

Kaushal Doshi & Associates

Practicing Company Secretary

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SCRUTINIZER'S REPORT

To,

Mr. Manish Shah,

Chairman appointed by the Hon'ble National Company Law Tribunal, Ahmedabad Bench (NCLT), for the Meeting of the Unsecured Creditors 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 poll paper at the venue of the meeting of the Unsecured Creditors of Lyka Labs Limited held at 4801/B & 4802/A GIDC Industrial Estate, Ankleshwar 393002, Gujarat, India, on Tuesday, 27th March, 2018 at 2.30 P.M for seeking the approval of the Unsecured Creditors 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 31st October 2017 for the purpose of deciding the Unsecured Creditors entitled to vote through 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 through 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 unsecured creditor Meeting on 23rd February, 2018 along with the relevant annexures referred thereto, proxy form, attendance slip, etc to the unsecured creditors as appearing on the Register of unsecured creditors as of the cut-off date, i.e. 31st October 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 for the Unsecured Creditors who were 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) After completion of the voting at the NCLT convened meeting, the locked ballot box was subsequently opened in presence Mr Raj Trivedi and Mrs Seema Lohiawho are not in employment of the company and poll papers were diligently scrutinized.
- (vii) The poll papers were reconciled with records maintained by the company and the authorizations/proxies lodged with the company.
- (viii) 10 Ballot/poll Papers were found in the ballot box.
- (ix) I did not found any votes invalid
- (x) Thus, 10 ballot papers were scrutinized for the purpose of Voting.
- (xi) 8 Unsecured creditors representing Rs 1,23,72,549 in value consisting of about 80% of the Unsecured Creditors and about 95.21% of Value , which were Present and voted in favour of the Scheme.
- (xii) 2 Unsecured Creditors of Rs 6,22,683 in value, representing about 20% number of Unsecured creditors and about 4.79% of Value , present and voted against the scheme.
- (xiii) The results 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 (" TheTransferor Company) with Lyka Labs Limited (" The Transferee Company")

Report on result of voting conducted through poll paper at the venue of the meeting of Unsecured Creditors.



(a) Votes in favor of the Resolution:

Number of Unsecured creditors present and voting (in person or by proxies or by authorised representative)	Value of votes cast by unsecured creditors (Rs)	% of Value of votes cast
8	12372549	95.21%

(b) Votes against the Resolution:

Number of Unsecured creditors present and voting (in person or by proxies or by authorised representative)	Value of votes cast by unsecured creditors (Rs)	% of Value of votes cast
2	622683	4.79%

(c) Invalid Votes:

Number of Unsecured creditors present and voting (in person or by proxies or by authorised representative)	Value of votes cast by unsecured creditors (Rs)	% of Value of votes cast
Nil	Nil	Nil

- (xiv) The poll papers and all other relevant records handed over to the Chairman/Company Secretary of the Company for safe keeping.

Thanking you

Place: Mumbai

Date: 29th March 2018

Witness 1: Mr. Raj Trivedi

Raj Trivedi

Witness 2: Mrs Seema Lohia

Seema Lohia

Yours truly,

For Kaushal Doshi & Associates

KDoshi

Kaushal Doshi
Company Secretary
COP: 13143 / ACS: 32178

Counter signed by Chairman.

M. I. Shah

