

IOL CHEMICALS AND PHARMACEUTICALS LIMITED

IOLCP/CGC/2016 29 September 2016

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

Subject: Voting Results of 29th Annual General Meeting of the Company held on 28 September 2016

Dear Sir,

Please find enclosed herewith Voting results of 29th Annual General Meeting of the Company held on 28 September 2016 as required under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Report of Scrutinizer dated 28 September 2016, 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

Vice Resident and Company Secretary

Ph.: +91-1679 -285285-86, Fax: +91-1679-285292



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 AGM	28 September 2016
Total number of shareholders on record date	10519
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	6 46
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 financial statements for the year ended 31 March 2016 including audited Balance Sheet of the Company as at 31 March 2016 and the Profit & Loss Account for the financial year ended on that date together with the Reports of the Auditors and Board of Directors thereon.

Resolution re Special)	equired: (Or	dinary/	Ordinary			<u>_</u>		
Whether progroup are intagenda/ reso	terested in	noter the	No	-				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding	No. of Votes – in favour	No. of Votes – against	% of Votes favour on votes polled	% of Votes against on votes polled
		(1)	(2)	shares (3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	22436966	22436966	100%	22436966		100%	
Public- Institutions	E-Voting	89438						
Public- Non Institutions	E-Voting	33679098	14907293		14907293		100%	
Total		56205502	37344259	66.44%	37344259		100%	

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 Vijay Kumar Garg (holding DIN 06510248) as director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.

Resolution re Special)	equired: (O	rdinary/	Ordinary					
Whether pro group are int the agenda/i	terested in	moter	No				1000000	
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes favour on votes polled (6)=[(4)/(2)] *100	·
Promoter and Promoter Group	E-Voting	22436966	22436966	100%	22436966		100%	••
Public- Institutions	E-Voting	89438						
Public- Non Institutions	E-Voting		14907293		14907293		100%	
Total		56205502	37344259	66.44%	37344259		100%	

Resolution No. 3: To appoint a director in place of Mr Vijay Singla (holding DIN 03577178) as director of the Company, who retires by rotation and being eligible offered himself for re-appointment.

Resolution re Special)	equired: (O	dinary/	Ordinary							
Whether progroup are int the agenda/r	erested in	noter	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against (5)	% of Votes favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]* 100		
Promoter and Promoter Group	E-Voting	22436966	22436966	100%	22436966		100%			
Public- Institutions	E-Voting	89438								
Public- Non Institutions	E-Voting	33679098	14907293	44.26%	14907293	- -	100%			
Total		56205502	37344259	66.44%	37344259		100%			



Resolution No.4: To appoint a director in place of Mr Vikas Gupta (holding DIN 07198109) as director of the Company, who retires by rotation and being eligible offered himself for re-appointment.

Resolution re Special)	equired: (O	dinary/	Ordinary							
Whether pro group are intagenda/reso	erested in	noter the	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]* 100		
Promoter and Promoter Group	E-Voting	22436966	22436966	100%	22436966	-	100%			
Public- Institutions	E-Voting	89438		-						
Public- Non Institutions	E-Voting	33679098	14907293		14907293		100%			
Total		56205502	37344259	66.44%	37344259		100%			

Resolution No.5: To ratify the appointment of M/s S C Vasudeva & Co., Chartered Accountants, New Delhi, as statutory auditor of the company to hold office till the conclusion of thirty first annual general meeting of the company on such remuneration as may be fixed by the Board of Directors of the Company.

Resolution re Special)	equired: (Or	dinary/	Ordinary					
Whether progroup are int the agenda/r	terested in	noter	No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against	% of Votes favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	22436966	22436966	100%	22436966	-	100%	
Public- Institutions	E-Voting	89438						
Public- Non Institutions	E-Voting	33679098	14907293		14907293		100%	
Total		56205502	37344259	66.44%	37344259		100%	

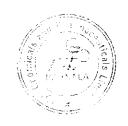


Resolution No. 6: To re-appoint Mr Vijay Kumar Garg (holding DIN 06510248) as Joint Managing Director of the Company for a period of three years liable to retire by rotation with effect from 2 March 2016 to 1 March 2019 and increase in his remuneration.

Resolution re Special)	equired: (O	rdinary/	Special						
Whether pro group are intagenda/reso	terested in		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes – in favour	No. of Votes – against (5)	% of Votes favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	
Promoter and Promoter Group	E-Voting	22436966	22436966	100%	22436966	••	100%		
Public- Institutions	E-Voting	89438							
Public- Non Institutions	E-Voting	33679098	14907293	44.26%	14907293		100%		
Total		56205502	37344259	66.44%	37344259		100%		

Resolution No. 7: To re-appoint Mr Vijay Singla (holding DIN 03577178) as Director (Works) of the Company for a period of three years liable to retire by rotation with effect from 1 April 2016 to 31 March 2019.

Resolution re Special)	equired: (O	rdinary/	Special					
Whether pro group are int the agenda/i	terested in	noter	No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	22436966	22436966	100%	22436966		100%	
Public- Institutions	E-Voting	89438				-		
Public- Non Institutions	E-Voting	33679098	14907293	44.26%	14907293		100%	
Total		56205502	37344259	66.44%	37344259		100%	



Resolution No. 8: To increase gross remuneration of Mr Varinder Gupta, Managing Director of the Company to ₹ 12,00,000/- per month with effect from 1 April 2016 for remaining period of his tenure that is upto 31 August 2018.

Resolution re Special)	equired: (O	dinary/	Special							
Whether pro group are int the agenda/i	terested in	noter	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against (5)	% of Votes favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100		
Promoter and Promoter Group	E-Voting	22436966	22436966	100%	22436966	••	100%			
Public- Institutions	E-Voting	89438								
Public- Non Institutions	E-Voting	33679098	14907293	44.26%	14907293		100%			
Total		56205502	37344259	66.44%	37344259		100%			

Resolution No. 9: To increase gross remuneration of Mr Vikas Gupta, Executive Director of the Company to ₹ 2,50,000/- per month with effect from 1 April 2016 for remaining period of his tenure that is 28 May 2019

Resolution re Special)	equired: (Or	dinary/	Ordinary						
Whether progroup are int the agenda/r	erested in	noter	Yes						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	
Promoter and Promoter Group	E-Voting	22436966	22436966	100%	22436966		100%		
Public- Institutions	E-Voting	89438							
Public- Non Institutions	E-Voting	33679098	14907293		14907293		100%		
Total		56205502	37344259	66.44%	37344259		100%		



Resolution No. 10: To Approve the remuneration of ₹ 1,20,000/- plus service tax and out of pocket expenses to M/s Ramanath lyer & Co., Cost Accountants, New Delhi, cost auditor for the financial year ending 31 March 2017.

Resolution re Special)	equired: (Or	dinary/	Ordinary					
Whether progroup are int the agenda/r	erested in	noter	No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes favour on votes polled (6)=[(4)/(2)] *100	100
Promoter and Promoter Group	E-Voting	22436966	22436966	100%	22436966		100%	_
Public- Institutions	E-Voting	89438						
Public- Non Institutions	E-Voting	33679098	14907293	44.26%	14907293			
Total		56205502	37344259	66.44%	37344259		100%	

For IOL Chemicals and Pharmaceuticals Limited

Vice Resident and Company Secretary



K. K. KAPOOR & ASSOCIATES Chartered Accountants

20-E, SARABHA NAGAR, Ludhiana – 141001

Phone – 0161-4602036, Mobile – 09876902220, 09814938380, Email: kohlivinay1970@gmail.com, cavinod@yahoo.com,



REPORT OF SCRUTINIZER

[Pursuant to the Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To

The Chairman

29th (Twenty Nineth) Annual General Meeting of the Equity Shareholders of IOL Chemicals and Pharmacuticals Limited held on 28 September 2016 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.

Dear 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 e-voting at AGM as under:
 - a) Item No.1 of the Notice for the AGM: Ordinary Resolution to Consider and adopt the financial Statements for the year ended 31 March 2016 including audited Balance Sheet and Profit & Loss Account together with the Reports of the Auditors and Board of Directors.

Details of Votes Casted

The state of the s	1.774		111111111111111111111111111111111111111	Production of the second	2.50.555		1 11
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	r.a	Total number of members (in person or by proxy)	Total number of votes cast by them
49	37344259	100	0	0	0	0	0





K. K. KAPOOR & ASSOCIATES Chartered Associates

Chartered Accountants
20-E, SARABHA NAGAR, Ludhiana - 141001

Phone - 0161-4602036, Mobile - 09876902220, 09814938380, Email: kohlivinay1970@gmail.com, cavinod@yahoo.com,



b) Item No.2 of the Notice for this AGM: Ordinary Resolution for re-appointment of Mr. Vijay Kumar Garg who retires by rotation and being eligible, offers himself for re-appointment.

Details of Votes Cast

			¥.,	The state of the s			
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	valid votes	Total number of members (in person or by proxy)	Total number of votes cast by them
49	37344259	100	0	0	0	0	0

c) Item No.3 of the Notice for this AGM: Ordinary Resolution for re-appointment of Mr. Vijay Singla who retires by rotation and being eligible, offers himself for re-appointment.

Details of Votes Cast

- T			14	4		is .	
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	Total number of members (in person or by proxy)	Total number of votes cast by them
49	37344259	100	0	0	0	0	0

d) Item No.4 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

No. 19 Sept. 18			7 17				
mile gran	: ::						
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	number of	Total number of members (in person or by proxy)	Total number of votes cast by them
49	37344259	100	0	0	0	0	0



K. K. KAPOOR & ASSOCIATES

Chartered Accountants

20-E, SARABHA NAGAR, Ludhiana — 141001 Phone — 0161-4602036, Mobile — 09876902220, 09814938380, Email: kohlivinay1970@gmail.com, cavinod@yahoo.com,



e) Item No.5 of the Notice for this AGM: Ordinary Resolution Section 139, 142 of the Companies Act, 2013 for ratification of the appointment of M/s. S. C. Vasudeva & Co., Chartered Accountants, New Delhi as Statutory Auditors and fixing the remuneration

Details of Votes Cast

			¥				
A A A							
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)	TORES Case	number of	Total number of members (in person or by proxy)	Total number of votes cast by them
49	37344259	100	0	0	0	0	0

f) Item No.6 of the Notice for this AGM: Special Resolution under Section 196,197 of the Companies Act, 2013 for re-appointment of Mr. Vijay Kumar Garg as Joint Managing Director.

Details of Votes Cast

й от Выд В. 							
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	number of valid votes	of members	Total number of votes cast by them
49	37344259	. 100	0	0	0	0	0

g) Item No.7 of the Notice for this AGM: Special Resolution under Section 196,197 of the Companies Act, 2013 for re-appointment of Mr. Vijay Singla, Director (works).

Details of Votes Cast

	· ·		er en	Service Agency	:	life;	
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	number of	Total number of members (in person or by proxy)	Total number of votes cast by them
49	37344259	100	0	0	0	0	0





K. K. KAPOOR & ASSOCIATES Chartered Accountants

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h) Item No.8 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

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- A.	<u>. </u>						
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	number of valid votes	Total number of members (in person or by proxy)	Total number of votes cast by them
49	37344259	100	0	0	0	0	0

i) Item No.9 of the Notice for this AGM: Ordinary Resolution under Section 197 of the Companies Act, 2013 for increase the remuneration of Mr. Vikas Gupta, Executive Director

Details of Votes Cast

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	number of	Total number of members (in person or by proxy)	Total number of votes cast by them
49	37344259	100	0	0	0	0	0

j) Item No.10 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 2017

Details of Votes Cast

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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	number of	Total number of members (in person or by proxy)	Total number of votes cast by them
49	37344259	100	0	0	0	0	0





K. K. KAPOOR & ASSOCIATES Chartered Accountants

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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 K. K. Kapoor & Associates Chartered Accountants 20-E, Sarabha Nagar

Ludhiana

Place: Ludhiana

Date: 28 September, 2016

Countersign by Company
For IOL Chemicals and Pharmaceuticals Limited

Vice President & Company Secretary