

Date: 15.07.2021

To, -

M/s. Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai-400001

Security Code: 524654

Dear Sir / Madam,

Sub: Declaration of Voting Results & Scrutinizer's Report of 28th Annual General Meeting of the Company held on Thursday, 15th July, 2021

Pursuant to the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith voting results of 28th Annual General Meeting held on Thursday, July 15, 2021 at 11.00 am through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM') along with the copy of Scrutinizer's Report.

This is for your information and for public at large.

Yours Faithfully

For Natural Capsules Limited



Sunil L. Mundra
Managing Director



Company Name	NATURAL CAPSULES LIMITED
Date of the AGM	15th JULY 2021
Total number of shareholders on record date	4469
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	12
Public:	14

Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Consolidated and Standalone Audited Financial Statements for the Financial Year ended 31st March 2021 together with the Reports of the Directors and the Auditors thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No	1						
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 – in 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	3384972	3374972	99.7046	3374972	0	100.0000	0.0000
	Poll	3384972	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2847728	570014	20.0164	569913	101	99.9823	0.0177
	Poll	2847728	0	0.0000	00	0	#DIV/0!	#DIV/0!
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Total		6232700	3944986	63.2950	3944885	101	99.9974	0.0026

Resolution required: (Ordinary/ Special)	ORDINARY - To declare a dividend for the Financial Year 2020-21.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No	2						
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 – in 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	3384972	3374972	99.7046	3374972	0	100.0000	0.0000
	Poll	3384972	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2847728	569964	20.0147	569863	101	99.9823	0.0177
	Poll	2847728	0	0.0000	00	0	#DIV/0!	#DIV/0!
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Total		6232700	3944936	63.2942	3944835	101	99.9974	0.0026

Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a director in place of Shri Sushil Kumar Mundra (DIN: 00214332), who retires by rotation and being eligible, offers himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No	3						
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 – in 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	3384972	3374972	99.7046	3374972	0	100.0000	0.0000
	Poll	3384972	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2847728	569964	20.0147	569863	101	99.9823	0.0177
	Poll	2847728	0	0.0000	00	0	#DIV/0!	#DIV/0!
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Total		6232700	3944936	63.2942	3944835	101	99.9974	0.0026

Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a director in place of Shri Satyanarayan Mundra (DIN: 00214349), who retires by rotation and being eligible, offers himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No	4						
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 – in 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	3384972	3374972	99.7046	3374972	0	100.0000	0.0000
	Poll	3384972	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2847728	569964	20.0147	569863	101	99.9823	0.0177
	Poll	2847728	0	0.0000	00	0	#DIV/0!	#DIV/0!
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Total		6232700	3944936	63.2942	3944835	101	99.9974	0.0026

Resolution required: (Ordinary/ Special)		SPECIAL - To consider re-appointment Shri. Satyanarayan Mundra (DIN: 00214349) as Whole time Director in view of his attaining the age of 70 years						
Whether promoter/ promoter group are interested in the agenda/resolution?		No	5					
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 – in 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	3384972	3374972	99.7046	3374972	0	100.0000	0.0000
	Poll	3384972	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2847728	569964	20.0147	569763	201	99.9647	0.0353
	Poll	2847728	0	0.0000	00	0	#DIV/0!	#DIV/0!
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Total		6232700	3944936	63.2942	3944735	201	99.9949	0.0051

Resolution required: (Ordinary/ Special)		SPECIAL - To consider increase in Authorised Share Capital.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No	6					
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 – in 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	3384972	3374972	99.7046	3374972	0	100.0000	0.0000
	Poll	3384972	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2847728	569964	20.0147	569863	101	99.9823	0.0177
	Poll	2847728	0	0.0000	00	0	#DIV/0!	#DIV/0!
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Total		6232700	3944936	63.2942	3944835	101	99.9974	0.0026

Resolution required: (Ordinary/ Special)		SPECIAL - To consider and approve increase in borrowing power of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No	7					
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 – in 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	3384972	3374972	99.7046	3374972	0	100.0000	0.0000
	Poll	3384972	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2847728	569964	20.0147	569863	101	99.9823	0.0177
	Poll	2847728	0	0.0000	00	0	#DIV/0!	#DIV/0!
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Total		6232700	3944936	63.2942	3944835	101	99.9974	0.0026

Resolution required: (Ordinary/ Special)		SPECIAL - To consider extending power to mortgage Company's immovable assets.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No	8					

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 – in 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	3384972	3374972	99.7046	3374972	0	100.0000	0.0000
	Poll	3384972	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2847728	569964	20.0147	569763	201	99.9647	0.0353
	Poll	2847728	0	0.0000	00	0	#DIV/0!	#DIV/0!
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Total		6232700	3944936	63.2942	3944735	201	99.9949	0.0051



DEEPAK SADHU & Co

COMPANY SECRETARIES

DEEPAK SADHU

MBA (Finance), A.C.S.

ACS No: **39541**, CP No: **14992**

Mob: **9916161256 / 9886096664**

Web: www.deepaksadhu.com

Email: info@deepaksadhu.com

compliance@deepaksadhu.com

Consolidated Report of E-Voting

Consolidated Report Of Scrutinizer on E-Voting at the **28th Annual General Meeting** of the Equity Shareholders of Natural Capsules Limited held on **Thursday 15th July, 2021** at 11.00 A.M. at **Trident Towers, 4th Floor (level 3), No. 23, 100 Feet Road, Jayanagar II Block, Bengaluru 560011, Karnataka, INDIA** (Pursuant to section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014) via Video Conferencing:

To
The Chairman,
Natural Capsules Limited
Bangalore

For **28th (Twenty Eighth)** Annual General Meeting of the Equity Shareholders of Natural Capsules Limited held on **Thursday 15th July, 2021** at 11.00 A.M at **Trident Towers, 4th Floor (level 3), No. 23, 100 Feet Road, Jayanagar II Block, Bengaluru 560011, Karnataka, INDIA**

Dear Sir,

1. I, **Deepak Sadhu, Practicing Company Secretary**, having our office at No. 450, 9th cross, JP Nagar 2nd phase, Bangalore - 560078 appointed as Scrutinizer by the Board of Directors of Natural Capsules Limited (the company) for the purpose of scrutinizing e-voting process (remote e-voting) at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014) (As Amended from time to time) in respect of the below mentioned resolutions proposed at **28th Annual General Meeting** of the equity share holders of the company held on **Thursday 15th July, 2021 at 11.00 A.M at Trident Towers, 4th Floor (level 3), No. 23, 100 Feet Road, Jayanagar II Block, Bengaluru 560011, Karnataka, INDIA**, submit our report as under :
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies [Management and Administration] Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015') and Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 the Company provided remote e-voting facility to cast vote through electronic mode which commenced from **10.00 am on July 12th, 2021 to 5.00 pm on July 14th, 2021 and from 11:30 am on July 15th 2021 to 15 minutes after conclusion of Annual General Meeting** on the resolutions as per Annexure by the members of the Company.
3. The Notice dated **18th June, 2021** as per section 101 of the Companies Act, 2013 along with the statement setting out material facts under section 102 of the Act was sent to the Members on **21st June 2021** in respect of the resolutions passed at the AGM of the Company. The Notice was also published in "Business Line" (English) and "Sanjevani" (Kannada) on **23rd June, 2021**.
4. The Notice was also hereby given pursuant to Section 91 of the Companies Act, 2013, Rule 10 of the Companies [Management and Administration Rules, 2014 and Regulation 42 of the SEBI (Listing



Obligations and Disclosure Requirements) Regulations 2015 that the Register of Members of the Company and Share Transfer Books will remain closed from **8th July 2021 to 15th July 2021 (both days inclusive)**.

5. The votes cast through e-voting process were unblocked by me on **15th July, 2021** after the completion of Annual General Meeting.
6. The compliances with the provisions of the Companies Act, 2013 and the Rules made there-under relating to voting through electronic means [by remote e-voting] by the shareholders on the resolutions proposed in the Notice of the **28th** Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited and the report generated electronically.

I have rendered scrutinizer's report separately on the remote e-voting at the meeting and I hereby submit consolidated Scrutinizer's report pursuant to 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on all the resolutions contained in the Notice of the aforesaid Annual General Meeting.

The result of voting is as under:

Resolution – 1: Ordinary Resolution (Ordinary Business)

To receive, consider and adopt the Consolidated and Standalone Audited Financial Statements for the Financial Year ended 31st March 2021 together with the Reports of the Directors and the Auditors thereon.

Particulars	Remote E-Voting		Total		
	No. of Members	No. of Votes	No. of Members	No. of Votes	%Total Age
Votes in Favour	37	3944885	37	3944885	99.99
Votes Against	02	101	02	101	0.01
Invalid votes	-	-	-	-	-
Total	39	3944986	39	3944986	100

Resolution – 2: Ordinary Resolution (Ordinary Business)

To declare a dividend for the Financial Year 2020-21.

Particulars	Remote E-Voting		Total		
	No. of Members	No. of Votes	No. of Members	No. of Votes	%Total Age
Votes in Favour	36	3944835	36	3944835	99.99
Votes Against	02	101	02	101	0.01
Invalid votes	-	-	-	-	-

Total	38	3944936	38	3944936	100
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Resolution – 3: Ordinary Resolution (Ordinary Business)

To appoint a Director in place of Shri Sushil kumar Mundra (DIN: 00214332), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote E-Voting		Total		
	No. of Members	No. of Votes	No. of Members	No. of Votes	%Total Age
Votes in Favour	36	3944835	36	3944835	99.99
Votes Against	02	101	02	101	0.01
Invalid votes	-	-	-	-	-
Total	38	3944936	38	3944936	100

Resolution – 4: Ordinary Resolution (Ordinary Business)

To appoint a director in place of Shri. Satyanarayan Mundra (DIN: 00214349), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote E-Voting		Total		
	No. of Members	No. of Votes	No. of Members	No. of Votes	%Total Age
Votes in Favour	36	3944835	36	3944835	99.99
Votes Against	02	101	02	101	0.01
Invalid votes	-	-	-	-	-
Total	38	3944936	38	3944936	100

Resolution – 5: Special Resolution (Special Business)

To consider re-appointment Shri. Satyanarayan Mundra (DIN: 00214349) as Whole time Director in view of his attaining the age of 70 years.

Particulars	Remote E-Voting		Total		
	No. of Members	No. of Votes	No. of Members	No. of Votes	%Total Age
Votes in Favour	35	3944735	35	3944735	99.99
Votes Against	03	201	03	201	0.01
Invalid votes	-	-	-	-	-

Total	38	3944936	38	3944936	100
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Resolution – 6: Special Resolution (Special Business)


To consider increase in Authorised Share Capital

Particulars	Remote E-Voting		Total		
	No. of Members	No. of Votes	No. of Members	No. of Votes	%Total Age
Votes in Favour	36	3944835	36	3944835	99.99
Votes Against	02	101	02	101	0.01
Invalid votes	-	-	-	-	-
Total	38	3944936	38	3944936	100

Resolution – 7: Special Resolution (Special Business)

To consider and approve increase in borrowing power of the Company.

Particulars	Remote E-Voting		Total		
	No. of Members	No. of Votes	No. of Members	No. of Votes	%Total Age
Votes in Favour	36	3944835	36	3944835	99.99
Votes Against	02	101	02	101	0.01
Invalid votes	-	-	-	-	-
Total	38	3944936	38	3944936	100


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 DEEPAK SADHU
 Date: 2021.07.15
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Resolution – 8: Special Resolution (Special Business)

To consider extending power to mortgage Company’s immovable assets.

Particulars	Remote E-Voting		Total		
	No. of Members	No. of Votes	No. of Members	No. of Votes	%Total Age
Votes in Favour	35	3944735	35	3944735	99.99
Votes Against	03	201	03	201	0.01
Invalid votes	-	-	-	-	-
Total	38	3944936	38	3944936	100

7. All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the **28th** Annual General Meeting and the same shall be handed over thereafter to the Chairman/Managing Director/ Company Secretary for safe keeping.

**Thanking you,
Yours faithfully**



Digitally signed by
DEEPAK SADHU
Date: 2021.07.15
14:01:07 +05'30'

**Place : Bangalore
Date : 15th July, 2021.**

**DEEPAK SADHU
DEEPAK SADHU & CO,
COMPANY SECRETARIES
Membership# ACS 39541
CP No. 14992**

UDIN: A039541C000636995