SCRUTINIZER'S REPORT - COMBINED

To,

The Chairman of 21st Annual General Meeting (AGM) of the members of Integrated Capital Services Limited, (the Company) held on August 13, 2014 at 606, New Delhi House, Barakhamba Road, New Delhi – 110 001.

Dear Sir,

- 1. I, Rajesh Lakhanpal, Company Secretary in practice, have been appointed as a scrutinizer by
 - the Board of Directors of Integrated Capital Services Limited ('the Company") in its meeting held on July 09, 2014 for the purpose of scrutinizing the e – voting process under the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and
 - ii. The Chairman of the Annual General Meeting (AGM) on poll under the provisions of Section 109 of the 2013 Act read with the Rules 21 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice of the 21st AGM of the members of the Company.
- The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through electronic means and poll on the resolutions contained in the notice of above said Annual General meeting. My responsibility as a scrutinizer for evoting process and for the poll at the AGM is restricted to make a scrutinizer's report of the vote cast in favour or against the resolution stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company and also at the time of Poll at the AGM.
- 3. I have issued separate Scrutinizer's report dated August 11, 2014 on the E Voting and on Poll dated August 13, 2014, on the resolutions contained in the notice to the AGM. As requested by the Management, I hereby submit my combined report on the results of e voting together with that of Poll as under:

| Item No. of the Notice | Voted in favour of the resolution | | Votes against the resolution | | Invalid Votes |
|--|-----------------------------------|--|------------------------------|--|------------------|
| | Nos. | % of total number of valid votes cast (Favour and Against) | Nos. | % of total number of valid votes cast (Favour and Against) | |
| Item No. 1 of the Notice (Ordinary Resolution) | 28190400 | 100 | nil | nil | nil |
| Item No. 2 of the Notice (Ordinary Resolution) | 27590400 | 100 | nil | nil | nil |
| Item No. 3 of the | 28190400 | 100 | nil | nil | nil |

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| Notice (Ordinary Resolution) | | | | | |
|--|----------|-----|-------|-----|-----|
| Item No. 4 of the Notice (Special Resolution) | 28190400 | 100 | nil | nil | nil |
| Item No. 5 of the Notice (Special Resolution) | 28190400 | 100 | nil | nil | nil |
| Item No. 6 of the Notice (Ordinary Resolution) | 28190400 | 100 | nil . | nil | nil |
| Item No. 7 of the Notice (Ordinary Resolution) | 28190400 | 100 | nil | nil | nil |
| Item No. 8 of the Notice (Ordinary Resolution) | 28190400 | 100 | nil | nil | nil |

This scrutinizers report — Combined has been issued as per the specific request of the Management of the Company.

Thanking you, Yours Faithfully

Rajesh Lakhanpal

FCS

Membership No: F5679

Place: New Delhi Date: August 13, 2014

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