

K. GULGULIA & CO.
Company Secretaries

Scrutinizer's Report on E-Voting and Voting through Postal Ballot in Physical Mode
[Pursuant to 44(3) of the SEBI (Listing obligations and Disclosures Requirements) Regulations 2015 and Sections 108 and 110 the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman

INTERNATIONAL CONVEYORS LIMITED

Falta SEZ, Sector-II, Near Pump House No. 3, Village and Mouza - Akalmegh, Dist. 24 Parganas (S)
West Bengal-743504.

Dear Sir,

Sub: Passing of Resolution through Postal Ballot Pursuant to 44(3) of the SEBI (Listing obligations and Disclosures Requirements) Regulations 2015 and Section 110 the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Amendment Rules, 2015

1. I, Khushboo Gulgulia, Company Secretary-in-Practice, have been appointed as a Scrutinizer by the Board of Directors of **INTERNATIONAL CONVEYORS LIMITED** (the Company) for the purpose of ascertaining the result of below mentioned resolutions to be passed by means of Postal Ballot under the provisions of Sections 108 and 110 the Companies Act, 2013 including any statutory modifications and reenactment thereof read with the Companies (Management and Administration) Amendment Rules, 2015.
 - i. For Enhancement in the existing limit to give loans, inter corporate deposits, providing guarantees, securities in connection with loans given to any person or any other body corporate and acquire by way of subscription, purchase or otherwise the securities of any other body corporate in excess of the limits prescribed u/s 186 of the companies Act,2013.
 - ii. For advancing loan or giving guarantee or providing security in connection with any loan taken by any person / body corporate in whom any of the director of the company is interested.
2. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through electronic means and voting through physical mode through Postal Ballot forms on the resolution contained in the Notice of Postal Ballot dated 27th May, 2022. My responsibility as the Scrutinizer for e-voting process and voting through physical mode through Postal Ballot is restricted to making a Scrutinizer's report of the votes cast in "favour" or "against" on the resolution as set out in the notice of Postal Ballot dated 27th May, 2022, based on the reports generated from e-voting platform provided by **National Securities Depository Limited (NSDL)**, the authorized agency to provide e-voting facilities, engaged by the Company and based on the Physical votes cast by ballot by members.
3. Further to the above, I submit my report as under :-
 - i. The e-voting period remained open from **Tuesday, July 19, 2022 (09:00 a.m. IST) till Wednesday, August 17, 2022 (5.00 p.m. IST)**.
 - ii. The Members of the Company as on "cut-off" date i.e. on **Friday, the 24th June, 2022**, were entitled to vote on the resolutions (Items No. 1 to 2 as set out in the notice of Postal Ballot dated 27th May, 2022.).
 - iii. The particulars of all Postal Ballot forms received from the shareholders have been entered in a separate register maintained for the purpose. The Postal Ballot forms were kept in safe custody in a sealed tamper proof ballot box before commencing the scrutiny of such Postal Ballot forms.

Scrutinizer's Report-International Conveyors Ltd

Marshal House, 4th Floor, Room - 432
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- iv. The total paid-up equity share capital of the Company as on “cut-off” date i.e. 24th June, 2022 was Rs. 6,75,00,000/- divided into 6,75,00,000 equity shares of Rs.1/- each.
- v. All postal ballot forms received up to Wednesday, Aug 17, 2022 (5.00 p.m. IST) have been considered.
- vi. The votes cast through remote e-voting facility were unblocked on 18 Aug, 2022 in the presence of two witnesses, Mr. Nirupam Sahoo and Ms. Saloni Singh who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Nirupam Sahoo

Witness 1: Mr. Nirupam Sahoo

Saloni Singh

Witness 2: Ms. Saloni Singh

- vii. Thereafter, the details containing *inter-alia*, list of Equity Share Holders, who voted “for” and “against” each of the resolution contained in the notice of Postal Ballot dated 27th May, 2022, that were put to vote, were generated from the e-voting website of **National Securities Depository Limited (NSDL)**.

4. The schedule for the Postal Ballot process was as under.

Sr. No.	Particulars	Date
1.	The date of determination of entitlement to receive Postal Ballot forms	24 th June, 2022
2.	Date of completion of dispatch of Notice and other enclosures thereon together with Postal Ballot forms and Business Reply envelope.	15 th July, 2022
3.	Date of public announcement with respect to completion of dispatch of Postal Ballot forms in newspapers	15 th July 2022 (Published on 16 th July, 2022)
4.	Last date to receive Postal Ballot forms/ exercise of votes through E-voting	17 th August, 2022

5. As per information furnished to us by the Company and according to the scrutiny of votes by Physical mode I report that, I have considered and taken on record the sealed envelopes containing Postal Ballot forms received at the Corporate Office of the Company at 10, Middleton Row, Kolkata-700071 until (5:00 P.M.) Wednesday, 17th August, 2022. The total number of envelopes received were 10 containing 9 Postal Ballot forms. The sealed envelopes were opened on 18th Aug, 2022 at 6.00 P.M. at my office at Marshal House, 4th Floor, Room – 432, Kolkata -700001 in the presence of two witnesses, Mr. Nirupam Sahoo and Ms. Saloni Singh who are not in employment of the Company.

6. Brief summary of Postal Ballot Forms dispatched and received

Sr. No.	Particulars	Number
1.	Total number of Postal Ballot forms issued and dispatched (including notice sent through email)	20,096
2.	Total number of Postal Ballot forms received	9
3.	Total number of shareholders who exercised their vote through remote e-voting	195

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7. Postal Ballot Forms/ E voting received found valid:

	Particulars	Number of Postal Ballot Forms / E-Voter	Number of Shares
PHYSICAL MODE: (A)			
1.	Total Postal Ballot Forms received	9	1,69,67,639
2.	Invalid Postal Ballot Forms	1	400
3.	Valid Postal Ballot Forms	8	1,69,67,239
E-VOTING: (B)			
1.	Total e-Voting	195	3,06,00,660
2.	Invalid e-Voting	Nil	Nil
3.	Valid e-Voting	195	3,06,00,660

8. The brief analysis of the results of the voting through remote E-voting and Ballot Form facility are as under :

Item No. 1: (Special Resolution): - For Enhancement in the existing limit to give loans, inter corporate deposits, providing guarantees, securities in connection with loans given to any person or any other body corporate and acquire by way of subscription, purchase or otherwise the securities of any other body corporate in excess of the limits prescribed u/s 186 of the companies Act, 2013.

Particulars	No. of Votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	146	3,04,72,905	8	1,69,67,239	154	4,74,40,144	99.7324%
Dissent	48	1,27,255	Nil	Nil	48	1,27,255	0.02675%
Total	194	3,06,00,160	8	1,69,67,239	202	4,75,67,399	100%
Abstain/Invalid	Nil	Nil	1	Nil	1	0	N.A.

Item No. 2: (Special Resolution): - For advancing loan or giving guarantee or providing security in connection with any loan taken by any person/Body corporate in whom any of the director of the company is interested.

Particulars	No. of Votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	138	33,17,029	5	1,87,808	143	35,04,837	96.4963%
Dissent	48	1,27,255	Nil	Nil	48	1,27,255	3.5036%
Total	186	34,44,284	5	1,87,808	191	36,32,092	100%
Abstain/Invalid	9	2,71,55,685	4	1,67,79,431	13	4,39,35,116	N.A.

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9. Agenda – wise disclosure

Resolutions / Agenda No. 1: (Special Resolution): - For Enhancement in the existing limit to give loans, inter corporate deposits, providing guarantees, securities in connection with loans given to any person or any other body corporate and acquire by way of subscription, purchase or otherwise the securities of any other body corporate in excess of the limits prescribed u/s 186 of the companies Act,2013								
Resolution required : (Ordinary/Special)			SPECIAL RESOLUTION					
Whether promoter / promoter group are interested in the agenda/resolution			NO					
Category	Mode of Voting	No. of shares held (1)	No of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes – favour (4)	No of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
PROMOTER AND PROMOTER GROUP	E-voting	4,47,56,475	2,71,55,685	60.67%	2,71,55,685	NIL	100%	NIL
	Postal Ballot		1,67,79,431	37.49%	1,67,79,431	NIL	100%	NIL
	TOTAL		4,39,35,116	98.16%	4,39,35,116	NIL	100%	NIL
PUBLIC-INSTITUTIONS	E-voting	22,42,479	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL
	TOTAL		NIL	NIL	NIL	NIL	NIL	NIL
PUBLIC- NON INSTITUTIONS	E-voting	2,05,01,046	34,44,475	16.80%	33,17,220	1,27,255	96.30%	3.70%
	Postal Ballot		1,87,808	0.92%	1,87,808	NIL	100 %	NIL
	TOTAL		36,32,283	17.72%	35,05,028	1,27,255	96.50 %	3.50%
TOTAL		6,75,00,000	4,75,67,399	70.47%	4,74,40,144	1,27,255	99.73 %	0.27%

Resolutions / Agenda No. 2: (Special Resolution): - For advancing loan or giving guarantee or providing security in connection with any loan taken by any person/Body corporate in whom any of the director of the company is interested.								
Resolution required : (Ordinary/Special)			SPECIAL RESOLUTION					
Whether promoter / promoter group are interested in the agenda/resolution			YES					
Category	Mode of Voting	No. of shares held (1)	No of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes – favour (4)	No of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
PROMOTER AND PROMOTER GROUP	E-voting	4,47,56,475	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL
	TOTAL		NIL	NIL	NIL	NIL	NIL	NIL
PUBLIC-INSTITUTIONS	E-voting	22,42,479	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL
	TOTAL		NIL	NIL	NIL	NIL	NIL	NIL
PUBLIC- NON INSTITUTIONS	E-voting	2,05,01,046	34,44,975	16.80 %	33,17,029	1,27,946	96.29 %	3.71 %
	Postal Ballot		1,87,808	0.92 %	1,87,808	NIL	100 %	NIL
	TOTAL		36,32,783	17.72 %	35,04,837	1,27,946	96.48 %	3.52 %
TOTAL		6,75,00,000	36,32,783	5.38 %	35,04,837	1,27,946	96.48 %	3.52 %

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10. Based on the aforesaid results, I report that the aforesaid resolutions mentioned in the Postal Ballot Notice stands passed with the requisite majority on Wednesday, the 17th August, 2022, being the last date fixed by the Company for e-voting and for receipt of duly completed Postal Ballot forms.
11. The Postal Ballot forms and all other related records are kept in my custody and shall be handed over to the Chairman of the Company after completion of due formalities.

Place: Kolkata
Date: 19-August-2022



Thanking You
Yours Faithfully
For K. Gulgulia & Co
Company Secretaries
Khushboo Gulgulia

Khushboo Gulgulia
Proprietor
ACS No 62099
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UDIN: A062099D000808042