manish ghia & associates
COMPANY SECRETARIES

Manish Ghia & Associates
: +91 22 6902 5400
: info@mgconsulting.in
: www.mgconsulting.in

# CONSOLIDATED SCRUTINIZER'S REPORT

*[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014]*

**To,**
**The Chairman**
**Innova Captab Limited**
1513, 15th Floor, Satra Plaza CHS Ltd.
Plot No. 19 & 20, Sector 19-D, Vashi,
Navi Mumbai - 400703, Maharashtra

Dear Sir,

**Sub:** **Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting & 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 at the 21st Annual General Meeting ("AGM") of the Members of Innova Captab Limited ('the Company') held on Thursday, July 31 2025 at 11.00 A.M. through video conferencing ('VC') / other audio visual means ('OAVM').**

I, CS Mannish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai, was appointed as a Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the process of voting through electronic means (**"e-voting"**) in terms of the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the rules') as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**the Regulations**") in a fair and transparent manner, for passing of the resolution as mentioned under item numbers 1 to 4 as set out in the notice of 21st AGM dated July 31, 2025 ("**Notice**"), issued by the Company in accordance with General Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13 , 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular no. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022 and Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and the latest one being Circular No. 09/2024 dated September 19, 2024 respectively, issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as "**MCA Circulars**"), convening the 21st AGM of its Members through VC/OAVM on Thursday, July 31, 2025 at 11.00 A.M.

1. The e-voting conducted in terms of MCA Circulars, has been completed and now I submit my report as under:

1.1 The management of the Company is responsible to ensure compliances with the requirements of the Act and Rules made thereunder including the above-mentioned MCA Circulars and the regulations. Our responsibility as Scrutinizer is restricted to make Scrutinizer's Report of the votes cast in favor and against the resolutions stated in the Notice.

2. As per the confirmation received from the Company:

2.1 The Company had availed the e-voting facility offered by National Securities Depository Limited ('**NSDL**'), for conducting e-voting facility prior and during the AGM.

2.2 As per MCA General Circular No. 20/2020 dated May 05, 2020, the Company has published advertisements in the English Newspaper "**Financial Express**" and Marathi Newspaper (Vernacular language) "**Mumbai Lakshadeep**" on **Wednesday, July 02, 2025**, regarding the compliance with the said circular in relation to AGM of the Company.

2.3 The Company on **Friday, July 04, 2025**, completed the dispatch of the Notice only through electronic mode to those members whose e-mail addresses were registered with the Company/Depositories as on the cut-off date being, **Friday, June 27, 2025**.

2.4 As per applicable provisions of the rules, the Company had published an advertisement about completion of dispatch of Notice as above, provision of e-voting facility and other mandated particulars in English Newspaper "**Financial Express**" and Marathi Newspaper (Vernacular language) "**Mumbai Lakshadeep**" on **Saturday, July 05, 2025.**

2.5 The remote e-voting period commenced on **Monday, July 28 2025**, at 9:00 a.m. (IST) onwards and ended on **Wednesday, July 30 2025**, at 5:00 p.m. (IST).

2.6 Votes cast through remote e-voting till 5:00 p.m. (IST) on **Wednesday, July 30, 2025**, being the last date and time fixed by the Company for remote e-voting and e-voting during the AGM, are considered for my scrutiny.

2.7 The e-voting module was disabled by NSDL on **Wednesday, July 30, 2025** after 5:00 p.m. and as required under the rules, the votes cast under the remote e-voting facility during remote e-voting period and e-voting during the AGM, were unblocked in the presence of CS Bhavya Gala and CS Manisha Talreja who are not in employment with the Company; thereafter the data of e-voting was downloaded and the shareholding was matched/confirmed with the Register of Members of the Company/ List of Beneficiaries maintained by the Company/ its Registrar and Share Transfer

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Agents/Depositories as on the cut-off date for remote e-voting and voting at AGM i.e., **Thursday, July 24, 2025.**

2.8 The data of remote e-voting and e-voting during the AGM was scrutinized for verification of votes cast in favor and against the resolutions.

2.9 There were no invalid votes either in the remote e-voting or during the e-voting at the AGM.

3. The summary of the voting through remote e-voting and e-voting during the AGM is as follows:

**ORDINARY BUSINESS**

**Resolution No. 1: Ordinary Resolution**

To receive, consider and adopt:

i. the Audited Standalone Financial Statements of the Company for financial year ended 31 March, 2025 together with the Reports of the Board of Directors and the Auditors thereon; and

ii. the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March, 2025 together with the Report of the Auditors thereon.

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 122 | 51676589 | 100% |

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 0 | 0 | 0% |

(iii) **Invalid** votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|---|
| 0 | 0 |

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**Resolution No. 2: Ordinary Resolution**

To appoint a Director in place of Mr. Archit Aggarwal, Non-Executive Director (DIN: 08127356), who retires by rotation and, being eligible, offers himself for re-appointment.

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 100 | 46183060 | 89.3695% |

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 21 | 5493496 | 10.6305% |

(iii) **Invalid** votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|---|
| 0 | 0 |

**SPECIAL BUSINESS**

**Resolution No. 3: Ordinary Resolution**

To consider appointment of M/s. Jaspreet Dhawan & Associates, Practicing Company Secretaries as the Secretarial Auditors of the Company for a term of five consecutive years.

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 104 | 45796256 | 88.6209% |

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 18 | 5880333 | 11.3791% |

(iii) **Invalid** votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|---|
| 0 | 0 |

**Resolution No. 4: Ordinary Resolution**

To consider ratification of remuneration of Cost Auditors for the FY 2026

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 118 | 51676492 | 99.9999% |

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 3 | 64 | 0.0001% |

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(iii) **Invalid** votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|---|
| 0 | 0 |

**Result**:

**For Resolution Nos. 1, 2, 3 and 4 (Ordinary Resolutions)** - We report that the number of votes cast in favour are more than the number of votes cast against it.

Accordingly, the Ordinary Resolutions as contained in the Notice of 21st Annual General Meeting dated **May 19, 2025** may be considered as passed with requisite majority.

You may accordingly declare the result of the remote e-voting and e-voting during the AGM.

**For Manish Ghia & Associates**
***Company Secretaries***

Manish Ghia & Associates Company Secretaries MUMBAI

Mannish L. Ghia

**Place: Boston, U.S.A.**
**Date: August 01, 2025**
**UDIN: F006252G000912047**

**CS Mannish L. Ghia**
**Partner**
**M. No. FCS 6252, C.P. No. 3531**
**Peer Review No.: - PR 6759/2025**
**(FRN/Unique ID: P2006MH007100)**

**Countersigned by**

**Manoj Kumar Lohariwala**
**Chairman and Whole-Time Director**
**DIN: 00144656**
**Innova Captab Limited**

**Place: Panchkula**
**Date: August 01, 2025**