

# INCAP LIMITED

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 URL : [www.incaplimited.com](http://www.incaplimited.com). CIN : L32101AP1990PLC011311

29<sup>th</sup> September, 2015

The Manager – Listing  
 BSE Limited

Dear Sir,

Sub : Clause 35A of the Listing Agreement – Voting Result.  
 Ref : BSE Stock Code : 517370.

-x-x-x-

In accordance with the Clause 35A of the Listing Agreement, please find enclosed the voting results and Combined Scrutinizer Report on the resolutions passed at the Annual General Meeting held on 26<sup>th</sup> September, 2015 for your information and records.

Other details regarding the attendance at the Annual General Meeting are provided below;

**NAME : INCAP LIMITED**

Sl.No.	Description					
A.	Date of AGM		26 <sup>th</sup> September, 2015			
B.	Total Number of Shareholders		2925			
C.	No. of Shareholders present in the Meeting Either in Person or Through Proxy		17			
	Shareholders	Present in Person	Present Through Proxy	Total	Shares	% to Capital
	Promoter and Promoter Group	5	-	5	37,57,353	73.197
	Public	12	-	12	3120	0.060
	Total	17	-	17	37,60,473	73.257
D.	No. of Shareholders attend the meeting through video : Not Applicable Promoters and protomer Group : Not Applicable Public : Not Applicable					

Thanking you,  
 For INCAP LIMITED

*C. Bhagavanth RAO*  
**C.BHAGAVANTHA RAO**  
**MANAGING DIRECTOR**



**INCAP LIMITED**

**Voting Results as per Clause 35A of the Listing Agreement**

Resolution No.	Category	Shares Held (1)	Votes Polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes in favour on votes polled (7) = [(5)/(2)]*100
1	Promoter and Promoter Group	3756363	3756363	100.00	3756363	0	100.00	0.00
	Public - Institutional Holders	0	0	0.00	0	0	0.00	0.00
	Public - Others	1376837	29973	2.18	29973	0	100.00	0.00
	<b>Total</b>	<b>5133200</b>	<b>3786336</b>	<b>73.76</b>	<b>3786336</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
2	Promoter and Promoter Group	3756363	3756363	100.00	3756363	0	100.00	0.00
	Public - Institutional Holders	0	0	0.00	0	0	0.00	0.00
	Public - Others	1376837	29973	2.18	29710	263	99.12	0.88
	<b>Total</b>	<b>5133200</b>	<b>3786336</b>	<b>73.76</b>	<b>3786073</b>	<b>263</b>	<b>99.99</b>	<b>0.01</b>
3	Promoter and Promoter Group	3756363	3756363	100.00	3756363	0	100.00	0.00
	Public - Institutional Holders	0	0	0.00	0	0	0.00	0.00
	Public - Others	1376837	29973	2.18	29973	0	100.00	0.00
	<b>Total</b>	<b>5133200</b>	<b>3786336</b>	<b>73.76</b>	<b>3786336</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
4	Promoter and Promoter Group	3756363	3756363	100.00	3756363	0	100.00	0.00
	Public - Institutional Holders	0	0	0.00	0	0	0.00	0.00
	Public - Others	1376837	29973	2.18	29973	0	100.00	0.00
	<b>Total</b>	<b>5133200</b>	<b>3786336</b>	<b>73.76</b>	<b>3786336</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

**For INCAP LIMITED**

*C. Rogawant*  
Managing Director.



**Consolidated Scrutinizer's Report of Remote E-Voting and Poll**

&

**MGT-13**

**(Pursuant to Section 108, of the Companies Act, 2013 and Rule 20(4)(xii) of the  
Companies (Management and Administration) Rules, 2014)**

To,

The Chairman of the 25<sup>th</sup> Annual General Meeting of the Members of **M/s. INCAP LIMITED**  
held on September 26, 2015 at 12:00 Noon, at the Registered Office of the Company at 1-  
58, Nidamanuru, Vijayawada – 521104, Krishna District, Andhra Pradesh, India.

Sir,

I, B.L.Chandrasekhar Sarma, Proprietor of M/s. B.L. Chandrasekhar Sarma & Associates,  
Company Secretaries, Secunderabad was appointed as the Scrutinizer pursuant to Section  
108 of the Companies, Act, 2013 ("the Act") read with Rule 20 of the Companies  
(Management and Administration) Rules, 2014 and pursuant to clause 35B of the Listing  
Agreement, for the purpose of Scrutinizing the Remote e-voting process and voting by poll  
taken at the 25<sup>th</sup> Annual General Meeting ("AGM") of the Company held on September 26<sup>th</sup>,  
2015 at 12:00 P.M at the Registered Office of the Company at 1-58, Nidamanuru,  
Vijayawada – 521104, Krishna District, Andhra Pradesh, India.

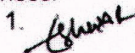
We Submit our report as under:-

**A. Relating to E-Voting:**

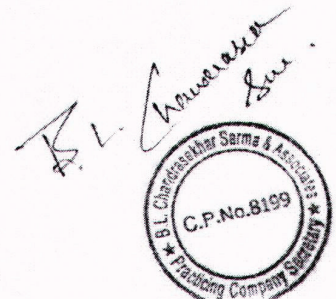
1. The remote e-voting period remained open from September 23, 2015 at 9.00 hours  
(IST) to 25th September, 2015 at 17.00 hours (IST).
2. The e-voting event was unblocked on 26<sup>th</sup> September, 2015 around 02.55 P.M in the  
presence of two witnesses, namely Y.Eshwar Sharma and K.Krishna Sainadh who  
were not in the employment of the Company.

They have signed below in confirmation of the event being unblocked in their presence:

Witness:

1. 

2. 



**B. Relating to Voting by Poll:**

1. After the time fixed for closing of the poll by the chairman, the ballot box were opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorized/proxies lodged with the Company.
2. There was no polling paper which was incomplete or found defective

**C. Result of E-Voting and Poll is as under:**

1. The voting rights were reckoned as on 18<sup>th</sup> September, 2015, being the Cut-off date for the purpose of deciding the entitlement of members at the remote e-voting and voting at the meeting.
2. Thereafter, the details of equity shareholders, who voted "For" or "Against" was extracted from the polling papers and the list of equity shareholders who voted "For" or "Against" were downloaded from the E-Voting website.
3. Member who participates in general meeting even after exercising his right to vote through remote e voting shall not be allowed to vote again in the meeting.
4. The Combined result of remote e-voting and poll is as under:



**a) RESOLUTION 1:**

To Receive, Consider and Adopt the Audited Accounts for the year ended 31<sup>st</sup> March, 2015 and the Reports of the Directors' and Auditors' thereon:

(i) **Votes in favour of Resolution**

	<b>Remote E-Voting</b>	<b>Voting by poll</b>	<b>Total</b>
Number of Member present and Voting ( in person or by proxy)	17	7	<b>24</b>
Number of Votes cast by them	33,26,026	4,60,310	37,86,336
% of Total Number of valid votes cast	100	100	100

(ii) **Votes against of Resolution**

	<b>Remote E-Voting</b>	<b>Voting by poll</b>	<b>Total</b>
Number of Member present and Voting ( in person or by proxy)	Nil	Nil	Nil
Number of Votes cast by them	Nil	Nil	Nil
% of Total Number of valid votes cast	Nil	Nil	Nil

(iii) **Invalid Votes**

	<b>Remote E-Voting</b>	<b>Voting by poll</b>	<b>Total</b>
Number of Member present and Voting ( in person or by proxy)	Nil	Nil	Nil
Number of Votes cast by them	Nil	Nil	Nil
% of Total Number of valid votes cast	Nil	Nil	Nil



**b) RESOLUTION.2:**

To appoint a Director in place of Smt. P.Himabindu (DIN:06605646) who retires at this meeting and being eligible offers herself for re-appointment:

(i) **Votes in favour of Resolution**

	<b>Remote E-Voting</b>	<b>Voting by poll</b>	<b>Total</b>
Number of Member present and Voting ( in person or by proxy)	17	7	<b>24</b>
Number of Votes cast by them	33,25,763	4,60,310	37,86,073
% of Total Number of valid votes cast	99.998	100	100

(ii) **Votes against of Resolution**

	<b>Remote E-Voting</b>	<b>Voting by poll</b>	<b>Total</b>
Number of Member present and Voting ( in person or by proxy)	01	NIL	<b>01</b>
Number of Votes cast by them	263	NIL	263
% of Total Number of valid votes cast	0.002	NIL	0.002

(iii) **Invalid Votes**

	<b>Remote E-Voting</b>	<b>Voting by poll</b>	<b>Total</b>
Number of Member present and Voting ( in person or by proxy)	Nil	Nil	Nil
Number of Votes cast by them	Nil	Nil	Nil
% of Total Number of valid votes cast	Nil	Nil	Nil



**c) RESOLUTION.3:**

Declaration of dividend for the year 2014-2015:

(i) **Votes in favour of Resolution**

	<b>Remote E-Voting</b>	<b>Voting by poll</b>	<b>Total</b>
Number of Member present and Voting ( in person or by proxy)	17	7	<b>24</b>
Number of Votes cast by them	33,26,026	4,60,310	37,86,336
% of Total Number of valid votes cast	100	100	100

(ii) **Votes against of Resolution**

	<b>Remote E-Voting</b>	<b>Voting by poll</b>	<b>Total</b>
Number of Member present and Voting ( in person or by proxy)	Nil	Nil	Nil
Number of Votes cast by them	Nil	Nil	Nil
% of Total Number of valid votes cast	Nil	Nil	Nil

(iii) **Invalid Votes**

	<b>Remote E-Voting</b>	<b>Voting by poll</b>	<b>Total</b>
Number of Member present and Voting ( in person or by proxy)	Nil	Nil	Nil
Number of Votes cast by them	Nil	Nil	Nil
% of Total Number of valid votes cast	Nil	Nil	Nil



**d) RESOLUTION .4:**

To ratify the appointment of M/s. Purnachandra Rao & Co., Chartered Accountants, Guduwada (Firm Registration No. 002802S) as approved by Members at the Twenty Fourth Annual General Meeting as Statutory Auditors of the Company, to hold office until the conclusion of Twenty Six Annual General Meeting, and to fix their remuneration for the financial year ending 31st March, 2016:

(i) **Votes in favour of Resolution**

	<b>Remote E-Voting</b>	<b>Voting by poll</b>	<b>Total</b>
Number of Member present and Voting ( in person or by proxy)	17	7	<b>24</b>
Number of Votes cast by them	33,26,026	4,60,310	37,86,336
% of Total Number of valid votes cast	100	100	100

(ii) **Votes against of Resolution**

	<b>Remote E-Voting</b>	<b>Voting by poll</b>	<b>Total</b>
Number of Member present and Voting ( in person or by proxy)	Nil	Nil	Nil
Number of Votes cast by them	Nil	Nil	Nil
% of Total Number of valid votes cast	Nil	Nil	Nil

(iii) **Invalid Votes**

	<b>Remote E-Voting</b>	<b>Voting by poll</b>	<b>Total</b>
Number of Member present and Voting ( in person or by proxy)	Nil	Nil	Nil
Number of Votes cast by them	Nil	Nil	Nil
% of Total Number of valid votes cast	Nil	Nil	Nil





5. A Compact Disc (CD) containing a list of Equity shareholders who voted "FOR", "AGAINST" for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company for Safe Keeping.

Thanking you,

Yours Sincerely

**For B.L. Chandrasekhar Sarma & Associates  
Practicing Company Secretaries**

*B.L. Chandrasekhar Sarma*  
**B. L. Chandrasekhar Sarma  
Proprietor  
C.P. 8199**



Place : Secunderabad

Date : 28<sup>th</sup> September, 2015