

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, DIA (ICSI)

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

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 17th Annual General Meeting (AGM) of the members of INKEL Limited (the Company/INKEL) held on Monday, the 09th day of September 2024 at 12:00 Noon (IST) at The IMA House, Behind Jawaharlal Nehru International Stadium, Kathrikadavu , Palarivattom Cochin,Kerala-682025

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 Building No. CC 31/1590, Felix Road, Thammanam , Cochin -682032 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 Monday, the 09th day of September 2024 at 12:00 Noon (IST) at the IMA House, Behind Jawaharlal Nehru International Stadium, Kathrikadavu, Palarivattom ,Cochin , Kerala-682025.

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 Thursday, September 05th, 2024 (9.00 A.M) to Sunday, September 08th, 2024 (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 Monday, the 09th day of September, 2024 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:

Resol ution No.	Subject Matter of Resolution	Mode of Voting	Votes in favour of the resolution			Votes against the resolution		
			No. of memb ers	No. of Votes casted	%	No. of membe rs	No. of Votes casted	%
Ordinary Business (Ordinary Resolution)								
1	To receive, consider and adopt: a) The Audited Standalone Financial Statements of the Company for the year ended 31st March 2024 and the Reports of the Board of Directors and Auditors thereon; and b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2024 together with the Report of the Auditors thereon.	E- Votin g	24	115660572	98.30%	1	2000000	1.70 %
		Poll	32	168952	62.82%	1	100000	37.18 %
		Total	56	115829524	98.22%	2	2100000	1.78 %
2	To declare dividend on the paid-up equity shares of the	E- Votin g	24	115660572	98.30%	1	2000000	1.70%



	Company for the year ended 31st March 2024	Poll	32	168952	62.82%	1	100000	37.18 %
		Total	56	115829524	98.22%	2	2100000	1.78 %
3.	To appoint a director in place of Mr. Rappai Vareed Chirayath, holding DIN: 02011057, who retires by rotation and being eligible, offers himself for reappointment	E Voting	22	115649972	98.29%	3	2010600	1.71 %
		Poll	31	168852	62.78%	2	100100	37.22 %
		Total	53	115818824	98.21%	5	2110700	1.79 %
4	To appoint Statutory Auditors of the Company	E-Voting	23	115651972	98.29%	2	2008600	1.71%
		Poll	33	268952	100%	0	0	0
		Total	56	115920924	98.30%	2	2008600	1.70 %

Special Business (Special Resolution)

5	To reappoint Adv. Geethakumary P.S., holding DIN: 08087165 as an Independent Director	E-Voting	22	115649972	98.29%	3	2010600	1.71 %
		Poll	31	168852	62.78%	2	100100	37.22 %
		Total	53	115818824	98.21%	5	2110700	1.79 %
6.	To extend the period of appointment of Mr. Jacob Kovoov Ninan as an Independent Director.	E voting	22	115649972	98.29%	3	2010600	1.71%
		Poll	31	168852	62.78%	2	100100	37.22 %
		Total	53	115818824	98.21%	5	2110700	1.79 %

Special Business (Ordinary Resolution)

7.	To extend the period of appointment of Dr. Ellangovan K.	E voting	23	115658572	98.30%	2	2002000	1.70%
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holding DIN :05272476 as Managing Director by reappointing him for further period of Five years	Poll	32	168952	62.82%	1	100000	37.18 %
	Total	55	115827524	98.22%	3	2102000	1.78 %

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

Thanking you
Yours faithfully,

UDIN: F003050F001189169



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



Date: 10.09.2024
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, DIA (ICSI)

CS Anju Panicker. BA, LLB (Hons.), ACS
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: 17th Annual General Meeting (AGM) of the members of INKEL Limited (the Company/INKEL) held on Monday, the 09th day of September 2024 at 12:00 Noon (IST) at The IMA House, Behind Jawaharlal Nehru International Stadium, Kathrikadavu, Palarivattom, Cochin, Kerala- 682025

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 Building No. C C 31/1590, Felix Road, Thammanam, Cochin -682032 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 **Monday, the 09th day of September 2024 at 12:00 Noon (IST) at The IMA House, Behind Jawaharlal Nehru International Stadium, Kathrikadavu, Palarivattom, Cochin, Kerala- 682025.**



I 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 2024 and the Reports of the Board of Directors and Auditors thereon; and
- b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2024 together with 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
32	168952	62.82%

(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	100000	37.18%

(iii) **Invalid** votes



Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
1	50

(b) Resolution 2

To declare dividend on the paid-up equity shares of the Company for the year ended 31st March 2024.

(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
32	168952	62.82%

(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	100000	37.18%

(iii) **Invalid** votes

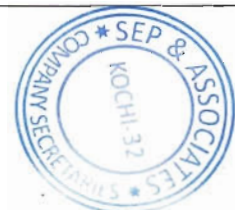
Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
1	50

(c) Resolution 3

To appoint a director in the place of Mr. Rappai Vareed Chirayath, holding DIN: 02011057 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



person or by proxy)		
31	168852	62.78%

(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
2	100100	37.22%

(iii) **Invalid** votes

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
1	50

(d) Resolution 4

To appoint Statutory Auditors of the Company

(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
33	268952	100%

(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
0	0	0

(iii) **Invalid** votes

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



1	50
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(e) Resolution 5

To reappoint Adv. Geethakumary P.S holding DIN: 08087165 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
31	168852	62.78%

(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
2	100100	37.22%

(iii) **Invalid** votes

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
1	50

(f) Resolution 6

To extend period of appointment 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



31	168852	62.78%
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(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
2	100100	37.22%

(iii) **Invalid** votes

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
1	50

(g) Resolution 7

To extend the period of appointment of Dr. Ellangovan K holding DIN 05272476 as Managing Director by reappointing him for further period of Five years.

(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
32	168952	62.82%

(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	100000	37.18%

(iii) **Invalid** votes



Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
1	50

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,



CS Puzhankara Sivakumar

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



UDIN: F003050F001189169

Date: 10.09.2024

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, DIA (ICSI)

CS Anju Panicker. BA, LLB (Hons.), ACS
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 Building No CC 31/1590, Felix Road, Thammanam, Cochin -682032 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 17th Annual General Meeting of the Company held on Monday, 09th September 2024.

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 Thursday, September 05th, 2024 (9.00 A.M) to Sunday, September 08th, 2024 (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 09th September, 2024, 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:

Resolution No.	Subject Matter of Resolution	Total No. of shares through Remote e-voting	ASSENT/IN FAVOUR OF			DISSENT/AGAINST	
			No. of Votes through Remote e-voting	% of votes in favour on votes through Remote e-voting	% of Paid-Up Capital	No. of Votes through Remote e-voting	% of votes against on votes through Remote e-voting
Ordinary Business (Ordinary Resolution)							
1	To receive, consider and adopt: a) The Audited Standalone Financial Statements of the Company for the year ended 31st March 2024 and the Reports of the Board of Directors and Auditors thereon. b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2024 together with the Report of the Auditors thereon.	117660572	115660572	98.30 %	65.05%	2000000	1.70%
2	To declare dividend on the paid-up equity shares of the Company for the year ended 31st March 2024.	117660572	115660572	98.30 %	65.05%	2000000	1.70%
3	To appoint a director in the place of Mr. Rappai Vareed Chirayath,	117660572	115649972	98.29 %	65.04%	2010600	1.71%



	holding DIN: 02011057 who retires by rotation and being eligible, offers himself for reappointment.						
4.	To appoint Statutory Auditors of the Company	117660572	115651972	98.29 %	65.04%	2008600	1.71%
Special Business (Special Resolution)							
5	To reappoint Adv. Geethakumary P.S., holding DIN: 08087165 as an Independent Director	117660572	115649972	98.29 %	65.03%	2010600	1.71%
6	To extend the period of appointment of Mr. Jacob Kovoov Ninan holding DIN: 01213357 as an Independent Director	117660572	115649972	98.29 %	65.04%	2010600	1.71%
Special Business (Ordinary Resolution)							
7	To extend the period of appointment of Dr. Ellangovan K. holding DIN:05272476 as Managing Director by reappointing him for further period of Five years	117660572	115658572	98.30 %	65.04%	2002000	1.70%

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: F003050F001189169

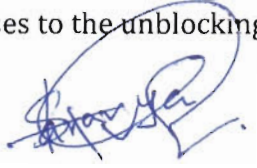


CS Puzhankara Sivakumar
SEP & Associates, Company Secretaries
(Peer Review Certificate no. 3693/2023)
Managing Partner
Membership No. F3050
COP No. 2210



Date: 10.09.2024
Place: Ernakulam

Witnesses to the unblocking of votes:



1. **Saranya T V**
D/o. Mr. A K Mohanan Nair
Puthanpurayil House
Thandilam Desam,
Thavanur Via , Naripparamba-679573
Apprentice Trainee



2. **Saritha Rachel John**
D/o Mr. E. I John
28/3673E, Chilavanoor Rd
Kadavanthara P.O,
Kochi-682020
Apprentice Trainee

