



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





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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

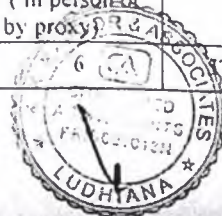
Details of Votes Cast

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





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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**

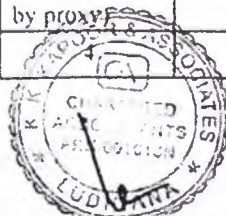
Details of Votes Cast

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





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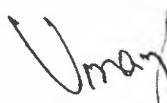
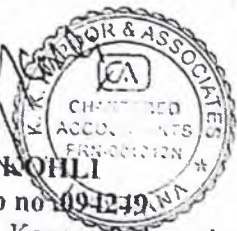
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All Ordinary and Special resolutions having secured requisite majority of votes, considered passed as Ordinary and Special resolutions respectively.

- 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