

September 19, 2024

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001
BSE Symbol: INNOVACAP
BSE Scrip Code: 544067

To,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, "G" Block
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051
NSE Symbol: INNOVACAP

Dear Sir/Madam,

Subject: Submission of Consolidated Scrutinizer's Report and Voting Results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") of the 20th Annual General Meeting ("AGM") held on September 18, 2024.

We wish to inform you that the 20th Annual General Meeting ("AGM") was held on Wednesday, September 18, 2024 at 11:00 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in accordance with the circular(s) issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

Pursuant to applicable provisions of the Listing Regulations, we enclose herewith the following:

1. Details of Voting Results pursuant to Regulation 44 of Listing Regulations as "**Annexure A**".
2. Consolidated Scrutinizers' Report on remote e-voting and e-voting as "**Annexure B**".

The Report of the Scrutinizer including consolidated e-voting result, is being hosted on the website of the Company <https://www.innovacaptab.com/investor-relations.php> .

This is for your information and records.

Thanking you,

Yours faithfully,

For **Innova Captab Limited**

Neeharika Shukla
Company Secretary & Compliance Officer
Membership No.: A42724

Encl: A/a

**Voting Results (Annual General Meeting)
[As per Regulation 44(3) of Listing Regulation]**

Format for Voting Results

Date of the AGM/EGM	September 18,2024
Total number of shareholders on record date	32,453
No. of shareholders present in the meeting either in person or through proxy:	
a. Promoters and Promoter Group:	Not Applicable since meeting held through Video Conferencing facility
b. Public:	
No. of Shareholders attended the meeting through Video Conferencing:	
a. Promoters and Promoter Group:	2
b. Public:	35

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2024 together with the Reports of the Board of Directors and 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	29127321	29119321	99.9725	29119321	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	29127321	29119321	99.9725	29119321	0	100	0
Public- Institutions	E-Voting	12418895	11831059	95.2666	11831059	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	12418895	11831059	95.2666	11831059	0	100	0
Public- Non Institutions	E-Voting	15678713	12396564	79.0662	12396564	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15678713	12396564	79.0662	12396564	0	100	0
Total		57224929	53346944	93.2233	53346944	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Note: Resolution 1 corresponds to Resolution 1(i) of AGM Notice dated August 09, 2024.

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2024 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	29127321	29119321	99.9725	29119321	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		29127321	29119321	99.9725	29119321	0	100
Public- Institutions	E-Voting	12418895	11831059	95.2666	11831059	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		12418895	11831059	95.2666	11831059	0	100
Public- Non Institutions	E-Voting	15678713	12396564	79.0662	12396564	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15678713	12396564	79.0662	12396564	0	100
Total		57224929	53346944	93.2233	53346944	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Note: Resolution 2 corresponds to Resolution 1(ii) of AGM Notice dated August 09, 2024.

Resolution(3)								
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. Manoj Kumar Lohariwala, Whole- Time Director (DIN: 00144656), who retires by rotation and, being eligible, offers 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	29127321	29119321	99.9725	29119321	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		29127321	29119321	99.9725	29119321	0	100
Public- Institutions	E-Voting	12418895	11831059	95.2666	9236752	2594307	78.0721	21.9279
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		12418895	11831059	95.2666	9236752	2594307	78.0721
Public- Non Institutions	E-Voting	15678713	12396531	79.066	12396493	38	99.9997	0.0003
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15678713	12396531	79.066	12396493	38	99.9997
Total		57224929	53346911	93.2232	50752566	2594345	95.1368	4.8632
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration payable to M/s. Gurvinder Chopra & Co., Cost Auditors of the Company for the FY 2025				
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	29127321	29119321	99.9725	29119321	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		29127321	29119321	99.9725	29119321	0	100
Public-Institutions	E-Voting	12418895	11734908	94.4924	11734908	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		12418895	11734908	94.4924	11734908	0	100
Public- Non Institutions	E-Voting	15678713	12396531	79.066	12396521	10	99.9999	0.0001
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15678713	12396531	79.066	12396521	10	99.9999
Total		57224929	53250760	93.0552	53250750	10	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and rules framed thereunder]

To
The Chairperson/Company Secretary
Innova Captab Limited
601, Proxima, Plot No 19,
Sector 30 A, Vashi, Navi Mumbai,
Thane – 400705, Maharashtra

Dear Sir,

Sub: Consolidated Scrutinizer's Report for passing of Resolution through Remote E-voting and E-voting by the members during the 20th Annual General Meeting (AGM) of Innova Captab Limited ('the Company'), pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, held on Wednesday, 18th September, 2024 at 11:00 a.m. IST through Video conferencing ('VC') / Other Audio Visual means ('OAVM').

1. I, CS Mannish L. Ghia, Partner at M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as 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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in a fair and transparent manner, for passing of the resolutions as mentioned under item numbers 1, 2 and 3 as set out in the notice of AGM dated 9th August, 2024 ("Notice") issued by the Company in accordance with Circulars dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 5th May, 2022, 28th December, 2022 and latest being 25th September, 2023 issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars") and the Securities and Exchange Board of India ("SEBI") Circular dated 12th May, 2020, 15th January, 2021, 5th January, 2023 and latest being 7th October, 2023 (collectively referred as "SEBI Circulars") for convening the AGM of its members through VC / OAVM on Wednesday, 18th September, 2024 at 11:00 a.m. IST.
2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013, the Rules, MCA Circulars and SEBI Circulars relating to remote e-voting and e-voting during the AGM on the resolution contained in the Notice. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolution stated in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide E-voting facility, and that the e-voting is conducted in a fair and transparent manner.



3. As per the confirmation received from the Company:
 - a. In terms of the MCA Circulars and SEBI Circulars, the Notice of the AGM dated 9th August, 2024 along with Statement setting out material facts under Section 102 of the Act was sent to the members by e-mail on Saturday, 24th August, 2024 to those shareholders, whose e-mail id is registered with the Registrar and Share Transfer Agent / Company / Depositories.
 - b. The said Notice was sent on the basis of Register of Members made available by M/s. KFin Technologies Limited, the Registrar and Share Transfer Agent of the Company and the list of beneficial owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 16th August, 2024.
4. In terms of the aforesaid Notice, remote e-voting period was kept open for 3 (three) days from Sunday, 15th September, 2024 (9:00 A.M. IST) till Tuesday, 17th September, 2024 (5:00 P.M. IST).
5. The voting rights of members was considered in proportion to the shares held by them in the paid up equity share capital of the Company as on the cut-off date i.e., Wednesday, 11th September, 2024.
6. As required under the MCA Circulars, the Company had also provided e-voting facility to the members attending the AGM through VC / OAVM and who had not cast their vote earlier.
7. The remote e-voting module was disabled by NSDL on Tuesday, 17th September, 2024 after 5:00 P.M. and as required under the said rules, the votes cast under the remote e-voting facility prior to the AGM and e-voting facility during the AGM were unblocked in the presence of CS Bhavya Gala and CS Manisha Talreja who are not in employment with the Company.
8. I have scrutinized and reviewed the remote e-voting and e-voting during the AGM and votes cast therein based on the data downloaded from the e-voting system of NSDL and the summary of the e-voting process is as follows:



ORDINARY BUSINESS

Resolution No. 1: Ordinary Resolution

1. To receive, consider and adopt

- i. the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024 together with the Reports of the Board of Directors and the Auditors thereon; and

(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
103	5,33,46,944	100

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

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

(iii) **Invalid** votes:

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

- ii. the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 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
103	5,33,46,944	100

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

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

(iii) **Invalid** votes:



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

Resolution No. 2: Ordinary Resolution

To appoint a Director in place of Mr. Manoj Kumar Lohariwala, Whole-Time Director (DIN: 00144656), 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
94	5,07,52,566	95.1368

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	25,94,345	4.8632

(iii) **Invalid** votes:

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

SPECIAL BUSINESS

Resolution No. 3: Ordinary Resolution

To consider ratification of remuneration of Cost Auditors for the FY 2025.

(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	5,32,50,750	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



1	10	0.0000
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(iii) **Invalid** votes:

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

Result:

For Resolution No. 1 (i & ii), 2 and 3 - We report that number of votes cast in favour are more than the number of votes cast against.

Accordingly, the resolutions as contained in the Notice of AGM dated 9th August, 2024 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.

Thanking You,

For **Manish Ghia & Associates**
Company Secretaries
(Unique ID: P2006MH007100)



Manish Ghia

CS Mannish L. Ghia
Partner

No. FCS 6252 C. P. No. 3531
PR 822/2020

Place: Mumbai
Date: September 19, 2024
UDIN: F006252F001249901

Countersigned by

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

Place: Panchkula
Date: September 19, 2024