from Saturday, the 23rd September, 2023 (9.00 A.M.) to Tuesday, the 26th September, 2023 (5.00 P.M.) with cut-off date for determining voting rights and shareholding being 20th September, 2023. Those shareholders who had not cast their vote through e-voting, were given an option to cast their vote through InstaPoll on all the Resolutions at the AGM held on 27th September, 2023.

Shri P.C. Jain, partner of M/s P.C. Jain & Company, Company Secretaries who was appointed as Scrutinizer for e-voting as well as voting through Instapoll at the AGM has submitted his consolidated report to the Chairman of Annual General Meeting.

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 27th September, 2023 are enclosed herewith.

Based on the Consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 58th 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 your records.

Thanking you,

For **India Tourism Development Corporation Ltd.**

VIRENDRA
KUMAR JAIN
Digitally signed by
VIRENDRA KUMAR
JAIN
Date: 2023.09.27
18:42:39 +05'30'

V.K. Jain
Company Secretary



On Path of
**Professional
Excellence**
since 2000

P.C. JAIN & CO.

Company Secretaries

(Corporate Law & Insolvency Resolution Advisor)

Combined Scrutinizer's Report

To,
The Chairman for 58th AGM
India Tourism Development Corporation Limited
Scope Complex Core 8, 6th Floor
Lodhi Road,
New Delhi, 110003

Subject: Passing of Resolution(s) through remote e-voting and voting electronically at the 58th Annual General Meeting ("AGM") of India Tourism Development Corporation Limited (CIN: L74899DL1965GOI004363) held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") on Wednesday, 27th September, 2023, pursuant to section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in continuation of General Circular No. 20/2020 dated 5th May, 2020 issued by the Ministry of Corporate Affairs ("MCA") and other Circulars issued by the Ministry of Corporate Affairs (MCA) from time to time including current Circular No. 10/2022 dated 28th December, 2022 (hereinafter collectively referred to as "MCA Circulars") and SEBI Circular Number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 read with SEBI circular dated SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars").

The Board of Directors of India Tourism Development Corporation Limited (hereinafter referred to as the "**Company**") has appointed us as the Scrutinizer for the remote e-voting process as well as to scrutinize the electronic voting conducted at the Annual General Meeting ('AGM') pursuant to Section 108 of the Companies Act, 2013 ("Act") read with rule 20 of the companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended by the "**MCA AND SEBI CIRCULARS**" issued in this connection both by the MCA and SEBI, providing relaxation for the manner in which AGM shall be held and conducted. The MCA & SEBI CIRCULARS provides for relaxation in the manner in which the AGM will be held including the manner of sending the notices and Annual Reports to the Shareholder and the manner of voting at the meeting, which was necessitated on Account of the Outbreak of COVID-19 (CORONAVIRUS) pandemic. We are familiar and well versed with the concept of electronic voting System as prescribed under the said Rules and the relaxations as provided in the MCA & SEBI CIRCULARS.

As mentioned in the Notice, the proceeding of the AGM will be deemed to be conducted at the registered office of the Company.



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Report on Scrutiny:

- i. The company had appointed Kfin Technologies Limited ("KFin") as the Service Provider for the purpose of extending the facility of Remote E-voting to the Members of the Company and for voting electronically at the meeting.
- ii. Kfin Technologies Limited is the Registrar and Transfer Agent ('RTA') of the Company.
- iii. The Service Provider had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the meeting on all the items of the business sought to be transacted in the 58th AGM of the Company, which was held on Wednesday, 27th September, 2023.
- iv. The Service Provider had set up electronic voting facility on their website <https://evoting.kfintech.com>. The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also its Service Provider and also on the websites of Stock Exchange viz. National Stock Exchanges of India Limited and BSE Limited to facilitate their Members to cast their vote through Remote e-voting.
- v. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and Rules thereunder and SEBI Listing Regulations.
- vi. Our responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize and e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolution in respect of business items stated in the Notice, based on the reports generated from the e-voting system provided by KFin, the service provider.
- vii. As provided in the **MCA & SEBI CIRCULARS**, the Company had advertised in the newspapers, asking member who have not registered their email IDs with the Company or KFin Technologies Ltd. or with the respective Depository Participant(s) viz. **National Securities Depository Limited ("NSDL")** and **Central Depository Services (India) Limited ("CDSL")** to do so and to the extent, details were provided by the shareholders were considered for sending the Notice of the AGM and Annual Report 2022-23.
- viii. The service provider had sent the Notice of the AGM and e-voting details by email to the Members, whose email IDs were made available by the Depositories or were registered with the Company or with RTA KFin Technologies Limited. For those Members who's email IDs were not available/registered, the Notice of the AGM along with Annual Report 2022-23 could not be sent. The Notice sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and as provided in the **MCA & SEBI CIRCULARS**.



- ix. The Company completed the dispatch of Notice of AGM and Annual Report 2022-23 by email to the Members on 04th September, 2023.
- x. The cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was **20th September, 2023**.
- xi. As prescribed in the aforesaid Rules, the Remote e-voting was kept open for four days from **Saturday, 23rd September, 2023 at 9:00 a.m. to Tuesday, 26th September, 2023 at 5:00 p.m.**
- xii. As prescribed in clause IV of the Circular dated 5th May, 2020 issued by MCA, which is forming part of the MCA & SEBI CIRCULARS, the Company has released an advertisement which was published in English in 'Hindustan Times', 'Financial Express' and in Hindi in 'Hindustan' having wide circulation.
- xiii. The votes for remote e-Voting as well as e-voting at 58th Annual General Meeting were unlocked on Wednesday, 27th September, 2023 after the conclusion of AGM in the presence of two witnesses; Ms. Arti Singh and Ms. Jyoti Mittal who are not in the employment of the company.
- xiv. Thereafter, we as scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the electronic voting done at the AGM, the details of which are as follows:

Name of the Company	India Tourism Development Corporation Limited
Date of the AGM	27-09-2023
Total number of shareholders on Record date	18808
No. of shareholders present in the meeting either in person or through proxy:	
• Promoters and Promoter Group:	Not Applicable
• Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	40
Promoters and Promoter Group:	1
Public:	



Resolution No.	1			
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION- To receive, consider and adopt the Standalone Financial Statements as at 31st March, 2023 together with the Report of the Auditors, Comptroller and Auditor General of India and the Board's Report thereon.			
Whether promoter/promoter group are interested in the agenda/resolution?	No			
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted	No. of Votes – in favour
Promoter and Promoter Group	E-voting	74641681	74641681	74641681
	Poll			
	Postal Ballot (if applicable)			
Public - Institutions	E-voting	13737	12475	0
	Poll			
	Postal Ballot (if applicable)			
Public - Non Institutions	E-voting	11113982	30294	30043
	Poll		180	180
	Postal Ballot (if applicable)		-	
	Total	85769400	74684630	74671904

Resolution No.	2			
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION- To receive, consider and adopt the Consolidated Financial Statements as at 31st March, 2023 and Report of Auditors and Comptroller and Auditor General of India thereon.			
Whether promoter/promoter	No			



group are interested in the agenda/resolution?				
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted	No. of Votes – in favour
Promoter and Promoter Group	E-voting	74641681	74641681	74641681
	Poll			
	Postal Ballot (if applicable)			
Public - Institutions	E-voting	13737	12475	00
	Poll			
	Postal Ballot (if applicable)			
Public - Non Institutions	E-voting	11113982	30294	30043
	Poll		180	180
	Postal Ballot (if applicable)		-	
	Total	85769400	74684630	74671904

Resolution No.	3			
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION– To declare a dividend of 22% (i.e. Rs. 2.20 per share) aggregating Rs. 18.87 crore approx. on the equity share capital of the company as recommended by the Board of Directors.			
Whether promoter/promoter group are interested in the agenda/resolution?	No			
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted	No. of Votes – in favour
Promoter and Promoter Group	E-voting	74641681	74641681	74641681
	Poll			
	Postal Ballot (if applicable)			




Public - Institutions	E-voting	13737	12475	12475
	Poll			
	Postal Ballot (if applicable)			
Public - Non Institutions	E-voting	11113982	30294	30166
	Poll		180	180
	Postal Ballot (if applicable)		-	
	Total	85769400	74684630	74684502

Resolution No.	4			
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION- To appoint a Director in place of Dr. Sambit Patra, (DIN-03029242) Part Time Non-Executive Director and Chairman who retires by rotation pursuant to Article 61 of the Article of Association and being eligible offers himself for re-appointment.			
Whether promoter/promoter group are interested in the agenda/resolution?	No			
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted	No. of Votes – in favour
Promoter and Promoter Group	E-voting	74641681	74641681	74641681
	Poll			
	Postal Ballot (if applicable)			
Public - Institutions	E-voting	13737	12475	00
	Poll			
	Postal Ballot (if applicable)			
Public - Non	E-voting	11113982	30161	29991



Institutions	Poll		180	180
	Postal Ballot (if applicable)		-	
	Total	85769400	74684497	74671852

Resolution No.	5			
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION- To appoint a Director in place of Shri Lokesh Kumar Aggarwal (DIN-09714805), Director (Finance) who retires by rotation pursuant to Article 61 of the Article of Association and being eligible offers himself for re-appointment.			
Whether promoter/promoter group are interested in the agenda/resolution?	No			
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted	No. of Votes – in favour
Promoter and Promoter Group	E-voting	74641681	74641681	74641681
	Poll			
	Postal Ballot (if applicable)			
Public - Institutions	E-voting	13737	12475	11010
	Poll			
	Postal Ballot (if applicable)			
Public - Non Institutions	E-voting	11113982	30161	29991
	Poll		180	180
	Postal Ballot (if applicable)		-	
	Total	85769400	74684497	74682862
				

Resolution No.	6			
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION- To appoint Ms. Ranjana Chopra (DIN- 07435946) as Part Time Government Nominee Director of the Company and in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution.			
Whether promoter/promoter group are interested in the agenda/resolution?	No			
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted	No. of Votes – in favour
Promoter and Promoter Group	E-voting	74641681	74641681	74641681
	Poll			
	Postal Ballot (if applicable)			
Public - Institutions	E-voting	13737	12475	00
	Poll			
	Postal Ballot (if applicable)			
Public - Non Institutions	E-voting	11113982	30161	30008
	Poll		180	180
	Postal Ballot (if applicable)		-	
	Total	85769400	74684497	74671869



CONSOLIDATED RESULTS

1) Item No. 1 of the Notice (As an Ordinary Resolution)

To receive, consider and adopt the Standalone Financial Statements as at 31st March, 2023 together with the Report of the Auditors, Comptroller and Auditor General of India and the Board's Report thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	115	74671724	3	180	118	74671904	99.982
Dissent	17	12726	-	-	17	12726	0.018
Total	132	74684450	3	180	135	74684630	100.00

2) Item No. 2 of the Notice (As an Ordinary Resolution)

To receive, consider and adopt the Consolidated Financial Statements as at 31st March, 2023 and Report of Auditors and Comptroller and Auditor General of India thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	115	74671724	3	180	118	74671904	99.982
Dissent	17	12726	-	-	17	12726	0.018
Total	132	74684450	3	180	135	74684630	100.00

3) Item No. 3 of the Notice (As an Ordinary Resolution)

To declare a dividend of 22% (i.e. Rs. 2.20 per share) aggregating Rs. 18.87 crore approx. on the equity share capital of the company as recommended by the Board of Directors.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	119	74684322	3	180	122	74684502	99.9999
Dissent	13	128	-	-	13	128	0.0001
Total	132	74684450	3	180	135	74684630	100.00



4) Item No. 4 of the Notice (As an Ordinary Resolution)

To appoint a Director in place of Dr. Sambit Patra, (DIN-03029242) Part Time Non-Executive Director and Chairman who retires by rotation pursuant to Article 61 of the Article of Association and being eligible offers himself for re-appointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	111	74671672	3	180	114	74671852	99.984
Dissent	19	12645	-	-	19	12645	0.016
Total	130	74684317	3	180	133	74684497	100.00

5) Item No. 5 of the Notice (As an Ordinary Resolution)

To appoint a Director in place of Shri Lokesh Kumar Aggarwal (DIN-09714805), Director (Finance) who retires by rotation pursuant to Article 61 of the Article of Association and being eligible offers himself for re-appointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	112	74682682	3	180	115	74682862	99.998
Dissent	18	1635	-	-	18	1635	0.002
Total	130	74684317	3	180	133	74684497	100.00

6) Item No. 6 of the Notice (As an Ordinary Resolution)

To appoint Ms. Ranjana Chopra (DIN- 07435946) as Part Time Government Nominee Director of the Company and in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	113	74671689	3	180	116	74671869	99.983
Dissent	17	12628	-	-	17	12628	0.017
Total	130	74684317	3	180	133	74684497	100.00



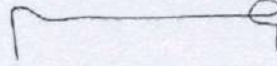
Based on the aforesaid result we report that the Ordinary Resolutions as set out in Item No(s). 1 to 6 of the Notice of the AGM held on 27th September, 2023 have been passed with requisite majority.

Thanking you,

Yours Sincerely,
For P C JAIN & Co.
(FRN: P2016HR051300)
Company Secretaries

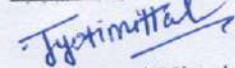
(P.C.) Jain
Managing Partner
CP No. 3349
M.No. F-4103

Countersigned By:



Chairman for 58th AGM
India Tourism Development Corporation Ltd.
Dr. Manan Kaul

Witness 1



Name: Jyoti Mittal

Address:

House No-139, Fatehpur Billoch
Ballabgarh-121004, Haryana

Witness 2



Name: Arti Singh

Address:

House No 289, Sector-52
Faridabad-121005, Haryana

Place: Faridabad
Date: 27-09-2023
UDIN: F004103E001101529