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INCAP LIMITED

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INCAP/BSE/2024-25/191

Dated 23rd May, 2024

To
The Corporate Relations Department
Bombay Stock Exchange,
21st Floor, P.J.Tower,
Dalal Street,
Mumabi.

Dear Sir,

Sub : Submission of Annual Secretarial Compliance Report for the year ended on 31.03.2024 – Reg.

-X-X-X-

We are herewith enclosing the Annual Secretarial Compliance Report for the year ended on 31st March, 2024.

Thanking you,
Yours faithfully
For INCAP LIMITED


(C.BHAGAVANTHA RAO)
EXECUTIVE CHAIRMAN



A.N.SARMA, M.Com., LL.B. F.C.S., I.R.P.
Practicing Company Secretary,
Flat 2D, Maruthi Heights, Road No.1,
Banjara Hills, Hyderabad – 500034, Telangana
Ph : 9177509864; email : ansarma@yahoo.co.in

Secretarial compliance report of INCAP Limited for the year ended March 31, 2024

To
INCAP LIMITED
1-58, Nidamanur,
Vijayawada – 521104
Andhra Pradesh

I A.N. Sarma, Practicing Company Secretary have examined:

- a. All the documents and records made available to us and explanation provided by M/s. INCAP Limited ("the listed entity"),
- b. The filings/ submissions made by the listed entity to the stock exchanges,
- c. Website of the listed entity,
- d. All Other document/filing, and submissions etc.

for the year ended March 31, 2024 ("Review Period") in respect of compliance with the provisions of

- a. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and
- b. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued there under, have been examined, include:-

- a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not applicable to the company during the audit period)
- c. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the company during the audit period)



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- e. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the company during the audit period)
- f. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the company during the audit period)
- g. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (Not applicable to the company during the audit period)
- g. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- h. Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018; and circulars/ guidelines issued there under;
- i. Other applicable regulations and circulars/guidelines issued thereunder :
- j. The reporting of Clause 6(A) and 6(B) of the circular No. CIR/CFD/CMD1/114/2019 dated 18th October, 2019 issued by the Securities and Exchange Board of India on " Resignation of Statutory auditors from listed entities and their material subsidiaries" is not applicable during the Review period.
- k. According to NSE Circular No. NSE/CML/2023/21, BSE Circulars No.20230316-14 dated 16th March, 2023 and NSE Circular CML/2023/30, BSE Circular No.20230410-41 dated 10th April, 2023 the additional affirmations are given in the Annexure.

and based on the above examination, I hereby report that, during the Review Period:

- a. The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, except in respect of matters specified below:-

S. No.	Compliance Requirement clause) (Regulations/ circulars / guidelines including specific	Deviations	Observations/ Remarks of the Practicing Company Secretary
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clause

-NIL-

- b. The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my examination of those records.
- c. The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under:

S. No.	Action taken by	Details of violation	Details of action taken E.g. Fines warning letter, Debarment, etc.	Observations/ Remarks of the Practicing Company Secretary, if any.
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A.N.SARMA, M.Com., LL.B. F.C.S., I.R.P.
Practicing Company Secretary,
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-NIL-

d. The listed entity has taken the following actions to comply with the observations made in previous reports:

S.No.	Observations of the Company Secretary in the pre various reports for the year ended 31 3 2024.	Observations made in the secretarial compliance for the year ended 31 3 2024.	Actions taken by the listed entity, on report for the year ended 31 3 2024.	Comments of the Practicing Company Secretary if any on the actions taken by the listed entity.
	-NIL-	-NIL-	-NIL-	-NIL-



A N SARMA

Practicing Company Secretary
C.P. No.26617; M.No.4557

HYDERABAD
20th May, 2024

UDIN:F004557F000400238



A.N.SARMA, M.Com., LL.B. F.C.S., I.R.P.
Practicing Company Secretary,
Flat 2D, Maruthi Heights, Road No.1,
Banjara Hills, Hyderabad – 500034, Telangana
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ANNEXURE

To
INCAP LIMITED
1-58, Nidamanur,
Vijayawada – 521104

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records on our audit.
2. We have followed the audit practices and processes as appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the information and relevant documents including representation given by the management about the compliance of laws, rules and regulations and happening of events etc.
5. The compliances of the provisions of corporate and other applicable laws, Rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The secretarial Audit report is neither an assurance as to the future viability of the company nor of the company efficiency of effectiveness with which the management has conducted the affairs of the company.

HYDERABAD
20th May, 2024
UDIN:F004557F000400238



A handwritten signature in blue ink, appearing to read "A.N. Sarma".

A N SARMA
Practicing Company Secretary
C.P. No.26617; M.No.4557