

1/SEBI/GBSL/AGM/2015-16

29th September, 2016

To,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051
Security Code : GUFICBIO

To,
Listing Department,
Bombay Stock Exchange Limited,
Phiroze Jeejabhoy Towers, Dalal Street,
Mumbai - 400 001
Security Code :509079

Dear Sir,

Sub.: Proceedings of the 32nd Annual General Meeting held on Wednesday 28th September, 2016.

Pursuant to the provisions of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the 32nd Annual General Meeting (AGM) of the Company held on Wednesday, 28th September, 2016 at 2.30 p.m. at Hotel Parle International, B. N. Agarwal Market, Next to Dinanath Mangeshkar Hall, Vile Parle (East), Mumbai - 400 057.

You are requested to kindly take the same on record.

Thanking you

Yours faithfully

For Gufic Biosciences Limited



Ami Shah

Company Secretary & Compliance Officer



Encl.: As stated above.

PROCEEDINGS OF THE 32nd ANNUAL GENERAL MEETING OF THE COMPANY
HELD ON WEDNESDAY, 28th SEPTEMBER, 2016

The 32nd Annual General Meeting (AGM) of the Members of the Company was convened and duly held on Wednesday, 28th September, 2016 at Hotel Parle International, B. N. Agarwal Market, Next to Dinanath Mangeshkar Hall, Vile Parle (East), Mumbai - 400 057 as per Notice dated May 30, 2016 issued by the Company in this regard.

The meeting commenced at 2.30 P.M.

Mr. Jayesh P. Choksi, Chairman of the Company, chaired the meeting.

As the requisite quorum was present, the Chairman called the meeting to order. The Company Secretary introduced the Board Members present on the dais. She informed the members present that:

- The Notice convening the AGM and the Annual Report containing the Audited Financial Statements for the Financial Year ended on 31st March, 2016, Board's Report and Auditors' Report thereon along with relevant annexure were duly dispatched to the shareholders by e-mail and speed post.
- The relevant Registers under the applicable provisions of the Companies Act, 2013 and the rules made thereunder were laid on the table and were open for inspection during the AGM.

The Chairman and Mr. Pranav J. Choksi, Chief Executive Officer and Director of the Company then briefed the Members about the progress, performance and the plans of the Company during the financial year 2015-16.

The Chairman read the qualifications in the Reports of the Statutory Auditors and the Secretarial Auditors and the comments of the Board of Directors on the same.

The Members were informed that:

- As per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation

44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all the members were provided with the facility to exercise voting by electronic means through e-voting platform of Central Depository Services Limited (CDSL) on all the resolutions as set out in the Notice of 32nd AGM.

- The e-voting period commenced on Sunday, 25th September, 2016 at 09.00 a.m. and ended on Monday, 27th September, 2016 at 5.00 p.m.
- The Company had also provided facility for voting through polling papers to facilitate voting by those members who were present at the AGM, either personally or by proxy and who had not cast their vote earlier through remote e-voting on all the resolutions as set out in the Notice of 32nd AGM.
- The Board of Directors had appointed Mr. Gajanan D. Athavale , a Practicing Company Secretary, Mumbai as the scrutinizer to scrutinize the remote e-voting process and for conducting the Poll by way of Polling papers in a fair and transparent manner.

The following items of business, as per the Notice of 32nd AGM dated May 30th, 2016, were then put to vote through Polling Paper (to be voted by only those shareholders who have not casted their vote earlier through remote e-voting) :

Item No.	Agenda Items	Type of Resolution
1	Adoption of Audited Financial Statements for the year ended 31 st March, 2016 along with Reports of the Directors and of the Auditors.	Ordinary
2	Approval of Final Dividend for the financial year 2015-16	Ordinary
3	Appointment of Director in place of Mr. Pankaj J. Gandhi, Whole Time Director, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
4	Ratifying the appointment of M/s. SHR & Co., Chartered Accountants, Mumbai (having FRN: 120491W) as Statutory Auditors of the Company, to hold office from the conclusion of 32 nd Annual General Meeting until the conclusion of 33 rd Annual General Meeting.	Ordinary
5	Ratification of Remuneration of M/s. Kale & Associates , Cost Auditor of the Company for conducting cost audit of the Company for financial year 2016-17	Ordinary
6	Re-appointment of Mr. Pankaj J. Gandhi, Whole Time Director of the Company for 5 years w.e.f September 07, 2016	Ordinary

Item No.	Agenda Items	Type of Resolution
7	Approval of limits for managerial remuneration prescribed under Companies Act, 2013 read with the Rules made thereunder	Ordinary
8	Approval of Related Party Transactions u/s 188 of the Companies Act, 2013	Ordinary
9	Approval of borrowing powers under Section 180(1)(c) of the Companies Act, 2013	Special

Clarifications were provided to the queries raised by the members.

The Chairman further informed the members present that the consolidated results of the voting will be declared within 48 hours of the conclusion of the AGM and will be available on the Company's website www.gufic.com and communicated to the Stock Exchanges where the shares of the Company are listed.

After conclusion of the voting process the meeting ended with a vote of thanks to the Chair.

The meeting concluded at 3.45 p.m.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

For Gufic Biosciences Limited



Ami N. Shah

Company Secretary & Compliance Officer

