



**SCRUTINIZER'S REPORT – CONSOLIDATED**

To  
The Chairman of 27<sup>th</sup> Annual General Meeting (AGM) of  
Integrated Capital Services Limited held on September 30, 2020 at 10.00 AM through Video  
Conferencing (VC) or other Audio Visual means (OAVM).

Sub: Consolidated Scrutinizer's Report

Dear Sir,

1. I, Rajesh Lakhnupal, partner of DR Associates, Company Secretaries, have been appointed as scrutinizer for the purpose of scrutinizing the process of voting through electronic means on the resolutions contained in the notice of 27<sup>th</sup> AGM dated September 2, 2020.
2. The said appointment as Scrutinizer is under [Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended], as scrutinizer my responsibility is as under:
  - a. Process of remote e-voting, before the AGM, using an electronic voting system commenced on Saturday 26<sup>th</sup> September 2020(9:00 am IST) and ends on Tuesday, 29<sup>th</sup> September 2020 (5:00 pm IST).
  - b. Process of e-voting during the AGM through electronic voting system

**Responsibility of the Management**

3. The Management of the Company is responsible to ensure the Compliance with SEBI (Listing Obligations & Disclosure requirements) regulations relating to E-voting, and the requirements of the Companies Act, 2013 and the circulars issued by the Ministry of corporate affairs from time to time regarding the conduct of AGM through VC and OAVM.

**Cut-off date**

4. The equity shareholders of the company as on the cut-off date, as set out in the notice i.e. September 23, 2020 were entitled to vote on the resolutions and their voting rights were in proportion to their share in the paid up equity share capital of the company as on the cut-off date.


**5. Remote e-voting Process**

- i. The remote e-voting period commences on Saturday, 26<sup>th</sup> September 2020(9:00 am IST) and ends on Tuesday, 29<sup>th</sup> September 2020 (5:00 pm IST).
- ii. The e-votes cast were unblocked on Wednesday, September 30, 2020, after the conclusion of the AGM and was witnessed by two witnesses, Mr. Deepak Gupta and Ms.



Neema, who are not in the employment of the Company. They have signed below in confirmation of the same.

  
Deepak Gupta

  
Ms. Neema

- iii. I hereby submit consolidated report on the results of remote e – voting and e-voting based on the reports generated by NSDL E voting system:

**Item No. 1**

To receive, consider and adopt the audited Balance Sheets of the Company as at March 31, 2020, the audited profit and Loss Account of the Company for the year ended on that date, both on stand- alone basis and on consolidated basis, together with the Reports of the Board of Directors and Auditors thereon.

| Particulars | Remote e-voting |         | E-voting at the AGM |          | Total |          | Percentage (%) |
|-------------|-----------------|---------|---------------------|----------|-------|----------|----------------|
|             | No.             | Votes   | Nos.                | Votes    | Nos.  | Votes    |                |
| Assent      | 44              | 9514790 | 2                   | 18430550 | 46    | 27945340 | 99.999         |
| Dissent     | 14              | 53      | Nil                 | Nil      | 14    | 53       | 0.001          |
| Total       | 58              | 9514843 | 2                   | 18430550 | 60    | 27945393 | 100            |

**Item No. 2**

To appoint a Director in place of Mr. Sajeve Deora (DIN: 00003305) who retires by rotation and being eligible, has offered himself for re-appointment.

| Particulars | Remote e-voting |         | E-voting at the AGM |       | Total |         | Percentage (%) |
|-------------|-----------------|---------|---------------------|-------|-------|---------|----------------|
|             | No.             | Votes   | Nos.                | Votes | Nos.  | Votes   |                |
| Assent      | 38              | 1294815 | Nil                 | Nil   | 38    | 1294815 | 99.996         |
| Dissent     | 14              | 53      | Nil                 | Nil   | 14    | 53      | 0.004          |
| Total       | 52              | 1294868 |                     |       | 52    | 1294868 | 100            |



**Item No. 3**

To consider alteration in Article of Association of the Company

| Particulars | Remote e-voting |         | E-voting at the AGM |          | Total |          | Percentage (%) |
|-------------|-----------------|---------|---------------------|----------|-------|----------|----------------|
|             | No.             | Votes   | Nos.                | Votes    | Nos.  | Votes    |                |
| Assent      | 44              | 9514790 | 2                   | 18430550 | 46    | 27945340 | 99.999         |
| Dissent     | 14              | 53      | Nil                 | Nil      | 14    | 53       | 0.001          |
| Total       | 58              | 9514843 | 2                   | 18430550 | 60    | 27945393 | 100            |

**Item No. 4**

Appointment of Mr. Khushvinder Singhal (DIN: 03044755) as an Independent Director of the Company:

| Particulars | Remote e-voting |         | E-voting at the AGM |          | Total |          | Percentage (%) |
|-------------|-----------------|---------|---------------------|----------|-------|----------|----------------|
|             | No.             | Votes   | Nos.                | Votes    | Nos.  | Votes    |                |
| Assent      | 44              | 9514790 | 2                   | 18430550 | 46    | 27945340 | 99.999         |
| Dissent     | 14              | 53      | Nil                 | Nil      | 14    | 53       | 0.001          |
| Total       | 58              | 9514843 | 2                   | 18430550 | 60    | 27945393 | 100            |



Item No. 5

Appointment of Ms. Kalpana Shukla (DIN: 00259156) as director of the Company:

| Particulars | Remote e-voting |         | E-voting at the AGM |          | Total |          | Percentage (%) |
|-------------|-----------------|---------|---------------------|----------|-------|----------|----------------|
|             | No.             | Votes   | Nos.                | Votes    | Nos.  | Votes    |                |
| Assent      | 43              | 9354790 | 2                   | 18430550 | 45    | 27785340 | 99.999         |
| Dissent     | 14              | 53      | Nil                 | Nil      | 14    | 53       | 0.001          |
| Total       | 57              | 9354843 | 2                   | 18430550 | 59    | 27785393 | 100            |

The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of AGM.

Thanking you,  
Yours Truly

  
Rajesh Lakhnupal  
CP No: 5551  
UDIN: F005679B000825300



Partner  
DR Associates  
Company Secretaries

Place: New Delhi  
Date: September 30, 2020



  
Countersigned by Chairman of the AGM  
SAJEVE DEORA  
DIN: 00003305