

INCAP LIMITED

1-58, NIDAMANUR,
VIJAYAWADA - 521 104.
ANDHRA PRADESH
INDIA

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www.incaplimited.in CIN L32101AP1990PLC011311



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INCAP/BSE/2021-22/103

Dated 27th September, 2021

To

Bombay Stock Exchange,
21st Floor, P.J.Tower,
Dalal Street,
Mumabi.

Dear Sir,

Sub : Submission of Scrutinizer's Report of Remote E-Voting and Poll – Reg.

-X-X-X-

We are herewith enclosing the Scrutinizer's Report of Remote E-Voting and Poll of 31st AGM conducted on 25th September, 2021.

Thanking you,
Yours faithfully,
For INCAP LIMITED



AUTHORISED SIGNATORY.



Consolidated Scrutinizer's Report of Remote E-Voting and Poll

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MGT-13

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of the 31st Annual General Meeting of the Members of **INCAP LIMITED** (CIN: L32101AP1990PLC011311), held on Saturday, the 25th September, 2021 at 12:00 Noon, at the Registered Office of the Company at 1-58, Nidamanuru, Vijayawada – 521104, Krishna District, Andhra Pradesh, India.

Sir,

I, B.L.Chandrasekhar Sarma, Proprietor of M/s. B.L. Chandrasekhar Sarma & Associates, Practicing Company Secretaries, Secunderabad was appointed as the Scrutinizer pursuant to Section 108 of the Companies, Act, 2013 (“the Act”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to the applicable regulations of Securities And Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of Scrutinizing the Remote e-voting process and voting by poll taken at the 31st Annual General Meeting (“AGM”) of the Company held on Saturday, the 25th September, 2021 at 12.00 Noon at the Registered Office of the Company at 1-58, Nidamanuru, Vijayawada – 521104, Krishna District, Andhra Pradesh, India.

I, hereby Submit report as under:-

A. Relating to E-Voting:

1. The remote e-voting period remained open from September 22nd, 2021 at 9.00 hours (IST) to 24th September, 2021. at 17.00 hours (IST).
2. The e-voting event was unblocked on 25th September, 2021 around 02.12 P.M in the presence of two witnesses, namely Mr. Y. Eshwar Sharma and Mr. K. Krishna Sainadh who were not in the employment of the Company.

They have signed below in confirmation of the event being unblocked in their presence:

Witness:

1.

2. K. Krishna Sainadh.



B. Relating to Voting by Poll:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and physical ballot paper at the AGM by the shareholders on the resolutions proposed in the Notice of the 31st Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and physical ballot at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.
2. After the time fixed for closing of the poll by the chairman, the ballot box were opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorized/proxies lodged with the Company.
3. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
4. There was no polling paper which was incomplete or found defective.
5. The Company has provided Remote E-voting and conducted AGM requesting physical presence of the Members at the registered office of the Company.

C. Result of E-Voting and Poll is as under:

1. The voting rights were reckoned as on 17th September, 2021, being the Cut-off date for the purpose of deciding the entitlement of members at the remote e-voting and voting at the meeting.
2. Thereafter, the details of equity shareholders, who voted "For" or "Against" was extracted from the polling papers and the list of equity shareholders who voted "For" or "Against" were downloaded from the e-Voting website.
3. Shareholders having multiple Folio No's are considered as one to the extent of identification based on the verification and cross confirmation by the Company.
4. The Combined result of remote e-voting and poll is as under:



ORDINARY BUSINESS:

a) RESOLUTION 1:

To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 and the Reports of the Board of Directors and Auditors thereon:

(i) Votes in favour of Resolution:

Particulars	Number of Members Voted	No. of Shares cast by them	% of Total Number of Valid Votes Cast
Remote e-voting	83	5,23,089	13.33
Poll	45	33,99,165	86.66
Total	128	39,22,254	99.99

(ii) Votes against of Resolution:

Particulars	Number of Members Voted	No. of Shares cast by them	% of Total Number of Valid Votes Cast
Remote e-voting	2	51	0.01
Poll	0	0	0
Total	2	51	0.01

(i) Invalid Votes:

Particulars	Number of Members Voted	No. of Shares cast by them	% of Total Number of Valid Votes Cast
Remote e-voting	0	0	NA
Poll	0	0	NA
Total	0	0	



b) RESOLUTION.2:

To appoint a Director in place of Smt P. Hima Bindu (DIN: 06605646) who retires at this meeting and being eligible offers herself for re-appointment:

(i) Votes in favour of Resolution:

Particulars	Number of Members Voted	No. of Shares cast by them	% of Total Number of Valid Votes Cast
Remote e-voting	82	5,23,088	13.33
Poll	45	33,99,165	86.66
Total	127	39,22,253	99.99

(ii) Votes against of Resolution:

Particulars	Number of Members Voted	No. of Shares cast by them	% of Total Number of Valid Votes Cast
Remote e-voting	3	52	0.01
Poll	0	0	0
Total	3	52	0.01

(ii) Invalid Votes:

Particulars	Number of Members Voted	No. of Shares cast by them	% of Total Number of Valid Votes Cast
Remote e-voting	0	0	NA
Poll	0	0	NA
Total	0	0	



c) RESOLUTION.3:

To declare dividend on equity shares of the company for the financial year ended on March 31, 2021:

(i) Votes in favour of Resolution:

Particulars	Number of Members Voted	No. of Shares cast by them	% of Total Number of Valid Votes Cast
Remote e-voting	83	5,23,089	13.33
Poll	45	33,99,165	86.66
Total	128	39,22,254	99.99

(ii) Votes against of Resolution:

Particulars	Number of Members Voted	No. of Shares cast by them	% of Total Number of Valid Votes Cast
Remote e-voting	2	51	0.01
Poll	0	0	0
Total	2	51	0.01

(iii) Invalid Votes:

Particulars	Number of Members Voted	No. of Shares cast by them	% of Total Number of Valid Votes Cast
Remote e-voting	0	0	NA
Poll	0	0	NA
Total	0	0	



d) RESOLUTION.4:

Re-appointment of Statutory Auditors of the Company:

(i) Votes in favor of Resolution:

Particulars	Number of Members Voted	No. of Shares cast by them	% of Total Number of Valid Votes Cast
Remote e-voting	83	5,23,089	13.33
Poll	45	33,99,165	86.66
Total	128	39,22,254	99.99

(ii) Votes against of Resolution:

Particulars	Number of Members Voted	No. of Shares cast by them	% of Total Number of Valid Votes Cast
Remote e-voting	2	51	0.01
Poll	0	0	0
Total	2	51	0.01

(iii) Invalid Votes:

Particulars	Number of Members Voted	No. of Shares cast by them	% of Total Number of Valid Votes Cast
Remote e-voting	0	0	NA
Poll	0	0	NA
Total	0	0	NA



5. Data containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution, if any are submitted to the Company.
6. The poll papers and all other relevant records were sealed and handed over to the Company for Safe Keeping.

Thanking you,

Yours Sincerely

For B.L. Chandrasekhar Sarma & Associates
Practicing Company Secretaries



B.L. Chandrasekhar Sarma
Proprietor
C.P. 8199
UDIN: A022479C001012160
Date: 27th September, 2021