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## INCAP LIMITED

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E-mail : [vjwincap@hotmail.com](mailto:vjwincap@hotmail.com)  
[www.incaplimited.in](http://www.incaplimited.in) CIN L32101AP1990PLC011311

INCAP/BSE/2021-22/103

Dated 26<sup>th</sup> September, 2021

To

Bombay Stock Exchange,  
21<sup>st</sup> 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 32<sup>nd</sup> AGM conducted on 24<sup>th</sup> September, 2022.

Thanking you,  
Yours faithfully,  
For INCAP LIMITED

  
C.BHAGAVANTHA RAO  
EXECUTIVE CHAIRMAN.



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

&

**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 32<sup>nd</sup> Annual General Meeting of the Members of **INCAP LIMITED (CIN: L32101AP1990PLC011311)**, held on Saturday, the 24<sup>th</sup> September, 2022 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 32<sup>nd</sup> Annual General Meeting (“AGM”) of the Company, held on Saturday, the 24<sup>th</sup> September, 2022 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 21<sup>st</sup>, 2022 at 9.00 hours (IST) to 23<sup>rd</sup> September, 2022. at 17.00 hours (IST).
2. The e-voting event was unblocked on 24<sup>th</sup> September, 2022 around 02.37 P.M in the presence of two witnesses who were not in the employment of the Company.



## **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 32<sup>nd</sup> 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 16<sup>th</sup> September, 2022, 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 31<sup>st</sup> March, 2022 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	53	15,01,819	38.26
Poll	16	24,23,459	61.73
<b>Total</b>	<b>69</b>	<b>39,25,278</b>	<b>99.99</b>

#### (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	7	9	0.01
Poll	0	0	0
<b>Total</b>	<b>7</b>	<b>9</b>	<b>0.01</b>

#### (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
<b>Total</b>	<b>0</b>	<b>0</b>	

**Note:** 3 (Three) Shareholders having multiple folio Numbers have voted for Yes and No.



**b) RESOLUTION.2:**

To appoint a Director in place of Sri P. Ram Rao (DIN: 00137511) who retires at this meeting and being eligible offers himself 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	53	15,01,819	38.26
Poll	16	24,23,459	61.73
<b>Total</b>	<b>69</b>	<b>39,25,278</b>	<b>99.99</b>

(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	7	9	0.01
Poll	0	0	0
<b>Total</b>	<b>7</b>	<b>9</b>	<b>0.01</b>

(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
<b>Total</b>	<b>0</b>	<b>0</b>	

**Note:** 3 (Three) Shareholders having multiple folio Numbers have voted for Yes and No.



**RESOLUTION.3:**

To declare dividend on equity shares of the company for the financial year ended on March 31, 2022:

(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	53	15,01,819	38.26
Poll	16	24,23,459	61.73
<b>Total</b>	<b>69</b>	<b>39,25,278</b>	<b>99.99</b>

(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	7	9	0.01
Poll	0	0	0
<b>Total</b>	<b>7</b>	<b>9</b>	<b>0.01</b>

(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
<b>Total</b>	<b>0</b>	<b>0</b>	

**Note:** 3 (Three) Shareholders having multiple folio Numbers have voted for Yes and No.





**SPECIAL BUSINESS:**

**c) RESOLUTION.4:**

Appointment of Independent Director Mr. C.Rakesh (DIN : 07688165):

(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	53	15,01,819	38.26
Poll	16	24,23,459	61.73
<b>Total</b>	<b>69</b>	<b>39,25,278</b>	<b>99.99</b>

(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	7	9	0.01
Poll	0	0	0
<b>Total</b>	<b>7</b>	<b>9</b>	<b>0.01</b>

(iv) **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
<b>Total</b>	<b>0</b>	<b>0</b>	

**Note:** 3 (Three) Shareholders having multiple folio Numbers have voted for Yes and No.



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*

**B.L. Chandrasekhar Sarma  
Proprietor**

**C.P. 8199**

**UDIN: A022479D001040375**

Date: 25<sup>th</sup> September, 2022

