



Krishna Kumar Sharma & Co.
Company Secretaries

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Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of the Companies
(Management and Administrations) Rules, 2014]

To

The Chairman of 21st Annual General Meeting of the members of Intec Capital Limited (the Company) to be held on 24th Day of September, 2015 at B. C. Pal Memorial, A-81, Chittranjan Park, New Delhi-110 019 at 11.00 AM.

Dear Sir,

1. I, Krishna Kumar Sharma, a Company Secretary in practice, have been appointed by the board of Directors of Intec Capital Limited (the Company) as a scrutinizer for the purpose of scrutinizing the Remote e-voting process and ascertaining the requisite majority on Remote e-voting carried out as per provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administrations) Rules 2014 (Rules) on the resolutions contained in the notice of the 21st Annual General Meeting (AGM) of the members of the company, to be held on 24th Day of September, 2015 at B. C. Pal Memorial, A-81, Chittranjan Park, New Delhi-110 019.
2. The management of the Company is responsible to ensure the compliance with the requirements of Companies Act 2013 and rules relating to voting through electronic means on the resolutions contained in the notice to the 21st AGM of members of the company. My responsibility as a scrutinizer for the Remote e-voting process is restricted to make a scrutinizer's report of the votes cast "in favor" or "against" the resolution stated above, based on the reports generated from Remote e-voting system provided by Central Depository System Limited, the authorized agency to provide Remote e-voting facilities, engaged by the company.



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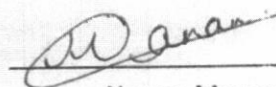
For Intec Capital Limited
[Handwritten Signature]
Company Secretary

3. Further to the above, I submit my report as under:-

- i. The Remote e-voting period remained open from 21st September (11.00 AM), 2015 to 23rd September, 2015 (05.00 PM).
- ii. The members of the company as on the "cut off" date i.e. 17th September, 2015 were entitled to vote on the resolutions (item no.1 to 05 as set out in notice to 21st AGM of the Company).
- iii. The votes cast were unblocked on 24th September, 2015 in the presence of 2 witnesses, Mr. Satyam Pathak and Mr. Manan Jain who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Satyam Pathak



Name: Manan Jain

- (iv) Thereafter the details containing inter alia, list of Equity Shares Holders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the Remote e-voting website of Central Depository System Limited (CDSL) i.e. <https://www.evotingindia.co.in/> and based on such reports generated, the result of the Remote e-voting is as under:-

Item No. 1:-

- 1) Ordinary Resolution To consider, approve and adopt the Audited Balance Sheet as at 31st March, 2015 and the Profit and Loss Account for the year ended on that date together with the Notes, Reports of the Auditors and Directors thereon.

- (i) **Voted in favor of resolution**

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
17	15680100	99.997



(ii) **Voted against the resolution**

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
1	400	0.003

(iii) **Not Voted**

Total Numbers of members who did not vote	Number of Votes held by them	% of total number of Valid votes cast (Favor and Against)
NIL	NIL	NIL

Item No. 2:-

- 2) Ordinary Resolution to appoint a Director in place of Mr. Vishal Kumar Gupta (DIN: 02368313) who retires by rotation and being eligible, offers himself for re-appointment.

(i) **Voted in favor of resolution**

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
17	15680100	99.997

(ii) **Voted against the resolution**

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
1	400	0.003



(iii) Not Voted

Total Numbers of members who did not vote	Number of Votes held by them	% of total number of Valid votes cast (Favor and Against)
NIL	NIL	NIL

Item No. 3:-

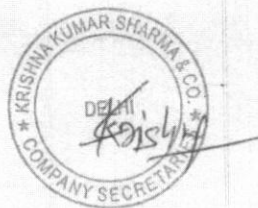
- 3) To declare Final Equity Dividend at the rate of Rs. 0.50 per Equity Share (5% of face Value of share of Rs. 10/- each) on the paid-up Equity Share Capital for the year ended 31st March, 2015

(i) Voted in favor of resolution

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
17	15680100	100

(ii) Voted against the resolution

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
NIL	NIL	NIL



(iii) Not Voted

Total Numbers of members who did not vote	Number of Votes held by them	% of total number of Valid votes cast (Favor and Against)
1	400	0.003

Item No. 4:-

- 4) To re-appoint Auditors and to hold office from conclusion of 21st Annual General Meeting until conclusion of 22nd Annual General Meeting and to fix remuneration.

(i) Voted in favor of resolution

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
17	15680100	99.997

(ii) Voted against the resolution

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
1	400	0.003



(iii) Not Voted

Total Numbers of members who did not vote	Number of Votes held by them	% of total number of Valid votes cast (Favor and Against)
NIL	NIL	NIL

Item No. 5:-

- 5) Resolution to Consider and approve the Appointment of Mrs. Ritika Goel (DIN NO.00053387) as Non Independent Non-executive Woman Director on the Board of Directors of the company in terms of Section 149, 152 of Companies Act, 2013 and clause 49 of the Listing Agreement and whose period office is liable to retire by rotation in terms of 152 (6) of the Companies Act, 2013

(i) Voted in favor of resolution

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
16	15135636	99.997

(ii) Voted against the resolution

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
1	400	0.003



(iii) Not Voted

Total Numbers of members who did not vote	Number of Votes held by them.	% of total number of Valid votes cast (Favor and Against)
1	544464	3.597

Thanking you,

Yours faithfully,

For Krishna Kumar Sharma & Co.
Company Secretaries



(CS Krishna Kumar Sharma)

Proprietor

C. P. No. : 7747

Place: New Delhi

Date: 24th September, 2015.

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For Intec Capital Limited

Handwritten signature of the Company Secretary of Intec Capital Limited.

Company Secretary