



IOL CHEMICALS AND PHARMACEUTICALS LIMITED

IOLCP/CGC/2019
29 August 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
Security Symbol: IOLCP	Security Code: 524164

Subject: Submission of Voting Results and Scrutinizer Report of 32nd Annual General Meeting (AGM) of the Company held on 29 August 2019

Dear Sir,

Please find enclosed herewith Voting results as required under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Report of the Scrutinizer dated 29 August 2019, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) 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





IOL CHEMICALS AND PHARMACEUTICALS LIMITED

Details of Voting Results as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the Annual General Meeting	29 August 2019
Total number of shareholders on record date 22 August 2019	27,696
No. of shareholders present in the meeting either in person or through proxy including e-voting Promoters and Promoter Group: Public:	8 85
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Applicable

Resolution No. 1: To receive, consider and adopt the audited financial statements for the year ended 31 March 2019 together with the reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)			Ordinary					
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 – 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	23830998	23830998	100.00	23830998	0	100.00	0.00
Public-Institutions	E-Voting	1091501	574142	52.60	574142	0	100.00	0.00
Public-Non Institutions	E-Voting	31965003	14297735	44.73	14297735	0	100.00	0.00
Total		56887502	38702875	68.03	38702875	0	100.00	0.00



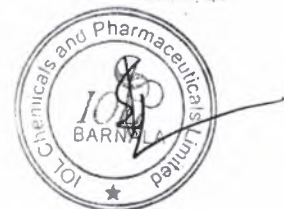
Head Office : 85, Industrial Area 'A', Ludhiana. 141 003 (Pb.) India CIN - L24116PB1986PLC007030
 Ph. : +91-161-2225531-35 Fax : +91-161-2226929, 2608784 email : contact@iolcp.com Website : iolcp.com
 Regd. Office: Trident Complex, Raikot Road, Barnala - 148 101 (Pb.) India
 Works : Village Fatehgarh Channa, Mansa Road (Trident Complex) District - Barnala, 148101 State - Punjab, INDIA.
 Ph. : +91-1679 -285285-86, Fax : +91-1679-285292

Resolution No. 2: To appoint a director in place of Mr Vikas Gupta, who retires by rotation and being eligible, offers himself for re-appointment as a Director.

Resolution required: (Ordinary/ Special)			Ordinary					
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 - 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	23830998	23830998	100.00	23830998	0	100.00	0.00
Public- Institutions	E-Voting	1091501	574142	52.60	574142	0	100.00	0.00
Public- Non Institutions	E-Voting	31965003	14297711	44.73	14297680	31	100.00	0.00
Total		56887502	38702851	68.03	38702820	31	100.00	0.00

Resolution No. 3: Re-appointment of Mr Chandra Mohan as an Independent Director of the Company

Resolution required: (Ordinary/ Special)			Special					
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 - 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	23830998	23830998	100.00	23830998	0	100.00	0.00
Public- Institutions	E-Voting	1091501	574142	52.60	0	574142	0.00	100.00
Public- Non Institutions	E-Voting	31965003	14297711	44.73	14297710	1	100.00	0.00
Total		56887502	38702851	68.03	38128708	574143	98.52	1.48

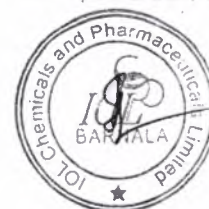


Resolution No.4: Re-appointment of Dr Sandhya Mehta as an Independent Director of the Company.

Resolution required: (Ordinary/ Special)			Special					
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 – 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	23830998	23830998	100.00	23830998	0	100.00	0.00
Public- Institutions	E-Voting	1091501	574142	52.60	0	574142	0.00	100.00
Public- Non Institutions	E-Voting	31965003	14297711	44.73	14297680	31	100.00	0.00
Total		56887502	38702851	68.03	38128678	574173	98.52	1.48

Resolution No.5: Approval of remuneration payable to M/s Ramanath Iyer & Co., Cost Accountants, New Delhi, Cost Auditors for the financial year ending 31 March 2020.

Resolution required: (Ordinary/ Special)			Ordinary					
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 – 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	23830998	23830998	100.00	23830998	0	100.00	0.00
Public- Institutions	E-Voting	1091501	574142	52.60	574142	0	100.00	0.00
Public- Non Institutions	E-Voting	31965003	14297711	44.73	14297711	0	100.00	0.00
Total		56887502	38702851	68.03	38702851	0	100.00	0.00



Resolution No.6: Approval of related party transactions entered with Towel Enterprises Limited

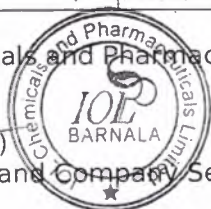
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes - in favour (4)	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	23830998	0	0.00	0	0	0	0
Public- Institutions	E-Voting	1091501	574142	52.60	574142	0	100.00	0.00
Public- Non Institutions	E-Voting	31965003	14297711	44.73	14297711	0	100.00	0.00
Total		56887502	14871853	26.14	14871853	0	100.00	0.00

Resolution No.7: Approval of related party transactions entered / to be entered with Vivachem Intermediates Private Limited

Resolution required: (Ordinary/ Special)			Special					
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 - 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	23830998	0	0.00	0	0	0	0
Public- Institutions	E-Voting	1091501	574142	52.60	574142	0	100.00	0.00
Public- Non Institutions	E-Voting	31965003	14297735	44.73	14297580	155	100.00	0.00
Total		56887502	14871877	26.14	14871722	155	100.00	0.00

For IOL Chemicals and Pharmaceuticals Limited

(Krishan Singla)
Vice President and Company Secretary





K. K. KAPOOR & ASSOCIATES Chartered Accountants

20-E, Sarabha Nagar, Ludhiana - 141002
Phone - 0161-4602036 Mobile - 09876902220,
Email: kohllvinay1970@gmail.com, cavlnod@yahoo.com



To

The Chairman,

32nd (Thirty Second) Annual General Meeting of the Equity Shareholders of IOL Chemicals and Pharmaceuticals Limited held on 29 August 2019 at 11.00 A.M 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

1. 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:

(a) 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

(b) Scrutinizing the venue e-voting process provided at the AGM of all the resolutions contained in the Notice of the AGM.

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

a) **Item No.1 of the Notice for the AGM: Ordinary Resolution** - To receive, consider and adopt the audited financial statements for the year ended 31 March 2019 together with the 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
93	38702875	100		0	0	0	0





K. K. KAPOOR & ASSOCIATES Chartered Accountants

20-E, Sarabha Nagar, Ludhiana - 141002
Phone - 0161-4602036 Mobile - 09876902220,
Email: kohlivinay1970@gmail.com, cavinod@yahoo.com



b) Item No.2 of the Notice for this AGM : Ordinary Resolution - To appoint a director in place of Mr Vikas Gupta, who retires by rotation and being eligible, offers himself for re-appointment as a Director.

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
90	38702820	100	2	31	0.00	0	0

c) Item No.3 of the Notice for this AGM: Special Resolution - Re-appointment of Mr Chandra Mohan, who has attained the age of seventy five years, as an Independent Director of the Company for a second term of five consecutive years from conclusion of this Annual General Meeting till the conclusion of 37th Annual General Meeting not liable to retire by rotation

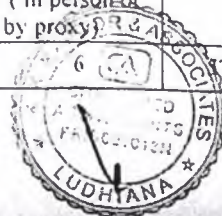
Details of Votes Cast

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
87	38128708	98.52	5	574143	1.48	0	0

d) Item No.4 of the Notice for this AGM : Special Resolution - Re-appointment of Dr Sandhya Mehta as an Independent Director 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
86	38128678	98.52	5	574173	1.48	0	0





K. K. KAPOOR & ASSOCIATES Chartered Accountants

20-E, Sarabha Nagar, Ludhiana - 141002
Phone - 0161-4602036 Mobile - 09876902220,
Email: kohlivinay1970@gmail.com, cavinod@yahoo.com



e) **Item No. 5 of the Notice for this AGM: Ordinary Resolution - Approval of remuneration to M/s Ramanath Iyer & Co., Cost Accountants, New Delhi, Cost Auditors for the financial year ending 31 March 2020**

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
92	38702851	100	0	0	0	0	0

f) **Item No.6 of the Notice for this AGM: Ordinary Resolution - Approval of related party transactions entered with Towel Enterprises Limited**

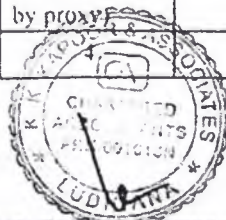
Details of Votes Cast

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
84	14871853	100	0	0	0	0	0

g) **Item No.7 of the Notice for this AGM: Special Resolution - Approval the related party transactions entered / to be entered with M/s Vivachem Intermediates Private Limited**

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
81	14871722	100		155	0	0	0





K. K. KAPOOR & ASSOCIATES
Chartered Accountants

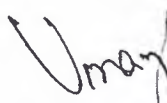
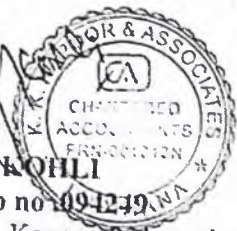
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Email: kohlvinay1970@gmail.com, cavlnod@yahoo.com



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

- 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. 1094249, N.A.
Partner K. K. Kapoor & Associates
Chartered Accountants
20-E, Sarabha Nagar,
Ludhiana.
UDIN : 19094249.AAAAHK4504

Place: Ludhiana
Date: 29 August, 2019

Countersign by Company
For IOL Chemicals and Pharmaceuticals Limited




[Krishan Singla]
Vice President & Company Secretary 29/8/19