



## IOL CHEMICALS AND PHARMACEUTICALS LIMITED

IOLCP/CGC/2017  
29 September 2017

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 30<sup>th</sup> Annual General Meeting of the Company held on 28 September 2017

Dear Sir,

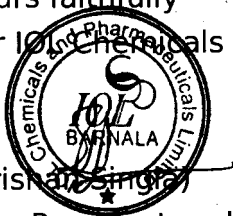
Please find enclosed herewith Voting results of 30<sup>th</sup> Annual General Meeting of the Company held on 28 September 2017 as required under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Report of Scrutinizer dated 28 September 2017, Pursuant to 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



(Krishna Singh)

Vice President and Company Secretary

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



## 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 2017
Total number of shareholders on record date	16003
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	8 55
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Applicable

Resolution No. 1: To consider and adopt the audited financial statements of the Company for the financial year ended 31 March 2017 and the reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	23148998	23148998	100%	23148998	--	100%	--
Public-Institutions	E-Voting	77374	--	--	--	--	--	--
Public-Non Institutions	E-Voting	32979130	14198585	43.05%	14198585	--	100%	--
Total		56205502	37347583	66.45%	37347583	--	100%	--



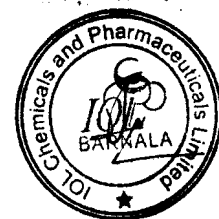
Head Office : 85, Industrial Area 'A', Ludhiana. 141 003 (Pb.) India CIN - L24116PB1986PLC007030  
 Ph. : +91-161-2225531-35 Fax : +91-161-2226929, 2608784 email : contact@iolcp.com Website : iolcp.com  
 Regd. Office: Trident Complex, Raikot Road, Barnala - 148 101 (Pb.) India  
 Works : Village Fatehgarh Channa, Mansa Road (Trident Complex) District - Barnala, 148101 State - Punjab, INDIA.  
 Ph. : +91-1679 -285285-86, Fax : +91-1679-285292

**Resolution No. 2:** To re-appointment of Mr Vijay Garg (holding DIN 06510248) as director of the Company, who retires by rotation and being eligible offered himself for re-appointment.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of shares held  (1)	No. of votes polled  (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes – in favour  (4)	No. of votes – against  (5)	% of votes in favour on votes polled  (6)=[(4)/(2)] *100	% of votes against on votes polled  (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	23148998	23148998	100%	23148998	--	100%	--
Public- Institutions	E-Voting	77374	--	--	--	--	--	--
Public- Non Institutions	E-Voting	32979130	14198585	43.05%	14197585	1000	100%	0.00
Total		56205502	37347583	66.45%	37346583	1000	100%	0.00

**Resolution No. 3:** To re-appointment 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 required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of voting	No. of shares held  (1)	No. of votes polled  (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes – in favour  (4)	No. of votes – against  (5)	% of votes in favour on votes polled  (6)=[(4)/(2)] *100	% of votes against on votes polled  (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	23148998	23148998	100%	23148998	--	100%	--
Public- Institutions	E-Voting	77374	--	--	--	--	--	--
Public- Non Institutions	E-Voting	32979130	14198585	43.05%	14197585	1000	100%	0.00
Total		56205502	37347583	66.45%	37346583	1000	100%	0.00

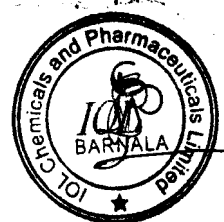


**Resolution No.4:** To ratify the appointment of M/s S C Vasudeva & Co., Chartered Accountants, New Delhi, as statutory auditor of the Company to hold office till the conclusion of thirty first annual general meeting of the Company on such remuneration as may be fixed by the Board of Directors of the Company.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of shares held  (1)	No. of votes polled  (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes – in favour  (4)	No. of votes – against  (5)	% of votes in favour on votes polled  (6)=[(4)/(2)] *100	% of votes against on votes polled  (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	23148998	23148998	100%	23148998	--	100%	--
Public- Institutions	E-Voting	77374	--	--	--	--	--	--
Public- Non Institutions	E-Voting	32979130	14198585	43.05%	14198585	--	100%	--
<b>Total</b>		<b>56205502</b>	<b>37347583</b>	<b>66.45%</b>	<b>37347583</b>	<b>--</b>	<b>100%</b>	<b>--</b>

**Resolution No.5:** To increase the remuneration of Mr Varinder Gupta(holding DIN:00044068), Managing Director of the Company consisting of basic salary of Rupees eight lakh per month and other allowances as given in the notice with effect from 1 April 2017 for remaining period of his tenure that is upto 31 August 2018.

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of voting	No. of shares held  (1)	No. of votes polled  (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes – in favour  (4)	No. of votes – against  (5)	% of votes in favour on votes polled  (6)=[(4)/(2)] *100	% of votes against on votes polled  (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	23148998	23148998	100%	23148998	--	100%	--
Public- Institutions	E-Voting	77374	--	--	--	--	--	--
Public- Non Institutions	E-Voting	32979130	14198585	43.05%	14197365	1220	100%	0.00
<b>Total</b>		<b>56205502</b>	<b>37347583</b>	<b>66.45%</b>	<b>37346363</b>	<b>1220</b>	<b>100%</b>	<b>0.00</b>

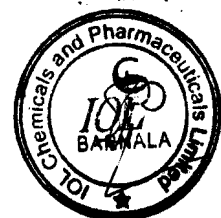


**Resolution No. 6:** To Increase of the gross remuneration of Mr Vijay Garg (holding DIN 06510248), Joint Managing Director of the Company consisting of basic salary of Rupees five lakh eighty thousand per month and other allowances as given in the notice with effect from 01 April 2017 for remaining period of his tenure that is upto 01 March 2019.

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of shares held  (1)	No. of votes polled  (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes – in favour  (4)	No. of votes – against  (5)	% of votes in favour on votes polled  (6)=[(4)/(2)] *100	% of votes against on votes polled  (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	23148998	23148998	100%	23148998	--	100%	--
Public- Institutions	E-Voting	77374	--	--	--	--	--	--
Public- Non Institutions	E-Voting	32979130	14198585	43.05%	14197365	1220	100%	0.00
<b>Total</b>		<b>56205502</b>	<b>37347583</b>	<b>66.45%</b>	<b>37346363</b>	<b>1220</b>	<b>100%</b>	<b>0.00</b>

**Resolution No. 7:** To increase of the gross remuneration of Mr Vikas Gupta (holding DIN 07198109), Executive Director of the Company consisting of basic salary of Rupees two lakh per month and other allowances as given in the notice with effect from 01 April 2017 for remaining period of his tenure that is upto 28 May 2020.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of voting	No. of shares held  (1)	No. of votes polled  (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes – in favour  (4)	No. of votes – against  (5)	% of votes in favour on votes polled  (6)=[(4)/(2)] *100	% of votes against on votes polled  (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	23148998	23148998	100%	23148998	--	100%	--
Public- Institutions	E-Voting	77374	--	--	--	--	--	--
Public- Non Institutions	E-Voting	32979130	14198585	43.05%	14197365	1220	100%	0.00
<b>Total</b>		<b>56205502</b>	<b>37347583</b>	<b>66.45%</b>	<b>37346363</b>	<b>1220</b>	<b>100%</b>	<b>0.00</b>



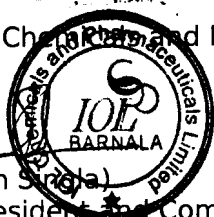
**Resolution No. 8:** To increase of the gross remuneration of Mr Vijay Singla (holding DIN 03577178), Director ( Works) of the Company consisting of basic salary of Rupees two lakh sixty thousand per month and other allowances as given in the notice with effect from 01 April 2017 upto 27 May 2017.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of shares held  (1)	No. of votes polled  (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes – in favour  (4)	No. of votes – against  (5)	% of votes in favour on votes polled  (6)=[(4)/(2)] *100	% of votes against on votes polled  (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	23148998	23148998	100%	23148998	--	100%	--
Public- Institutions	E-Voting	77374	--	--	--	--	--	--
Public- Non Institutions	E-Voting	32979130	14198585	43.05%	14197365	1220	100%	0.00
<b>Total</b>		<b>56205502</b>	<b>37347583</b>	<b>66.45%</b>	<b>37346363</b>	<b>1220</b>	<b>100%</b>	<b>0.00</b>

**Resolution No. 9:** To approval of the remuneration of Rupees one lakh twenty thousand plus GST and out of pocket expenses to M/s Ramanath Iyer & Co., Cost Accountants, New Delhi, cost auditor for the financial year ending 31 March 2018.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of shares held  (1)	No. of votes polled  (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes – in favour  (4)	No. of votes – against  (5)	% of votes in favour on votes polled  (6)=[(4)/(2)] *100	% of votes against on votes polled  (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	23148998	23148998	100%	23148998	--	100%	--
Public- Institutions	E-Voting	77374	--	--	--	--	--	--
Public- Non Institutions	E-Voting	32979130	14198585	43.05%	14197385	1200	100%	0.00
<b>Total</b>		<b>56205502</b>	<b>37347583</b>	<b>66.45%</b>	<b>37346383</b>	<b>1200</b>	<b>100%</b>	<b>0.00</b>

For IOL Chemicals and Pharmaceuticals Limited



(Krishan Singla)  
Vice President 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,



To

The Chairman,

30<sup>th</sup> (Thirty) Annual General Meeting of the Equity Shareholders of IOL Chemicals and Pharmaceuticals Limited held on 28 September 2017 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.**

Dear 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 2017 and the reports of the Board of Directors and Auditors thereon.

Details of Votes Casted

Voted in favor 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
60	37347583	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,



- 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
59	37346583	100	1	1000	0.00	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
59	37346583	100	1	1000	0.00	0	0

- d) **Item No.4 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

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
60	37347583	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: 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
56	37346363	100	4	1220	0.00	0	0

- f) **Item No.6 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
56	37346363	100	4	1220	0.00	0	0

- g) **Item No.7 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

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
56	37346363	100	4	1220	0.00	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,



**h) Item No.8 of the Notice for this AGM: Ordinary Resolution** under Section 197 of the Companies Act, 2013 for increase the remuneration of Mr Vijay Singla, Director (works).

### 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
56	37346363	100	4	1220	0.00	0	0

**j) Item No.9 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 2018

### 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
58	37346383	100	2	1200	0.00	0	0

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





# K. K. KAPOOR & ASSOCIATES

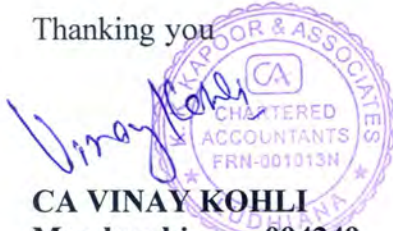
## Chartered Accountants

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



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, 2017

**Countersign by Company**

For IOL Chemicals and Pharmaceuticals Limited



[Krishan Singla]  
Vice President & Company Secretary