



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,

31st (Thirty First) Annual General Meeting of the Equity Shareholders of IOL Chemicals and Pharmaceuticals Limited held on 29 September 2018 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

1. I, Vinay Kohli, Chartered Accountant in practice Partner of 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 consider and adopt audited financial statements of the Company for the financial year ended 31 March 2018 and 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
86	3,60,77,566	100	0	0	0	0	0

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- b) **Item No.2 of the Notice for this AGM:** Ordinary Resolution for re-appointment of Mr Vijay Garg 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
86	3,60,77,566	100	0	0	0	0	0

- c) **Item No.3 of the Notice for this AGM:** Ordinary Resolution for re-appointment of Mr. Vikas Gupta 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
85	3,60,77,506	100	0	0	0	0	0



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- d) **Item No.4 of the Notice for this AGM** : Ordinary Resolution under Section 139, 142 of the Companies Act, 2013 for of the appointment of M/s. Ashwani & Associates, Chartered Accountants, Ludhiana as Statutory Auditors and fixing the remuneration for five consecutive years till the conclusion of thirty sixth Annual General Meeting 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	3,60,77,566	100	0	0	0	0	0

- e) **Item No. 5 of the Notice for this AGM**: Special Resolution under Section 14 of Companies Act, 2013 for adoption of new set of Articles of Association containing regulations in accordance with 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
86	3,60,77,566	100	0	0	0	0	0



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f) Item No.6 of the Notice for this AGM: Special Resolution under Section 13 of Companies Act, 2013 for alteration of Memorandum of Association in accordance with 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
86	3,60,77,566	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 the remuneration of Mr. Varinder Gupta, Managing 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
86	3,60,77,566	100	0	0	0	0	0

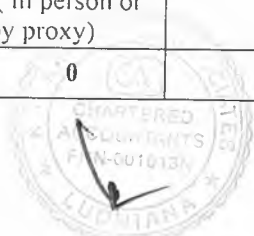
h) Item No.8 of the Notice for this AGM: Special Resolution under Section 196 of the Companies Act, 2013 for re-appointment of Mr Varinder Gupta as Managing Director

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
86	3,60,77,566	100	0	0	0	0	0

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i) Item No.9 of the Notice for this AGM: Special Resolution under Section 197 of the Companies Act, 2013 for increase the remuneration of Mr Vijay Garg as Joint Managing 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
86	3,60,77,566	100	0	0	0	0	0

j) Item No. 10 of the Notice for this AGM: Special Resolution under Section 197 of the Companies Act, 2013 for increase the remuneration of Mr Vikas Gupta, Executive 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
86	3,60,77,566	100	0	0	0	0	0

k) Item No.11 of the Notice for this AGM: Special Resolution under Section 197 of the Companies Act, 2013 to revise the remuneration payable to managing director or whole-time directors 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	3,60,77,566	100	0	0	0	0	0

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1) **Item No.12 of the Notice for this AGM: Ordinary Resolution** under Section 148 of the Companies Act, 2013 for the approval of remuneration of M/s Ramanath Iyer & Co., Cost auditor for the financial year ending 31 March 2019

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	3,60,77,566	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.

3. 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 M/s K. K. Kapoor & Associates

Chartered Accountants

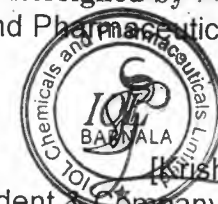
48-B, Udham Singh Nagar

Civil Lines, Ludhiana

Place: Ludhiana

Date: 29 September, 2018

Countersigned by
For IOL Chemicals and Pharmaceuticals Limited



[Krishan Singla]
Vice President & Company Secretary

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