

FORM NO. MGT-13

Report On Scrutinizer

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

To,

The Chairman of Chemo Pharma Laboratories Limited

The 73rd Annual General Meeting of the Shareholders of CHEMO PHARMA LABORATORIES LIMITED held on Friday, 28th August, 2015 at 5, Kumud Apartments, C.H.S. LTD., Karnik Road, Chikan Ghar, Kalyan, District; Thane- 421301 at 4:00 P.M.

Dear Sir,

I, Dr. S. K. Jain, Practicing Company Secretary, appointed as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Clause 35B of the Listing Agreement for the purpose of Scrutinizing the remote e-voting and voting by poll taken at the 73rd Annual General Meeting of the Equity Shareholders of Chemo Pharma Laboratories Limited held on Friday, 28th August, 2015 at 5, Kumud Apartments, C.H.S. LTD., Karnik Road, Chikan Ghar, Kalyan, District; Thane- 421301 at 4:00 P.M., submit my report as under:

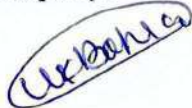
A. Relating to E-Voting:

1. The remote E-Voting period remained open from 9.00 AM on Tuesday, 25th August, 2015 up to 5.00 PM on Thursday, 27th August, 2015.



2. The remote e-voting was unblocked on 27th August, 2015 at 07.30 PM in presence of two witnesses who were not in the employment of the Company.


Name: Mr. Manan Shah


Name: Ms. Uma Bohra

B. Relating to voting by Poll:

1.

Members present in person / through authorised representatives-	34
Members present through proxy-	1
Members present but did not participate in Poll as they had exercised their votes through E-Voting-	2
Members present but did not participate in Poll and also did not exercise their votes through E-Voting-	1
Members who cast vote through Poll-	32
Member who participated through poll as well as exercised his vote through E-Voting and therefore considered as Invalid poll	1

2. After the time fixed for closing of the poll by the Chairman one ballot box kept for polling was locked in my presence with due identification mark placed by me.
3. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized.
4. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
5. One Member participated through poll as well as exercised his vote through E-Voting and therefore considered as Invalid poll.



C. Result of E-Voting and Poll:

1. The voting rights were reckoned as on 19th August, 2015, being cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.
2. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked. The ballot box was opened and polling papers were removed and examined.
3. Thereafter, the details of equity shareholders, who voted for or against was extracted from the polling papers and the list of equity shareholders who voted "For" or "Against" were downloaded from the E-Voting website of Central Depository Services (India) Limited (CDSL) (<https://www.evotingindia.com>)
4. The combined result of remote E-voting and poll is as under



RESOLUTION NO 1: (AS AN ORDINARY RESOLUTION)

To consider and adopt the Audited Financial Statement of the Company for the year ended 31st March, 2015 and the report of Directors and Auditors thereon.

(I) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	5	50287	10.44
Voting by poll	31	431589	89.56
Total	36	481876	100

(II) Voted against the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	0	NIL	0
Voting by poll	0	NIL	0
Total	0	NIL	0

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	600
Total	1	600



RESOLUTION NO 2: (AS AN ORDINARY RESOLUTION)

To Appoint a Director in place of Shri. Ashok Somani (DIN: 03063364), who retires by rotation and being eligible, offers himself for re-appointment.

(I) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	5	50287	10.44
Voting by poll	30	431586	89.56
Total	35	481873	100

NOTE: 3 votes cast through E-Voting have been excluded as the member is interested party in Resolution No. 2

(II) Voted against the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	0	NIL	0
Voting by poll	0	NIL	0
Total	0	NIL	0

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	600
Total	1	600



RESOLUTION NO 3: (AS AN ORDINARY RESOLUTION)

To Appoint Auditors to hold Office from the Conclusion of this Meeting till the conclusion of the next Annual General Meeting and fix Remuneration.

(I) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	5	50287	10.44
Voting by poll	31	431589	89.56
Total	36	481876	100

(II) Voted against the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	0	NIL	0
Voting by poll	0	NIL	0
Total	0	NIL	0

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	600
Total	1	600



RESOLUTION NO 4: (AS AN ORDINARY RESOLUTION)

To Regularise Smt. Shanta Somani (DIN No. 06974887), as Director and this regard to consider and if thought fit, to pass with or without modification(s) the 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	% total number of valid votes cast
E-voting	4	1506	0.35
Voting by poll	30	424089	99.65
Total	34	425595	100

NOTE: 7500 votes cast through poll and 48781 votes cast through E-Voting have been excluded as the members are interested parties in Resolution no. 4

(II) Voted against the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	0	NIL	0
Voting by poll	0	NIL	0
Total	0	NIL	0

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	600
Total	1	600



Sr. No.	Resolution	Nature of Resolution	Favour (in %)	Against (in%)
1.	To consider and adopt the Audited Financial Statement of the Company for the year ended 31st March, 2015 with the report of Directors and Auditors thereon.	Ordinary Resolution	100%	0
2.	To Appoint a Director in place of Shri. Ashok Somani (DIN: 03063364), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	100%	0
3.	To Appoint Auditors to hold Office from the Conclusion of this Meeting till the conclusion of the next Annual General Meeting and fix Remuneration.	Ordinary Resolution	100%	0
4.	To Regularise Smt. Shanta Somani (DIN No. 06974887), as Director and this regard to consider and if thought fit, to pass with or without modification(s) the Resolution.	Ordinary Resolution	100%	0



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

Resolution No 1

Ordinary Resolution: To consider and adopt the Audited Financial Statement of the Company for the year ended 31st March, 2015 with the report of Directors and Auditors thereon.

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares 6 = [3/2*(100)]	No. of Valid Votes in Favour	No. of Valid Votes against (8)	% of Votes in Favour on valid votes polled 9= [7/4*(10 0)]	% of votes against on valid votes polled 10 = [8/4*(10 0)]
(1)	(2)	(3)	(4)	(5)		(7)			
Promoter and Promoter Group	418281	418281	418281	0	100%	418281	0	100%	0
Public Instituti onal holders	7883	0	0	0	0	0	0	0	0
Public Others	1073836	64195	63595	600	5.98%	63595	0	100%	0
Total	1500000	482476	481876	600	32.17%	481876	0	100%	0



Resolution No 2

Ordinary Resolution: To appoint a Director in place of Mr. Ashok Somani (DIN: 03063364), who retires by rotation and being eligible, offers himself for re-appointment.

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes (Excluding interested Parties)	No. Of Invalid Votes	No. of votes polled by intereste d parties	% of Votes Polled on outstand ing Shares	No. of Valid Votes in Favour	No. of Vali d Vote s agai nst	% of Votes in Favour on valid votes polled 10 = [8/4*(100)]	% of votes against on valid votes polled 11 = [9/4*(10 0)]
(1)	(2)	(3)	(4)	(5)	(6)	7 = [3/2*(10 0)]	(8)	(9)		
Promoter and Promoter Group	418281	418281	418281	0	0	100%	418281	0	100%	0
Public Institution al holders	7883	0	0	0	0	0	0	0	0	0
Public Others	1073836	64195	63592	600	3	5.98%	63592	0	100%	0
Total	1500000	482476	481873	600	3	32.17%	481873	0	100%	0

NOTE: 3 votes cast through E-Voting have been excluded as the member is interested party in Resolution No. 2



Resolution No 3

Ordinary Resolution: To Appoint Auditors to hold Office from the Conclusion of this Meeting till the conclusion of the next Annual General Meeting and fix Remuneration.

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares 6 = [3/2*(100)]	No. of Valid Votes in Favou r (7)	No. of Valid Votes against (8)	% of Votes in Favour on valid votes polled 9 = [7/4*(10 0)]	% of votes against on valid votes polled 10 = [8/4*(10 0)]
Promoter and Promoter Group	418281	418281	418281	0	100%	418281	0	100%	0
Public Institutional holders	7883	0	0	0	0	0	0	0	0
Public Others	1073836	64195	63595	600	5.98%	63595	0	100%	0
Total	1500000	482476	481876	600	32.17%	481876	0	100%	0



Resolution No 4

Ordinary Resolution: To Regularise Smt. Shanta Somani (DIN No. 06974887), as Director and this regard to consider and if thought fit, to pass with or without modification(s) the Resolution.

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes (Excluding interested Parties)	No. Of Invalid Votes	No. of votes polled by intereste d parties (6)	% of Votes Polled on outstand ing Shares 7 = [3/2*(10 0)]	No. of Valid Votes in Favour (8)	No. of Vali d Vote s agai nst (9)	% of Votes in Favour on valid votes polled 10 = [8/4*(100)]	% of votes against on valid votes polled 11 = [9/4*(10 0)]
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)
Promoter and Promoter Group	418281	418281	369500	0	48781	100%	369500	0	100%	0
Public Institution al holders	7883	0	0	0	0	0	0	0	0	0
Public Others	1073836	64195	56095	600	7500	5.98%	56095	0	100%	0
Total	1500000	482476	425595	600	7500	32.17%	425595	0	100%	0

NOTE: 7500 votes cast through poll and 48781 votes cast through E-Voting have been excluded as the members are interested parties in Resolution no. 4



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**

Place: Mumbai

Date: 31st August, 2015

**Practicing Company Secretary
COP No: 3076**

