



Experience
INDIAN
HEALTHCARE

Poly Medicure Ltd.

POLYMED
Medical Devices

Regd. Office : 232-B, 3rd Floor, Okhla Industrial Estate, Phase - III, New Delhi - 110020, INDIA
Tel : +91-11-26321838, 26321881, 26321899, 26321889, 26321893, Fax : +91-11-26321894, 26321839
E-mail : info@polymedicure.com Website : www.polymedicure.com
CIN : L40300DL1995PLC066923

27.09.2016

Scrip Code: - 531768

The Manager,
Bombay Stock Exchange Limited,
Department of Corporate Services,
Phirozee Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001.

Scrip Code:- POLYMED

The Manager
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1-Block-G
Bandra Kurla Complex, Bandra(E),
Mumbai-400051.

Subject: Outcome and Proceedings of 21st Annual General Meeting of the Company held on 27th September, 2016 at 10.00 a.m. under regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we wish to submit Outcome and Proceedings of the 21st Annual General Meeting of the Company.

Please take the same in your records.

Thanking You

For Poly Medicure Limited

Avinash Chandra
Company Secretary



Enclosures:-

1. Outcome of Annual General Meeting
2. Proceedings of Annual General Meeting



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OUTCOME OF ANNUAL GENERAL MEETING

Pursuant to the applicable provisions of the Companies Act, 2013, the 21st Annual General Meeting of the Company was duly convened at 10:00 A.M. on 27th September, 2016 at Alpha Hall, 2nd Floor, National Co-operative Union of India, 3, Siri Institutional Area, August Kranti Marg, New Delhi-110016.

Shri B.K. Sethi was appointed as Scrutinizer for the purpose of e-voting and poll on the agenda items transacted at Annual General Meeting. Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, e-voting facility was provided to shareholders from 24th September, 2016 (10:00 A.M.) to 26th September, 2016 (5:00 P.M.). Voting by means of Poll was conducted at the Annual General Meeting.

Following resolution(s) were passed by requisite majority by the members of the Company through Voting by means of e-voting and Poll conducted at Annual General Meeting:-

ORDINARY BUSINESS

1. Adoption of Audited Financial Statement of the Company for the Financial Year ended 31st March, 2016, together with, the report of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statement of the Company for the Financial Year ended 31st March, 2016 together with the report of Auditors thereon.
2. To declare dividend on Equity Shares for the Financial Year ended 31st March, 2016.
3. Appointment of Director in place of Shri Rishi Baid (DIN: 00048585) who retires by rotation and is eligible for re-appointment.
4. Ratification of Appointment of M/s. Doogar & Associates, Chartered Accountants (Firm Registration No. 000561N), as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company.

SPECIAL BUSINESS AS SPECIAL RESOLUTION

5. Approval of Employee Stock Option Scheme, 2016.
6. Approval of Sales Contract with M/s. Vitromed Healthcare, Jaipur.
7. Approval of Purchase Contract with M/s. Vitromed Healthcare, Jaipur.
8. Approval of Sales Contract with M/s. Ultra for Medical Product, Egypt.

SPECIAL BUSINESS AS ORDINARY RESOLUTION

9. Approval of the remuneration payable to M/s. Jai Prakash & Co., Cost Accountants, the cost Auditor of the Company.



10. Approval of determination of fees for delivery of any document through a particular mode of delivery to a member.

The detailed results of the voting at the aforesaid meeting pursuant to regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 will be submitted to the stock exchange.

Thanking You

For Poly Medicure Limited



Avinash Chandra
Company Secretary



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PROCEEDINGS OF THE TWENTY FIRST ANNUAL GENERAL MEETING OF POLY MEDICURE LIMITED HELD ON TUESDAY, THE 27TH SEPTEMBER, 2016 AT 10.00 A.M. AT ALPHA HALL, 2ND FLOOR, NATIONAL CO-OPERATIVE UNION OF INDIA, 3, SIRI INSTITUTIONAL AREA, AUGUST KRANTI MARG, NEW DELHI-110016.

PRESENT:

- | | | |
|------------------------------|---|---|
| 1. Shri Devendra Raj Mehta | - | Chairman & Independent Director |
| 2. Shri Prakash Chand Surana | - | Independent Director, Chairman of Audit Committee & Member. |
| 3. Shri Jugal Kishore Baid | - | Director & Member |
| 4. Yeshwant Singh Choudhary | - | Independent Director & Member |
| 5. Dr. Shailendra Raj Mehta | - | Independent Director |
| 6. Smt. Mukulika Baid | - | Director & Member |
| 7. Shri Himanshu Baid | - | Managing Director & Member |
| 8. Shri Rishi Baid | - | Executive Director & Member |

IN ATTENDANCE:

Mr. Avinash Chandra
Mr. J.K. Oswal

Company Secretary
Chief Financial Officer

BY INVITATION:

Mr. Madhusudan Agarwal, representative from M/s. Doogar & Associates, Chartered Accountants, Statutory Auditors of the Company.

Mr. B.K. Sethi, Company Secretary in practice, Secretarial Auditor and Scrutinizer to the Annual General Meeting.

MEMBERS PRESENT

In aggregate 231 Members were present out of which 229 were present in person and 2 Members were present through proxy.

PROCEEDINGS

Mr. Devendra Raj Mehta took the Chair and welcomed the members on the occasion of 21st Annual General Meeting of the Company.

On behalf of the Chairman, the Company Secretary declared that the quorum being present, the meeting was called to order and commenced with the proceedings of the meeting, with the consent of the members present, the notice convening the Annual General Meeting along with financial statement, auditor's report and Directors report thereon were taken as read.

The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Companies Act, 2013 were produced at the meeting and were kept open and accessible during



the continuance of the meeting to the person having right to attend the Meeting, Further, Register of Contracts or arrangements in which directors are interested are maintained under section 189 of Companies Act, 2013 along with Statutory Auditor's Report and Secretarial Auditor's Report were also produced at the commencement of the meeting and were kept open and accessible during the continuance of the meeting to the persons having right to attend the meeting.

Company Secretary of the Company stated that pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 and Secretarial standard (SS-2) issued by ICSI, e-voting facility was provided to shareholders from 24th September, 2016 to 26th September, 2016.

Mr. B.K. Sethi was appointed as Scrutinizer for the purpose of Annual General Meeting and Company Secretary of the company stated that voting by Poll will be carried out at the Annual General Meeting instead of voting by show of hands and dictated the brief procedure thereof.

The following items were transacted at the Annual General Meeting:-

ORDINARY BUSINESS

1. Adoption of Audited Financial Statement of the Company for the Financial Year ended 31st March, 2016, together with, the report of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statement of the Company for the Financial Year ended 31st March, 2016 together with the report of Auditors thereon.
2. To declare dividend on Equity Shares for the Financial Year ended 31st March, 2016.
3. Appointment of Director in place of Shri Rishi Baid (DIN: 00048585) who retires by rotation and is eligible for re-appointment.
4. Ratification of Appointment of M/s. Doogar & Associates, Chartered Accountants (Firm Registration No. 000561N), as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company.

SPECIAL BUSINESS AS SPECIAL RESOLUTION

5. Approval of Employee Stock Option Scheme, 2016.
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SPECIAL BUSINESS AS ORDINARY RESOLUTION

9. Approval of the remuneration payable to M/s. Jai Prakash & Co., Cost Accountants, the cost Auditor of the Company.
10. Approval of determination of fees for delivery of any document through a particular mode of delivery to a member.

The business for the 21st Annual General Meeting of the Company having been transacted, the Company Secretary of the Company invited Mr. Himanshu Baid, Managing Director to conclude the meeting.

Mr. Himanshu Baid thanked the members present and declared the meeting as concluded with the permission of the Chairman.



RESULT

The detailed results of the voting at the aforesaid meeting along with Scrutinizer's Report pursuant to regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 will be submitted to the stock exchange once the same is obtained from Mr. B. K. Sethi, Practicing Company Secretary appointed in this respect.

Thanks & regards

For Poly Medicure Limited



Avinash Chandra
Company Secretary*



Date: 27.09.2016

Place: New Delhi