



IOL CHEMICALS AND PHARMACEUTICALS LIMITED

IOLCP/CGC/2019

13 March 2019

| | |
|--|---|
| The General Manager National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai | The General Manager BSE Limited. Phiroze Jeejeebhoy Towers, Dalal Street Mumbai |
|--|---|

Subject: Scrutinizer Report of Extra-ordinary General Meeting of the Company held on
13 March 2019

Dear Sir,

Please find enclosed herewith Report of Scrutinizer dated 13 March 2019, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

This is for your information & record please.

Thanking You

Yours faithfully

For IOL Chemicals and Pharmaceuticals Limited

(Krishan Singla)

Vice President and Company Secretary

Membership No. A5584





K. K. KAPOOR & ASSOCIATES

Chartered Accountants

20-E, Sarabha Nagar, Ludhiana-141001
Phone - 0161-4602036, Mobile - 09876902220
Email: ca_vinay123@yahoo.co.in, cavinod@yahoo.com



To

The Chairman,

Extra-ordinary General Meeting (EGM) of the Equity Shareholders of IOL Chemicals and Pharmaceuticals Limited held on 13 March 2019 at 11.00 AM at registered office of the Company at Trident Complex, Raikot Road, Barnala, Punjab.

Subject: Scrutinizers report of IOL Chemicals and Pharmaceuticals Limited under Sections 108 of the Companies Act, 2013 and Rules 20 of the Companies (Management and Administration) Rules, 2014.

Sir

- I, Vinay Kohli, Chartered Accountant in practice Partner of M/s K. K. Kapoor & Associates having Membership No. 094249 was appointed as the Scrutinizer by the Board of Directors of the IOL Chemicals and Pharmaceuticals Limited ("the Company") for the purpose of:
 - Scrutinizing the remote e-voting process 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"); and
 - Scrutinizing the venue e-voting process provided at the EGM of all the resolutions contained in the Notice of the EGM.
- As required, I herewith submit my combined report on the results of remote e-voting and together with that of venue e-voting at EGM as under:-
 - Item No.1 of the Notice for this EGM:** Reclassification of the Authorised Share Capital of the Company- Ordinary Resolution under Section 13 & 61 of the Companies Act, 2013.

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 |
| 80 | 3,78,13,023 | 98.45% | 6 | 5,95,230 | 1.55% | 0 | 0 |





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- b) **Item No. 2 of the Notice for this EGM:** Amending the Memorandum of Association of the Company- Special Resolution Section 13 of the Companies Act, 2013.

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 |
| 80 | 3,78,13,023 | 98.45% | 6 | 5,95,230 | 1.55% | 0 | 0 |

- c) **Item No. 3 of the Notice for this EGM:** Issue equity warrants on preferential basis- Special Resolution Section 62 of the Companies Act, 2013.

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 |
| 80 | 3,78,13,023 | 98.45% | 6 | 5,95,230 | 1.55% | 0 | 0 |

- d) **Item No.4 of the Notice for this EGM :** Re-appointment of Mr Vijay Garg as Joint Managing Director of the Company- Special Resolution under Section 196 & 197 of the Companies Act, 2013.

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 |
| 85 | 3,84,08,195 | 100% | 1 | 58 | 0% | 0 | 0 |





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- e) **Item No. 5 of the Notice for this EGM:** Appointment of Mr Rajender Mohan Malla as an Independent Director. Ordinary Resolution under Section 149 & 152 of Companies Act, 2013

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 |
| 85 | 3,84,08,195 | 100% | 1 | 58 | 0% | 0 | 0 |

- f) **Item No.6 of the Notice for this EGM:** Appointment of Mr Harpal Singh as an Independent Director. Ordinary Resolution under Section 149 & 152 of Companies Act, 2013

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 |
| 85 | 3,84,08,195 | 100% | 1 | 58 | 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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3. All relevant records relating to electronic voting shall remain in our custody until the Chairman considers, approves and signs the minutes of aforesaid Extra-ordinary General Meeting and after that the same be handed over to the Chairman/ Company Secretary for safe custody.

Thanking you

CA VINAY KOHLI

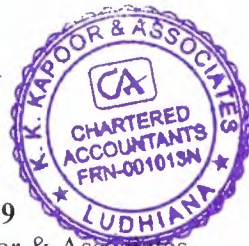
Membership no .094249

Partner M/s K. K. Kapoor & Associates

Chartered Accountants

20-E, Sarabha Nagar,

Ludhiana



UDIN: 19094249AAAAAP3556

Place: Ludhiana

Date: 13 March, 2019

Countersigned by

For IOL Chemicals and Pharmaceuticals Limited



[Krishan Singla]
Vice President & Company Secretary
Membership No. A5584