

Regd. Office and works:

Mhow - Neemuch Road, Sector 1, CIN: L70100MP1983PLC002231

Pithampur - 454775, Dist. Dhar

Madhya Pradesh, India

Ph:- 07292-256205 Fax:- 0731-4041435

E mail:- investors@medicaps.com

Website:- www.medicaps.com

Date: 30th September, 2023

To,

The Secretary BSE Limited

Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001

Subject: Submission of Voting Results along with Combined Scrutinizer's Report on Remote E-voting and e-voting facility during the 40th Annual General Meeting of the Company.

Reference: MEDI-CAPS LIMITED (BSE Scrip Code: 523144; ISIN: INE442D01010)

Dear Sir/Madam,

The 40th Annual General Meeting (AGM) of the Company was held on Friday, 29th September, 2023 at 12:30 P.M. (IST) through video conference (VC)/other audio visual means (OAVM) in accordance with the relevant circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India.

In this regard, we are enclosing the following:

- The voting results of the businesses transacted at the AGM in the prescribed format pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015– **Annexure-A**
- The Combined Scrutinizer's report of the Scrutinizer on remote e-voting prior and during the AGM Annexure-B

The above is also being uploaded on the Company's website at www.medicaps.com and on the website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.

Kindly take the same on record.

Thanking you,

Yours Faithfully,

FOR MEDI-CAPS LIMITED

ALOK K GARG MANAGING DIRECTOR

DIN: 00274321

General information about company						
Scrip code	523144					
NSE Symbol	NOTLISTED					
MSEI Symbol	NOTLISTED					
ISIN	INE442D01010					
Name of the company	MEDI-CAPS LIMITED					
Type of meeting	AGM					
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2023					
Start time of the meeting	12:30 PM					
End time of the meeting	01:03 PM					

Scrutinizer Details						
Name of the Scrutinizer	L. N. JOSHI					
Firms Name	L. N. JOSHI & COMPANY					
Qualification	CS					
Membership Number	5201					
Date of Board Meeting in which appointed	11-08-2023					
Date of Issuance of Report to the company	29-09-2023					

Voting results						
Record date 22-09-2023						
Total number of shareholders on record date	13942					
No. of shareholders present in the meeting either in person or through proxy						
a) Promoters and Promoter group	0					
b) Public	0					
No. of shareholders attended the meeting through video conferencing						
a) Promoters and Promoter group	6					
b) Public	37					
No. of resolution passed in the meeting	5					
Disclosure of notes on voting results	Textual Information(1)					

	Text Block
Textual Information(1)	Percentage of votes cast in favour or against the resolutions is calculated based on the valid votes cast through Remote E-Voting and through electronic voting at the AGM.

	Resolution(1)							
Resolution rea	uired: (Ordinar	y / Special)		Ordinary				
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Company together	To consider and adopt the Audited Standalone Financial Statement of the Company together with the Report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2023				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		5941140	95.0363	5941140	0	100	0
D 4 1	Poll							
Promoter and Promoter Group	Postal Ballot (if applicable)	6251440						
	Total	6251440	5941140	95.0363	5941140	0	100	0
	E-Voting		0	0	0	0	0	0
	Poll							
Public- Institutions	Postal Ballot (if applicable)	3600						
	Total	3600	0	0	0	0	0	0
	E-Voting		230214	3.7042	230198	16	99.993	0.007
	Poll							
Public- Non Institutions	Postal Ballot (if applicable)	6214916						
	Total	6214916	230214	3.7042	230198	16	99.993	0.007
	Total 12469956 6171354			49.4898	6171338	16	99.9997	0.0003
				Whether resolution is Pass or Not.			Yes	
Disclosure of notes on res				n resolution				

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Institutions					
Public - Non Insitutions					

	Resolution(2)							
Resolution requ	uired: (Ordinary	/ Special)		Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of	resolution consi	dered		Company together	To consider and adopt the Audited Consolidated Financial Statement of the Company together with the Report of the Auditors thereon for the financial year ended March 31, 2023			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
	E-Voting		5941140	95.0363	5941140	0	100	0
	Poll							
Promoter and Promoter Group	Postal Ballot (if applicable)	6251440						
	Total	6251440	5941140	95.0363	5941140	0	100	0
	E-Voting		0	0	0	0	0	0
	Poll]						
Public- Institutions	Postal Ballot (if applicable)	3600						
	Total	3600	0	0	0	0	0	0
	E-Voting		230214	3.7042	230198	16	99.993	0.007
	Poll							
Public- Non Institutions	Postal Ballot (if applicable)	6214916						
	Total	6214916	230214	3.7042	230198	16	99.993	0.007
Total 12469956 6171354			49.4898	6171338	16	99.9997	0.0003	
			Whether resolution is Pass or Not.			Yes		
				Disclosure of notes on resolution				

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Institutions					
Public - Non Insitutions					

Resolution(3)								
Resolution req	uired: (Ordinar	y / Special)		Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of	resolution cons	idered			ion in terms o	f Section 15	Chandra Mittal (Di 2(6) of the Companient.	
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		5941140	95.0363	5941140	0	100	0
Promoter and	Poll	6251440						
Promoter Group	Postal Ballot (if applicable)	6251440						
	Total	6251440	5941140	95.0363	5941140	0	100	0
	E-Voting		0	0	0	0	0	0
	Poll							
Public- Institutions	Postal Ballot (if applicable)	3600						
	Total	3600	0	0	0	0	0	0
	E-Voting		230214	3.7042	230198	16	99.993	0.007
	Poll	6014016						
Public- Non Institutions	Postal Ballot (if applicable)	6214916						
	Total	6214916	230214	3.7042	230198	16	99.993	0.007
Total 12469956 6171354				49.4898	6171338	16	99.9997	0.0003
Whether resolution is Pass or Not.					Yes			
Disclosure of notes on resolution								

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Institutions					
Public - Non Insitutions					

				Resolution(4)			
Resolution required: (Ordinary / Special) Special								
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of a	resolution consid	dered		Appointment of M Independent Direct			10253991) as a No	n Executive
Category Mode of No. of vote			No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
1		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
	E-Voting		5941140	95.0363	5941140	0	100	0
Promoter and	Poll	6251440						
Promoter Group	Postal Ballot (if applicable)	0231440						
	Total	6251440	5941140	95.0363	5941140	0	100	0
	E-Voting		0	0	0	0	0	0
Public-	Poll	3600						
Institutions	Postal Ballot (if applicable)	3000						
	Total	3600	0	0	0	0	0	0
	E-Voting		230214	3.7042	222198	8016	96.518	3.482
Deddie Nee	Poll	6214916						
Public- Non Institutions	Postal Ballot (if applicable)	021.710						
	Total	6214916	230214	3.7042	222198	8016	96.518	3.482
	Total 12469956 6171354		49.4898	6163338	8016	99.8701	0.1299	
				Whether r	esolution is P	ass or Not.	Yes	•
				Disclosu	re of notes or	resolution		

Details of Invalid Votes						
Category No. of Votes						
Promoter and Promoter Group						
Public Institutions						
Public - Non Insitutions						

				Resolution(5	()					
Resolution requ	ired: (Ordinary	/ Special)		Special						
Whether promo	oter/promoter gro on?	oup are intere	sted in the	No						
Description of resolution considered				Adoption of new se regulation in confo			1 2	containing		
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100		
	E-Voting	6251440	5941140	95.0363	5941140	0	100	0		
Promoter and	Poll									
Promoter Group	Postal Ballot (if applicable)	0201110								
	Total	6251440	5941140	95.0363	5941140	0	100	0		
	E-Voting	3600	0	0	0	0	0	0		
Public-	Poll									
Institutions	Postal Ballot (if applicable)									
	Total	3600	0	0	0	0	0	0		
	E-Voting		230214	3.7042	230198	16	99.993	0.007		
Public- Non	Poll	6214916								
Institutions	Postal Ballot (if applicable)	021.710								
	Total	6214916	230214	3.7042	230198	16	99.993	0.007		
	Total	12469956	6171354	49.4898	6171338	16	99.9997	0.0003		
				Whether r	esolution is F	ass or Not.	Yes			
				Disclosu	re of notes or	resolution				

Details of Invalid Votes									
Category	No. of Votes								
Promoter and Promoter Group									
Public Insitutions									
Public - Non Insitutions									

L N Joshi

M. Com., LLB. (Hons), FCS Insolvency Professional

> Cell +91 94250 60308 E-mail Injoshics@gmail.com

PRACTISING COMPANY SECRETARY

122, Krishna Business Centre, 11, P.U. 4, Next to Medanta Hospital, Rasoma Square, Indore - 452010 (M.P.) | Ph.: (0731) 4266708, 4959087

Combined Scrutinizer's Report

[Pursuant to Sections 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administrations) Rules 2014 as amended]

To,
The Chairman,
40th Annual General Meeting of
MEDI-CAPS LIMITED,
Registered office: Sector-1, MhowNeemuch Road, Pithampur, Dhar,
Madhya Pradesh, 454775

Sub: Combined Scrutinizer's Report on Remote E-Voting and E-voting facility during the AGM to the members attending through Video Conferencing/Other Audio Visual Means (VC/OAVM) in respect of the 40th Annual General Meeting of Medi-Caps Limited held on Friday, 29th September, 2023 at 12.30 P.M. (IST).

Dear Sir,

I, L. N. Joshi, Practicing Company Secretary, having office at 122, Krishna Business Centre, 11, P U 4, Next to Medanta Hospital, Rasoma Square, Indore (M.P.) 452010, have been duly appointed as the Scrutinizer on 11th August, 2023 in the meeting of the Board of Directors of Medi-Caps Limited (hereinafter referred to as "the Company") for the purpose of scrutinizing remote e-voting process and e-voting at the 40th Annual General Meeting ("AGM"), pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Secretarial Standard-2 on General Meeting issued by the Institute of Company Secretaries of India pursuant to Section 118(10) of Companies Act, 2013, read with General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 20/2020 dated 5th May, 2020, General Circular no. 02/2021 dated 13th January, 2021, General Circular no. 19/2021 dated December 08, 2021, General Circular no. 21/2021 dated December 14, 2021, General Circulars No.02/2022 dated 5th May, 2022 and subsequent General Circular No. 10/2022 dated 28th December, 2022 issued by the Ministry of Corporate Affairs (Collectively referred to as 'MCA Circulars') and in

Report of Scrutinizer on Remote E-Voting and E-Voting at the 40th AGM of MEDI-CAPS LIMITED

accordance with the circular SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, Circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 and read with subsequent Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 issued by the Securities and Exchange Board of India (Collectively referred to as 'SEBI Circulars') on the proposed resolutions contained in notice of 40th Annual General Meeting of the members of the Company dated 11th August, 2023 (the "notice").

The Management of the Company is responsible to ensure the compliance of the requirements of the Act, Rules and circulars issued by Ministry of Corporate Affairs and SEBI relating to remote e-voting and e-voting during the 40th AGM on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through remote e-voting and e-voting during the 40th AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the reports generated from the e-voting system provided by Central Depositories Services (India) Limited (CDSL), the agency authorized under the Rules and engaged by the Company, to provide platform for voting through remote e-voting and e-voting during the 40th AGM and platform for VC/OAVM facility for participation in the 40th AGM.

As mentioned in the Notice the proceedings of the AGM were deemed to be conducted at the Registered Office of the Company and the same was deemed to be the venue of AGM.

I do hereby submit my Report as under:-

- (i) The Company had appointed Central Depositories Services (India) Limited (CDSL) as the service provider, for the purpose of extending the facility of Remote E-Voting to the Members of the Company and for voting electronically at the meeting.
- (ii) Ankit Consultancy Private Limited is the Registrar and Transfer Agent ("RTA") of the Company.
- (iii) CDSL had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the meeting on all the items of the businesses sought to be transacted in the 40th AGM of the Company, which was held on Friday, 29th September, 2023.
- (iv) The voting rights were reckoned on Friday, 22nd September, 2023, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting during the 40th Annual General Meeting.
- (v) Remote E-Voting platform remained open from Tuesday, 26th September, 2023 (9.00 A.M.) up to Thursday, 28th September, 2023 (5.00 P.M.) and members were

Report of Scrutinizer on Remote E-Voting and E-Voting at the 40th AGM of MEDI-CAPS LIMITED

- given an option to cast their votes electronically conveying their assent or dissent in respect of the Resolutions on the e-voting platform provided by CDSL.
- (vi) As prescribed in clause 3(A)(IV) of the Circular dated 5th May, 2020 read with Circular dated 13th January, 2021, 05th May, 2022 and 28th December, 2022 issued by MCA, which is forming part of the MCA & SEBI CIRCULARS, the Company had released an advertisement prior to sending Notice of AGM to the Members which was published in English language in "Free Press Journal Indore" and in Hindi language in "Choutha Sansar Indore" both on 29th August, 2023.
- (vii) As prescribed in clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Company also released an advertisement after completion of dispatch of Notice along with Annual Report to Members, which was published in English language in "Free Press Journal Indore" and in Hindi language in "Choutha Sansar Indore" both on, 05th September 2023.
- (viii) At the end of the voting period on 28th September, 2023 at 5.00 P.M. (IST), the voting portal of service provider was blocked.
- (ix) CDSL provided me the names, DP ID/folio numbers and shareholding of Members who had cast their votes through remote e-voting.
- (x) At the 40th AGM after considering all the items of the business, the facility to vote electronically was provided to facilitate those members who are attending the meeting through VC/OAVM but did not participate in the Remote E-voting to cast their votes. On 29th September, 2023, after tabulating the votes cast electronically by the system provided by CDSL, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Shivam Patwa and Ms. Tanisha Singhal who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the Rule 20 of the Companies (Management and Administration) Rules, 2014. After the voting by electronic means the votes cast through remote E-voting process was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.

I submit my Combined Scrutinizer's Report on the results of voting through remote e-voting and e-voting during the 40th AGM as under:

Item No. 1 - Ordinary Resolution

To consider and adopt the Audited Standalone Financial Statement of the Company together with the Report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2023.

Manner of Voting	Votes in favour of the Resolution			Votes ag	ainst the l	Resolution	Total valid	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	votes	No. of Membe rs	No. of Votes
1	2	3	4= (3/8)*100	5	6	7= (6/8)*100	8=(3+6)	9	10
Remote E-voting	40	6171338	100	2	16	Negligible	6171354	0	0
E-voting during the AGM	0	0	0	0	0	0	0	0	0
Total	40	6171338	100	2	16	Negligible	6171354	0	0

Item No. 2- Ordinary Resolution

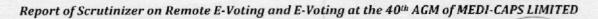
To consider and adopt the Audited Consolidated Financial Statement of the Company together with the Report of the Auditors thereon for the financial year ended March 31, 2023.

Manner of Voting	Votes in favour of the Resolution			Votes aga	inst the R	esolution	Total valid	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	votes	No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7= (6/8)*100	8=(3+6)	9	10
Remote E-voting	40	6171338	100	2	16	Negligible	6171354	0	0
E-voting during the AGM	0	0	0	0	0	0	0	0	0
Total	40	6171338	100	2	16	Negligible	6171354	0	0

Item No. 3- Ordinary Resolution

To appoint a Director in place of Mr. Ramesh Chandra Mittal (DIN: 00035272), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid	Invalid Votes	
	No. of Member s Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	votes	No. of Member	No. of Votes
1	2	3	4= (3/8)*100	5	6	7= (6/8)*100	8=(3+6)	9	10
Remote E- voting	40	6171338	100	2	16	Negligible	6171354	0	0



E-voting during the AGM	0	0	0	0	0	0	0	0	0
Total	40	6171338	100	2	16	Negligible	6171354	0	0

Item No. 4- Special Resolution

Appointment of Mr. Gajendra Singh (DIN: 10253991) as a Non Executive Independent Director of the Company.

Manner of Voting	Votes in fa	vour of the	Resolution	Votes aga	inst the R	esolution	Total valid	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	votes	No. of Member s	No. of Votes
1	2	3	4= (3/8)*100	5	- 6	7= (6/8)*100	8=(3+6)	9	10
Remote E-voting	39	6163338	99.87	3	8016	0.13	6171354	0	0
E-voting during the AGM	0	0	0	0	0	0	0	0	0
Total	39	6163338	99.87	3	8016	0.13	6171354	0	0

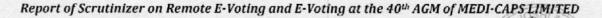
Item No. 5- Special Resolution

Adoption of new set of Articles of Association of the Company containing regulation in conformity with the Companies Act, 2013.

Manner of Voting	Votes in favour of the Resolution			Votes aga	inst the R	esolution	Total valid	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	votes	No. of Member	No. of Votes
1	2	3	4= (3/8)*100	5	6	7= (6/8)*100	8=(3+6)	9	10
Remote E-voting	40	6171338	100	2	16	Negligible	6171354	0	0
E-voting during the AGM	0	0	0	0	0	0	0	0	0
Total	40	6171338	100	2	16	Negligible	6171354	0	0

Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote E-Voting and through electronic voting at the AGM.

Based on the above information, you may kindly announce the result of remote e-voting prior and during the AGM.



All relevant record of electronic voting prior and during the 40th AGM will remain in my safe custody until the Chairman of the meeting considers, approves and signs the Minutes of 40th Annual General Meeting and the same shall be handed over thereafter to the Chairman of the Meeting and the Company Secretary of the company for safe keeping.

The Company is hereby instructed to put up the results along with this report on its website and also that of the service provider and inform to the stock exchange accordingly not later than 48 hours of conclusion of 40th Annual General Meeting.

Thanking you,

Yours Faithfully,

Scrutinizer

Name: L. N. Joshi

Practicing Company Secretary

FCS: 5201; CP: 4216

UDIN: F005201E001127850

Peer Review Certificate No. 1722/2022

Unique Code No. S2002MP836100

Date: 29th September, 2023

Place: Indore

to be Countersigned by the Chairman of the 40th Annual General Meeting

Alok K Garg

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The following were the witnesses to the unblocking the vote cast through remote E-voting.

Mr. Shivam Patwa

Ms. Tanisha Singhal