



K. K. KAPOOR & ASSOCIATES

Chartered Accountants

48-B, Udham Singh Nagar, Civil Lines, Ludhiana - 141001
Phone - 0161-4602036 Mobile - 09876902220,
Email: ca_vinay123@yahoo.co.in, Email: cavinod@yahoo.com



To
The Chairman,
IOL Chemicals and Pharmaceuticals Limited
Barnala

Subject: Scrutinizers report of IOL Chemicals and Pharmaceuticals Limited under Sections 108 & 109 of the Companies Act, 2013 and Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014]

Sir

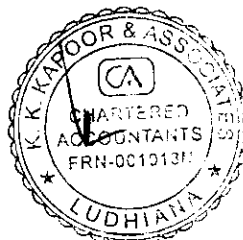
I, Vinay Kohli, Chartered Accountant in practice Partner of K. K. Kapoor & Associates having Membership No. 094249 have been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on 13 August, 2015 as required under Section 108 of the Companies Act 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the remote e-voting and appointed as scrutinizer for the purpose of poll at the 28th Annual General Meeting held on Tuesday, 29 September 2015 at 11.00 a.m at Trident Complex, Raikot Road, Barnala .

The notice dated 13 August, 2015 convening the 28th Annual General Meeting of the Company to be held on 29 September, 2015 along with the statement setting out material facts under section 102 of the Companies Act, 2013 were sent to the members of the Company.

The members of the Company holding shares on the Cut-off date of 22th September, 2015 were entitled to vote on the resolutions proposed as set out in the notice of 28th Annual General Meeting.

In this regard, I submit my report as under:

1. The e-voting period remained open from 9.00 AM on 26 September 2015 and ended at 5.00 PM on 28 September 2015 and voting by poll taken at the Annual General Meeting held on 29 September 2015. After the time fixed for closing of the poll by the Chairman ballot box kept for polling were locked in my presence with due identification marks placed by me.



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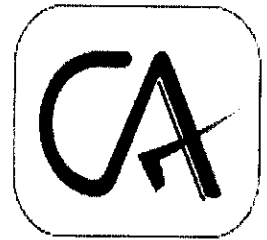
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2. After conclusion of voting at Annual General meeting , firstly the locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company thereafter, I have unblocked the electronic votes in the presence of two persons who are not in the employment of the Company.

3. I did not find any poll papers invalid .

4. The result and detail of the e-voting and voting by ballot are as follows:

a) **Item No.1 of the Notice for the AGM: Ordinary Resolution to Consider and adopt Audited Financial Statement, Reports of the Auditors and Board of Directors.**

Details of Votes Casted

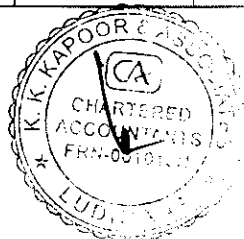
Voted in favour of the resolution			Voted against the resolution			Invalid votes	
Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes	Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes	Total number of members (in person or by proxy)	Total number of votes cast by them
45	33692062	100	0	0	0	0	0

b) **Item No.2 of the Notice for this AGM: Ordinary Resolution for re-appointment of Mr Vijay Singla who retires by rotation.**

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
45	33692062	100	0	0	0	0	0

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c) Item No.3 of the Notice for this AGM: Ordinary Resolution under Section 139, 142 of the Companies Act, 2013 for ratification of appointment of M/s. S C Vasudeva & Co., Chartered Accountants, New Delhi as Auditors and fixing the remuneration

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
45	33692062	100	0	0	0	0	0

d) Item No.4 of the Notice for this AGM: Ordinary Resolution under Section 161 of the Companies Act, 2013 for appointment of Vikas Gupta as Executive Director.

Details of Votes Casted

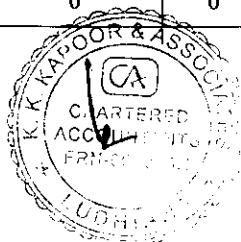
Voted in favour of the resolution			Voted against the resolution			Invalid votes	
Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes	Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes	Total number of members (in person or by proxy)	Total number of votes cast by them
45	33692062	100	0	0	0	0	0

e) Item No.5 of the Notice for this AGM: Special Resolution under Section 197 of the Companies Act, 2013 for increase of the remuneration of Mr Vijay Singla, Director(works)

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
45	33692062	100	0	0	0	0	0

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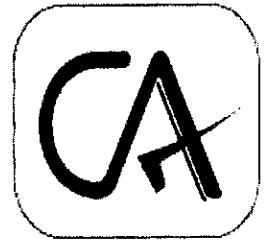
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f) Item No.6 of the Notice for this AGM: Special Resolution under Section 197 of the Companies Act, 2013 for increase of the remuneration of Mr Vijay Kumar Garg, Joint Managing Director.

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
45	33692062	100	0	0	0	0	0

g) Item No.7 of the Notice for this AGM: Special Resolution under Section 197 of the Companies Act, 2013 for increase of the remuneration of Mr Varinder Gupta, Managing Director.

Details of Votes Casted

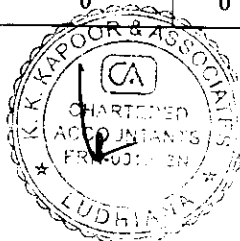
Voted in favour of the resolution			Voted against the resolution			Invalid votes	
Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes	Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes	Total number of members (in person or by proxy)	Total number of votes cast by them
45	33692062	100	0	0	0	0	0

h) Item No.8 of the Notice for this AGM: Special Resolution under Section 196,197, 203 of the Companies Act, 2013 for re-appointment of Mr Varinder Gupta, Managing Director

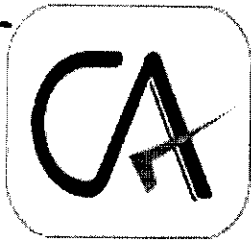
Details of Votes Casted

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
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i) Item No.9 of the Notice for this AGM: Ordinary Resolution under Section 148 of the Companies Act, 2013 for approval of the remuneration of M/s Ramanath Iyer & Co., Cost auditor for the financial year ending 31 March 2016

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
45	33692062	100	0	0	0	0	0

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

- The details containing list of equity shareholders who voted , through e-voting and poll , “in favour” or ‘Against” and those whose votes were declared invalid for each resolution is enclosed.
- The Register and all relevant records relating to 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 Compliance Officer for safe custody.

Thanking you




CA VINAY KOHLI

Membership no. 094249

Partner K. K. Kapoor & Associates

Chartered Accountants

48-B, Udham Singh Nagar

Civil Lines, Ludhiana

Place: Ludhiana

Date: 30 September, 2015

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Witness:

We the undersigned witnessed that the votes were unblocked from the e-voting website of e-voting service provider viz. Central Depository Services India Limited (CDSL) (www.evotingindia.com) and also votes polled through ballot were opened and processed in our presence .

Rajdeep Kaur

(Rajdeep Grewal)

Address 20-E, Sarabha Nagar, Ldh.

Akita Aggarwal

(Akita Aggarwal)

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