

Date: 23.08.2024

To

**The Manager-Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001**

Subject: Declaration of voting results & Scrutinizer's Report of Extra ordinary General Meeting of the company held on Friday, 23rd August 2024.

Sir,

Pursuant to the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith voting results of Extra-Ordinary General Meeting held on Friday, 23rd August 2024 at 11.00 am at the Registered office of the Company at No. 23, Trident towers, 4th Floor, 100 Feet Road, Jayanagar II Block Bangalore-560011 through Video Conferencing (VC) or Other Audio Visual Means (OAVM) along with the copy of Scrutinizer's Report.

You are requested to kindly take the note of the same.

Yours truly,

For Natural Capsules Limited

**Shilpa Burman
Company Secretary & Compliance Officer**

Enclosure: As Above



VOTING RESULTS OF THE EXTRA-ORDINARY GENERAL MEETING OF NATURAL CAPSULES LIMITED

Date of Extra-Ordinary General Meeting	Friday, 23 rd August 2024
Total number of Shareholders as on Record Date	10673
Number of Shareholders present in the meeting -Promoters and Promoter Group -Public	NA
No. of Shareholders attended the meeting through video conferencing -Promoters and Promoter Group -Public	32 11 21

Agenda-wise disclosure

Item No: 1

Resolution required: (Special Resolution)	To approve Issuance of Equity Shares on Preferential basis							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
Category	Mode of voting	No. of Shares held (1)	No. of Shares polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of Votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	5287962	5229428	98.89	5229428	0	100	0
Public Institutions	E-voting	16624	0	0	0	0	0	0
Public Non Institutions	E-Voting	4031148	11913	0.295	11684	229	98.07	1.92
Total	E-voting	9335734	5241341	56.142	5241112	229	99.9956	0.00437



DEEPAK SADHU
MBA (Finance), A.C.S.



DEEPAK SADHU COMPANY SECRETARIES
A Peer-Reviewed Firm

COMPANY SECRETARY
CP No: **14992**, ACS No: **39541**
Peer Review Number: **2387/2022**
MOBILE: **9115731257 / 9886096664**

No.450, 9th cross, JP Nagar,
2nd phase, Bangalore - 560078

E-mail: deepakksadhu@gmail.com
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Consolidated Report of E-Voting

Consolidated Report Of Scrutinizer on E-Voting at the Extra-ordinary General Meeting of the Equity Shareholders of Natural Capsules Limited held on **23rd August, 2024** at 11.00 A.M. at **Trident Towers, 4th Floor (level 3), No. 23, 100 Feet Road, Jaynagar II Block, Bengaluru 560011, Karnataka, INDIA** (Pursuant to section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014) via Video Conferencing:

To
The Chairman,
Natural Capsules Limited
Bangalore

For the Extra-ordinary General Meeting of the Equity Shareholders of Natural Capsules Limited held on **23rd August, 2024** at 11.00 A.M at **Trident Towers, 4th Floor (level 3), No. 23, 100 Feet Road, Jayanagar II Block, Bengaluru 560011, Karnataka, INDIA.**

Dear Sir,

1. I, **Deepak Sadhu, Practicing Company Secretary**, having our office at No. 450, 9th cross, JP Nagar 2nd phase, Bangalore - 560078 appointed as Scrutinizer by the Board of Directors of Natural Capsules Limited (the company) for the purpose of scrutinizing e-voting process (remote e-voting) at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (As Amended from time to time) in respect of the below mentioned resolutions proposed at Extra-ordinary General Meeting of the equity shareholders of the company held on **23rd August, 2024 at 11.00 A.M at Trident Towers, 4th Floor (level 3), No. 23, 100 Feet Road, Jayanagar II Block, Bengaluru 560011, Karnataka, INDIA**, submit our report as under :
2. The Management of the Company is responsible to ensure compliance with Section 108 of the Companies Act, 2013 read with rule 20 of the Companies [Management and Administration] Rules, 2014 as amended by the Companies [Management and Administration] Rules, 2015 and as amended from time-to-time and in accordance with the terms of circulars issued by Ministry of Corporate Affairs i.e. General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 20/2021 dated December 9, 2021, 21/2021 dated December 14, 2021, 03/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022, and September 2023 (collectively referred to as "MCA Circulars") Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and any other applicable law, rules, regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force in respect of e-voting conducted through electronic means on the resolutions contained in the Notice to the EXTRA-ORDINARYGENERAL MEETING (AGM) of the members of the company.

DEEPAK SADHU
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Date: 2024.08.23
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3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies [Management and Administration] Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015') and Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 the Company provided remote e-voting facility to cast vote through electronic mode which commenced from **August 20, 2024 (9:00 a.m. IST) and ends on Thursday, August 22, 2024 (5:00 p.m. IST) and from 11:00 A.M to 15 minutes after conclusion of Extra-ordinary General Meeting on 23rd August, 2024 at 11:45 A.M** on the resolutions as per Annexure by the members of the Company.
4. The Notice dated **July 31st, 2024** as per section 101 of the Companies Act, 2013 along with the statement setting out material facts under section 102 of the Act was sent to the Members on **July 31st, 2024** in respect of the resolutions passed at the Extra-ordinary General Meeting of the Company. The Notice was also published in "Business Line" (English) and "Sanjevani" (Kannada) on **August 02nd, 2024**.
5. The Notice was also hereby given pursuant to Section 91 of the Companies Act, 2013, Rule 10 of the Companies [Management and Administration Rules, 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, record date 16th August 2024.
6. The votes cast through e-voting process were unblocked by me on **23rd August, 2024** after the completion of Extra-ordinary General Meeting.
7. The compliances with the provisions of the Companies Act, 2013 and the Rules made there-under relating to voting through electronic means [by remote e-voting] by the shareholders on the resolutions proposed in the Notice of the Extra-ordinary General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited and the report generated electronically.

I have rendered scrutinizer's report separately on the remote e-voting at the meeting and I hereby submit consolidated Scrutinizer's report pursuant to 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on all the resolutions contained in the Notice of the aforesaid Extra-ordinary General Meeting.

The result of voting is as under:

Resolution - 1: Special Resolution (Special Business)

To approve Issuance of 9,12,917 (Nine lakh twelve thousand nine hundred seventeen) equity shares of face value of Rs.10.00 (Rupees Ten only each of the Company ('Equity Shares') at an issue price of Rs. 320/- (Rupees Three Hundred and Twenty only)per equity share on Preferential basis.

Particulars	Remote E-Voting		Total		
	No. of Members	No. of Votes	No. of Members	No. of Votes	%Total Age
Votes in Favour	37	5241112	37	5241112	99.9956
Votes Against	4	229	4	229	0.00437
Invalid votes	-	-	-	-	-
Total	41	5241341	41	5241341	100.00

8. All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the Extra-ordinary General Meeting and the same shall be handed over thereafter to the Chairman/Managing Director/ Company Secretary for safe keeping.

**Thanking you,
Yours faithfully**

DEEPAK Digitally signed by
SADHU DEEPAK SADHU
Date: 2024.08.23
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**DEEPAK SADHU
DEEPAK SADHU,
COMPANY SECRETARIES
Membership# ACS 39541
CP No. 14992**

UDIN: **A039541F001027935**
Peer Review Number: **2387/2022**

**Place : Bangalore
Date : 23rd August, 2024.**