



इंडियन रेलवे कैंटरिंग एण्ड टूरिज्म कॉर्पोरेशन लिमिटेड
(भारत सरकार का उद्यम-मिनी रत्न)
INDIAN RAILWAY CATERING AND TOURISM CORPORATION LTD.
(A Govt. of India Enterprise-Mini Ratna)

"CIN-L74899DL1999GOI101707" E-mail : info@irctc.com Website : www.irctc.com

No. 2019/IRCTC/CS/STEX/356

December 12, 2022

| | |
|---|--|
| BSE Limited 1 st Floor, New Trade Wing, Rotunda Building Phiroze Jeejeebhoy Towers, Dalal Street Fort, Mumbai – 400 001 Scrip Code: 542830 | National Stock Exchange of India Limited “Exchange Plaza”, C-1, Block-G, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051 Scrip Symbol: IRCTC |
|---|--|

Sub: Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 - Voting Results of Postal Ballot.

Dear Sir/Madam,

This is in furtherance to our letter of even no. dated November 10, 2022 enclosing the copy of Postal Ballot Notice seeking approval of members of the Company for appointment of Mr. Manoj Kumar Gangeya [DIN: 09744752], ED (Planning) Railway Board as Part-time Government Nominee Director on the Board of IRCTC in compliance with the Regulation 17(1C) of SEBI (LODR), Regulations, 2015 through remote e-voting process.

Based on the Scrutinizer's report, we would like to inform that the members of the Company have duly passed the resolution with requisite majority as set out in the above said postal ballot notice.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, we are submitting herewith the Voting results of the said Postal Ballot along with the copy of the Scrutinizer's Report.

The Voting results along with the copy of the Scrutinizer's Report are also made available on the website of the Company www.irctc.com and on the website of CDSL www.evotingindia.com



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Please take note of above information on record.

Thanking You,

Yours faithfully,

For Indian Railway Catering and Tourism Corporation Limited (IRCTC)

(Suman Kalra)
Company Secretary and Compliance Officer
Membership No: FCS 9199

Encl: As above



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**RESULTS OF REMOTE E-VOTING CONDUCTED THROUGH THE POSTAL BALLOT
HELD BETWEEN NOVEMBER 12, 2022 AND DECEMBER 11, 2022**

Pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing regulations"), the Company had provided remote E-voting facility to the shareholders through Central Depository Services (India) Limited (CDSL) for voting on the resolution proposed in the Notice of the Postal Ballot.

The Remote E-voting commenced on November 12, 2022 (9.00 AM) and ended on December 11, 2022 (5.00 PM).

Shri Naresh Kumar Sinha, Proprietor, Kumar Naresh Sinha & Associates, Company Secretaries was appointed as the Scrutinizer for the Remote E-voting through Postal Ballot and the Scrutinizer has submitted the report (**enclosed**).

As per the report of the Scrutinizer, the resolution proposed in the notice of the Postal Ballot has been duly passed with requisite majority and the details of which are available in the Report.

For Indian Railway Catering and Tourism Corporation Limited (IRCTC)

Rajni Hasija
Chairperson & Managing Director

SCRUTINIZER'S REPORT

[Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairperson,
Indian Railway Catering and Tourism Corporation Limited (IRCTC),
CIN: L74899DL1999GOI101707
11th Floor, B-148, Statesman House,
Barakhamba Road,
New Delhi – 110001

Madam,

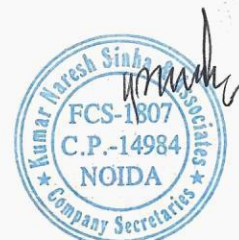
Sub.: Scrutinizer's Report on Remote e-voting conducted through Postal ballot pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing regulations").

I, Naresh Kumar Sinha, Practicing Company Secretary and proprietor of Kumar Naresh Sinha & Associates, Company Secretaries, have been appointed as the Scrutinizer pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing regulations"), to scrutinize the remote electronic voting process of Postal ballot of Indian Railway Catering and Tourism Corporation Limited (IRCTC), held between **Saturday 12th November, 2022 (09:00 Hours) and Sunday 11th December, 2022 (17:00 Hours) IST.**

In compliance with Ministry of Corporate Affairs ("MCA") and SEBI Circular, the Notice of Postal ballot dated **7th November, 2022** along with Statement setting out material facts under Section 102 of the Companies Act, 2013 were sent only through electronic mode to those Members whose email addresses are registered with the RTA/Depositories.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.

The Shareholders of the Company holding shares as on the "cut-off" date i.e., Friday 04th November 2022, were entitled to vote on the resolution(s) as set out in the Notice of the Postal ballot of Indian Railway Catering and Tourism Corporation Limited (IRCTC).



presence of following two witnesses not being in the employment of the Company. The confirmation in writing is attached as 'Annexure-A'.

I have scrutinized and reviewed the remote e-voting based on the data downloaded from the CDSL e-voting system.

Based on the report furnished by M/s Alankit Assignments Limited ('the RTA of the Company') on the remote e-voting, the results of Remote e-voting are as under:

| | |
|-------------------------------------|---|
| Item No. | 1 |
| Subject Matter of Resolution | <p>TO APPOINT SHRI MANOJ KUMAR GANGEYA (DIN: 09744752) ED (PLANNING), RAILWAY BOARD AS PART-TIME GOVERNMENT NOMINEE DIRECTOR ON THE BOARD OF THE COMPANY:</p> <p>“RESOLVED THAT pursuant to the provisions of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and Rules made thereunder, and Regulation 17 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri Manoj Kumar Gangeya (DIN: 09744752), ED (Planning), Railway Board, who was appointed as Part-time Government Nominee Director, by the President of India vide Ministry of Railways’ order no. 2022/PL/57/10 dated September 19, 2022 and subsequently appointed as an Additional Director by the Board of Directors with effect from September 21, 2022, in accordance with Section 161 of the Act and Article 58(f) of the Articles of Association of the Company and respect of whom the Company has received a notice in writing from him signifying his intention to propose himself as a candidate for the office of a director of the Company, be and is hereby appointed as Part-time Government Nominee Director of the Company, who is liable to retire by rotation.”</p> |
| Type of Resolution | Ordinary |

| Particulars | Remote e-Votes | | Percentage (%) of votes |
|--------------|------------------|-------------------------|-------------------------|
| | Number of Voters | Number of Equity Shares | |
| Assent | 4502 | 598965767 | 95.65% |
| Dissent | 597 | 27240849 | 4.35% |
| Total | 5099 | 626206616 | 100 |
| Abstain | 0 | 0 | 0 |

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 1 of the Postal ballot notice dated 07th November, 2022, has been passed with requisite majority.



The electronic data and all other relevant records relating to remote e-voting are under my safe custody and will be handed over to Chairperson/Company Secretary, for preserving safely after the Chairperson considers, approves, and signs the minutes of the meeting.

The Company may accordingly declare the results of voting by Postal ballot, as required.

Place: Noida
Date: 12.12.2022

For Kumar Naresh Sinha & Associates
Company Secretaries


(CS Naresh Kumar Sinha)

Proprietor

FRN:

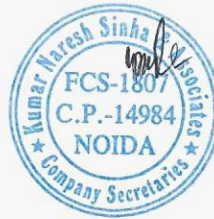
PR: 610/2019

FCS: 1807

C P No.: 14984

FRN: S2015UP440500

UDIN: F001807D002691879



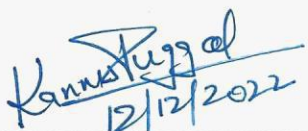
Countersigned by:

Chairperson & Managing Director
Indian Railway Catering and Tourism Corporation Limited

Annexure -A

1. The e-votes cast through Remote e-voting on the resolutions stated in the Postal ballot notice dated 7th November 2022 of Indian Railway Catering and Tourism Corporation Limited (IRCTC) were unblocked in our presence on 11th December 2022 at 19:28 Hours.
2. We are not in the employment of the Company i.e., Indian Railway Catering and Tourism Corporation Limited (IRCTC).

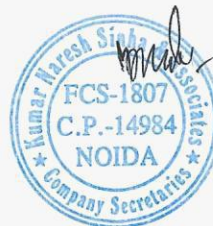
Signature of the witnesses along with date:


12/12/2022

(Kannu Duggal)
P-21, Sector 11, Noida - 201301, U.P


12/12/2022

(Shri Mukesh Mishra)
264/3 Chhalera, Sector-44, Noida – 201301, U.P



INDIAN RAILWAY CATERING AND TOURISM CORPORATION LIMITED - e-Voting Postal Ballot date 12-11-2022 to 11-12-2022

Total number of shareholders on record date: '2195599' No. of Shares: '800000000'

| | | | | | | | | |
|--|--|--|--|--|--|--|--|--|
| | | | | | | | | |
|--|--|--|--|--|--|--|--|--|

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

| | | | | | | | | |
|--------------------------------|--|--|----|----------------|----|--|--|--|
| Promoters and Promoter Group : | | | NA | No. of Shares: | NA | | | |
| Public : | | | NA | No. of Shares: | NA | | | |

Detail of the Agenda:

| Promoter/Public | 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 |
|-----------------|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | | | | (3)= | | | (6)= | (7)= |
| | | (1) | (2) | [(2)/(1)]*100 | (4) | (5) | [(4)/(2)]*100 | [(5)/(2)]*100 |

1. TO APPROVE THE APPOINTMENT OF SHRI MANOJ KUMAR GANGEYA (DIN: 09744752), ED (PLANNING), RAILWAY BOARD AS PART TIME GOVERNMENT NOMINEE DIRECTOR ON THE BOARD OF THE COMPANY

Ordinary Resolution

| | | | | | | | | |
|--------------------------------|-------------------------------|------------------|------------------|---------------|------------------|-----------------|---------------|--------------|
| Promoter and Promoter Group | E-Voting | 539172170 | 539172170 | 100.000 | 539172170 | 0 | 100.000 | 0.000 |
| | Poll | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 539172170 | 539172170 | 100.000 | 539172170 | 0 | 100.000 | 0.000 |
| Public – Institutional holders | E-Voting | 99515755 | 86573540 | 86.995 | 59366964 | 27206576 | 68.574 | 31.426 |
| | Poll | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 99515755 | 86573540 | 86.995 | 59366964 | 27206576 | 68.574 | 31.426 |
| Public-Others | E-Voting | 161312075 | 460906 | 0.286 | 426633 | 34273 | 92.564 | 7.436 |
| | Poll | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 161312075 | 460906 | 0.286 | 426633 | 34273 | 92.564 | 7.436 |
| GRAND TOTAL | | 800000000 | 626206616 | 78.276 | 598965767 | 27240849 | 95.650 | 4.350 |