

ICL / CMPL / 2018-19 / 47/11th October, 2018

To,
 The General Manager
 Department of Corporate Affairs
 BSE Limited
 Phiroze Jeejeebhoy Towers, Dalal Street,
 Mumbai – 400 001

Scrip Code: 526871

Subject: Submission of Consolidated Voting Results of 24th Annual General Meeting of the Company along with Combined Scrutinizer Report

Ref: Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith:

Sl.	Description	Mode of Submission	Page No.
1.	<p>Details of Consolidated Voting Results on the business transacted at 24th Annual General Meeting of the Company held on Tuesday 25th September, 2018, in the prescribed format duly signed and scanned in PDF Format.</p> <p><i>However, it is noted that Consolidated Voting Results on the business transacted at 24th Annual General Meeting of the Company held on Tuesday 25th September, 2018, is also uploaded at BSE Listing Portal on 11th October, 2018 vide acknowledgement no. 1110201810255344 in the prescribed XML format duly generated from XBRL Format as prescribed by BSE.</i></p>	At BSE Listing Portal in the prescribed format as per reg. 44 (3) of the SEBI LODR Regulations, 2015	Page 2 to 8
2.	Consolidated report of scrutinizer declared on Tuesday 25 th September 2018.	At BSE Listing Portal as per reg. 44 (3) of the SEBI LODR Regulations, 2015	Page 9 to 15

Please ignore our earlier submission vide our letter dated ICL/ CMPL / 2018-19 / 28th September, 2018 / 44 submitted on 29th September, 2018 vide acknowledgement no. 375444 and refer this because there was inadvertent typo error

The above information was also available on the website of the Company viz. www.inteccapital.com

You are requested to update your records with revised filing.

For Intec Capital Limited

Puneet Sehgal
 Company Secretary

ACS: 12557



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INTEC CAPITAL LTD.

CIN: L74899DL1994PLC057410

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Format of Voting Results in terms of Regulation 44 (3)
of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Voting Results of 24th Annual General Meeting of Intec Capital Limited

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) LODR Regulations, 2015, enclosed herewith please find the details regarding the results of Voting on the business transacted at the AGM of the Company held on Tuesday 25th September, 2018, in the prescribed format along with the consolidated report of scrutinizer declared on 25th September 2018.

Sl.	Particulars	Details
1.	Date of AGM / EGM	Tuesday 25 th September, 2018
2.	Total No. of Shareholders on record date	1294 on cut-off date viz. Tuesday 18 th September 2018
3.	No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter group Public	7 308
4.	No. of Shareholders attended the meeting through Video conferencing Promoter and Promoter group Public	Not Applicable Not Applicable



AGENDA WISE

ORDINARY BUSINESS – ORDINARY RESOLUTION			
Sl.	Business Transactions	Mode of Voting	Status
1.	To consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 and report of Auditors thereon	E-voting and Physical Ballot Voting at the Meeting Venue	Passed with Requisite Majority
2.	To appoint a director in place of Mr. Sanjeev Goel (DIN: 00028702) Managing Director who retires by rotation and being eligible, offers himself for re-appointment,	E-voting and Physical Ballot Voting at the Meeting Venue	Passed with Requisite Majority
SPECIAL BUSINESS – SPECIAL RESOLUTION			
3.	To consider and approve the Authority to Board of Directors or Delegated Committee of Board or Delegated Authority to borrow in terms of Section 180(1)(c) of the Companies Act, 2013 read with rules made thereunder and in this regards, to consider and, if thought fit, to pass with or without modification(s)	E-voting and Physical Ballot Voting at the Meeting Venue	Passed with Requisite Majority
4.	To consider and approve the Authority to Board of Directors or Delegated Committee of Board or Delegated Authority to create mortgage / charge on assets of the Company in terms of Section 180(1)(a) of the Companies Act, 2013 read with rules made thereunder for securing the Borrowings of the company availed / to be availed from time to time in terms of section 180(1)(c) of the Companies Act, 2013 read with rules made thereunder and in this regard, to consider and, if thought fit, to pass with or without modification(s)	E-voting and Physical Ballot Voting at the Meeting Venue	Passed with Requisite Majority
5.	To consider and approve remuneration to be payable to Mr. Sanjeev Goel, Managing Director for three (3) Financial Years i.e. from Financial 2019 – 2020, 2020 – 2021 and 2021 - 2022 as per limits as prescribed in section 197 of Companies Act 2013 or wherever applicable shall be within the limits as prescribed in Schedule-V of the Companies Act, 2013, or wherever limits of 11% is crossed or limits of schedule-V is crossed then subject to the approval of Central Government in conformity with Companies Act, 2013 provided maximum remuneration payable is Rs. 150 Lacs per annum including salary, all allowances and perquisites but does not include the sitting fees and other reimbursements	E-voting and Physical Ballot Voting at the Meeting Venue	Passed with Requisite Majority



Agenda- wise disclosure

Ordinary Resolution / Item No. 1 : To consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 and report of Auditors thereon

Resolution required: (Ordinary / Special)		Whether promoter/promoter group are interested in the agenda/resolution?									
Resolution required: (Ordinary / Special)		Whether promoter/promoter group are interested in the agenda/resolution?		Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?		Whether promoter/promoter group are interested in the agenda/resolution?		No							
Category	Mode of voting	No. of shares held	No. of votes polled	(3)=[(2)/(1)]*100	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	(6)=[(4)/(2)]*100	% of votes in favour on votes polled	% of Votes against on votes polled	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		7366287		53.7267	7366287	0		100		0
	Poll	13710664	0			0	0		0		0
	Postal Ballot (if applicable)		0			0	0		0		0
	Total	13710664	7366287		53.7267	7366287	0		100		0
Public- Institutions	E-Voting		0		0	0	0		0		0
	Poll	0	0		0	0	0		0		0
	Postal Ballot (if applicable)		0		0	0	0		0		0
	Total										
Public- Non Institutions	E-Voting		4122458		88.5486	4122458	0		100		0
	Poll	4655586	452		0.0097	452	0		100		0
	Postal Ballot (if applicable)		0		0	0	0		0		0
	Total	4655586	4122910		88.5583	4122910	0		100		0
	Total	18366250	11489197		62.556	11489197	0		100		0



Ordinary Resolution / Item No. 2: To appoint a director in place of Mr. Sanjeev Goel (DIN: 00028702) Managing Director who retires by rotation and being eligible, offers himself for re-appointment

Resolution required: (Ordinary / Special)		Whether promoter/promoter group are interested in the agenda/resolution?		Ordinary						
Category	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		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		7366287	53.7267	7366287	0	100	0		
	Poll	13710664	0		0	0	0	0		
	Postal Ballot (if applicable)		0		0	0	0	0		
	Total	13710664	7366287	53.7267	7366287	0	100	0		
Public-Institutions	E-Voting		0	0	0	0	0	0		
	Poll	0	0	0	0	0	0	0		
	Postal Ballot (if applicable)	0	0	0	0	0	0	0		
	Total									
Public- Non Institutions	E-Voting		4122458	88.5486	4122458	0	100	0		
	Poll	4655586	452	0.0097	452	0	100	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total	4655586	4122910	88.5583	4122910	0	100	0		
	Total	18366250	11489197	62.556	11489197	0	100	0		



Special Resolution / Item No. 3 : To consider and approve the Authority to Board of Directors or Delegated Committee of Board or Delegated Authority to borrow in terms of Section 180(1)(c) of the Companies Act, 2013 read with rules made thereunder and in this regards, to consider and, if thought fit, to pass with or without modification(s)

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

No

Category	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		7366287	53.7267	7366287	0	100	0
	Poll	13710664	0		0	0	0	0
	Postal Ballot (if applicable)		0		0	0	0	0
	Total	13710664	7366287	53.7267	7366287	0	100	0
Public- Institutions	E-Voting		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total							
Public- Non Institutions	E-Voting		4122458	88.5486	4122458	0	100	0
	Poll	4655586	452	0.0097	452	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4655586	4122910	88.5583	4122910	0	100	0
	Total	18366250	11489197	62.556	11489197	0	100	0



Special Resolution / Item No. 4 : To consider and approve the Authority to Board of Directors or Delegated Committee of Board or Delegated Authority to create mortgage / charge on assets of the Company in terms of Section 180(1)(c) of the Companies Act, 2013 read with rules made thereunder for securing the Borrowings of the company availed / to be availed from time to time in terms of section 180(1)(c) of the Companies Act, 2013 read with rules made thereunder and in this regard, to consider and, if thought fit, to pass with or without modification(s)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	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
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Poll	13710664	0	53.7267	7366287	0	100	0
	Postal Ballot (if applicable)	0	0		0	0	0	0
	Total	13710664	7366287	53.7267	7366287	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4655586	4122458	88.5486	4122458	0	100	0
	Poll	4655586	452	0.0097	452	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4655586	4122910	88.5583	4122910	0	100	0
	Total	18366250	11489197	62.556	11489197	0	100	0



Special Resolution / Item No. 5 : To consider and approve remuneration to be payable to Mr. Sanjeev Goel, Managing Director for three (3) Financial Years i.e. from Financial 2019 – 2020, 2020 – 2021 and 2021 - 2022 as per limits as prescribed in section 197 of Companies Act 2013 or wherever applicable shall be within the limits as prescribed in Schedule-V of the Companies Act, 2013, or wherever limits of 11% is crossed or limits of schedule-V is crossed then subject to the approval of Central Government in conformity with Companies Act, 2013 provided maximum remuneration payable is Rs. 150 Lacs per annum including salary, all allowances and perquisites but does not include the sitting fees and other reimbursements

Resolution required: (Ordinary / Special)		Special		No						
Whether promoter/promoter group are interested in the agenda/resolution?				No						
Category	Mode of voting	No. of shares held	No. of votes polled	(3)=[(2)/(1)]*100	No. of votes – in favour	No. of votes – against	(6)=[(4)/(2)]*100	% of Votes against on votes polled		
Promoter and Promoter Group	E-Voting	13710664	7366287	53.7267	7366287	0	100	0		
	Poll		0	0	0	0	0	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total	13710664	7366287	53.7267	7366287	0	100	0		
Public-Institutions	E-Voting	0	0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total									
Public- Non Institutions	E-Voting	4655586	4122458	88.5486	4122458	0	100	0		
	Poll		452	0.0097	452	0	100	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total	4655586	4122910	88.5583	4122910	0	100	0		
	Total	18366250	11489197	62.556	11489197	0	100	0		





Krishna Kumar Sharma & Co.

Company Secretaries

108, Himalaya Palace,

65, Vijay Block, Laxmi Nagar, New Delhi-92

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Scrutinizer's Report-Combined

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administrations) Rules, 2014]

To

The Chairman of 24th Annual General Meeting of the members of **Intec Capital Limited** (the Company) held on Tuesday 25th September, 2018 at 11:15 AM at Bipin Chandra Pal Auditorium, A-81, Chittranjan Park, New Delhi-110 019.

Dear Sir,

1. I, Krishna Kumar Sharma, a Company Secretary in practice (C. P. No. 7747), have been appointed as a scrutinizer by
 - (i) The board of Directors of Intec Capital Limited (the Company) for the purpose of scrutinizing the remote e-voting process and ascertaining the requisite majority on remote e-voting carried out as per provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administrations) Rules 2014 and
 - (ii) The Chairman of the Annual General meeting (AGM) on poll under the provisions of the section 109 of Companies act 2013 read with Rule 21 of the Companies (Management and Administrations) Rules 2014 (Rules) on the resolutions contained in the notice of the 24th Annual General Meeting (AGM) of the members of the company held on Tuesday 25th September, 2018 at 11:15 AM at Bipin Chandra Pal Auditorium, A-81, Chittranjan Park, New Delhi-110 019.
2. The management of the Company is responsible to ensure the compliance with the requirements of Companies Act 2013 and rules relating to voting through electronic means on the resolutions contained in the notice to the 24th AGM of members of the company. My responsibility as a scrutinizer for the remote e-voting process is restricted to make a scrutinizer's report of the votes cast "in favor" or "against" the resolution stated above, based on the reports generated from Remote e-voting system provided by Central Depository System Limited, the authorized agency to provide Remote e-voting facilities, engaged by the company.



3. In accordance with the Notice of the 24th Annual general meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20 (4) (V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015 on May 25th, 2016, the remote e-voting opened at 11:00 AM on Saturday 22nd September, 2018 and remained open up to 5:00 PM on Monday 24th September, 2018.
4. The Equity shareholders holding shares as on 18th September, 2018, "cut off date", were entitled to vote on the resolutions stated in the Notice of the 24th Annual general meeting of the company.
5. After declaration of voting by use of ballot by the Chairman at the meeting, ballot box was locked and kept for voting duly marked by identification mark placed on it. The ballot box subsequently on close of voting hours was opened in the presence of two witnesses:

Witness No. 1	Witness No. 2
<i>Nilesh Singh</i>	<i>Manish</i>
Mr Nilesh Singh PAN: GKHPS7038R	Mr Manish Vatsa PAN: AKFPV8637F

who are not the employees of the company, and ballots received were, sorted, signatures verified and were scrutinized. The ballots were reconciled with the records maintained by the Company/Registrar and transfer agents (R&TA) of the company and the authorizations/proxies lodged with the Company.

6. The ballots, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
7. The votes on remote e-voting were unblocked after conclusion of voting at the AGM in the presence of two witnesses as mentioned above who are not the employees of the company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from e-voting website of Central Depository Services Limited (<https://www.evotingindia.co.in/>) and the same are being handed over to the Chairman.
8. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:



Resolution-1: Ordinary Resolution**Item No. 1 – Adoption of Audited Financial Statements**

Ordinary Resolution: To consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 and report of Auditors thereon.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	29	1,14,88,745	100
Voting by ballot	21	452	100
Total	50	1,14,89,197	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Voting by ballot	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Resolution-2: Ordinary Resolution**Item No. 2 – Appointment of Director**

Ordinary Rescution: To appoint a director in place of Mr. Sanjeev Goel (DIN: 00028702) Managing Director who retires by rotation and being eligible, offers himself for re-appointment.



(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	29	1,14,88,745	100
Voting by ballot	21	452	100
Total	50	1,14,89,197	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Voting by ballot	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Item No. 3– Revision in overall borrowing powers of the Company in terms of Section 180 (1) (c) of the Companies Act,2013

Item No. 3

Special Resolution: To consider and approve the Authority to Board of Directors or Delegated Committee of Board or Delegated Authority to borrow in terms of Section 180 (1) (c) of the Companies Act, 2013 read with rules made thereunder.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	29	1,14,88,745	100
Voting by ballot	21	452	100
Total	50	1,14,89,197	100



(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Voting by ballot	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Item No. 4– Creation of Mortgage/Charge on the assets of the Company in terms of Section 180 (1) (a) of the Companies Act, 2013:

Special Resolution: To consider and approve the Authority to Board of Directors or Delegated Committee of Board or Delegated Authority to create mortgage / charge on assets of the Company in terms of Section 180 (1) (a) of the Companies Act, 2013 read with rules made thereunder for securing the Borrowings of the company availed / to be availed from time to time in terms of section 180 (1) (c) of the Companies Act, 2013 read with rules made thereunder.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	29	1,14,88,745	100
Voting by ballot	21	452	100
Total	50	1,14,89,197	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Voting by ballot	NIL	NIL	NIL
Total	NIL	NIL	NIL



(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Item No. 4– Approve the Remuneration payable to Mr. Sanjeev Goel, Managing Director for three (3) Financial Years i.e. from Financial 2019 – 2020, 2020 – 2021 and 2021 - 2022:

Special Resolution: To consider and approve remuneration to be payable to Mr. Sanjeev Goel, Managing Director for three(3) Financial Years i.e. from Financial 2019 –2020, 2020 –2021 and 2021 – 2022 as per limits as prescribed in section 197 of Companies Act 2013 or wherever applicable shall be within the limits as prescribed in Schedule-V of the Companies Act, 2013, or wherever limits of 11% is crossed or limits of schedule-V is crossed then subject to the approval of Central Government in conformity with Companies Act, 2013 provided maximum remuneration payable is Rs. 150 Lacs per annum including salary, all allowances and perquisites but does not include the sitting fees and other reimbursements and in this regard.

(i) **Voted in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	29	1,14,88,745	100
Voting by ballot	21	452	100
Total	50	1,14,89,197	100

(ii) **Voted against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Voting by ballot	NIL	NIL	NIL
Total	NIL	NIL	NIL



(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

9. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 24th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,
Yours faithfully,

For Krishna Kumar Sharma & Co.
Company Secretaries



(CS Krishna Kumar Sharma)
Proprietor
C. P. No. : 7747
Place: New Delhi
Date: 25th September, 2018.