



(Formerly known as Intercontinental Leasing & Finance Company Limited)

CIN: L51100MH1984PLC269707

Regd. Office : DBS Business Center, 213, Raheja Chambers, 2nd Floor, Free Press Journal Road, Nariman Point, Mumbai – 400021, Maharashtra

September 23, 2019

To,

BSE Limited P.J. Towers, Dalal Street, Fort, Mumbai – 400001. Scrip Code: 539938	Listing Compliances CSE- India 7 Lyons Range, Dalhousie, Kolkata – 700001.
---	--

Dear Sir,

Subject: Voting Results under regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizers Report.


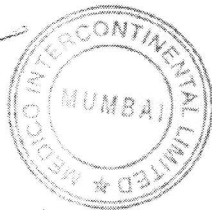
Pursuant to regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are herewith enclosing the consolidated voting results (Remote e-voting & Ballot) for the Annual General Meeting of the Company held on Saturday, September 21, 2019 at 03:00 p.m. at the Onyx banquet Venue, Hotel Intercontinental Marine Drive, 135, Marine Drive, Mumbai – 400020.

Further, we are also enclosing the scrutinizer's report for your perusal.

Kindly take the above on record.

For Medico Intercontinental Limited

(formerly known as Intercontinental Leasing and Finance Company Limited)

Samir Shah
Managing Director
DIN: 03350268

Corporate Office : 501, Aditraj Arcade, Near Hetvi Tower, Opp. Titanium City Center, 100 Ft. ring road, Satellite, Ahmedabad -380015.

Godown Address : 12 & 19/1a, Madhav Estate, Near IBP Petrol Pump, Forest Section-1, Aslali, Ahmedabad-382427.

Ph. No.: 079 – 26742739, Fax No. 079 – 26742740. Email ID – mail@medicointercontinental.com Website: www.medicointercontinental.com

General information about company	
Scrip code	539938
NSE Symbol	
MSEI Symbol	
ISIN	INE858Q01019
Name of the company	MEDICO INTERCONTINENTAL LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	21-09-2019
Start time of the meeting	03:00 PM
End time of the meeting	04:00 PM

Scrutinizer Details	
Name of the Scrutinizer	YASH MEHTA
Firms Name	YASH MEHTA & ASSOCIATES
Qualification	CS
Membership Number	45267
Date of Board Meeting in which appointed	21-08-2019
Date of Issuance of Report to the company	23-09-2019

Voting results	
Record date	14-09-2019
Total number of shareholders on record date	859
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	1
b) Public	38
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	7
Disclosure of notes on voting results	

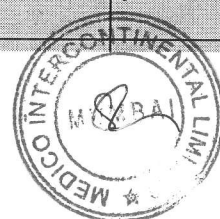
Resolution(1)							
Resolution required: (Ordinary / Special)				Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?				No			
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) for the financial year ended 31st March, 2019 together with the Reports of Board of Directors and Auditors thereon.			
	No. of	No. of	% of Votes polled	No. of	No. of	% of Votes	% of Votes



Category	Mode of voting	shares held	votes polled	on outstanding shares	votes – in favour	votes – against	favour on votes polled	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	1704897	0	0	0	0	0	0
	Poll		1281500	75.1658	1281500	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1704897	1281500	75.1658	1281500	0	100
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		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1544103	7000	0.4533	7000	0	100	0
	Poll		318671	20.6379	318671	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1544103	325671	21.0913	325671	0	100
Total		3249000	1607171	49.4666	1607171	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Director in place of Mrs. Tanvi Shah (DIN: 08192047), who retires by rotation and being eligible offers herself for reappointment.				
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	1704897	0	0	0	0	0	0
	Poll		1281500	75.1658	1281500	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



	Total	1704897	1281500	75.1658	1281500	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		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1544103	7000	0.4533	7000	0	100	0
	Poll		318671	20.6379	318671	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1544103	325671	21.0913	325671	0	100
Total		3249000	1607171	49.4666	1607171	0	100	0
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Appoint M/s. V. Goswami & Co., Chartered Accountants, Ahmedabad, as Statutory Auditor of the Company.				
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	1704897	0	0	0	0	0	0
	Poll		1281500	75.1658	1281500	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1704897	1281500	75.1658	1281500	0	100
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		0	0	0	0	0	0
	E-Voting		7000	0.4533	7000		100	0



Public- Non Institutions	Poll	1544103	318671	20.6379	318671	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1544103	325671	21.0913	325671	0	100	0
Total		3249000	1607171	49.4666	1607171	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				REGULARISATION OF MS. SWATI VIKRAMKUMAR SHAH AS NON-EXECUTIVE DIRECTOR OF THE COMPANY				
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	1704897	0	0	0	0	0	0
	Poll		1281500	75.1658	1281500	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1704897	1281500	75.1658	1281500	0	100
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		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1544103	7000	0.4533	7000	0	100	0
	Poll		318671	20.6379	318671	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1544103	325671	21.0913	325671	0	100
Total		3249000	1607171	49.4666	1607171	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL OF LOANS, INVESTMENTS, GUARANTEE OR SECURITY UNDER SECTION 185 OF THE COMPANIES ACT, 2013				
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		0	0	0	0	0	0
	Poll	1704897	1281500	75.1658	1281500	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1704897	1281500	75.1658	1281500	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	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1544103	7000	0.4533	7000	0	100	0
	Poll		318671	20.6379	318671	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1544103	325671	21.0913	325671	0	100	0
Total		3249000	1607171	49.4666	1607171	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				APPROVAL OF LIMITS FOR THE LOANS, GUARANTEES AND INVESTMENT BY THE COMPANY AS PER SECTION 186 OF THE COMPANIES ACT, 2013				
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	1704897	0	0	0	0	0	0
	Poll		1281500	75.1658	1281500	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1704897	1281500	75.1658	1281500	0	100
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		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1544103	7000	0.4533	7000	0	100	0
	Poll		318671	20.6379	318671	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1544103	325671	21.0913	325671	0	100
Total		3249000	1607171	49.4666	1607171	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(7)	
Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	Yes



Description of resolution considered				APPROVAL FOR ENTERING INTO RELATED PARTY TRANSACTIONS				
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	1704897	0	0	0	0	0	0
	Poll		1281500	75.1658	1281500	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1704897	1281500	75.1658	1281500	0	100
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		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1544103	7000	0.4533	7000	0	100	0
	Poll		318671	20.6379	318671	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1544103	325671	21.0913	325671	0	100
Total		3249000	1607171	49.4666	1607171	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0





YASH MEHTA & ASSOCIATES
Company Secretaries

9913069848 079-40370062
yash.ymassociates@gmail.com

Regd. Add. : 34/401, Raghukul Apt.,
Solaroad, Naranpura,
Ahmedabad - 380063

**Report of Scrutinizer on Remote E-Voting Process and Vote by Poll at
35th Annual General Meeting**

*(Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21(2) of the
Companies (Management and Administration) Amendment Rules, 2015)*

To,

The Chairman of the Meeting
MEDICO INTERCONTINENTAL LIMITED
(Formerly known as M/s. Intercontinental Leasing & Finance Company Limited)
DBS Business Center, 213, Raheja Chambers, 2nd Floor,
Free Press Journal Road, Nariman Point,
Mumbai, Maharashtra- 400021.

Sir,

Subject: Declaration of Consolidated Results of Remote E-voting and Physical Voting through Ballot process in respect of resolutions placed in the notice of 35th Annual General Meeting of members of the MEDICO INTERCONTINENTAL LIMITED (Formerly known as M/s. Intercontinental Leasing & Finance Company Limited) held on 21st September, 2019.

I, Mr. Yash Mehta, Practicing Company Secretary, has been appointed as a Scrutinizer of **MEDICO INTERCONTINENTAL LIMITED (Formerly known as M/s. Intercontinental Leasing & Finance Company Limited)** ("the Company"), pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the remote e-voting and physical voting through ballot process at the 35th Annual General Meeting ("AGM") of the Company in a fair and transparent manner on the below mentioned resolution(s), as mentioned in the agenda of the Notice dated 21st August, 2019 of AGM of the Equity Shareholders of the Company, held on 21st day of September, 2019 at 3.00 p.m. at Hotel Intercontinental Marine Drive, 135, Marine Drive, Mumbai 400020, Maharashtra.

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under and as per the Regulation 44(3) of Securities and Exchange Board of India (Listing obligations and disclosure requirements) Regulations, 2015 as amended from time to time, relating to remote e-voting and physical voting through ballot process on the resolution contained in the aforesaid notice to the AGM of the members of the company. My



responsibility as a scrutinizer is to ensure and scrutinize the voting done through remote e-voting and physical voting through ballot process in a fair and transparent manner and to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the remote e-voting system of National Securities Depository Limited (NSDL) and of physical voting through ballot process.

Following resolutions were carried out by the Company at the AGM;

- i. **Ordinary Resolution** To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) for the financial year ended 31st March, 2019 together with the Reports of Board of Directors and Auditors thereon.
- ii. **Ordinary Resolution:** To appoint Director in place of Mrs. Tanni Shah (DIN: 08192017), who retires by rotation and being eligible offers herself for reappointment.
- iii. **Ordinary Resolution:** To Appoint M/s. V. Goswami & Co., Chartered Accountants, Ahmedabad, as Statutory Auditor of the Company.
- iv. **Ordinary Resolution:** Regularisation of Ms. Swati Vikramkumar Shah as Non-Executive Director of the Company.
- v. **Special Resolution:** Approval of Loans, Investments, Guarantee Or Security under Section 185 of the Companies Act, 2013:
- vi. **Special Resolution:** Approval of Limits for the Loans, Guarantees and Investment by the Company as per Section 186 of the Companies Act, 2013:
- vii. **Ordinary Resolution:** Approval for entering into Related Party Transactions

In this regard I hereby submit my report as under;

1. On the basis of the Register of Members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and/ or Central Depository Services (India) Limited (CDSL), as on 23rd August, 2019, the Company completed dispatch of the Notice of the AGM:
 - A. by email to Members who had registered their email-ids with the Company on or before **26th August, 2019** and
 - B. by Courier to Members in physical form on or before **26th August, 2019**
2. The Company has also placed the Notice of 35th AGM on the Web site of the Company (<http://medicointercontinental.com/wp-content/uploads/2019/08/MEDICO-INTERCONTINENTAL-LIMITED Annual-Report 2018-19.pdf>) as well as web Site of E-voting Agency i.e. NDSL.
3. The Company has given the news paper advertisement for date and time of commencement and end date of remote e-voting in;
 - A. The Global Times (Vernacular Language - Marathi) on 27th August, 2019 &
 - B. The Financial Express (English Language) on 27th August, 2019.
4. The Shareholders holding Shares as on the "Cut off" date, i.e. **14.09.2019** were entitled to vote through remote E - voting and voting at the AGM through Physical ballot process on the resolutions as mentioned in the Notice of AGM of the Company.



5. In terms of the aforesaid Notice, remote e-voting was open for three days from **9.00 a.m. on Wednesday, 18th September, 2019 to 05.00 p.m. on Friday, 20th September, 2019** and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolution, on remote e-voting platform provided by National Securities Depository Limited (NSDL).
6. Further, at the venue of Annual General Meeting, the Company has provided the facility of voting at the meeting through physical ballot papers to those Shareholders who were present at the Meeting and had not voted through remote e-voting.
7. After the conclusion of voting at the Annual General Meeting, I first counted the Vote cast at the meeting through physical ballots papers and thereafter unblocked the votes cast through remote e-voting on Monday, the 23rd day of September, 2019 around 12:21 p.m. after the completion of voting at the Annual General Meeting, in the presence of two witnesses, namely, Mrs. Janki Soni and Mr. Parth Doshi, who are not in employment of the Company.
8. The consolidated results of remote e-voting and physical ballot papers voting in respect of resolutions placed in the notice of 35th Annual General Meeting held on, 21st September, 2019 is annexed as **“Annexure – A”** herewith.
9. The Register, all other papers and relevant records relating to electronic voting and voting at the AGM through physical ballot process shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.
10. The result of the voting by members through remote e-voting and physical ballots at the AGM in respect of the above mentioned resolutions may accordingly be declared by the Chairman or any other Director, as decided by the Board of Director of the Company and who has also countersigned this report.

FOR, YASH MEHTA & ASSOCIATES
COMPANY SECRETARIES



Yash M. Mehta

YASH MEHTA
PROPRIETOR

ACS : 45267

COP : 16535

Date : 23.09.2019

Place : Ahmedabad

Report of Scrutinizer on Remote E-Voting Process

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To,

The Chairman of the Meeting

MEDICO INTERCONTINENTAL LIMITED

(Formerly known as M/s. Intercontinental Leasing & Finance Company Limited)

DBS Business Center, 213, Raheja Chambers, 2nd Floor,

Free Press Journal Road, Nariman Point,

Mumbai, Maharashtra- 400021.

Sir,

Subject: Declaration of Results of Remote E-voting in respect of resolutions placed in the notice of 35th Annual General Meeting of members of the MEDICO INTERCONTINENTAL LIMITED (Formerly known as M/s. Intercontinental Leasing & Finance Company Limited) held on 21st September, 2019.

I, Mr. Yash Mehta, Practicing Company Secretary, has been appointed as a Scrutinizer of **MEDICO INTERCONTINENTAL LIMITED (Formerly known as M/s. Intercontinental Leasing & Finance Company Limited)** ("the Company") for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendments Rules, 2015 on the below mentioned resolution(s), as mentioned in the agenda of the Notice dated 21st August, 2019 of 35th Annual General Meeting of the Equity Shareholders of the Company, held on 21st day of September, 2019 at 3.00 p.m. at Hotel Intercontinental Marine Drive, 135, Marine Drive, Mumbai – 400020, Maharashtra.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under and as per the Regulation 44(3) of Securities and Exchange Board of India (Listing obligations and disclosure requirements) Regulations, 2015, relating to remote e-voting on the resolutions contained in the aforesaid Notice to the Annual General Meeting of the Members of the Company. My responsibility as a Scrutinizer is to ensure and scrutinize the voting done through remote e-voting in a fair and transparent manner, based on the reports generated from the remote e-voting system of National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility.

- i. **Ordinary Resolution** To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) for the financial year ended 31st March, 2019 together with the Reports of Board of Directors and Auditors thereon.



- ii. **Ordinary Resolution:** To appoint Director in place of Mrs. Tauri Shah (DIN: 08192047), who retires by rotation and being eligible offers herself for reappointment.
- iii. **Ordinary Resolution:** To Appoint M/s. V. Goswami & Co., Chartered Accountants, Ahmedabad, as Statutory Auditor of the Company.
- iv. **Ordinary Resolution:** Regularisation of Ms. Swati Vikramkumar Shah as Non-Executive Director of the Company.
- v. **Special Resolution:** Approval of Loans, Investments, Guarantee or Security under Section 185 of the Companies Act, 2013:
- vi. **Special Resolution:** Approval of Limits for the Loans, Guarantees and Investment by the Company as per Section 186 of the Companies Act, 2013:
- vii. **Ordinary Resolution:** Approval for entering into Related Party Transactions

In this regard, I hereby submit my Report as under:

1. On the basis of the Register of Members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on 23rd August, 2019, the Company completed dispatch of the Notice of the AGM:
 - A. by email to Members who had registered their email-ids with the Company on or before 26th August, 2019 and
 - B. by Courier to Members in physical form on or before 26th August, 2019
2. The Company has also placed the Notice of 35th AGM on the Web site of the Company as well as web Site of E-voting Agency i.e. CDSL.
3. The Company has given the news paper advertisement for date and time of commencement and end of remote e-voting in;
 - The Global Times (Vernacular Language - Marathi) on 27th August, 2019 &
 - The Financial Express (English Language) on 27th August, 2019.
4. The Shareholders holding Shares as on the "Cut off" date, i.e. 14.09.2019 were entitled to vote through remote E - voting and voting at the AGM through Physical ballot process on the resolutions as mentioned in the Notice of AGM of the Company.
5. In terms of the aforesaid Notice, remote e-voting was open for three days from 9.00 a.m. on Wednesday, 18th September, 2019 to 05.00 p.m. on Friday, 20th September, 2019 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolution, on remote e-voting platform provided by National Securities Depository Limited (NSDL).
6. As required in the Rules, I unblocked the votes cast through remote e-voting on Monday, the 23rd day of September, 2019 around 12:21 P.M. after the completion of voting at the Annual General Meeting, in the presence of two witnesses, namely, Mrs. Janki Soni and Mr. Parth Doshi, who are not in employment of the Company.



7. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were download from the remote e-voting website of National Securities Depository Limited (NSDL) (<https://www.evoting.nsdl.com/>). Snap Shot of the website of NDSL is attached herewith as an "Annexure – B".
8. Based on the results made available to me by the e-voting agency engaged by the Company, 4 members have cast their votes on the remote e-voting platform and, the detailed analysis of the remote e-Voting Results for each of the four agenda items contained in the said Notice is attached herewith as an "Annexure – C".
9. The Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.



**FOR, YASH MEHTA & ASSOCIATES
COMPANY SECRETARIES**

Yash H. Mehta

**YASH MEHTA
PROPRIETOR**

**ACS : 45267
COP : 16535**

**Date : 23.09.2019
Place : Ahmedabad**

Report of Scrutinizer on Vote by Poll at Annual General Meeting

[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 Meeting

MEDICO INTERCONTINENTAL LIMITED

(Formerly known as M/s. Intercontinental Leasing & Finance Company Limited)

DBS Business Center, 213, Raheja Chambers, 2nd Floor,

Free Press Journal Road, Nariman Point,

Mumbai, Maharashtra- 400021.

Meeting : 35th Annual General Meeting of the Equity Shareholders
Date and Time: Saturday, 21st September, 2019 at 3.00 p.m.
Venue : Hotel Intercontinental Marine Drive, 135, Marine Drive, Mumbai – 400020,
Maharashtra.

Sir,

Subject: Declaration of Results of Physical Voting through Ballot process in respect of resolutions placed in the notice of 35th Annual General Meeting of members of the MEDICO INTERCONTINENTAL LIMITED (Formerly known as M/s. Intercontinental Leasing & Finance Company Limited) held on 21st September, 2019.

I, Mr. Yash Mehta, Practising Company Secretary was appointed as a Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 35th Annual General Meeting of the Equity Shareholders of **MEDICO INTERCONTINENTAL LIMITED (FORMERLY KNOWN AS M/S. INTERCONTINENTAL LEASING & FINANCE COMPANY LIMITED)**, held on Saturday, 21st September, 2019 at 3.00 p.m. at Hotel Intercontinental Marine Drive, 135, Marine Drive, Mumbai – 400020, Maharashtra.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under and applicable provision of Securities and Exchange Board of India (Listing obligations and disclosure requirements) Regulations, 2015, relating to Physical Voting through Ballot process on the resolutions contained in the aforesaid Notice to the Annual General Meeting of the Members of the Company. My responsibility as a Scrutinizer is to ensure and scrutinize the Physical Voting through Ballot process in a fair and transparent manner.

- i. **Ordinary Resolution** To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) for the financial year ended 31st March, 2019 together with the Reports of Board of Directors and Auditors thereon.



- ii. **Ordinary Resolution:** To appoint Director in place of Mrs. Tanvi Shah (DIN: 08192047), who retires by rotation and being eligible offers herself for reappointment.
- iii. **Ordinary Resolution:** To Appoint M/s. V. Goswami & Co., Chartered Accountants, Ahmedabad, as Statutory Auditor of the Company.
- iv. **Ordinary Resolution:** Regularisation of Ms. Swati Vikramkumar Shah as Non-Executive Director of the Company.
- v. **Special Resolution:** Approval of Loans, Investments, Guarantee or Security under Section 185 of the Companies Act, 2013.
- vi. **Special Resolution:** Approval of Limits for the Loans, Guarantees and Investment by the Company as per Section 186 of the Companies Act, 2013.
- vii. **Ordinary Resolution:** Approval for entering into Related Party Transactions.

In this regard, I hereby submit my Report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by us.
2. The locked ballot box was 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.
3. I did not found any Invalid ballot papers.
4. The Resolution wise result of the Poll is annexed as an "Annexure – D" to this Report.
5. List of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been handed over and emailed to the Company Secretary.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

FOR, YASH MEHTA & ASSOCIATES
COMPANY SECRETARIES

Yash H. Mehta

YASH MEHTA
PROPRIETOR

ACS : 45267

COP : 16535



Date : 23.09.2019

Place : Ahmedabad

Annexure - A

MEDICO INTERCONTINENTAL LIMITED
(Formerly known as M/s. Intercontinental Leasing & Finance Company Limited)
Detailed Consolidated Results of e-voting and Ballot Forms voting

Item No. 1 - To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) for the financial year ended 31st March, 2019 together with the Reports of Board of Directors and Auditors thereon. - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	39	4	43	1600171	7000	1607171	100.00
Assent	39	4	43	1600171	7000	1607171	100.00
Dissent	0	0	0	0	0	0	0.00
Total	39	4	43	1600171	7000	1607171	100.00

Thus, the Ordinary Resolution as contained in Item No. 1 is passed with requisite majority

Item No. 2 - To appoint Director in place of Mrs. Tanvi Shah (DIN: 08192047), who retires by rotation and being eligible offers herself for reappointment. - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	39	4	43	1600171	7000	1607171	100.00
Assent	39	4	43	1600171	7000	1607171	100.00
Dissent	0	0	0	0	0	0	0.00
Total	39	4	43	1600171	7000	1607171	100.00

Thus, the Ordinary Resolution as contained in Item No. 2 is passed with requisite majority

Item No. 3 - To Appoint M/s. V. Goswami & Co., Chartered Accountants, Ahmedabad, as Statutory Auditor of the Company - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	39	4	43	1600171	7000	1607171	100.00
Assent	39	4	43	1600171	7000	1607171	100.00
Dissent	0	0	0	0	0	0	0.00
Total	39	4	43	1600171	7000	1607171	100.00

Thus, the Ordinary Resolution as contained in Item No. 3 is passed with requisite majority

Item No. 4 - Regularisation of Ms. Swati Vikramkumar Shah as Non-Executive Director of the Company - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	39	4	43	1600171	7000	1607171	100.00
Assent	39	4	43	1600171	7000	1607171	100.00
Dissent	0	0	0	0	0	0	0.00
Total	39	4	43	1600171	7000	1607171	100.00

Thus, the Ordinary Resolution as contained in Item No. 4 is passed with requisite majority

Item No. 5 - Approval of Loans, Investments, Guarantee or Security under Section 185 of the Companies Act, 2013 - **Special Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	39	4	43	1600171	7000	1607171	100.00
Assent	39	4	43	1600171	7000	1607171	100.00
Dissent	0	0	0	0	0	0	0.00
Total	39	4	43	1600171	7000	1607171	100.00

Thus, the Ordinary Resolution as contained in Item No. 5 is passed with requisite majority



Item No. 6 - Approval of Limits for the Loans, Guarantees and Investment by the Company as per Section 186 of the Companies Act, 2013.
Special Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	39	4	43	1600171	7000	1607171	100.00
Assent	39	4	43	1600171	7000	1607171	100.00
Dissent	0	0	0	0	0	0	0.00
Total	39	4	43	1600171	7000	1607171	100.00

Thus, the Special Resolution as contained in Item No. 6 is passed with requisite majority

Item No. 7 - Approval for entering into Related Party Transactions- Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	38	4	42	318671	7000	325671	100.00
Assent	38	4	42	318671	7000	325671	100.00
Dissent	0	0	0	0	0	0	0.00
Total	38	4	42	318671	7000	325671	100.00

Thus, the Ordinary Resolution as contained in Item No. 7 is passed with requisite majority



YASH MEHTA & ASSOCIATES
PRACTICING COMPANY SECRETARIES

Yash J. Mehta

YASH MEHTA
ACS: 45267
CP: 16535

Date : 23.09.2019
Place : Ahmedabad

Annexure – B

View/Authorize e-Voting Results

Resolution No.	Resolution Description	Particulars	Number Of Shareholders	Number Of Shares
1	ORDINARY BUSINESS To receive, consider and adopt the Audited Financial Statements (Statutory & Unaudited) for the financial year ended 31st March, 2019 together with the Reports of Board of Directors and Auditors thereon.	1/We Assent To The Resolution (For/ Yes/ I Assent)	4	2,000
		1/We Dissent To The Resolution (Against/ No)	0	0,000
2	ORDINARY BUSINESS To appoint Director in place of Mrs. Tarat Shah (DIN: 00192097), who retires by rotation and being eligible offers herself for reappointment.	1/We Assent To The Resolution (For/ Yes/ I Assent)	4	2,000
		1/We Dissent To The Resolution (Against/ No)	0	0,000
3	ORDINARY BUSINESS To Appoint Mrs. V. Girwachi & Co., Chartered Accountants, Ahmedabad, as Statutory Auditors of the Company.	1/We Assent To The Resolution (For/ Yes/ I Assent)	4	2,000
		1/We Dissent To The Resolution (Against/ No)	0	0,000
4	SPECIAL BUSINESS Regularization of Mr. Sachin Virramkumar Shah as Non Executive Director of the Company.	1/We Assent To The Resolution (For/ Yes/ I Assent)	4	2,000
		1/We Dissent To The Resolution (Against/ No)	0	0,000
5	SPECIAL BUSINESS Approval of Loans, Investments, Guarantee or Security under Section 185 of the Companies Act, 2013.	1/We Assent To The Resolution (For/ Yes/ I Assent)	4	2,000
		1/We Dissent To The Resolution (Against/ No)	0	0,000
6	SPECIAL BUSINESS Approval of limits for the loans, guarantees and investments by the company as per section 186 of the companies act, 2013.	1/We Assent To The Resolution (For/ Yes/ I Assent)	4	2,000
		1/We Dissent To The Resolution (Against/ No)	0	0,000
7	SPECIAL BUSINESS Approval for entering into Related Party Transactions.	1/We Assent To The Resolution (For/ Yes/ I Assent)	4	2,000
		1/We Dissent To The Resolution (Against/ No)	0	0,000

**FOR, YASH MEHTA & ASSOCIATES
COMPANY SECRETARIES**



Yash J. Mehta

**YASH MEHTA
PROPRIETOR**

**ACS : 45267
COP : 16535**

Date : 23.09.2019
Place : Ahmedabad

Annexure – C

MEDICO INTERCONTINENTAL LIMITED (FORMERLY KNOWN AS M/S.
INTERCONTINENTAL LEASING & FINANCE COMPANY LIMITED)

Summary of Results through E voting

Sr No.	Particulars	Resolution 1		Resolution 2		Resolution 3		Resolution 4	
		No. of EV	No. of Shares	No. of EV	No. of Shares	No. of EV	No. of Shares	No. of EV	No. of Shares
A.	Total Evoting	4	7000	4	7000	4	7000	4	7000
(i)	Less. Invalid voting due to RPT	0	0	0	0	0	0	0	0
B.	Net Valid E Voting :	4	7000	4	7000	4	7000	4	7000
C.	Net Valid E voting exercised:	4	7000	4	7000	4	7000	4	7000
(i)	Evoting Assent for Resolution	4	7000	4	7000	4	7000	4	7000
	% of Assent	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00
(ii)	Evoting dissent for Resolution	0	0	0	0	0	0	0	0
	% of Dissent	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	4	7000	4	7000	4	7000	4	7000
	Percentage	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00

Sr No.	Particulars	Resolution 5		Resolution 6		Resolution 7	
		No. of EV	No. of Shares	No. of EV	No. of Shares	No. of EV	No. of Shares
A.	Total Evoting	4	7000	4	7000	4	7000
(i)	Less. Invalid voting due to RPT	0	0	0	0	0	0



B.	Net Valid E Voting :	4	7000	4	7000	4	7000
C.	Net Valid E voting exercised:	4	7000	4	7000	4	7000
(i)	Evoting Assent for Resolution	4	7000	4	7000	4	7000
	% of Assent	100.00	100.00	100.00	100.00	100.00	100.00
(ii)	Evoting dissent for Resolutin	0	0	0	0	0	0
	% of Dissent	0.00	0.00	0.00	0.00	0.00	0.00
	Total	4	7000	4	7000	4	7000
	Percentage	100.00	100.00	100.00	100.00	100.00	100.00

Notes: Resolution No. 1, 2, 3, 4 and 7 are Ordinary Resolution whereas

Resolution No. 5 and 6 are Special Resolutions

In case of decimal amount, it is rounded off to the nearest one



FOR, YASH MEHTA & ASSOCIATES
COMPANY SECRETARIES

Yash H. Mehta

YASH MEHTA
PROPRIETOR

ACS : 45267

COP : 16535

Date : 23.09.2019

Place : Ahmedabad

Annexure - D

**MEDICO INTERCONTINENTAL LIMITED (FORMERLY KNOWN AS M/S.
INTERCONTINENTAL LEASING & FINANCE COMPANY LIMITED)**

Summary of Results through Ballot Papers (BP)

Sr No.	Particulars	Resolution 1		Resolution 2		Resolution 3		Resolution 4	
		No. of EV	No. of Shares	No. of EV	No. of Shares	No. of EV	No. of Shares	No. of EV	No. of Shares
A.	Total Ballot Papers (BP) received (Physical)	39	1600171	39	1600171	39	1600171	39	1600171
(i)	Less. Invalid Ballot Papers	0	0	0	0	0	0	0	0
(ii)	Less: Invalid Ballot Papers due to related parties interested.	0	0	0	0	0	0	0	0
B.	Net Valid Ballot Papers :	39	1600171	39	1600171	39	1600171	39	1600171
C.	Net Valid Ballot Papers exercised:	39	1600171	39	1600171	39	1600171	39	1600171
(i)	Ballot Paper with Assent for Resolution	39	1600171	39	1600171	39	1600171	39	1600171
	% of Assent	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00
(ii)	Ballot Papers dissent for Resolution	0	0	0	0	0	0	0	0
	% of Dissent	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	39	1600171	39	1600171	39	1600171	39	1600171
	Percentage	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00

Sr No.	Particulars	Resolution 5		Resolution 6		Resolution 7	
		No. of EV	No. of Shares	No. of EV	No. of Shares	No. of EV	No. of Shares
A.	Total Ballot Papers (BP) received (Physical)	39	1600171	39	1600171	39	1600171
(i)	Less. Invalid Ballot Papers	0	0	0	0	0	0
(ii)	Less: Invalid Ballot Papers due to related parties interested.	0	0	0	0	1	1281500
B.	Net Valid Ballot Papers :	39	1600171	39	1600171	38	318671



C.	Net Valid Ballot Papers exercised:	39	1600171	39	1600171	38	318671
(i)	Ballot Paper with Assent for Resolution	39	1600171	39	1600171	38	318671
	% of Assent	100.00	100.00	100.00	100.00	100.00	100.00
(ii)	Ballot Papers dissent for Resolution	0	0	0	0	0	0
	% of Dissent	0.00	0.00	0.00	0.00	0.00	0.00
	Total	39	1600171	39	1600171	39	318671
	Percentage	100.00	100.00	100.00	100.00	100.00	100.00

Notes: Resolution No. 1, 2, 3, 4 and 7 are Ordinary Resolution whereas

Resolution No. 5 and 6 are Special Resolutions

In case of decimal amount, it is rounded off to the nearest one

FOR, YASH MEHTA & ASSOCIATES
COMPANY SECRETARIES



Yash H. Mehta

YASH MEHTA
PROPRIETOR

ACS : 45267

COP : 16535

Date : 23.09.2019

Place : Ahmedabad