

Partners:

CS Puzhankara Sivakumar. M.com, FCMA, FCS
CS Syam Kumar R. BSc, FCS, LLB, IP
CS Madhusudhanan E.P. M.com, FCS, FCMA, IP, RV

CS Anju Panicker. BA, LLB (Hons.), ACS
CS Megha Gupta. B Com, FCS
CS Jinu Mathen. B Com, MBA, FCS
CS Revathi K S. BSc, ACS

**COMBINED SCRUTINIZER REPORT FOR REMOTE E-VOTING AND POLL FOR
INKEL LIMITED**

To

The Board of Directors

INKEL LIMITED

Door No. 14/812 & 813, 1st Floor, Ajiyal Complex,
Kakkanad, Cochin, Ernakulam, Kerala - 682030

Sub: Combined Scrutinizers Report on remote e-voting conducted pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, and physical voting done by shareholders at 16th Annual General Meeting (AGM) of the members of INKEL Limited (the Company/INKEL) held on Saturday, the 19th day of August 2023 at 11.30 A.M. (IST) at The Renai Cochin, Palarivattom, Cochin.

I, Puzhankara Sivakumar, Managing Partner of SEP & Associates, Company Secretaries (Peer Review Certificate no. 3693/2023) , holding Membership No. FCS 3050 and CP No. 2210, having office at K.C Abraham Master Road, Panampilly Nagar, Kochi- 682036, have been appointed as Scrutinizer for the Remote Electronic Voting and for the purpose of the Poll taken on the below mentioned resolution(s) at the Annual General Meeting of the members of **INKEL Limited** (CIN: U45209KL2007PLC020471), held on Saturday, the 19th day of August 2023 at 11.30 A.M. (IST) at The Renai Cochin, Palarivattom.

The Company had appointed Central Depository Services (India) Limited (CSDL) as the Service provider, for extending the facility for the remote electronic voting to the shareholders of the Company from Tuesday, August 15th, 2023 (9.00 A.M) to Friday, August 18th, 2023 (5.00 P.M). The Integrated Registry Management Services Private Limited is the Registrar and Share Transfer Agent of the Company. The Remote E- Voting results were unblocked by us on Saturday, the 19th day of August, 2023 in the presence of two witnesses. For further details kindly refer enclosed Scrutinizer Report on Remote E- Voting Results.

At the Annual General Meeting, the Company facilitated the members present in the meeting who could not participate in the Remote E-Voting to record their votes through poll process. For further details kindly refer enclosed Scrutinizer Report in MGT-13.



The result of Remote E-Voting together with that of the Poll is as under:

			Votes in favour of the resolution			Votes against the resolution		
Resol ution No.	Subject Matter of Resolution	Mode of Voting	No. of memb ers	No. of Votes casted	%	No. of membe rs	No. of Votes casted	%
Ordinary Business								
1	To receive, consider and adopt: a) The Audited Standalone Financial Statements of the Company for the year ended 31st Mar.ch 2023 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 2023 and the Report of the Auditors thereon.	E- Votin g	15	8,18,43,876	100%	0	0	0
		Poll	16	2,30,628	10.34%	1	20,00,000	89.66 %
		Total	31	8,20,74,504	97.62%	1	20,00,000	2.38 %
2	To declare dividend on the paid-up equity shares of the Company for the year ended 31st March 2023.	E- Votin g	14	8,18,41,876	100%	1	2,000	0
		Poll	16	2,30,628	10.34%	1	20,00,000	89.66 %
		Total	30	8,20,72,504	97.62%	2	20,02,000	2.38 %
3	To appoint a Director in the place of Mr. Jayakrishnan	E- Votin g	13	8,18,41,088	100%	2	2788	0




	Krishna Menon, holding DIN: 02734324 who retires by rotation and being eligible, offers himself for reappointment.	Poll	16	2,30,628	10.34%	1	20,00,000	89.66 %
		Total	29	8,20,71,716	97.62%	3	20,02,788	2.38 %
Special Business (Special Resolution)								
4	Reappointment of Mr. Jacob Kovoov Ninan, holding DIN: 01213357 as an Independent Director	E-Votin g	13	81839876	100%	2	4000	0
		Poll	16	2,30,628	10.34%	1	20,00,000	89.66 %
		Total	29	8,20,70,504	97.62%	3	20,04,000	2.38 %

All the Resolutions stand passed as Ordinary/Special Resolutions with requisite majority as specified under Companies Act, 2013.

Thanking you
Yours faithfully,

UDIN: F003050E000834232


CS Puzhankarà Sivakumar
SEP & Associates, Company Secretaries
(Peer Review Certificate no. 3693/2023)
Managing Partner
Membership No. F3050
COP No. 2210



Date: 21.08.2023

Place: Ernakulam

Partners:

CS Puzhankara Sivakumar. M.com, FCMA, FCS

CS Syam Kumar R. BSc, FCS, LLB, IP

CS Madhusudhanan E.P. M.com, FCS, FCMA, IP, RV

CS Anju Panicker. BA, LLB (Hons.), ACS

CS Megha Gupta. B Com, FCS

CS Jinu Mathen. B Com, MBA, FCS

CS Revathi K S. BSc, ACS

Form No. MGT-13

Report of Scrutinizer

(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules 2014)

To

The Board of Directors

INKEL LIMITED

Door No. 14/812 & 813, 1st Floor, Ajiyal Complex,
Kakkanad, Cochin, Ernakulam, Kerala – 682030

Sub: 16th Annual General Meeting (AGM) of the members of INKEL Limited (the Company/INKEL) held on Saturday, the 19th day of August 2023 at 11.30 A.M. (IST) at The Renai Cochin, Palarivattom, Cochin.

Dear Sir,

I, Puzhankara Sivakumar, Managing Partner of SEP & Associates, Company Secretaries (Peer Review Certificate no. 3693/2023), holding Membership No. FCS 3050 and CP No. 2210, having office at K.C Abraham Master Road, Panampilly Nagar, Kochi- 682036 was appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s) at the Annual General Meeting of the members of **INKEL LIMITED** (CIN: U45209KL2007PLC020471) held on **Saturday, the 19th day of August 2023 at 11.30 A.M. (IST) at The Renai Cochin, Palarivattom**, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 (one) ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. 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.

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as Invalid and kept separately.
4. The result of the Poll is as under:

(a) Resolution 1

To receive, consider and adopt:

- a) The Audited Standalone Financial Statements of the Company for the year ended 31st March 2023 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 2023 and the Report of the Auditors thereon.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	2,30,628	10.34%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	20,00,000	89.66%

- (iii) **Invalid** votes

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
12	37,108



(b) Resolution 2

To declare dividend on the paid-up equity shares of the Company for the year ended 31st March 2023.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	2,30,628	10.34%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	20,00,000	89.66%

(iii) **Invalid** votes

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
12	37,108

(c) Resolution 3

To appoint a director in the place of Mr. Jayakrishnan Krishna Menon, holding DIN: 02734324 who retires by rotation and being eligible, offers himself for reappointment.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	2,30,628	10.34%

(ii) Voted **against** the resolution



Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	20,00,000	89.66%

(iii) **Invalid** votes

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
12	37,108

(d) **Resolution 4**

Reappointment of Mr. Jacob Kovoov Ninan, holding DIN: 01213357 as an Independent Director.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	2,30,628	10.34%

(ii) Voted **against** the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	20,00,000	89.66%

(iii) **Invalid** votes

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
12	37,108



5. A Pen drive containing a list of Members who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the board for safe keeping.

Thanking you
Yours faithfully,

UDIN: F003050E000834232



CS Puzhankara Sivakumar
SEP & Associates, Company Secretaries
(Peer Review Certificate no. 3693/2023)
Managing Partner
Membership No. F3050
COP No. 2210



Date: 21.08.2023
Place: Ernakulam

Partners:

CS Puzhankara Sivakumar. M.com, FCMA, FCS

CS Syam Kumar R. BSc, FCS, LLB, IP

CS Madhusudhanan E.P. M.com, FCS, FCMA, IP, RV

CS Anju Panicker. BA, LLB (Hons.), ACS

CS Megha Gupta. B Com, FCS

CS Jinu Mathen. B Com, MBA, FCS

CS Revathi K S. BSc, ACS

To

The Board of Directors

INKEL LIMITED

Door No. 14/812 & 813, 1st Floor, Ajiyal Complex,
Kakkanad, Cochin, Ernakulam, Kerala – 682030

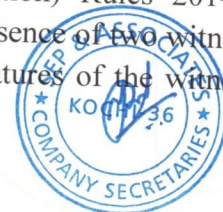
Sir,

Sub: Report of the Scrutinizer on Remote Electronic Voting

I, Puzhankara Sivakumar, Managing Partner of SEP & Associates, Company Secretaries (Peer Review Certificate no. 3693/2023), holding Membership No. FCS 3050 and CP No. 2210, having office at K.C Abraham Master Road, Panampilly Nagar, Kochi- 682036, was appointed as the Scrutinizer by the Board of Directors of **INKEL LIMITED** (CIN: U45209KL2007PLC020471) ("the Company"), having registered office at Door No. 14/812&813, 1st Floor, Ajiyal Complex, Kakkanad, Cochin, Ernakulam, Kerala – 682030 pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the Remote Electronic Voting of the resolutions included in the notice calling the 16th Annual General Meeting of the Company held on Saturday, 19th August, 2023.

As the Scrutinizer, I report that in compliance of the provisions of Rule 20(4)(vi) of the Companies (Management and Administration) Rules 2014, as amended, the above remote electronic voting remained open to the members from Tuesday, August 15th, 2023 (9.00 A.M) to Friday, August 18th, 2023 (5.00 P.M). Further the remote e-voting period was completed on the date preceding the date of Annual General Meeting.

On completion of the remote e-voting period, in compliance of the provisions of Rule 20(4) (viii) and (xii) of the Companies (Management and Administration) Rules 2014, as amended, I have unblocked the votes on 19th August, 2023, in the presence of two witnesses who were not the employees of the company. The names and signatures of the witnesses appear elsewhere in this Report.



The Following is the summary of remote E-voting result:

			ASSENT/IN FAVOUR OF			DISSENT/AGAINST	
Reso lutio n No.	Subject Matter of Resolution	Total No. of shares through Remote e- voting	No. of Votes through Remote e- voting	% of votes in favour on votes throug h Remot e e- voting	% of Paid-Up Capital	No. of Votes through Remote e- voting	% of votes against on votes through Remote e-voting
Ordinary Business							
1	To receive, consider and adopt: a) The Audited Standalone Financial Statements of the Company for the year ended 31st March 2023 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 2023 and the Report of the Auditors thereon.	81843876	81843876	100%	47%	0	0
2	To declare dividend on the paid-up equity shares of the Company for the year ended 31st March 2023.	81843876	81841876	100%	47%	2000	0
3	To appoint a director in the place of Mr. Jayakrishnan Krishna Menon, holding DIN: 02734324 who retires by rotation and being	81843876	81841088	100%	47%	2788	0




	eligible, offers himself for reappointment.						
--	--	--	--	--	--	--	--

Special Business (Special Resolution)							
4	Reappointment of Mr. Jacob Kovoov Ninan, holding DIN: 01213357 as an Independent Director	81843876	81839876	100%	47%	4000	0

All Resolutions stand passed under Remote E-Voting as Ordinary/ Special Resolutions with requisite majority as specified under Companies Act, 2013.

Thanking you
Yours faithfully,

UDIN: F003050E000834232


CS Puzhankara Sivakumar
SEP & Associates, Company Secretaries
(Peer Review Certificate no. 3693/2023)
Managing Partner
Membership No. F3050
COP No. 2210



Date: 21.08.2023
Place: Ernakulam

Witnesses to the unblocking of votes:

1. **Revathi K S**
D/o. N N Subramanian
Karthika
Near ENS Kalari
Nettoor P O, Ernakulam- 682040
Practicing Company Secretary


2. **Kiran Mariya Babu**
D/o Babu Joseph
Vadakkeparambil House
Cheruthoni
Idukki- 685602
Apprenticeship Trainee