



K. K. KAPOOR & ASSOCIATES Chartered Accountants

S-9, VIKAS NAGAR, PAKHOWAL ROAD, LUDHIANA - 141013
Mobile - 09814938380, 09876902220
Email: cavinod@yahoo.com, kohlivinay1970@gmail.com



To
The Chairman,
IOL Chemicals and Pharmaceuticals Limited
85, Industrial Area -A
Ludhiana - 141003

Dear Sir,

Subject: Consolidated Scrutinizer Report on Remote e-voting and e-voting conducted under Sections 108 of the Companies Act, 2013 and Rules 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, for 37th (Thirty Seven) Annual General Meeting of the Equity Shareholders of IOL Chemicals and Pharmaceuticals Limited held on 23rd August 2024 at 11.30 A.M through video conferencing(VC)/other audio-visual means (OAVM).

1. I, **CA Vinay Kohli, Partner of M/s K. K. Kapoor & Associates, Chartered Accountant** having Membership No. 094249 was appointed as the Scrutinizer by the Board of Directors of the **IOL Chemicals and Pharmaceuticals Limited** ("the Company") under the provisions of Section 108 of the Companies Act, 2013 (" the 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") for the purpose of Scrutinizing the remote e-voting process and the e-voting process provided in respect of the resolutions contained in in the Notice of the AGM, during the **37th (Thirty Seven) Annual General Meeting** of the Equity Shareholders of IOL Chemicals and Pharmaceuticals Limited held on **23rd August 2024 at 11.30 A.M** through video conferencing(VC)/other audio-visual means (OAVM).
2. Pursuant to the Circulars Nos. 14/2020, 17/2020, 20/2020, 33/2020, 39/2020, 10/2021, 20/2021, 2/2022 and 10/2022 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 28th September, 2020, 31st December, 2020, 23rd June, 2021, 08 December, 2021, 05th May, 2022 ,28th December, 2022 and 25th September 2023 respectively issued by the Ministry of Corporate Affairs Government of India ("collectively referred to as "MCA Circulars") read with circular dated 12th May, 2020, 15th January, 2021, 13th May, 2022 and 05th January, 2023 issued by the Securities Exchange Board of India (SEBI), the notice dated 14th May 2024, convening the AGM , as confirmed by the Company, was sent along with Integrated Annual Report 2023-24 to the Members in respect of below mentioned resolutions through electronic mode to those Members, whose e-mail addresses are registered with the Company/ Depositories, unless any shareholder has requested for a physical copy of the same.





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The Notice was also uploaded on the Company website www.iolcp.com, websites of the Stock Exchanges i.e BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website on CDSL <https://www.evotingindia.com>.

3. The Company had engaged the Central Depository Services India Limited (CDSL) as the service provider, for extending the facility of electronic voting Remote e-voting and e-voting facility provided during the AGM to the shareholders of the Company.
4. The Remote e-voting period was commenced on Tuesday 20th August 2024 from 09:00 A.M. (IST) and ended on Thursday, 22nd August 2024 at 5.00 P.M (IST).
5. The shareholder of the Company holding shares as on the 'Cut-off' date i. e. 16th August 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM of the Company.
6. E-voting facility had also been provided at the AGM to enable the shareholders attending the AGM through VC/OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
7. On completion of e-voting during the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted the vote.
8. I have scrutinized and reviewed the remote e-voting and e-voting facility provided to shareholders during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.
9. The Management of the Company is responsible to ensure compliance with the requirements of the Act, the Rules and the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 relating to remote e-voting prior to and e- voting during the AGM on the resolutions contained in the notice of the AGM.
10. My responsibility as Scrutinizer for e-voting process (Remote e-voting and e-voting facility provided during the AGM) is restricted to making Scrutinizer's Report of the votes cast "in Favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by CDSL.





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11. As required, I herewith submit my combined report on the results of remote e-voting and together with that of e-voting during AGM as under:-

- a) **ItemNo.1 of the Notice for the AGM: Ordinary Resolution** - To receive, consider and adopt the standalone and consolidated Audited Financial Statements of the Company for the financial year ended 31st March 2024 together with Reports of the Board of Directors and Auditors thereon.

Details of Votes Casted

Voted in favour of the resolution			Voted against the resolution			Invalid votes	
Number of Members present and voting (In person or by proxy)	Number of Votes Cast by them	% of total number of valid votes	Number of Members present and voting (In person or by proxy)	Number of Votes Cast by them	% of total number of valid votes	Total number of members (In person or by proxy)	Total number of votes cast by them
260	37228867	100	0	0	0	0	0

- b) **ItemNo.2 of the Notice for this AGM: Ordinary Resolution** - To appoint a director in place of Mr. Vikas Gupta (DIN: 07198109), who retires by rotation and being eligible, offers himself for re-appointment.

Details of Votes Cast

Voted in favour of the resolution			Voted against the resolution			Invalid votes	
Number of Members present and voting (In person or by proxy)	Number of Votes Cast by them	% of total number of valid votes	Number of Members present and voting (In person or by proxy)	Number of Votes Cast by them	% of total number of valid votes	Total number of members (In person or by proxy)	Total number of votes cast by them
240	36663266	98.45%	21	576760	1.55%	0	0





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- c) **Item No.3 of the Notice for this AGM: Special Resolution** - To re-appoint Mr Kushal Kumar Rana (DIN: 09189020) as Director (Works) of the Company.

Details of Votes Cast

Voted in favour of the resolution			Voted against the resolution			Invalid votes	
Number of Members present and voting (In person or by proxy)	Number of Votes Cast by them	% of total number of valid votes	Number of Members present and voting (In person or by proxy)	Number of Votes Cast by them	% of total number of valid votes	Total number of members (In person or by proxy)	Total number of votes cast by them
252	37182251	99.85%	8	57275	0.15%	0	0

- d) **Item No.4 of the Notice for this AGM: Special Resolution** - To approve increase in overall borrowing limits of the Company.

Details of Votes Cast

Voted in favour of the resolution			Voted against the resolution			Invalid votes	
Number of Members present and voting (In person or by proxy)	Number of Votes Cast by them	% of total number of valid votes	Number of Members present and voting (In person or by proxy)	Number of Votes Cast by them	% of total number of valid votes	Total number of members (In person or by proxy)	Total number of votes cast by them
247	37194118	99.88%	14	45908	0.12%	0	0





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- e) **Item No.5 of the Notice for this AGM: Special Resolution** - To approve creation of charges on the immovable/ movable assets of the Company

Details of Votes Cast

Voted in favour of the resolution			Voted against the resolution			Invalid votes	
Number of Members present and voting (In person or by proxy)	Number of Votes Cast by them	% of total number of valid votes	Number of Members present and voting (In person or by proxy)	Number of Votes Cast by them	% of total number of valid votes	Total number of members (In person or by proxy)	Total number of votes cast by them
253	37194701	99.88%	8	45325	0.12%	0	0

- f) **Item No.6 of the Notice for this AGM: Ordinary Resolution** - To ratify the remuneration of the Cost Auditor for the financial year ending 31st March 2025

Details of Votes Cast

Voted in favour of the resolution			Voted against the resolution			Invalid votes	
Number of Members present and voting (In person or by proxy)	Number of Votes Cast by them	% of total number of valid votes	Number of Members present and voting (In person or by proxy)	Number of Votes Cast by them	% of total number of valid votes	Total number of members (In person or by proxy)	Total number of votes cast by them
260	37239981	100%	1	45	0%	0	0

All Ordinary and Special resolutions having secured requisite majority of votes, considered passed as Ordinary and Special resolutions respectively.





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10. All relevant records relating to electronic voting shall remain in our custody until the Chairman considers, approves and signs the minutes of aforesaid Annual General Meeting and after that the same be handed over to the Chairman/ Company Secretary for safe custody.

Thanking you

CA VINAY KOHLI

Membership no .094249

Partner of M/s K. K. Kapoor & Associates

Chartered Accountants

S-9, Vikas Nagar, Pakhowal Road,

Ludhiana

UDIN: 24094249BKACIE6621



Place: Ludhiana

Date: 23-08-2024

Countersign by Company
For IOL Chemicals and Pharmaceuticals Limited



23/8/24

Abhay Raj Singh
Sr. Vice-President & Company Secretary