LINCOLN PHARMACEUTICALS LTD

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

Section - I

Resolution 1 - Adoption of Audited Balance Sheet as at 31st March, 2014 and Statement of Profit and Loss for the year ended on that day together with the Directors' Report and the Auditors' Report thereon. Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	2579863	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	n-	0

(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
	0

Resolution 2 - Declaration of Dividend on Equity Shares. Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting (in person or by proxy)	2579863	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting (in person or by proxy)	Ō	0

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0



Resolution 3 - Re-appointment of Shri. Arvindbhai G. Patel (Holding DIN: 00104885) who retires by rotation as a Director of the Company. - Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	2579863	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

Resolution 4 -Re-appointment of Shri. Kishor M. Shah (Holding DIN: 02769085) who retires by rotation as a Director of the Company.-Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	2579863	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0



Resolution 5 - Re-appointment of M/s. Chandulal M. Shah & Co. Chartered Accountants, Statutory Auditors of the Company and fix their remuneration - Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	2579863	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

Resolution 6 - : Appointment of Shri Maganbhai R. Patel (Holding DIN: 00452855) as an Independent Director. - Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	2579863	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0



Resolution 7 - Appointment of Shri Iswarlal A. Patel (Holding DIN: 00217324) as an Independent Director.-Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	2579863	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
n	0	0

(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

Resolution 8 Appointment of Shri Pirabhai R. Suthar (Holding DIN: 00453047) as an Independent Director.-Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	2579863	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0



Resolution 9 - Ratification of Remuneration of M/s. Kiran J. Mehta & Co., Cost Accountants as Cost Auditors of the Company. - Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast		
12	2579863	100		

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast		
0	.0	0		

(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them		
0	0		

Resolution 10 - Consent under Section 180 (1) (c) of the Companies Act, 2013 for borrowing Money in excess of Paid up Share Capital & Free Reserves. - Special Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast		
12	2579863	100		

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast		
0	0	0		

Number of members present and	Number of votes
voting (in person or by proxy)	cast by them
Λ	0



Resolution 11 -Consent under Section 180 (1) (a) of the Companies Act, 2013 for creating mortgage/ charge on the movable and immovable properties of the Company. - Special Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast	
12	2579863	100	

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast		
0	0	0		

(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

Thanking You Yours Faithfully,

Umesh G. Parikh

Proprietor

Umesh Parikh & Associates

Company Secretaries

5 - D. 5th Floor, Vardan Exclusive,

Next to Vimal House,

Nr. Stadium Petrol Pump,

Navrangpura, Ahmedabad - 380 014

Place: Ahmedabad Date: 1st October, 2014

Section II

Consolidated Results of e-voting and Poll.

LINCOLN PHARMACEUTICALS LTD

Detailed Consolidated Results of e-voting and Ballot Forms voting

Section - II

Item No. 1 - Adoption of Audited Balance Sheet as at 31st March, 2014 and Statement of Profit and Loss for the year ended on that day together with the Directors' Report and the Auditors' Report thereon. Ordinary Resolution

Particulars	No. of			No. o	Percetage		
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	12	39	51	2579863	9987615	12567478	100.000
	12	39	51	2579863	9987615	12567478	100.000
Assent	14	30		-	Δ	n	0.000
Dissent	0	0	Ü	U	<u> </u>		
Total	12	39	51	2579863	9987615	12567478	100.000

Item No. 2 - Declaration of Dividend on Equity Shares. Ordinary Resolution

Particulars	No. of			No. o	Percetage		
r and outline	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
		39	51	2579863	9987615	12567478	100.000
Received	12			2579863	9987615	12567478	100.000
Assent	12	39	51	2379000	2001010		0.000
Dissent	0	0	0	0	0	U	1
			51	2579863	9987615	12567478	100.000
Total	12	39	1 31	2370000			

Item No. 3 - Re-appointment of Shri. Arvindbhai G. Patel (Holding DIN: 00104885) who retires by rotation as a Director of the Company. - Ordinary Resolution

Porticulars No. of				No. o	Percetage		
Particulars	Polling	E-Votes	Total	Polling Papers	E-Votes	Total	
¥	Papers		51	2579863	9987615	12567478	100 000
Received	12	39			9987615	12567478	100.000
Assent	12	39	51	2579863	9901010		0.000
		0	0	0	0	U	
Dissent	U			2579863	9987615	12567478	100.000
Total	12	39	51	2019003	000/010	L	

Item No. 4 - Re-appointment of Shri. Kishor M. Shah (Holding DIN: 02769085) who retires by rotation as a Director of the Company.-Ordinary Resolution

Porticulars No. of				No. o	Percetage		
Particulars	Polling	F-Votes	Total	Polling Papers	E-Votes	Total	
	Papers		51	2579863	9987615	12567478	100.000
Received	12	39		2579863	9987615	12567478	100.000
Assent	12	39	51	2079003	00010.0	0	0.000
	0	0	0	0	U	10507170	100.000
Dissent		39	51	2579863	9987615	12567478	100.000
Total	12	39					



Item No. 5 - Re-appointment of M/s. Chandulal M. Shah & Co. Chartered Accountants, Statutory Auditors of the Company and their remuneration - Ordinary Resolution

No. of			No. o	ined in	Percetage	
Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
		51	2579863	9987615	12567478	100.000
			2579863	9987615	12567478	100.000
12		n	0	0	0	0.000
U	V		2570063	0087615	12567478	100,000
	Polling Papers 12 12 0	Papers E-Votes 12 39 12 39 0 0	Polling Papers E-Votes Total 12 39 51 12 39 51 0 0 0	Polling Papers E-Votes Total Papers Polling Papers 12 39 51 2579863 12 39 51 2579863 0 0 0 0	Polling Papers E-Votes Total Papers Polling Papers E-Votes 12 39 51 2579863 9987615 12 39 51 2579863 9987615 0 0 0 0 0	Polling Papers E-Votes Total Papers E-Votes Total 12 39 51 2579863 9987615 12567478 12 39 51 2579863 9987615 12567478 0 0 0 0 0 0 0 0 0 0 0 0

Item No. 6 - Appointment of Shri Maganbhai R. Patel (Holding DIN: 00452855) as an Independent Director. - Ordinary Resolution

Particulars	No. of			No. o	Percetage		
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	12	39	51	2579863	9987615	12567478	100.000
Assent	12	39	51	2579863	9987615	12567478	100.000
	12	0	n	0	0	0	0.000
Dissent	U	<u> </u>	61	2579863	9987615	12567478	100.000
Total	12	39	51	23/9003	3301010		1

Item No. 7 - Appointment of Shri Iswarlal A. Patel (Holding DIN: 00217324) as an Independent Director.- Ordinary Resolution

- Naudiania		No. of		No. o	No. of Votes contained in		
Particulars	Polling	E-Votes	Total	Polling Papers	E-Votes	Total	
	Papers		51	2579863	9987615	12567478	100.000
Received	12	39		2579863	9987615	12567478	100.000
Assent	12	39	51	25/9003	9307010	<u> </u>	0.000
	0	0	. 0	0 1	U	V	
Dissent		- 30	51	2579863	9987615	12567478	100.000
Total	12	39	1 31			<u> </u>	

Item No. 8 - Appointment of Shri Pirabhai R. Suthar (Holding DIN: 00453047) as an Independent Director. Ordinary Resolution

			No. o	Percetage			
Particulars		No. of		Papers	E-Votes	Total	100.000
	Papers	E-Votes	Total			12567478	
	12	39	51	2579863	9987615		100,000
Received			51	2579863	9987615	12567478	
Assent	12	39			n	0	0.000
Dissent	0	0	0	U		12567478	100.000
- 10	46	39	51	2579863	9987615	1230/4/0	100.000
Total	12	35			Part Control		

Item No. 9 - Ratification of Remuneration of M/s. Kiran J. Mehta & Co., Cost Accountants as Cost Auditors of the Company. - Ordinary Resolution

Oldinally 100		No. of	No. o	Percetage			
Particulars	Polling	No. OI		raporo -	1000 E	Total 12567478	100.000
	Papers	E-Votes	Total		E-Votes		
	Papers	Tupera	51		9987615		
Received	12	39			9987615	12567478	100.000
	12	39	51	2579863	3807010		0.000
Assent		<u> </u>	0	0	0	U	
Dissent	0	U			9987615	12567478	100.000
Total	12	39	51	2579863	9907010	12001110	

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Item No. 10 - Consent under Section 180 (1) (c) of the Companies Act, 2013 for borrowing Money in excess of Paid up Share Capital & Free Reserves.- Special Resolution

No. of			No. o	Percetage		
Polling		Total	Polling	E-Votes	Total	
12		51	2579863	9987615	12567478	100.000
12		51	2579863	9987615	12567478	100.000
- 2	0	<u> </u>	1 0	0	0	0.000
V	20	E1	2570863	9987615	12567478	100.000
	Polling 12 12 0 0 12	12 39	Polling E-Votes Total 12 39 51 12 39 51 0 0 0	Polling E-Votes Total Polling 12 39 51 2579863 12 39 51 2579863 0 0 0 0	Polling E-Votes Total Polling E-Votes 12 39 51 2579863 9987615 12 39 51 2579863 9987615 0 0 0 0 0 0 0 0 0 0	Polling E-Votes Total Polling E-Votes Total 12 39 51 2579863 9987615 12567478 12 39 51 2579863 9987615 12567478 0 0 0 0 0 0 0 0 0 0 0 0

Item No. 11 - Consent under Section 180 (1) (a) of the Companies Act, 2013 for creating mortgage/ charge on the movable and immovable properties of the Company. - Special Resolution

Particulars	Г	No. of	<u> </u>	No. of Votes contained in			Percetage
raiuculais	Polling	E-Votes	Total	Polling	E-Votes	Total	
	12	39	51	2579863	9987615	12567478	100.000
Received	12		F4	2579863	9987615	12567478	100.000
Assent	12	39	51	23/3000	7000	- 7	0.000
Dissent	0	0	0	U	U	V	100,000
Total	12	39,47,2	51	2579863	9987615	12567478	100.000
TOTAL	1 12	20012					

I, report that all the resolution from Item No. 1 to 11 has been passed by Unanimously.

FCS No. 4152 COP No. 2413

Thanking You Yours Paithfully

Umesh & Parikh

Proprietor

Umesh Parikh & Associates

Company Secretaries

5 - D, 5th Floor, Vardan Exclusive, Next to Vimal House,

Nr. Stadium Petrol Pump, Navrangpura, Ahmedabad - 380 014.

Place: Ahmedabad Date: 1st October, 2014

UMESH PARIKH & ASSOCIATES COMPANY SECRETARIES

Phone: (O) 2640 54 54, 2640 11 22 E-mail: info@parikhdave.com URL: www.parikhdave.com

5/D, 5th Floor, Vardan Exclusive, Next to Vimal House, Nr. Stadium Petrol Pump, Navrangpura, Ahmedabad – 380 014.

FORM NO. MGT-13

Scrutinizer's Report

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
LINCOLN PHARMACEUTICALS LIMITED
LINCOLN HOUSE, Behind Satyam Complex,
Science City Road,
Sola, Ahmedabad – 380060

Dear Sir,

I, Umesh G. Parikh, proprietor of M/s. Umesh Parikh & Associates a Company Secretary Firm having office at 5-D, 5th Floor, Vardan Exclusive, Next to Vimal House, Nr. Stadium Petrol Pump, Navrangpura, Ahmedabad - 380 014, appointed as Scrutinizer of M/s. Lincoln Pharmaceuticals Limited ("the Company") for the purpose of the poll process taken on the below mentioned resolutions, at the Annual General Meeting of the Equity Shareholders of the Company, held on 30th September, 2014 at 10.30 a.m. at LINCOLN HOUSE, Behind Satyam Complex, Science City Road, Sola, Ahmedabad-380060, submit our report as under:

- After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in our presence with due identification marks placed by us.
- At the Annual General Meeting, the Company facilitated the members present in the meeting who could not exercise their votes through e-voting, to record their votes through poll process.
- The locked ballot box was subsequently opened in our 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.
- The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 5. The result of Poll is as per "Section I".



UMESH PARIKH & ASSOCIATES COMPANY SECRETARIES

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- A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 7. The poll papers and all other relevant records were sealed and handed over to the Chairman of the meeting.

Thanking You, Yours' Faithfully,

Counter Signed by:

Umesh G. Parikh
Proprietor
Umesh Parikh & Associates
Company Secretaries
5 - D, 5th Floor, Vardan Exclusive,
Next to Vimal House,

Nr. Stadium Petrol Pump, Navrangpura, Ahmedabad - 380 014

Place: Ahmedabad Date: 1st October, 2014 Chairman