

NC-MEDI-CAPS LIMITED

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

Web site:- www.medicaps.com

MCL/SE/2020-2021

Date: 1st October, 2020

Online filing at: www.listing.bseindia.com

To,
The General Manager
DCS-CRD
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
MUMBAI - 400001

BSE Code: 523144

Sub.: Declaration of Remote e-voting and e-voting results- Compliance with Regulation 44(3) of SEBI (LODR) Regulation, 2015 in relation to the Annual General Meeting held on 30th September, 2020.

Dear Sir,

The 37th Annual General Meeting (AGM) of the Company was held on 30th September 2020 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 terms of the provisions of the Companies Act, 2013 and the Listing Regulations, the Company had provided remote e-voting facility and e-voting facility (Insta Poll) at the AGM. Mr. L. N. Joshi, Practicing Company Secretary scrutinized the remote e-voting process and e-voting (Insta Poll) at the AGM. The Scrutinizer's Report dated 30th September, 2020 is attached as **Annexure 1**.

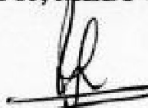
All resolutions as set out in the Notice of the AGM were approved by the shareholders with requisite majority.

In terms of the provisions of Regulation 44 of the Listing Regulations, the details of the results of voting held through remote e-voting and e-voting at the AGM (Insta Poll) is attached as **Annexure 2**.

You are request to take the same on your records .

Thanking You,
Yours Faithfully,

For, **MEDI-CAPS LTD.**


AYUSHI SILOT
COMPANY SECRETARY &
COMPLIANCE OFFICER



Encl: a/u

Corporate Office: 201, Pushpratna Paradise 9/5 New Palasiya,
Opposite VCO Bank Indore (M.P.) 452001



L N JOSHI & CO.

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

L N Joshi

M. Com., LL.B. (Hons), FCS
Insolvency Professional

Cell

+91 94250 60308

E-mail

lnjoshis@gmail.com

[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,
37th Annual General Meeting of
MEDICAPS LIMITED,
Registered office: Mhow - Neemuch Road,
Sector 1, Pithampur
Dist. Dhar, (M.P.) 454775

Dear Sir,

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 37th Annual General Meeting of Medicaps Limited held on Wednesday, 30th September, 2020 at 12.30 P.M. (IST).

I, L. N. Joshi, Practising Company Secretary have been duly appointed as the Scrutinizer on 25th August, 2020 in the meeting of the Board of Directors of Medicaps Limited (hereinafter referred to as "the Company") for the purpose of scrutinizing remote e-voting process and e-voting at the 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"), General Circulars No. 20/2020 dated 5th May, 2020, read with circulars dated 8th April, 2020 and 13th April, 2020 issued by the Ministry of Corporate Affairs ("MCA") and in accordance with the circular dated 12th May, 2020 issued by the Securities and Exchange Board of India ("SEBI") on the proposed resolutions contained in notice of 37th Annual General Meeting of the members of the Company dated 25th August, 2020 (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 37th 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 37th 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



Cont...2

Report of Scrutinizer on Remote E-Voting and E-Voting at the 37th AGM of MEDICAPS LIMITED

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 37th AGM and platform for VC/ OAVM facility for participation in the 37th 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 business sought to be transacted in the 37th AGM of the Company, which was held on Wednesday, 30th September, 2020.
- (iv) The voting rights were reckoned on Wednesday, 23rd September 2020, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting during the 37th Annual General Meeting.
- (v) Remote E-Voting platform remained open from Sunday, 27th September 2020 (9.00 A.M.) up to Tuesday, 29th September 2020 (5.00 P.M.) and members were 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 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 and in Hindi language in Choutha Sansar, both on 29th August, 2020.
- (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, which was published in English language in Free Press and in Hindi language in Choutha Sansar, both on 6th September, 2020.



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(viii) At the end of the voting period on 29th September, 2020 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 37th AGM of the Company held through VC/OAVM, on Wednesday, 30th September 2020, after considering all the items of the business, the facility to vote electronically through Instapoll 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 30th September 2020, 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. Mahesh Chorsiya and Ms. Sakshi Rai who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said 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.

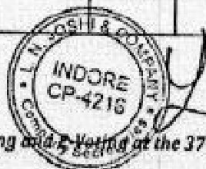
I submit my Combined Scrutinizer's Report on the results of voting through remote e-voting and e-voting during the 37th AGM as under:

Item No. 01 - Ordinary Resolution

To receive, consider, approve and adopt:

- a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and the Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, together with the Report of the Auditors thereon.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	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		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	23	6253522	100%	0	0	0	6253522	0	0
E-voting during the AGM	0	0	0	0	0	0	0	0	0
Total	23	6253522	100%	0	0	0	6253522	0	0



Report of Scrutinizer on Remote E-Voting and E-Voting at the 37th AGM of MEDICAPS LIMITED

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Item No. 2- Ordinary Resolution

To appoint Director in place of Mr. Ramesh Chandra Mittal (DIN: 00035272) who retires by rotation and being eligible offers himself for re-appointment.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	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		No. of Members	No. of Votes
1	2	3	$\frac{4}{(3/8)*100}$	5	6	$\frac{7}{(6/8)*100}$	8=(3+6)	9	10
Remote E-voting	22	6243522	100%	0	0	0	6243522	0	0
E-voting during the AGM	0	0	0	0	0	0	0	0	0
Total	22	6243522	100%	0	0	0	6243522	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 37th AGM will remain in my safe custody until the chairman of the meeting considers, approves and signs the Minutes of 37th 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 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 37th Annual General Meeting.

Thanking you,
Yours Faithfully,

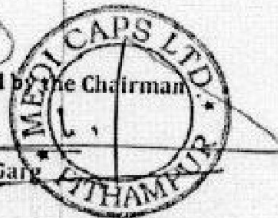
L.N. Joshi
Scrutinizer

Name: L.N. Joshi
Practicing Company Secretary
FCS: 5201; CP: 4216



To be Countersigned by the Chairman

Alok K Garg
Alok K Garg



Place: Indore

Date: 30th September, 2020
UDIN: F005201B000822578

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

Mr. Mahesh Chorsiya

Mr. Mahesh Chorsiya

Ms. Sakshi Rai

Ms. Sakshi Rai

Report of Scrutinizer on Remote E-Voting and E-Voting at the 37th AGM of MEDICAPS LIMITED

General information about company	
Scrip code	523144
NSE Symbol	
MSEI Symbol	
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)	30-09-2020
Start time of the meeting	12:30 PM
End time of the meeting	12:50 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	25-08-2020
Date of Issuance of Report to the company	30-09-2020

Voting results	
Record date	23-09-2020
Total number of shareholders on record date	4039
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	3
b) Public	23
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider, approve and adopt:(a)the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and the Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 together with the report of the Auditors thereon.				
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
Promoter and Promoter Group	E-Voting	6256516	5941140	94.9592	5941140	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6256516	5941140	94.9592	5941140	0	100
Public- Institutions	E-Voting	3600	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3600	0	0	0	0	0
Public- Non Institutions	E-Voting	6209840	312382	5.0304	312382	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6209840	312382	5.0304	312382	0	100
Total		12469956	6253522	50.1487	6253522	0	100	0
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 Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Ramesh Chandra Mittal (DIN: 00035272), who retires by rotation and being eligible offer himself for re-appointment.				
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
Promoter and Promoter Group	E-Voting	6256516	5931140	94.7994	5931140	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6256516	5931140	94.7994	5931140	0	100
Public-Institutions	E-Voting	3600	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3600	0	0	0	0	0
Public- Non Institutions	E-Voting	6209840	312382	5.0304	312382	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6209840	312382	5.0304	312382	0	100
Total		12469956	6243522	50.0685	6243522	0	100	0
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 Insitutions	
Public - Non Insitutions	