

Partners:

**CS Puzhankara Sivakumar.** M.com, FCMA, FCS

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Reg. Office:

Building No. C.C 56/172

K.C. Abraham Master Road,

Panampilly Nagar, Kochi-682036

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**CONSOLIDATED REPORT OF SCRUTINIZER'S ON VOTING THROUGH REMOTE E-VOTING AND  
THROUGH E-VOTING SYSTEM DURING ANNUAL GENERAL MEETING**

To,

Board of Directors,

**INKEL Limited**

Door No. 7/473ZA – 5 & 6, 2nd Floor, Ajiyal Complex,

Kakkanad, Cochin – 682030, Phone: +91-484-2978101/03

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and as per MCA Circular No. No. 14/2020 dated 08.04.2020, Circular No.17/2020 dated 13.04.2020, Circular No. 20/2020 dated 05.05.2020, Circular No.02/2021 dated 13.01.2021, Circular No. 19/2021 dated 08.12.2021, Circular No. 21/2021 dated 14.12/2021 & Circular No. 02/ 2022 dated 05.05.2022 as issued by MCA, and voting through electronic system at the 15th Annual General Meeting of INKEL Limited held on Thursday, the 15th day of September 2022 at 12 .00 pm. through Video Conferencing ('VC').**

I, Puzhankara Sivakumar, Managing Partner of SEP & Associates, Company Secretaries, holding Membership No. FCS 3050 and Certificate of Practice No. 2210, having its Registered Office at First Floor, Building No. C.C 56/172 K.C. Abraham Master Road, Panampilly Nagar, Kochi-682036 was appointed as Scrutinizer by the Board of Directors of INKEL Limited ("the Company") pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and





Administration) Rules, 2014, as amended, to conduct the remote e-voting process during the period from Sunday, 11th September 2022 (9:00 a.m.) and ended on Wednesday, 14th September 2022 (5:00 p.m.) and to scrutinize the voting through e-voting system at the 15<sup>th</sup> Annual General Meeting (AGM) of the Company held on Thursday, the 15th day of September 2022 at 12.00 pm. through Video Conferencing (VC) facility in a fair and transparent manner for ascertaining the requisite majority on voting in respect of the below mentioned resolutions proposed at the said AGM held on September 15, 2022.

In view of the global outbreak of the Covid-19 pandemic, social distancing is a norm to be followed. Accordingly, the Ministry of Corporate Affairs ("MCA") vide its General Circular Nos. 14/ 2020 dated April 8, 2020 and 17/ 2020 dated April 13, 2020, followed by General Circular No. 20/2020 dated May 5, 2020 and General Circular No.02/2021 dated January 13, 2021, read with General Circular nos. 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021 & 02/ 2022 dated May 05, 2022 (collectively referred to as "MCA Circulars") has permitted the holding of the Annual General Meeting through Video Conferencing ("VC") or through Other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue.

In compliance with the provisions of the Companies Act, 2013 ("the Act") and MCA Circulars, the 15<sup>th</sup> Annual General Meeting of the Company was held through VC on Thursday, the 15th day of September 2022 at 12 .00 pm.

Further, pursuant to the MCA Circulars, the Notice of the AGM along with the Annual Report for the Financial Year 2021-22 was sent in electronic form only to those Members whose email addresses were registered with the Company/ Depositories. The Notice calling the 15<sup>th</sup> AGM had been uploaded on the website of the Company at [www.inkel.in](http://www.inkel.in). The AGM Notice is also available on the website of Central Depository Services (India) Limited ("CDSL") (agency for providing the Remote e-Voting facility) i.e. [www.evotingindia.com](http://www.evotingindia.com).

Since this AGM was held pursuant to the MCA Circulars through VC, physical attendance of Members had been dispensed with. Accordingly, in terms of the above-mentioned MCA circulars, the facility for appointment of proxies by the Members were also dispensed with.

Members attended the meeting through VC had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013.

The notice dated 29<sup>th</sup> June, 2022 along with the statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the resolutions proposed at the AGM of the Company.





The Company has availed the e-voting facility offered by CDSL for conducting remote e-voting prior to AGM and conducting e-voting during the AGM by the members of the Company.

The shareholders of the Company holding shares as on the "cut-off" date i.e., Friday, 9th September 2022 were entitled to vote on the resolutions as set out in the Notice of the 15th AGM by remote e-voting prior to 15th AGM and e-voting system during the 15th AGM.

The remote e- voting period remained open from 11th September 2022 (9:00 a.m.) to 14th September 2022 (5:00 p.m.) and the CDSL e-voting platform was disabled for voting thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC and who had not cast their vote through remote -voting.

After the closure of voting at the AGM, the report on voting done through electronic voting system at the AGM was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility and e-voting during the AGM were thereafter unblocked in the presence of two witnesses who were not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

Witness I:

Revathi K S

Karthika

Nettoor P O,

Ernakulam-682040

Witness II:

Blessymol Benny

Chirakal

Vazhavara P O

Kattappana-685515

I have scrutinized and reviewed the votes cast by the shareholders and through remote e-voting prior and e-voting during the AGM of the Company, based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to remote e-voting and the voting conducted through electronic system on the resolutions as set out in the notice of the AGM.

My responsibility as scrutinizer for remote e-voting and the voting conducted through electronic voting system at the meeting is limited to prepare and submit a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolutions contained in the Notice, based on the reports





generated from the e-voting system provided by the Agency authorized under the Rules and engaged by the Company to provide e-voting facility.

The consolidated Report on the result of voting through remote e-voting and the voting through electronic system at the AGM in respect of the said resolutions are as under:

## ORDINARY BUSINESSES

### Item No. 1: Ordinary Resolution

To receive, consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the year ended on March, 31 2022 and the Reports of the Board of Directors and Auditors thereon: and
- b) the Audited Consolidated financial statements of the Company for the year ended 31st March 2022 and report of Auditors.

(i) Voted **in favour** of the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting (Including E-Voting by shareholders during AGM)	19	57595527	100%
<b>Total</b>	<b>19</b>	<b>57595527</b>	<b>100%</b>

(ii) Voted **against** the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting (Including E-Voting by shareholders during AGM)	0	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>





(iii) **Invalid Votes**

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting (Including E-Voting by shareholders during AGM)	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**Item No. 2: Ordinary Resolution**

**To appoint a Director in the place of Mr. Varghese Kurian (DIN: 01114947) who retires by rotation and being eligible, offers himself for re-appointment.**

(i) Voted **in favour** of the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting (Including E-Voting by shareholders during AGM)	19	57595527	100%
<b>TOTAL</b>	<b>19</b>	<b>57595527</b>	<b>100%</b>

(ii) Voted **against** the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting (Including E-Voting by shareholders during AGM)	0	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>





(iii) **Invalid Votes**

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting (Including E-Voting by shareholders during AGM)	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**SPECIAL BUSINESSES**

**Item No. 3: Special Resolution**

**Appointment of and Remuneration payable to Dr. Ellangovan K (DIN: 05272476) as Managing Director.**

(i) Voted **in favour** of the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting (Including E-Voting by shareholders during AGM)	19	57595527	100%
<b>TOTAL</b>	<b>19</b>	<b>57595527</b>	<b>100%</b>

(ii) Voted **against** the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting (Including E-Voting by shareholders during AGM)	0	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>





(iii) **Invalid Votes**

<b>Voting Description</b>	<b>Number of members whose votes were declared invalid</b>	<b>Number of invalid votes cast by them</b>
Remote E-Voting (Including E-Voting by shareholders during AGM)	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**Item No. 4: Ordinary Resolution**

**Appointment of Ms. Geethakumary P S (DIN: 08087165) as the Independent Director on the Board of the Company.**

(i) Voted **in favour** of the resolution:

<b>Voting Description</b>	<b>Number of members voted</b>	<b>Number of valid votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote E-Voting (Including E-Voting by shareholders during AGM)	19	57595527	100%
<b>TOTAL</b>	<b>19</b>	<b>57595527</b>	<b>100%</b>

(ii) Voted **against** the resolution:

<b>Voting Description</b>	<b>Number of members voted</b>	<b>Number of valid votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote E-Voting (Including E-Voting by shareholders during AGM)	0	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>





(iii) **Invalid Votes**

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting (Including E-Voting by shareholders during AGM)	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**Item No. 5: Ordinary Resolution**

**Appointment of Mr. Mohammed Althaf (DIN: 06409935) as director on the Board of the Company.**

(i) Voted **in favour** of the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting (Including E-Voting by shareholders during AGM)	18	57590727	100%
<b>TOTAL</b>	<b>18</b>	<b>57590727</b>	<b>100%</b>

(ii) Voted **against** the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting (Including E-Voting by shareholders during AGM)	0	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>





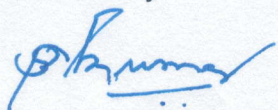
(iii) **Invalid Votes**

<b>Voting Description</b>	<b>Number of members whose votes were declared invalid</b>	<b>Number of invalid votes cast by them</b>
Remote E-Voting (Including E-Voting by shareholders during AGM)	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

Based on the aforesaid results, I report that the resolutions as set out in the Notice vide Item Nos. 1, 2, 3, 4 and 5 have been passed as per the provisions of Companies Act, 2013.

Thanking You  
Yours Faithfully,

UDIN: F003050D000977067



**CS Puzhankara Sivakumar**  
Managing Partner  
SEP & Associates, Company Secretaries  
(ICSI Unique Code: P2019KE075600)  
M. No. F3050 COP No. 2210



Date: 15.09.2022  
Place: Kochi