

**Scrutinizer's Report on E-voting carried out for Advik Laboratories Limited**

To  
The Chairman  
M/s Advik Laboratories Limited

20<sup>th</sup> Annual General Meeting of the Equity Shareholders of Advik Laboratories Limited to be held on Tuesday, September 30, 2014 at 10.00 A.M at 138, Roz- Ka - Meo, Industrial Area Sohna, Distt. Mewat-122103 (Haryana)

**Subject:-** Passing of Resolution(s) through electronic voting pursuant to Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, Mr. Ashish Kumar Friends, Practicing Company Secretary, was appointed by the Board of Directors as the Scrutinizer for the E-voting process as mentioned under clause (ix) of sub rule 3 of Rule 20 of the companies (Management and Administration) Rules, 2014. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the Said Rules and the SEBI circular dated 17<sup>th</sup> April 2014 issued in this regard.

The Company has appointed Central Depository Services (India) Limited as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company. The Service provider, had provided a system for recording the votes of the shareholders electronically on all the items of the business (both Ordinary and Special Businesses) sought to be transacted in the Annual General Meeting of the Company, which is scheduled to be held on 30/09/2014. The Service Provider accordingly had set up e-Voting facility on their website, <https://www.evotingindia.com>. The Company had uploaded all the items of the business to be transacted on the Website of its Service Provider to facilitate their shareholders to cast their vote through e-Voting.

At the end of the voting period on 24/09/2014, the voting portal of the Service Provider was blocked forthwith.

As a Scrutinizer the report of the e-voting carried out by the Shareholders was duly complied, the details of which are as follows:

There are in all 11 Shareholders holding 47,82,229 equity Shares of the Company, who have participate in the e-Voting process carried out by the company.

The result of the E-voting is as under:



**(A) As an Ordinary Resolution-Item No. 1. Passed with requisite majority**

*To consider and adopt the Audited Balance Sheet as at March 31, 2014, the Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors' thereon.*

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	11	4782229	100
(ii) Voted against the resolution	0	0	0
<b>Total number of members (in person or by proxy) whose votes were declared invalid</b>			
(iii) Invalid votes	Nil	Nil	

**(B) As Ordinary Resolution-Item No. 2. Passed with requisite majority**

*To appoint a Director in place of Mr. Sachin Garg (03320351), who retires by rotation and being eligible, offers himself for reappointment*

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	11	4782229	100
(ii) Voted against the resolution	0	0	0
<b>Total number of members (in person or by proxy) whose votes were declared invalid</b>			
(iii) Invalid votes	Nil	Nil	



**(C) As an Ordinary Resolution-Item No. 3. Passed with requisite majority**

*Appointment of M/s RMA & Associates, Chartered Accountants as Statutory Auditors of the Company and fixing their remuneration*

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	11	4782229	100
(ii) Voted against the resolution	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid		Total number of votes cast by them	
(iii) Invalid votes	Nil	Nil	

**(D) As Special Resolution-Item No. 4. Passed with requisite majority**

*Appointment of Mr. Sachin Garg as Managing Director of the Company*

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	11	4782229	100
(ii) Voted against the resolution	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid		Total number of votes cast by them	
(iii) Invalid votes	Nil	Nil	

**(E) As an Ordinary Resolution-Item No. 5. Passed with requisite majority**

*Appointment of Mr. Brahm Dutt Sharma as an Independent Director of the Company for a term of five(5) consecutive years from the date of this Annual General Meeting.*

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	11	4782229	100
(ii) Voted against the resolution	0	0	0





	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
(iii) Invalid votes	Nil	Nil

**(F) As an Ordinary Resolution-Item No. 6. Passed with requisite majority**

*Appointment of Mr. Manoj Kumar Jain as an Independent Director of the Company for a term of five(5) consecutive years from the date of this Annual General Meeting.*

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	11	4782229	100
(ii) Voted against the resolution	0	0	0
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
(iii) Invalid votes	Nil	Nil	

**(G) As an Ordinary Resolution-Item No. 7. Passed with requisite majority**

*Appointment of Mr. Kamal Kishore Sharma as an Independent Director of the Company for a term of five(5) consecutive years from the date of this Annual General Meeting.*

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	11	4782229	100
(ii) Voted against the resolution	0	0	0
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
(iii) Invalid votes	Nil	Nil	



**(H) As Ordinary Resolution-Item No. 8. Passed with requisite majority**

*Appointment of Ms. Madhu Sharma as Director of the Company whose term of office shall be liable to determination by retirement of directors by rotation*

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	11	4782229	100
(ii) Voted against the resolution	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid		Total number of votes cast by them	
(iii) Invalid votes	Nil	Nil	

**(I) As Ordinary Resolution-Item No. 9. Passed with requisite majority**

*Approval of remuneration of Cost Auditor of the Company for the Financial Year ending March 31, 2015*

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	11	4782229	100
(ii) Voted against the resolution	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid		Total number of votes cast by them	
(iii) Invalid votes	Nil	Nil	

**(J) As Special Resolution-Item No. 10. Passed with requisite majority**

*Creation of Mortgage/Hypothecation/Charge on the Movable/Immovable Property of the Company*

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour	11	4782229	100



of the resolution			
(ii) Voted against the resolution	0	0	0
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
(iii) Invalid votes	Nil	Nil	

Thanking you  
Yours faithfully,

**For A.K. FRIENDS & CO.**

*Ashish Kumar*  
Ashish Kumar Friends  
Practising Company Secretary  
C.P. No.-4056, Mem No.-FCS-5129

PLACE: New Delhi  
DATED: 25.09.2014

**FORM NO. MGT-13**

**Report of Scrutinizer(s)**

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

To,  
**The Chairman**  
**Advik Laboratories Limited**

**20<sup>th</sup> Annual General Meeting of the Equity Shareholders of Advik Laboratories Limited**  
**Held on Tuesday, 30<sup>th</sup> September, 2014 at 10:00 A.M.**

**Regd. Office: 138, Roz-ka-Meo, Industrial Area,**  
**Sohna, Distt. Mewat – 122103 (Haryana)**  
**India**

Dear Sir,

I, Ashish Kumar Friends, Practicing Company Secretary, Proprietor of M/s A. K. Friends & Co. appointed as scrutinizer(s) for the purpose of the poll taken on the below mentioned resolutions at the 20<sup>th</sup> Annual General Meeting of the Equity Shareholders of Advik Laboratories Limited, held on Tuesday, 30<sup>th</sup> September, 2014 at 10:00 A.M. submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 1(One) ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my 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 and the authorization/proxies lodged with the company.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:

**(a) Resolution 1- To Receive, consider and adopt the Audited Balance Sheet of the Company as on 31<sup>st</sup> March, 2014 and Profit and Loss Account for the year ended on that date and the Auditor's Report thereon and the report of the Directors.**

(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
25 (TWENTY FIVE)	1,711,638	100.00

(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:**

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them	% of Vote
0	0	0

**(b) Resolution 2: Appointment of Mr. Sachin Garg (DIN No. 03320351) as a Director Liable to retire by rotation**

(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
25 (TWENTY FIVE)	1,711,638	100.00

(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:**

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them	% of Vote
0	0	0

**(c) Resolution 3: Re-Appointment of Statutory Auditors**

(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
25 (TWENTY FIVE)	1,711,638	100.00

(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:**

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them	% of Vote
0	0	0

**(d) Resolution 4:- Appointment of Mr. Sachin Garg (DIN No. 03320351) as a Managing Director**

(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
<b>25 (TWENTY FIVE)</b>	<b>1,711,638</b>	<b>100.00</b>

(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:**

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them	% of Vote
0	0	0

**(e) Resolution 5:- Appointment of Mr. Brahm Dutt Sharma (DIN No. 02157681) as an Independent Director**

(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
<b>25 (TWENTY FIVE)</b>	<b>1,711,638</b>	<b>100.00</b>

(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:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them	% of Vote
0	0	0

(f) **Resolution 6:- Appointment of Mr. Manoj Kumar Jain (DIN No. 02573858) as Independent Director of the Company**

(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
<b>25 (TWENTY FIVE)</b>	<b>1,711,638</b>	<b>100.00</b>

(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:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them	% of Vote
0	0	0

(g) **Resolution 7:- Appointment of Mr. Kamal Kishore Sharma (DIN No. 02039980) as Independent Director of the Company**

(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
<b>25 (TWENTY FIVE)</b>	<b>1,711,638</b>	<b>100.00</b>

(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:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them	% of Vote
0	0	0

(h) **Resolution 8:-** Appointment of Ms. Madhu Sharma (DIN No. 06947852) as Director liable to retire by rotation

(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
25 (TWENTY FIVE)	1,711,638	100.00

(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:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them	% of Vote
0	0	0

(i) **Resolution 9:-** Approval of remuneration of Cost Auditor of the Company for the Financial Year ending March 31, 2015

(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
25 (TWENTY FIVE)	1,711,638	100.00

(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:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them	% of Vote



0	0	0
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(j) Resolution 10:- Creation of Mortgage/Hypothecation/Charge on the Movable/Immovable Property of the Company

(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
25 (TWENTY FIVE)	1,711,638	100.00

(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:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them	% of Vote
0	0	0

For A.K. FRIENDS & CO.

*Ashish Kumar Friends*

Ashish Kumar Friends  
Practising Company Secretary  
C.P. No.-4056, Mem No.-FCS-5129

Date: 30.09.2014

Place: Delhi



**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR  
ADVIK LABORATORIES LIMITED**

To  
The Chairman  
M/s ADVIK LABORATORIES LIMITED

**20th Annual General Meeting of the Equity Shareholders of ADVIK LABORATORIES LIMITED to be held on TUESDAY, September 30, 2014 at 10:00 AM at 138, Roz-ka-Meo, Industrial Area, Sohna, Distt. Mewat – 122103 (Haryana)**

**Subject: - Passing of Resolution through electronic AND poll conducted at the AGM of M/s ADVIK LABORATORIES LIMITED held on 30<sup>th</sup> September, 2014**

The Board of the Company had appointed me as a Scrutinizer for the e-voting held between September 22, 2014 at 10:00 A.M. to September 24, 2014 at 5:00 P.M. and for the poll held at the AGM of the Company on the September 30, 2014

The Company has appointed Central Depository Services (India) LIMITED (CDSL) as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company from September 22, 2014 at 10:00 A.M. to September 24, 2014 at 05:00 P.M. The e-voting results were unblocked by me on September 25, 2014 in the presence of two witnesses.

At the 20<sup>th</sup> AGM of the Company held on September 30, 2014, the Chairman of the meeting had suo motto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.



The result of the E-voting together with that of the Poll is as under:

Number of members who cast their votes through e-voting	Total number of Shares held by them	Total number of Valid votes (as per details provided under each one of the Resolution(s) mentioned hereunder
11	4782229	Mentioned under each of the Resolution

Item no of Notice	Type of Voting	Votes in favour of the Resolution		Votes against the resolution		Invalid Votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No. 1 of the Notice (As an Ordinary Resolution)	E-voting	4782229	100	Nil	Nil	Nil	Nil
	Poll	1711638	100	Nil	Nil	Nil	Nil
	Total	6493867	100	Nil	Nil	Nil	Nil
Item No. 2 of the Notice (As an Ordinary Resolution)	E-voting	4782229	100	Nil	Nil	Nil	Nil
	Poll	1711638	100	Nil	Nil	Nil	Nil
	Total	6493867	100	Nil	Nil	Nil	Nil
Item No. 3 of the Notice (As an Ordinary Resolution)	E-voting	4782229	100	Nil	Nil	Nil	Nil
	Poll	1711638	100	Nil	Nil	Nil	Nil
	Total	6493867	100	Nil	Nil	Nil	Nil
Item No. 4 of the Notice (As an Special Resolution)	E-voting	4782229	100	Nil	Nil	Nil	Nil
	Poll	1711638	100	Nil	Nil	Nil	Nil
	Total	6493867	100	Nil	Nil	Nil	Nil
Item No. 5 of the Notice (As an Ordinary Resolution)	E-voting	4782229	100	Nil	Nil	Nil	Nil
	Poll	1711638	100	Nil	Nil	Nil	Nil
	Total	6493867	100	Nil	Nil	Nil	Nil
Item No. 6 of the Notice (As an Ordinary Resolution)	E-voting	4782229	100	Nil	Nil	Nil	Nil
	Poll	1711638	100	Nil	Nil	Nil	Nil
	Total	6493867	100	Nil	Nil	Nil	Nil
Item No. 7 of the Notice	E-voting	4782229	100	Nil	Nil	Nil	Nil



(As an Ordinary Resolution)	Poll	1711638	100	Nil	Nil	Nil	Nil
	Total	6493867	100	Nil	Nil	Nil	Nil
Item No. 8 of the Notice (As an Ordinary Resolution)	E-voting	4782229	100	Nil	Nil	Nil	Nil
	Poll	1711638	100	Nil	Nil	Nil	Nil
	Total	6493867	100	Nil	Nil	Nil	Nil
Item No. 9 of the Notice (As an Ordinary Resolution)	E-voting	4782229	100	Nil	Nil	Nil	Nil
	Poll	1711638	100	Nil	Nil	Nil	Nil
	Total	6493867	100	Nil	Nil	Nil	Nil
Item No. 10 of the Notice (As an Special Resolution)	E-voting	4782229	100	Nil	Nil	Nil	Nil
	Poll	1711638	100	Nil	Nil	Nil	Nil
	Total	6493867	100	Nil	Nil	Nil	Nil

All the Resolutions stands passed under E-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the Votes cast through e-Voting and poll by the Shareholders of the Bank. I shall be arranging to hand over these records to you or such other person authorized by you.

Thanking you  
Yours faithfully,

**For A.K. FRIENDS & CO.**



Ashish Kumar Friends  
Practising Company Secretary  
C.P. No.-4056, Mem No.-FCS-5129

Place: New Delhi  
Dated: 30/09/2014