

Report of Scrutinizer
POSTAL BALLOT RESULTS

To,
The Chairman
The Chemo Pharma Laboratories Limited
5, Kumud Apartment Ltd.
Karnik Road, Chikan Ghar,
Kalyan , Thane-421301

Dear Sir,

I, **Dr. S. K. Jain**, Practicing Company Secretary, appointed as Scrutinizer by the Company duly constituted by the Board of Directors ("the Board") of **Chemo Pharma Laboratories Limited** for seeking approval of the Shareholders by way of Special Resolutions for passing following resolutions:

- (i) Adoption of New Article of Association.
- (ii) Loan/Guarantee/Security and investment by the Company
- (iii) Borrowing Limits of the company

I hereby submit my report as under:-

- a. I had given my consent to act as Scrutinizer for the said Postal Ballot process vide my letter dated 18th January, 2016.
- b. The Company had offered Remote E-Voting facility as an alternative to all its Members, which enabled the Members to cast votes electronically instead of physically submitting dully filled in Postal Ballot Form. The instructions on Remote E-Voting were provided in the Postal Ballot Notice dated 22nd January, 2016.



c. As per Postal Ballot Notice dated 22nd January, 2016, the cut-off date (Record Date) was fixed on 22nd January, 2016. We have been provided the following details from the Company M/s Sharex Dynamic (India) Pvt. Ltd (R&T) :

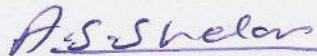
- (I) The Company has completed dispatch of Postal Ballot Notices along with draft Resolutions, Explanatory Statements, Postal Ballot Forms and Postage Prepaid Business Reply Envelopes by 30th January, 2016.
- (II) In the Postage Pre- Paid Business Reply Envelope the address of my Office i.e. 13/16, Kapadia Chambers, Ground Floor, 599, J.S.S Road, Chira Bazaar, Mumbai-400 002 was given and hence the same were delivered to me.
- (III) There were 6049 Shareholders as on 22nd January, 2016 out of which 394 Shareholders were having Demat Accounts with Depository Participants and 5655 Shareholders were holding Shares in physical form.
- (IV) 207 Shareholders have registered their e-mail id with M/S Sharex Dynamic (India) Pvt. Ltd. (R&T) however, none of the Postal Ballot Notice was sent through e-mail to any Shareholder.
- (V) The Company has provided Certificate dated 30th January, 2016 from Blue Air Courier, having its address at Bldg. No. 94/96, Bora Bazar street, Office no. 1B, 2nd Floor, Opp. Kailash store, Fort, Mumbai-400 001 confirming that they have received 6049 Articles from M/s Chemo Pharma Laboratories Ltd. and they had completed dispatch of all the Articles on 30st January, 2016.



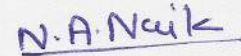
d. A Public Notice that the Company had sent Postal Ballot Notices along with other documents to the Shareholders was published in The Business Standard (English Newspaper) in Mumbai and Mahanayak (Regional Language) Newspaper in Mumbai on Wednesday, 30th January, 2016.

e. **Remote E-Voting**

The Company provided Remote E-Voting facility through CDSL portal on www.evotingindia.com under Electronic Voting Sequence Number (EVSN) 160115001. The Remote E-Voting commenced from 1st February, 2016 at 09.00 a.m. and closed on 1st March, 2016 at 05.00 p.m. The votes cast were unblocked on 2nd March, 2016, Wednesday at 1.28 p.m. in the presence of two witnesses, Mr. Abhishek Shelar and Ms Namrata Naik who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Mr. Abhishek Shelar



Name: Ms. Namrata Naik

Thereafter, the details containing inter-alia, list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the Remote E-Voting website of CDSL i.e. www.evotingindia.com. 2(Two) Shareholders exercised their voting rights through Remote E-Voting facility provided by CDSL.

f. **Voting through Postal Ballot Forms**

I received total 18 (Eighteen) Postal Ballot Forms from the Shareholders of the Company. The said 18 Postal Ballot Forms were scanned and sent to M/s Sharex Dynamic (India) Pvt. Ltd. for signature verification.



g. The result of the scrutiny is as under:

RESOLUTION NO. 1: (AS SPECIAL RESOLUTION)

Adoption of New Article of Association.

(I) Voted in favour of the resolution:

	Number of members voted through E-voting and Postal Ballot	Number of votes cast by them	% total number of valid votes cast
E-voting	2	7532	1.5600%
Voting by Postal Ballot	16	475037	98.3867%
Total	18	482569	99.9467%

(II) Voted against the resolution:

	Number of members voted through E-voting and Postal Ballot	Number of votes cast by them	% total number of valid votes cast
E-voting	0	0	0.0000%
Voting by poll	2	257	0.0533%
Total	2	257	0.0533%

(III) Invalid Votes:

	Total number of members voted through E-voting and Postal Ballot whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	0	0
Total	0	0



RESOLUTION NO. 2: (AS SPECIAL RESOLUTION)

Loan/Guarantee/Security and Investment by the Company.

(I) Voted in favour of the resolution:

	Number of members voted through E-voting and Postal Ballot	Number of votes cast by them	% total number of valid votes cast
E-voting	2	7532	1.5600%
Voting by Postal Ballot	16	475037	98.3867%
Total	18	482569	99.9467%

(II) Voted against the resolution:

	Number of members voted through E-voting and Postal Ballot	Number of votes cast by them	% total number of valid votes cast
E-voting	0	0	0.0000%
Voting by poll	2	257	0.0533%
Total	2	257	0.0533%

(III) Invalid Votes:

	Total number of members voted through E-voting and Postal Ballot whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	0	0
Total	0	0



RESOLUTION NO. 3: (AS SPECIAL RESOLUTION)

Borrowing Limits of the Company.

(I) Voted in favour of the resolution:

	Number of members voted through E-voting and Postal Ballot	Number of votes cast by them	% total number of valid votes cast
E-voting	2	7532	1.5600%
Voting by Postal Ballot	15	475032	98.3858%
Total	17	482564	99.9458%

(II) Voted against the resolution:

	Number of members voted through E-voting and Postal Ballot	Number of votes cast by them	% total number of valid votes cast
E-voting	0	0	0.0000%
Voting by poll	3	262	0.0542%
Total	3	262	0.0542%

(III) Invalid Votes:

	Total number of members voted through E-voting and Postal Ballot whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	0	0
Total	0	0



SR. NO.	RESOLUTION	NATURE OF RESOLUTION	No. of Votes In Favour	FAVOUR IN (%)	No. of Votes Against	AGAINST IN (%)
1.	Adoption of Articles of Association	Special Resolution	482569	99.9467%	257	0.0533%
2.	Loan/Guarantee/Security and Investment by the Company	Special Resolution	482569	99.9467%	257	0.0533%
3.	Borrowing Limits of the Company	Special Resolution	482564	99.9458%	262	0.0542%



Result of Remote E-voting and by Poll as per **Clause 35A** of the Listing Agreement is as under:

In accordance with the amended Clause 35A of the Listing Agreement with the Stock Exchanges, this is to inform you that the Members of the Company at the Extra- Ordinary Meeting held on 04th March, 2016 transacted the following business:

Sr. No.	Description	Particulars		
1.	Date of the EOGM	04 th March, 2016		
2.	Record Date	22 nd January, 2016		
3.	Total number of Shareholders on record date	6049		
4.	No. of Shareholders voted through Postal Ballot and Remote-E Voting:			
	Category of Shareholders	In Person	Proxy	Total
	Promoter and Promoter Group	2	0	2
	Financial Institution	0	0	0
	Public	18	0	18
	Total	20	0	20



Outcome of the Extra-Ordinary General Meeting of the Members of the Company

The Extra-Ordinary General Meeting of the Members of the Company was held on Friday, the 04th day of March, 2016 at 11.00 A.M. at 5-Kumud Apartment, Co-op Hsg. Soc. Ltd., Karnik Road, Chikan Ghar, Kalyan, Dist. Thane- 421301. The mode of voting was by way of E-Voting/Postal Ballot. The Shareholders transacted the business provided as under:

Resolution No. 1

Special Resolution: Adoption of New Article of Association.

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = 7/4)x100	(10) = 8/4)x100
Promoter and Promoter Group	418281	418281	418281	0	100%	418181	0	100%	0
Public Institutional holders	7883	0	0	0	0	0	0	0	0
Public Others	1079836	64545	64545	0	5.9772%	64288	257	99.6018%	0.3982%
Total	1500000	482826	482826	0	32.1884%	482469	257	99.9261%	0.0739%



Resolution No. 2

Special Resolution: Loan/Guarantee/Security and Investment by the Company.

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = 7/4)x100	(10) = 8/4)x100
Promoter and Promoter Group	418281	418281	418281	0	100%	418181	0	100%	0
Public Institutional holders	7883	0	0	0	0	0	0	0	0
Public Others	1079836	64545	64545	0	5.9772%	64288	257	99.6018%	0.3982%
Total	1500000	482826	482826	0	32.1884%	482469	257	99.9261%	0.0739%




Resolution No. 3

Special Resolution: Borrowing Limits of the Company.

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = 7/4)x100	(10) = 8/4)x100
Promoter and Promoter Group	418281	418281	418281	0	100%	418181	0	100%	0
Public Institutional holders	7883	0	0	0	0	0	0	0	0
Public Others	1079836	64545	64545	0	5.9772%	64283	262	99.5941%	0.4059%
Total	1500000	482826	482826	0	32.1884%	482464	262	99.9250%	0.075%

The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking You.
Yours Faithfully,



Name and Signature of the Scrutinizer
S.K. Jain
Practicing Company Secretary
COP No. - 3076

THE CHEMO PHARMA LABORATORIES LTD.

Place: Mumbai
Date: 02nd March, 2016

Chairman