

Kaushal Doshi & Associates

Practicing Company Secretary

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Report of Scrutinizer

To,

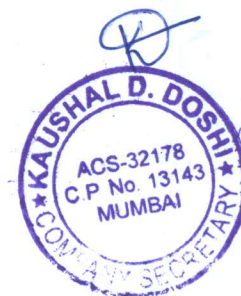
Mr. Manish Shah,
Chairman appointed by the Hon'ble National Company Law Tribunal, Ahmedabad Bench (NCLT), for the Meeting of the Preference Shareholders of Lyka Labs Limited.

Dear Sir,

I, Kaushal Doshi, Practicing Company Secretary (ACS-32178 ,CP:13143) have been appointed by the Hon'ble National Company Law Tribunal(NCLT),Bench at Ahmedabad vide its Order dated 6th February, 2018 as "the Scrutinizer" for the purpose of conducting the voting done through Postal Ballot and poll papers at the venue of the meeting of the Preference Shareholders of Lyka Labs Limited held at 4801/B & 4802/A GIDC Industrial Estate, Ankleshwar 393002, Gujarat, India, on Tuesday, 27th March, 2018 at 1.00 p.m for seeking the approval of the Preference Shareholder to the proposed merger of Lyka Healthcare Limited (Wholly owned Subsidiary) with Lyka Labs Limited.

I submit my report as under:

- (i) The Cut-Off date was Friday, 15th December 2017 for the purpose of deciding the Preference Shareholders entitled to vote through postal Ballot and poll paper at the venue of the meeting on the resolution seeking their approval
- (ii) The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act,2013 and the Rules made thereunder, relating to voting done through postal Ballot and poll paper at the venue of the meeting on the resolution contained in the Notice of the Meeting.



- (iii) The Company had dispatched Notice of the Preference shareholder Meeting on 23rd February, 2018 along with the relevant annexures referred thereto, postal Ballot, proxy form, attendance slip, etc to the Preference shareholder as appearing on the the record of the Company as of the cut-off date, i.e. 15th December, 2017 and also published an advertisement in this regard, in English language in The Indian Express, Ahmedabad edition on 24th February, 2018 and in Gujarati in Sandesh, Ahmedabad edition on 25th February, 2018.
- (iv) The Chairman of the Meeting directed for conducting the voting through poll paper by the Proxyholder of Preference Shareholder who was present at the meeting.
- (v) Empty ballot box kept for polling was locked in presence of Mr Raj Trivedi and Mrs Seema Lohia who is not in employment of the company with due identification marks placed by me.
- (vi) Subsequent to the completion of the voting at the NCLT convened meeting, the locked ballot box was opened in presence of Mr Raj Trivedi and Mrs. Seema Lohia who are not in employment of the company and poll paper were diligently scrutinized.
- (vii) I did not find poll paper invalid.
- (viii) The result of the voting is as under:

Resolution

Approval of the Proposed Merger (By Absorption) embodied in the Scheme of the Merger (By Absorption) of Lyka Healthcare Limited (" Transferor Company) with Lyka Labs Limited (" The Transferee Company")

Report on result of voting through poll paper at the venue of the meeting of Preference Shareholders.



(a) Votes in favor of the Resolution:

Manner of Voting	Number of members voted (by proxy*)	No. of votes cast by members
Voting conducted through poll paper at the venue of the meeting	1	108570
Total	1	108570
% of total value of valid votes cast	100%	
% of total number of members voted	100%	

**The Company has only one Preference shareholder he is in USA, He has appointed Proxy for attending meeting. Quorum requirement is not mentioned in the NCLT order for Preference share holder.*

(b) Votes against the Resolution:

Manner of Voting	Number of members voted (in person or by proxy)	No. of votes cast by members
Voting conducted through poll paper at the venue of the meeting	0	0
Total	0	0
% of total value of valid votes cast	0	
% of total number of members voted	0	

(c) Invalid Votes:

Manner of Voting	Number of members voted (in person or by proxy whose votes were declared invalid*)	No. of votes cast by members
Voting conducted through poll paper at the venue of the meeting	0	0
Total	0	0



- (ix) All relevant records of the voting conducted through poll paper at the venue of the meeting are handed over to the Chairman/Company Secretary of the Company for safe keeping.

Thanking you

Yours truly,

For Kaushal Doshi & Associates



Kaushal Doshi
Company Secretary
COP: 13143 / ACS: 32178

Place: Mumbai

Date: 29th March 2018

Witness 1: Mr. Raj Trivedi



Witness 2: Mrs. Seema Lohia



Counter signed by Chairman.

