

**CONSOLIDATED SCRUTINEER'S REPORT FOR REMOTE E-VOTING AND
BALLOT VOTING FOR SAKAR HEALTHCARE LIMITED**

The Chairman,
Sakar Healthcare Limited,
Block No. 10/13,
Village: Changodar,
Sarkhej-Bavla Highway,
Tal: Sanand, Dist: Ahmedabad – 382 213

Sub.: Passing of resolutions through remote electronic and ballot voting conducted at the 15th Annual General Meeting (AGM) of Sakar Healthcare Limited (The Company) (CIN: L24231GJ2004PLC043861) held on 18th September, 2019

Report to the Chairman of the Annual General Meeting of M/s. Sakar Healthcare Limited [CIN- L24231GJ2004PLC043861], a Company incorporated under the Companies Act, 1956 and having its Registered Office at Block No. 10/13, Village: Changodar, Sarkhej-Bavla Highway, Tal: Sanand, Dist: Ahmedabad – 382 213 on the remote E-voting and Ballot voting conducted by the Company to pass 6 items on the agenda as contained in the Notice dated 18th July, 2019 for the 15th Annual General Meeting held on Wednesday, the 18th September, 2019.

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made there under and the Listing Regulations. The responsibility of the undersigned as a Scrutineer for remote e-voting and physical ballot voting is restricted to give a consolidated report on the votes cast by the members for the resolutions as contained in the Notice dated 18th July, 2019, based upon the Report generated from the e-voting platform provided by Central Depository Services (India) Limited [CDSL]. (Extracted report of CDSL e-voting is attached herewith along with Consolidated Scrutineer's report at **Annexure - 1**), the authorised agency engaged by the Company to provide remote e-voting facilities for e-voting and physical ballot voting facilities provided at the 15th Annual General Meeting by the Company/the Registrar and Share Transfer agent of the Company.

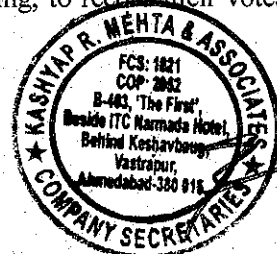
The Board of Directors of the Company at its meeting held on 18th July, 2019 had appointed the undersigned as Scrutineer for the remote E-voting and Ballot voting pursuant to Regulation 44 of SEBI (LODR), Regulations 2015 and relevant sections of the Companies Act, 2013 and Rules made thereunder.

The Company appointed Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility of remote electronic voting to the Shareholders of the Company during remote E-voting period i.e. 9.00 a.m. on Sunday, 15th September, 2019 to 5.00 p.m. on Tuesday, 17th September, 2019. M/s. Link Intime (India) Private Limited is the Registrar and Share Transfer agent of the Company. The cutoff date for remote E-voting was 11th September, 2019.

The Members were required to cast their vote on the resolutions as contained in the Notice dated 18th July, 2019 either electronically conveying their assent or dissent, on remote E-voting platform provided by CDSL or through ballot voting facility provided by the Company at the 15th Annual General Meeting.

The remote E-voting results were unblocked by the undersigned on 18th September, 2019 in the presence of two witnesses viz. **Mr. Yash Mehta**, Chartered Accountant and **Ms. Anal Desai**, Company Secretary, Ahmedabad.

At the 15th AGM of the Company held on 18th September, 2019, ballot voting was conducted to facilitate the members present in the meeting who did not participate in the remote E-voting, to record their votes through ballot voting.



B-403, 'The First', Beside ITC Narmada Hotel, Behind Keshavbaug, Vastrapur, Ahmedabad - 380 015.
Tel. No.: 079-29702975 / 76 / 77 Mobile: 98250.15581 Email : kashyapmehta@hotmail.com Web : www.cskashyap.in

Kindly refer Consolidated Scrutineer's report dated 18th September, 2019 on the results of the remote e-voting and ballot voting at the Annual General Meeting in respect of the said resolutions attached herewith as Annexure - 1.

The following is the voting results of remote E-voting and ballot voting:

Item No.	Brief description of the resolution	Type of Resolution	No. of Shares in favour (Assent) & %	No. of Shares Against (Dissent) & %
1	Adoption of Audited Financial Statements of the Company for the financial year ended 31 st March, 2019, together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary	1,27,47,691 (100.00%)	Nil
2	Re-appointment of Ms. Rita S. Shah, liable to retire by rotation and being eligible, offers herself for re-appointment.	Ordinary	1,27,47,691 (100.00%)	Nil
3	Appointment of Cost Auditors of the Company.	Ordinary	1,27,47,691 (100.00%)	Nil
4	Re-appointment of Mr. Sanjay S. Shah as Managing Director of the Company for a period of 3 years.	Special	1,27,47,691 (100.00%)	Nil
5	Re-appointment of Mr. Aarsh S. Shah as Joint Managing Director of the Company for a period of 3 years.	Special	1,27,47,691 (100.00%)	Nil
6	Re-appointment of Ms. Rita S. Shah as Whole Time Director of the Company for a period of 3 years.	Special	1,27,47,691 (100.00%)	Nil

The Registers for remote e-voting and physical ballots for votes casted by the Shareholders of the Company will be handed over to the Company upon declaration of results.

for KASHYAP R. MEHTA & ASSOCIATES
Company Secretaries



Place: Ahmedabad
Date: 18th September, 2019

WITNESSED BY:

Mr. Yash Mehta
Chartered Accountant

Ms. Anal Desai
Company Secretary

Kashyap R. Mehta
Proprietor
COP No.: 2052
FCS No.: 1821
FRN: S2011GJ166500
PR-583/2019

COUNTERSIGNED BY:

For Sakar Healthcare Limited
Sanjay S. Shah
Chairman & Managing Director

SAKAR HEALTHCARE LIMITED

[CIN: L24231GJ2004PLC043861]

Summary of Remote E-voting & Ballot Voting taken for 15th Annual General Meeting held on 18-09-2019 (Wednesday)

Date of AGM	18-09-2019
Total Number of Shareholders on Cut-Off Date [i.e. 11-09-2019 for Remote e-voting]	302
No. of Shareholders Present in the meeting either in person or through Proxy	15
Promoter & Promoter Group	4
Public	11
No. of Shareholder attended the meeting through Video conferencing	Not arranged
Promoter & Promoter Group	NA
Public	NA



For, KASHYAP R. MEHTA & ASSOCIATES
COMPANY SECRETARIES

KASHYAP R. MEHTA
PROPRIETOR

Resolution - 1

Resolution Required : (Ordinary / Special)				Ordinary					
Whether Promoter / Promoter Group are interested in the Agenda / Resolution ?				No					
Description of Resolution considered				Adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2019, together with the Reports of the Board of Directors and the Auditors thereon.					
Category	Mode of Voting	No of Shares held	No of Votes Polled	% of Votes Polled on outstanding Shares	No of Votes [In Favour]	No of Votes [Against]	% of Votes in Favour on Votes Polled	% of Votes Against on Votes Polled	Invalid Votes
		[1]	[2]	[3] [(2)/(1)]*100	[4]	[5]	[6] [(4)/(2)]*100	[7] [(5)/(2)] * 100	
Promoter & Promoter Group	E-Voting	10770000	10770000	100.00	10770000	0	100.00	0.00	0
	Poll / Ballot		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	10770000	10770000	100.00	10770000	0	100.00	0.00	0
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00	0
	Poll / Ballot		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	0	0	0.00	0	0	0.00	0.00	0
Public Non-Institutions	E-Voting	4191000	1911337	45.61	1911337	0	100.00	0.00	0
	Poll / Ballot		66354	1.58	66354	0	100.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	4191000	1977691	47.19	1977691	0	100.00	0.00	0
Total No. of Shares		14961000	12747691	85.21	12747691	0	100.00	0.00	0
Whether Resolution is Pass or Not						Yes			

Resolution - 2									
Resolution Required : (Ordinary / Special)				Ordinary					
Whether Promoter / Promoter Group are interested in the Agenda / Resolution ?				No					
Description of Resolution considered				Re-Appointment of Ms. Rita S. Shah, liable to retire by rotation and being eligible, offer herself for re-appointment					
Category	Mode of Voting	Total No of Shares held	Total No of Votes Polled	Total % of Votes Polled on outstanding Shares	No of Votes [In Favour]	No of Votes [Against]	% of Votes in Favour on Votes Polled	% of Votes Against on Votes Polled	Invalid Votes
		[1]	[2]	[3] [(2)/(1)]*100	[4]	[5]	[6] [(4)/(2)]*100	[7] [(5)/(2)] * 100	
Promoter & Promoter Group	E-Voting	10770000	10770000	100.00	10770000	0	100.00	0.00	0
	Poll / Ballot		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	10770000	10770000	100.00	10770000	0	100.00	0.00	0
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00	0
	Poll / Ballot		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	0	0	0.00	0	0	0.00	0.00	0
Public Non-Institutions	E-Voting	4191000	1911337	45.61	1911337	0	100.00	0.00	0
	Poll / Ballot		66354	1.58	66354	0	100.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	4191000	1977691	47.19	1977691	0	100.00	0.00	0
	Total No. of Shares	14961000	12747691	85.21	12747691	0	100.00	0.00	0
Whether Resolution is Pass or Not						Yes			

For, KASHYAP R. MEHTA & ASSOCIATES
COMPANY SECRETARIES

KASHYAP R. MEHTA
PROPRIETOR



Resolution - 3

Resolution Required : (Ordinary / Special)				Ordinary					
Whether Promoter / Promoter Group are interested in the Agenda / Resolution ?				No					
Description of Resolution considered				Appointment of Cost Auditors of the Company.					
Category	Mode of Voting	Total No of Shares held	Total No of Votes Polled	Total % of Votes Polled on outstanding Shares	No of Votes [In Favour]	No of Votes [Against]	% of Votes in Favour on Votes Polled	% of Votes Against on Votes Polled	Invalid Votes
		[1]	[2]	[3] [(2)/(1)]*100	[4]	[5]	[6] [(4)/(2)]*100	[7] [(5)/(2)] * 100	
Promoter & Promoter Group	E-Voting	10770000	10770000	100.00	10770000	0	100.00	0.00	0
	Poll / Ballot		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	10770000	10770000	100.00	10770000	0	100.00	0.00	0
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00	0
	Poll / Ballot		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	0	0	0.00	0	0	0.00	0.00	0
Public Non-Institutions	E-Voting	4191000	1911337	45.61	1911337	0	100.00	0.00	0
	Poll / Ballot		66354	1.58	66354	0	100.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	4191000	1977691	47.19	1977691	0	100.00	0.00	0
Total No. of Shares		14961000	12747691	85.21	12747691	0	100.00	0.00	0
Whether Resolution is Pass or Not						Yes			

For, KASHYAP R. MEHTA & ASSOCIATES
COMPANY SECRETARIES

KASHYAP R. MEHTA



Scrutineer : Kashyap R. Mehta, Proprietor, Kashyap R. Mehta and Associates, Ahmedabad

Resolution - 4

Resolution Required : (Ordinary / Special)				Special					
Whether Promoter / Promoter Group are interested in the Agenda / Resolution ?				No					
Description of Resolution considered				Re-appointmentfor of Mr. Sanjay S. Shah as Managing Director of the Company for a period of 3 years.					
Category	Mode of Voting	Total No of Shares held	Total No of Votes Polled	Total % of Votes Polled on outstanding Shares	No of Votes [In Favour]	No of Votes [Against]	% of Votes in Favour on Votes Polled	% of Votes Against on Votes Polled	Invalid Votes
		[1]	[2]	[3] [(2)/(1)]*100	[4]	[5]	[6] [(4)/(2)]*100	[7] [(5)/(2)] * 100	
Promoter & Promoter Group	E-Voting	10770000	10770000	100.00	10770000	0	100.00	0.00	0
	Poll / Ballot		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	10770000	10770000	100.00	10770000	0	100.00	0.00	0
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00	0
	Poll / Ballot		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	0	0	0.00	0	0	0.00	0.00	0
Public Non-Institutions	E-Voting	4191000	1911337	45.61	1911337	0	100.00	0.00	0
	Poll / Ballot		66354	1.58	66354	0	100.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	4191000	1977691	47.19	1977691	0	100.00	0.00	0
Total No. of Shares		14961000	12747691	85.21	12747691	0	100.00	0.00	0
Whether Resolution is Pass or Not						Yes			

For, KASHYAP R. MEHTA & ASSOCIATES
COMPANY SECRETARIES

KASHYAP R. MEHTA



Resolution - 5									
Resolution Required : (Ordinary / Special)				Special					
Whether Promoter / Promoter Group are interested in the Agenda / Resolution ?				No					
Description of Resolution considered				Re-appointment of Mr. Aarsh S. Shah as Joint Managing Director of the Company for a period of 3 years					
Category	Mode of Voting	Total No of Shares held	Total No of Votes Polled	Total % of Votes Polled on outstanding Shares	No of Votes [In Favour]	No of Votes [Against]	% of Votes in Favour on Votes Polled	% of Votes Against on Votes Polled	Invalid Votes
		[1]	[2]	[3] [(2)/(1)]*100	[4]	[5]	[6] [(4)/(2)]*100	[7] [(5)/(2)] * 100	
Promoter & Promoter Group	E-Voting	10770000	10770000	100.00	10770000	0	100.00	0.00	0
	Poll / Ballot		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	10770000	10770000	100.00	10770000	0	100.00	0.00	0
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00	0
	Poll / Ballot		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	0	0	0.00	0	0	0.00	0.00	0
Public Non-Institutions	E-Voting	4191000	1911337	45.61	1911337	0	100.00	0.00	0
	Poll / Ballot		66354	1.58	66354	0	100.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	4191000	1977691	47.19	1977691	0	100.00	0.00	0
	Total No. of Shares	14961000	12747691	85.21	12747691	0	100.00	0.00	0
				Whether Resolution is Pass or Not			Yes		

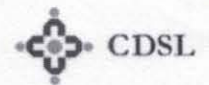
Resolution - 6

Resolution Required : (Ordinary / Special)				Special					
Whether Promoter / Promoter Group are interested in the Agenda / Resolution ?				No					
Description of Resolution considered				Re-appointment of Ms. Rita S. Shah as Whole Time Director of the Company for a period of 3 years.					
Category	Mode of Voting	Total No of Shares held	Total No of Votes Polled	Total % of Votes Polled on outstanding Shares	No of Votes [In Favour]	No of Votes [Against]	% of Votes in Favour on Votes Polled	% of Votes Against on Votes Polled	Invalid Votes
		[1]	[2]	[3] [(2)/(1)] * 100	[4]	[5]	[6] [(4)/(2)] * 100	[7] [(5)/(2)] * 100	
Promoter & Promoter Group	E-Voting	10770000	10770000	100.00	10770000	0	100.00	0.00	0
	Poll / Ballot		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	10770000	10770000	100.00	10770000	0	100.00	0.00	0
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00	0
	Poll / Ballot		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	0	0	0.00	0	0	0.00	0.00	0
Public Non-Institutions	E-Voting	4191000	1911337	45.61	1911337	0	100.00	0.00	0
	Poll / Ballot		66354	1.58	66354	0	100.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	4191000	1977691	47.19	1977691	0	100.00	0.00	0
Total No. of Shares		14961000	12747691	85.21	12747691	0	100.00	0.00	0
Whether Resolution is Pass or Not						Yes			

For KASHYAP R. MEHTA & ASSOCIATES
NAY SECRETARIES

KASHYAP R. MEHTA
FOR





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18th September, 2019

Listing Department,
National Stock Exchange Limited
Exchange Plaza, C-1 Block-G
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Corporate Office :
406, Silver Oaks Comm. Complex,
Opp. Arun Society, Paldi,
Ahmedabad-380 007. Gujarat, India.
Phone : 079-26584655
Fax : 079-26588054
CIN No. : L24231GJ2004PLC043861
E-mail : info@sakarhealthcare.com
Web : www.sakarhealthcare.com

Symbol: SAKAR

Dear Sir,

**Sub: Declaration of Results of Resolutions passed at the 15th Annual General Meeting
and Submission of Scrutiniser's Report**

This is to inform you that pursuant to Section 108 of Companies Act, 2013 and Rules made there under and Regulation 44 of SEBI (LODR), Regulations 2015, the Company provided remote e – voting and voting through ballot forms facilities to the Members of the Company for 15th Annual General Meeting.

Based on the Scrutiniser's Consolidated Report, all the 6 (Six) Resolutions contained in the 15th Annual General Meeting Notice dated 18th July, 2019 have been duly passed on the date of 15th AGM i.e. 18th September, 2019 and the same has been attached as Annexure – I along with Declaration of results.

Thanking you,

Yours faithfully,
For SAKAR HEALTHCARE LIMITED


HEMA ADVANI
COMPANY SECRETARY





Corporate Office :
406, Silver Oaks Comm. Complex,
Opp. Arun Society, Paldi,
Ahmedabad-380 007. Gujarat, India.
Phone : 079-26584655
Fax : 079-26588054
CIN No. : L24231GJ2004PLC043861
E-mail : info@sakarhealthcare.com
Web : www.sakarhealthcare.com

DECLARATION OF RESULTS OF REMOTE E-VOTING & BALLOT VOTING IN RESPECT OF 15TH ANNUAL GENERAL MEETING HELD ON 18TH SEPTEMBER, 2019

In terms of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Reg. 44 of SEBI (LODR), Regulations 2015, **Sakar Healthcare Limited** provided remote e-voting facility and facility of voting through Ballot to the Members vide notice dated 18th July, 2019 of 15th AGM. Members voted through remote e-voting from 15th September, 2019 to 17th September, 2019. Further on 18th September, 2019, the day of the 15th AGM physical ballot forms were distributed to those members present in person or by proxy who could not exercise their votes through remote e-voting, to enable them to vote through ballot voting.

The Board appointed Mr. Kashyap R. Mehta, Proprietor, M/s. Kashyap R. Mehta & Associates, Company Secretaries, Ahmedabad as Scrutineer to scrutinize the votes cast through remote e-voting and ballot voting. Scrutineer prepared and submitted the Consolidated Scrutinizer's Report on the remote e-voting and ballot voting on 18th September, 2019 in terms of the said Rule 20.

Based on the Scrutinizer's Consolidated Report dated 18th September, 2019, I hereby declare that all the 6 (Six) Resolutions contained in the Company's Notice dated 18th July, 2019 of 15th AGM have been duly passed on the date of 15th AGM as per the details given below:

Item No.	Brief description of the resolution	No. of Shares/Votes in favour (Assent) & %	No. of Shares/Votes Against (Dissent) & %	Passed as
1.	Ordinary Resolution for adoption of the Audited Financial Statements of the Company for the financial year ended 31 st March, 2019, the reports of the Board of Directors and Auditors thereon.	1,27,47,691 (100.00%)	Nil	Ordinary Resolution
2.	Special Resolution for re-appointment of Ms. Rita S. Shah, liable to retire by rotation and being eligible, offers himself for re-appointment.	1,27,47,691 (100.00%)	Nil	Ordinary Resolution
3.	Ordinary Resolution for Consideration of Remuneration payable to Cost Auditors of the Company pursuant to Section 148 of the Companies Act, 2013.	1,27,47,691 (100.00%)	Nil	Ordinary Resolution
4.	Special Resolution for re-appointment of Mr. Sanjay S. Shah as Managing Director of the Company for a period of 3 years.	1,27,47,691 (100.00%)	Nil	Special Resolution
5.	Special Resolution for re-appointment of Mr. Aarsh S. Shah as Joint Managing Director of the Company for a period of 3 years.	1,27,47,691 (100.00%)	Nil	Special Resolution
6.	Special Resolution for re-appointment of Ms. Rita S. Shah as Whole Time Director of the Company for a period of 3 years.	1,27,47,691 (100.00%)	Nil	Special Resolution

Place: Ahmedabad
Date: 18th September, 2019



For Sakar Healthcare Limited

Sanjay S. Shah
Sanjay S. Shah
Managing Director

18th September, 2019

To,
National Stock Exchange of India Limited
 Exchange Plaza, Plot No. C / 1, G Block,
 BandraKurla Complex – Bandra (E)
 Mumbai 400051

Corporate Office :
 406, Silver Oaks Comm. Complex,
 Opp. Arun Society, Paldi,
 Ahmedabad-380 007. Gujarat, India.
 Phone : 079-26584655
 Fax : 079-26588054
 CIN No. : L24231GJ2004PLC043861
 E-mail : info@sakarhealthcare.com
 Web : www.sakarhealthcare.com

ISIN No.: INE732S01012

Dear Sir;

**Sub: Declaration of Results of Resolutions passed at the 15th Annual General Meeting
 and Submission of Scrutiniser's Report**

This is to inform you that pursuant to section 108 of Companies Act, 2013 and Rules made there under and Regulation 44 of SEBI (LODR), Regulations 2015, the Company provided remote e – voting and voting through ballot forms facilities to the Members of the Company for 15th Annual General Meeting.

Based on the Scrutiniser's Consolidated Report, all the 6 (Six) Resolutions contained in the 15th Annual General Meeting Notice dated 18th July, 2019 have been duly passed on the date of 15th AGM i.e. 18th September, 2019 as per the details given below:

Date of AGM	September 18, 2019
No. of Shareholders on Cut-off date i.e. September 11, 2019 for remote e-voting	302
No. of Shareholders present at AGM either in person or through proxy:	Total:
Promoters & Promoter Group:	4
Public:	11
No. Of Shareholders attended the meeting through video conferencing	Not arranged
Promoters & Promoter Group:	
Public:	



Agenda Wise:

The mode of voting for all the Resolutions of 15th AGM was remote e-voting and Ballot voting. The combined result of Remote E-voting and Ballot voting for all the Resolutions respectively is as under:

Resolution required: (Ordinary/ Special) (No. 1)			Ordinary Resolution Adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2019, together with the Reports of the Board of Directors and the Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes- in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	10770000	10770000	100.00	10770000	Nil	100.00	Nil
	Poll/Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		10770000	100.00	10770000	Nil	100.00	Nil
Public-Institutions	E-Voting	Nil	Not Applicable					
	Poll/Ballot							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4191000	1911337	45.61	1911337	Nil	100.00	Nil
	Poll/Ballot		66354	1.58	66354	Nil	100.00	Nil
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1977691	47.19	1977691	Nil	100.00	Nil
Total		14961000	12747691	85.21	12747691	Nil	100.00	Nil



Resolution required: (Ordinary/ Special) (No. 2)			Ordinary Resolution					
			Re-Appointment of Ms. Rita S. Shah, liable to retire by rotation and being eligible, offer herself for re-appointment					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes— in favour	No. of Votes— against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	10770000	10770000	100.00	10770000	Nil	100.00	Nil
	Poll/Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		10770000	100.00	10770000	Nil	100.00	Nil
Public-Institutions	E-Voting	Nil	Not Applicable					
	Poll/Ballot							
	Postal Ballot (if applicable)							
	Total							
Public-Institutions Non	E-Voting	4191000	1911337	45.61	1911337	Nil	100.00	Nil
	Poll/Ballot		66354	1.58	66354	Nil	100.00	Nil
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1977691	47.19	1977691	Nil	100.00	Nil
Total		14961000	12747691	85.21	12747691	Nil	100.00	Nil



Resolution required: (Ordinary/ Special) (No. 3)			Ordinary Resolution Approval of remuneration payable to Cost Auditors of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	10770000	10770000	100.00	10770000	Nil	100.00	Nil
	Poll/Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		10770000	100.00	10770000	Nil	100.00	Nil
Public-Institutions	E-Voting	Nil	Not Applicable					
	Poll/Ballot							
	Postal Ballot (if applicable)							
	Total							
Public-Non Institutions	E-Voting	4191000	1911337	45.61	1911337	Nil	100.00	Nil
	Poll/Ballot		66354	1.58	66354	Nil	100.00	Nil
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1977691	47.19	1977691	Nil	100.00	Nil
Total		14961000	12747691	85.21	12747691	Nil	100.00	Nil



Resolution required: (Ordinary/ Special) (No. 4)			Special Resolution Re-appointment of Mr. Sanjay S. Shah as Managing Director of the Company for a period of 3 years					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes— in favour (4)	No. of Votes — against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	10770000	10770000	100.00	10770000	Nil	100.00	Nil
	Poll/Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		10770000	100.00	10770000	Nil	100.00	Nil
Public-Institutions	E-Voting	Nil	Not Applicable					
	Poll/Ballot							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4191000	1911337	45.61	1911337	Nil	100.00	Nil
	Poll/Ballot		66354	1.58	66354	Nil	100.00	Nil
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1977691	47.19	1977691	Nil	100.00	Nil
Total		14961000	12747691	85.21	12747691	Nil	100.00	Nil



Resolution required: (Ordinary/ Special) (No. 5)			Special Resolution Re-appointment of Mr. Aarsh S. Shah as Joint Managing Director of the Company for a period of 3 years					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes— in favour (4)	No. of Votes — against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	10770000	10770000	100.00	10770000	Nil	100.00	Nil
	Poll/Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		10770000	100.00	10770000	Nil	100.00	Nil
Public-Institutions	E-Voting	Nil	Not Applicable					
	Poll/Ballot							
	Postal Ballot (if applicable)							
	Total							
Public-Institutions Non	E-Voting	4191000	1911337	45.61	1911337	Nil	100.00	Nil
	Poll/Ballot		66354	1.58	66354	Nil	100.00	Nil
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1977691	47.19	1977691	Nil	100.00	Nil
Total		14961000	12747691	85.21	12747691	Nil	100.00	Nil



Resolution required: (Ordinary/ Special) (No. 6)			Special Resolution Re-appointment of Ms. Rita S. Shah as Whole Time Director of the Company for a period of 3 years					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes- in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	10770000	10770000	100.00	10770000	Nil	100.00	Nil
	Poll/Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		10770000	100.00	10770000	Nil	100.00	Nil
Public-Institutions	E-Voting	Nil	Not Applicable					
	Poll/Ballot							
	Postal Ballot (if applicable)							
	Total							
Public-Institutions Non	E-Voting	4191000	1911337	45.61	1911337	Nil	100.00	Nil
	Poll/Ballot		66354	1.58	66354	Nil	100.00	Nil
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1977691	47.19	1977691	Nil	100.00	Nil
Total		14961000	12747691	85.21	12747691	Nil	100.00	Nil



Thus, the Resolutions no. 1 to 3 have been passed as Ordinary Resolutions and Resolutions no. 4 to 6 have been passed as Special Resolutions.

This is in compliance with Reg. 44 of SEBI (LODR), Regulations 2015.

Kindly find the same in order and acknowledge receipt of the same.

Thanking you,

Yours faithfully,

For SAKAR HEALTHCARE LIMITED



HEMA ADVANI
COMPANY SECRETARY

Encl: Scrutiniser's Report and Declaration of Results

C.C: Central Depository Services (India) Ltd.,
Phiroze Jeejeebhoy Towers,
28th Floor,
Dalal Street, Fort,
Mumbai- 400 023.
ISIN No. INE732S01012



18th September, 2019

Listing Department,
National Stock Exchange Limited
Exchange Plaza, C-1 Block-G
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Symbol: SAKAR

Dear Sir;

Sub: Minutes of 15th Annual General Meeting

We are enclosing herewith copy of the Minutes of the 15th Annual General Meeting of the Company held on 18th September, 2019 for your records.

This is in compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements).

Kindly find the same in order and acknowledge receipt of the same.

Thanking you,

Yours faithfully,
For SAKAR HEALTHCARE LIMITED

HEMA ADVANI
COMPANY SECRETARY



Encl: As above

Corporate Office :
406, Silver Oaks Comm. Complex,
Opp. Arun Society, Paldi,
Ahmedabad-380 007. Gujarat, India.
Phone : 079-26584655
Fax : 079-26588054
CIN No. : L24231GJ2004PLC043861
E-mail : info@sakarhealthcare.com
Web : www.sakarhealthcare.com

SAKAR HEALTHCARE LIMITED

[CIN: L24231GJ2004PLC043861]

Registered Office:

Block No. 10/13, Village: Changodar, Sarkhej-Bavla Highway,

Tal: Sanand, Dist: Ahmedabad – 382 213

MINUTES OF THE 15TH ANNUAL GENERAL MEETING

THE 15TH ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF THE COMPANY HELD ON WEDNESDAY, THE 18TH SEPTEMBER, 2019 AT THE REGISTERED OFFICE OF THE COMPANY AT BLOCK NO. 10/13, VILLAGE: CHANGODAR, SARKHEJ-BAVLA HIGHWAY, TAL: SANAND, DIST: AHMEDABAD – 382 213 AT 2.00 P.M. AND CONCLUDED AT 2.20 P.M.

MEMBERS PRESENT:

Total 15 members were present throughout the meeting that constituted valid quorum.

CHAIRMAN:

Mr. Sanjay S. Shah, Chairman occupied the Chair to lead the meeting and declared the Meeting to be in order.

Then the Chairman welcomed the members present at the meeting.

The following Directors of the Company were also present in the meeting:

- | | | |
|----|---------------------------|------------------------------|
| 1. | Mr. Sanjay S. Shah | Chairman & Managing Director |
| 2. | Ms. Rita S. Shah | Whole time Director |
| 3. | Mr. Aarsh S. Shah | Joint Managing Director |
| 4. | Mr. Prashant C. Srivastav | Director |

IN ATTENDANCE:

- | | | |
|----|-----------------------|----------------------|
| 1. | Mr. Johnny G. Kudilil | CFO |
| 2. | Ms. Hema Advani | Company Secretary |
| 3. | Mr. Kashyap R. Mehta | Secretarial Auditors |

DIRECTORS PRESENT:

The Chairman informed that all Directors which include Chairman of the Committees were present. The Chairman explained the reasons for absence of Mr. Hardik P. Mehta and Mr. Shailesh B. Patel.

AUDITORS:

The Chairman informed that the Statutory Auditors of the Company were exempted to attend this Annual General Meeting for which the Board of Directors have passed necessary resolution.

PROXY:

The Chairman announced that no proxies were received by the Company upto 48 hours before the time fixed for AGM. The Chairman also announced that the Register of Proxies was kept opened for inspection.

REGISTER OF DIRECTORS & KMP, THIER SHAREHOLDING AND STATUTORY & SECRETARIAL AUDITORS' REPORT:

The Chairman announced that as required under Section 171(b) of the Companies Act, 2013 and Secretarial Standards, the Register of Directors & KMP, their shareholding were open during the continuance of the meeting for inspection to the members.

NOTICE OF THE MEETING:

The Chairman instructed Ms. Hema Advani to read the Notice dated 18th July, 2019 in connection with convening of 15th Annual General Meeting on 18th September, 2019.

Ms. Hema Advani, with the permission of the Members present in the meeting took notice dated 18th July, 2019 as read.

READING OF STATUTORY & SECREATARIAL AUDITORS' REPORT:

The Chairman instructed Ms. Hema Advani, Company Secretary to read Statutory & Secretarial Auditors' Report to the Shareholders of the Company for the year ended on 31st March, 2019 and then Ms. Hema Advani read the same.

E-VOTING & BALLOT VOTING:

The Chairman informed the members that in terms of Section 108 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of SEBI (LODR) Regulations, 2015, the Company had provided remote e-voting facility to the members vide 15th AGM Notice dated 18th July, 2019 dispatched to the members. Members voted through remote e-voting between **e-voting periods from 15th September, 2019 to 17th September, 2019. The Chairman informed further that E-voting facility was not made available at the AGM venue.**

The Chairman instructed to distribute physical Ballot forms to the members present in person or by proxy at the 15th Annual General Meeting to enable those members to cast vote who have not opted for e-voting as voting by show of hands would not be allowed in the 15th Annual General Meeting in terms of provisions of Section 107 of the Companies Act, 2013 and the provisions for demand of Poll would not be also applicable or relevant in view MCA's clarification dated 17th June, 2014.

The Chairman informed members that the Board had appointed **Mr. Kashyap R. Mehta, Proprietor of M/s. Kashyap R. Mehta & Associates, Company Secretaries, Ahmedabad as Scrutinizers** to scrutinize the votes casted through e-voting and Ballot voting. The Scrutinizer prepared the Report on e-voting & Ballot voting and would submit consolidated Scrutinizer's Report within 48 hours of the conclusion of 15th AGM.

CHAIRMAN'S STATEMENT:

The Chairman informed the members about the general progress of the Company and then invited queries, if any, from the members present at the meeting. Some of the members present at the meeting asked few queries which the Chairman adequately answered.

ORDINARY BUSINESS:

ITEM NO. 1

ADOPTION OF DIRECTORS' REPORT AND AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2018-19:

The Chairman placed before the meeting the Audited Financial Statements of the Company for the financial year ended on 31st March, 2019 including Reports of the Directors and Auditors there on for the consideration and adoption of the same in the meeting by the Members of the Company and moved the following resolution as an ORDINARY RESOLUTION:

ORDINARY RESOLUTION:

“RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended on 31st March, 2019 including Reports of the Directors and Auditors there on which have already been circulated to the Members and laid before this meeting be and are hereby approved and adopted.”

The aforesaid resolution was proposed by the Chairman and seconded by Mr. Narendra Ambalal.

The Chairman declared the result on the above Resolution on the basis of Consolidated Final Report of the Scrutinizer as under:

	Remote E-voting	Ballot Voting	Consolidated Voting
Favour	1,26,81,337	66,354	1,27,47,691
Against	-	-	-
Total	1,26,81,337	66,354	1,27,47,691

The Chairman then declared to have passed the above Resolution as an Ordinary Resolution.

ITEM NO. 2

RE-APPOINTMENT OF MS. RITA S. SHAH AS DIRECTOR OF THE COMPANY:

The Chairman informed the members that Ms. Rita S. Shah retires by rotation from the office of Director at this 15th Annual General Meeting and that she being eligible has offered herself for reappointment as a Director of the Company.

Ms. Kiran Narendrakumar proposed and Ms. Shreya N. Jain seconded the proposal that the following resolution reappointing Ms. Rita S. Shah as a Director of the Company, liable to retire by rotation, be passed as an ORDINARY RESOLUTION:

ORDINARY RESOLUTION:

“RESOLVED THAT the retiring Director, Ms. Rita S. Shah (DIN –01515340) in terms of Section 152(6) of the Companies Act, 2013 be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

The Chairman declared the result on the above Resolution on the basis of Consolidated Final Report of the Scrutinizer as under:

	Remote E-voting	Ballot Voting	Consolidated Voting
Favour	1,26,81,337	66,354	1,27,47,691
Against	-	-	-
Total	1,26,81,337	66,354	1,27,47,691

The Chairman then declared to have passed the above Resolution as an Ordinary Resolution.

SPECIAL BUSINESS:

ITEM NO. 3

APPROVAL OF REMUNERATION PAYABLE TO COST AUDITORS OF THE COMPANY:

The Chairman instructed Ms. Hema Advani to read the Explanatory Statement under Section 102 of the Companies Act, 2013 annexed to the notice of the Meeting which was as under:

‘The Board of Directors of the Company, on the recommendation of the Audit Committee, appointed that M/s. Dalwadi & Associates, Cost Accountants, Ahmedabad (Firm Registration No. 000338), as Cost Auditors for the financial year 2019-20.

As per Section 148 of Companies Act, 2013 and applicable rules there under, the remuneration payable to the cost auditors is to be ratified by the members of the Company.

The Board considers the remuneration payable to the cost auditors as fair and recommends the resolution contained in item no. 3 of the notice for approval of the members.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this resolution.

The Board recommends the resolution for your approval as an Ordinary Resolution.’

Mr. Sanket N. Jain proposed and Mr. Paresh Sukhadiya seconded the said proposal that the following Resolution for approval of remuneration payable to Cost Auditors of the Company be passed as an ORDINARY RESOLUTION:

ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. Dalwadi & Associates, Cost Accountants, Ahmedabad (Firm Registration No. 000338), appointed as Cost Auditors by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the Financial Year 2019-20, be paid a remuneration of Rs. 50,000/- (Rupees Fifty Thousand only) plus taxes as applicable and reimbursement of out of pocket expenses incurred by them in connection with the aforesaid audit.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary to give effect to this resolution.”

The Chairman declared the result on the above Resolution on the basis of Consolidated Final Report of the Scrutinizer as under:

	Remote E-voting	Ballot Voting	Consolidated Voting
Favour	1,26,81,337	66,354	1,27,47,691
Against	-	-	-
Total	1,26,81,337	66,354	1,27,47,691

The Chairman then declared to have passed the above Resolution as an Ordinary Resolution.

Thereafter, Mr. Sanjay S. Shah announced that he is interested in Items No. 4, 5 and 6 and hence with the Consent of members present at the meeting, he requested Mr. Paresh Sukhadiya to take Chair and conduct the proceeding of Items No. 4, 5 and 6 of the Notice.

Thereafter, Mr. Paresh Sukhadiya took the Chair and continued the proceeding of the meeting.

ITEM NO. 4

RE-APPOINTMENT OF MR. SANJAY S. SHAH AS MANAGING DIRECTOR OF THE COMPANY FOR A PERIOD OF 3 YEARS:

The Chairman instructed Ms. Hema Advani to read the Explanatory Statement under Section 102 of the Companies Act, 2013 annexed to the notice of the Meeting which was as under:

‘Shareholders may recall that the Board of Directors, on the recommendation of Nomination and Remuneration Committee, in their meeting held on 1st December, 2018 have reappointed Mr. Sanjay S. Shah as Managing Director for a period of 3 years i.e. from 1st December, 2018 to 30th November, 2021.

The major terms of the remuneration of Managing Director are as under:

I. PERIOD:

The term of the Managing Director shall be for a period of three years from 1st December, 2018 to 30th November, 2021.

II. REMUNERATION:

A. SALARY:

The Managing Director shall be entitled to monthly salary up to Rs. 5,00,000/-.

B. PERQUISITES:

1. House rent allowance @ 10 % of salary.
2. Contribution to Provident Fund, Superannuation Fund and Annuity Fund to the extent these either singly or together are not taxable under the Income- tax Act, 1961.
3. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
4. Encashment of leave at the end of the tenure.
5. Reimbursement of Medical expenses for himself and family.

6. Free use of Company's car for Company's business and free telephone facility at residence.
7. Leave Travel Concession for himself and family once in a year as per rules of Company.

C. COMMISSION:

The Managing Director shall be entitled to commission of 1 % of the net profits of the Company so that for any year of aggregate of salary, perquisites and commission shall not exceed the overall ceilings laid down under Section 197 of the Companies Act, 2013.

III. The Managing Director shall be entitled to reimbursement of expenses incurred by him in connection with the business of the Company.

IV. DUTIES:

Subject to the superintendence, direction and control of the Board of Directors of the Company, the Managing Director shall be entrusted with substantial powers of management and also such other duties and responsibilities as may be entrusted to him by the Board of Directors from time to time. The headquarter of the Managing Director shall be at Ahmedabad or at such place as the Board of Directors may decided from time to time.

V. TERMINATION:

The Managing Director may be removed from his office for gross negligence, breach of duty or trust if the Company in its General Meeting to that effect passes a special Resolution. The Managing Director may resign from his office by giving 30 days' notice to the Company.

VI. COMPENSATION:

In the event of termination of office of Managing Director takes place before the expiration of tenure thereof, Managing Director shall be entitled to receive compensation from the Company for loss of office to the extent and subject to limitation as provided under section 202 of the Companies Act, 2013.

The following is the details of interest of Directors/ Key Managerial Personnel/ Relative of Director/ Relative of Key Managerial Personnel:

Sr. No	Category	Name of Interested Director / KMP	Financial Interest	Non- Financial Interest
1.	Director	Mr. Sanjay S. Shah	Relates to his reappointment as Managing Director, he may be deemed to be concerned or interested in the business	
2.	Key Managerial Personnel	-	-	-
3.	Relative of Director	Mr. Aarsh S. Shah Ms. Rita S. Shah	Relates to appointment of Mr. Sanjay S. Shah as Managing Director, who is relative and, therefore, they both may be deemed to be concerned or interested in the business	
4.	Relative of Key Managerial Personnel	-	-	-

The following are the information required under Section II of Part II of Schedule V of the Companies Act, 2013:

Sr. No		Particulars	Information
I		GENERAL INFORMATION	
	1	Nature of industry	Pharmaceutical and plastic industry
	2	Date or expected date of commencement of commercial production	Already Commenced
	3	In case of new companies , expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A.
	4	Financial performance based on given indicators	Rs.68.25Crore turnover (2018-19)
	5	Exports performance and net foreign exchange collaborations	NIL
	6	Foreign investments or collaborations, if any.	NIL
II		INFORMATION ABOUT THE APPOINTEE	
	1	Background details	Master of Business Administration
	2	Past remuneration	Rs. 2.00 lakh p.m. + Perquisites
	3	Recognition or awards	-
	4	Job profile and his suitability	Experience of more than a decade in the field of pharmaceutical, mineral water and plastic industry
	5	Remuneration proposed	Up to Rs. 5.00 lakh p.m. + Perquisites
	6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w. r. t the country of his origin.)	Remuneration is in commensurate with experience & qualifications.
	7	Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel , if any	Mr. Sanjay S. Shah is the Managing Director of the Company.
III		OTHER INFORMATION	
	1	Reasons of loss or inadequate profits	High Interest Cost High Market competition
	2	Steps taken or proposed to be taken for improvement	Rationalisation of existing product Range and Opening new Markets
	3	Expected increase in productivity and profits in measurable terms	Turnover expected to increase
IV		DISCLOSURES	
	1	The shareholders of the Company shall be informed of the remunerations package of the managerial person	The shareholders have been informed in the notice of 15 th Annual General Meeting.
	2	The following disclosure shall be mentioned in the Board of Director's	Yes

		report under the heading “Corporate Governance” , if any , attached to the annual report:	
	2(i)	All elements of remuneration package such as salary, benefits, bonuses, stock, stock options, pension, etc., of all the directors;	As mentioned above
	2(ii)	Details of fixed component and performance linked incentives along with the performance criteria;	No performance linked incentives.
	2(iii)	Service contracts, notice period, severance fees;	90 days’ Notice.
	2(iv)	Stock option details , if any , and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable;	N.A.

None of the Directors, Key Managerial Personnel or their relatives except Mr. Sanjay S. Shah, Ms. Rita S. Shah and Mr. Aarsh S. Shah are in any way concerned or interested, financially or otherwise in this resolution.

The Board recommends the resolution for your approval as a Special Resolution.’

Mr. Johnny Kudilil proposed and Ms. Pushpa John Ponmany seconded the said proposal that the following Resolution for re-appointment of Mr. Sanjay S. Shah as Managing Director of the Company be passed as a SPECIAL RESOLUTION:

SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 188, 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Company do hereby accord its approval to the re-appointment of Mr. Sanjay S. Shah as Managing Director of the Company, not liable to retire by rotation, for a period of 3 years with effect from 1st December, 2018 to 30th November, 2021 on the terms and conditions and the remuneration (which have been approved by Nomination and Remuneration Committee) and that he be paid remuneration (even in the year of losses or inadequacy of profit) by way of Salary, perquisites and Commission not exceeding the amount thereof as set out in the Explanatory Statement which is permissible under Section II of Part II of Schedule V of the Companies Act, 2013.”

“RESOLVED FURTHER THAT the extent and scope of Salary and Perquisites as specified in the Explanatory Statement be altered, enhanced, widened or varied by the Board of Directors in accordance with the relevant provisions of the Companies Act, 2013 for the payment of managerial remuneration in force during the tenure of the Executive Director without the matter being referred to the Company in General Meeting again.”

The Chairman declared the result on the above Resolution on the basis of Consolidated Final Report of the Scrutinizer as under:

	Remote E-voting	Ballot Voting	Consolidated Voting
Favour	1,26,81,337	66,354	1,27,47,691
Against	-	-	-
Total	1,26,81,337	66,354	1,27,47,691

The Chairman then declared to have passed the above Resolution as a Special Resolution.

ITEM NO. 5

RE-APPOINTMENT OF MR. AARSH S. SHAH AS JOINT MANAGING DIRECTOR OF THE COMPANY FOR A PERIOD OF 3 YEARS:

The Chairman instructed Ms. Hema Advani to read the Explanatory Statement under Section 102 of the Companies Act, 2013 annexed to the notice of the Meeting which was as under:

‘Shareholders may recall that the Board of Directors, on the recommendation of Nomination and Remuneration Committee, in their meeting held on 1st December, 2018 have reappointed Mr. Aarsh S. Shah as Joint Managing Director for a period of 3 years i.e. from 1st December, 2018 to 30th November, 2021.

The major terms of the remuneration of Joint Managing Director are as under:

I. PERIOD:

The term of the Joint Managing Director shall be for a period of three years from 1st December, 2018 to 30th November, 2021.

II. REMUNERATION:

A. SALARY:

The Joint Managing Director shall be entitled to monthly salary up to Rs. 4,00,000/-.

B. PERQUISITES:

1. House rent allowance @ 10 % of salary.
2. Contribution to Provident Fund, Superannuation Fund and Annuity Fund to the extent these either singly or together are not taxable under the Income- tax Act, 1961.
3. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
4. Encashment of leave at the end of the tenure.
5. Reimbursement of Medical expenses for himself and family.
6. Free use of Company's car for Company's business and free telephone facility at residence.
7. Leave Travel Concession for himself and family once in a year as per rules of Company.

C. COMMISSION:

The Joint Managing Director shall be entitled to commission of 1 % of the net profits of the Company so that for any year of aggregate of salary, perquisites and commission shall not exceed the overall ceilings laid down under Section 197 of the Companies Act, 2013.

III. The Joint Managing Director shall be entitled to reimbursement of expenses incurred by him in connection with the business of the Company.

IV. DUTIES:

Subject to the superintendence, direction and control of the Board of Directors of the Company, the Joint Managing Director shall be entrusted with substantial powers of management and also such other duties and responsibilities as may be entrusted to him by the Board of Directors from time to time. The headquarter of the Joint Managing Director shall be at Ahmedabad or at such place as the Board of Directors may decide from time to time.

V. TERMINATION:

The Joint Managing Director may be removed from his office for gross negligence, breach of duty or trust if the Company in its General Meeting to that effect passes a special Resolution. The Joint Managing Director may resign from his office by giving 30 days' notice to the Company.

VI. COMPENSATION:

In the event of termination of office of Joint Managing Director takes place before the expiration of tenure thereof, Joint Managing Director shall be entitled to receive compensation from the Company for loss of office to the extent and subject to limitation as provided under section 202 of the Companies Act, 2013.

The following is the details of interest of Directors/ Key Managerial Personnel/ Relative of Director/ Relative of Key Managerial Personnel:

Sr. No	Category	Name of Interested Director / KMP	Financial Interest	Non- Financial Interest
1.	Director	Mr. Aarsh S. Shah	Relates to his reappointment as Joint Managing Director, he may be deemed to be concerned or interested in the business	
2.	Key Managerial Personnel	-	-	-
3.	Relative of Director	Mr. Sanjay S. Shah Ms. Rita S. Shah	Relates to appointment of Mr. Aarsh S. Shah as Managing Director, who is relative and, therefore, they both may be deemed to be concerned or interested in the business	
4.	Relative of Key Managerial Personnel	-	-	-

The following are the information required under Section II of Part II of Schedule V of the Companies Act, 2013:

Sr. No	Particulars	Information
I	GENERAL INFORMATION	
1	Nature of industry	Pharmaceutical and plastic industry
2	Date or expected date of commencement of commercial production	Already Commenced
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A.
4	Financial performance based on given	Rs.68.25 Crore turnover

		indicators	(2018-19)
	5	Exports performance and net foreign exchange collaborations	NIL
	6	Foreign investments or collaborations, if any.	NIL
II		INFORMATION ABOUT THE APPOINTEE	
	1	Background details	Master of Business Administration from University of Cardiff, UK
	2	Past remuneration	Rs. 1.00lakh p.m. + Perquisites
	3	Recognition or awards	-
	4	Job profile and his suitability	Experience of 8 years in the field of pharmaceutical industry.
	5	Remuneration proposed	Up to Rs. 4.00 lakh p.m. + Perquisites
	6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w. r. t the country of his origin.)	Remuneration is in commensurate with experience & qualifications.
	7	Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel , if any	Mr. Aarsh S. Shah is the Joint Managing Director of the Company.
III		OTHER INFORMATION	
	1	Reasons of loss or inadequate profits	High Interest Cost High Market competition
	2	Steps taken or proposed to be taken for improvement	Rationalisation of existing product Range and Opening new Markets
	3	Expected increase in productivity and profits in measurable terms	Turnover expected to increase
IV		DISCLOSURES	
	1	The shareholders of the Company shall be informed of the remunerations package of the managerial person	The shareholders have been informed in the notice of 15 th Annual General Meeting.
	2	The following disclosure shall be mentioned in the Board of Director's report under the heading "Corporate Governance" , if any , attached to the annual report:	Yes
	2(i)	All elements of remuneration package such as salary, benefits, bonuses, stock, stock options, pension, etc., of all the directors;	As mentioned above
	2(ii)	Details of fixed component and performance linked incentives along with the performance criteria;	No performance linked incentives.
	2(iii)	Service contracts, notice period, severance fees;	90 days' Notice.

	2(iv)	Stock option details , if any , and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable;	N.A.
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None of the Directors, Key Managerial Personnel or their relatives except Mr. Sanjay S. Shah, Ms. Rita S. Shah and Mr. Aarsh S. Shah are in any way concerned or interested, financially or otherwise in this resolution.

The Board recommends the resolution for your approval as a Special Resolution.’

Mr. Suketu Vaywala proposed and Mr. Phantom Online Services LLP represented by Mr. Paresh Sukhadiya seconded the said proposal that the following Resolution for re-appointment of Mr. Aarsh S. Shah as Joint Managing Director of the Company be passed as a SPECIAL RESOLUTION:

SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 188, 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Company do hereby accord its approval to the re-appointment of Mr. Aarsh S. Shah as Joint Managing Director of the Company, liable to retire by rotation, for a period of 3 years with effect from 1st December, 2018 to 30th November, 2021 on the terms and conditions and the remuneration (which have been approved by Nomination and Remuneration Committee) and that he be paid remuneration (even in the year of losses or inadequacy of profit) by way of Salary, perquisites and Commission not exceeding the amount thereof as set out in the Explanatory Statement which is permissible under Section II of Part II of Schedule V of the Companies Act, 2013.”

“RESOLVED FURTHER THAT the extent and scope of Salary and Perquisites as specified in the Explanatory Statement be altered, enhanced, widened or varied by the Board of Directors in accordance with the relevant provisions of the Companies Act, 2013 for the payment of managerial remuneration in force during the tenure of the Executive Director without the matter being referred to the Company in General Meeting again.”

The Chairman declared the result on the above Resolution on the basis of Consolidated Final Report of the Scrutinizer as under:

	Remote E-voting	Ballot Voting	Consolidated Voting
Favour	1,26,81,337	66,354	1,27,47,691
Against	-	-	-
Total	1,26,81,337	66,354	1,27,47,691

The Chairman then declared to have passed the above Resolution as a Special Resolution.

ITEM NO. 6

RE-APPOINTMENT OF MS. RITA S. SHAH AS WHOLE TIME DIRECTOR OF THE COMPANY FOR A PERIOD OF 3 YEARS:

The Chairman instructed Ms. Hema Advani to read the Explanatory Statement under Section 102 of the Companies Act, 2013 annexed to the notice of the Meeting which was as under:

‘Shareholders may recall that the Board of Directors, on the recommendation of Nomination and Remuneration Committee, in their meeting held on 1st December, 2018 have reappointed Ms. Rita S. Shah as Whole Time Director for a period of 3 years i.e. from 1st December, 2018 to 30th November, 2021.

The major terms of the remuneration of Whole Time Director are as under:

I. PERIOD:

The term of the Whole Time Director shall be for a period of three years from 1st December, 2018 to 30th November, 2021.

II. REMUNERATION:

A. SALARY:

The Whole Time Director shall be entitled to monthly salary up to Rs. 3,00,000/-.

B. PERQUISITES:

1. House rent allowance @ 10 % of salary.
2. Contribution to Provident Fund, Superannuation Fund and Annuity Fund to the extent these either singly or together are not taxable under the Income- tax Act, 1961.
3. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
4. Encashment of leave at the end of the tenure.
5. Reimbursement of Medical expenses for himself and family.
6. Free use of Company's car for Company's business and free telephone facility at residence.
7. Leave Travel Concession for herself and family once in a year as per rules of Company.

C. COMMISSION:

The Whole Time Director shall be entitled to commission of 1 % of the net profits of the Company so that for any year of aggregate of salary, perquisites and commission shall not exceed the overall ceilings laid down under Section 197 of the Companies Act, 2013.

III. The Whole Time Director shall be entitled to reimbursement of expenses incurred by her in connection with the business of the Company.

IV. DUTIES:

Subject to the superintendence, direction and control of the Board of Directors of the Company, the Whole Time Director shall be entrusted with substantial powers of management and also such other duties and responsibilities as may be entrusted to her by the Board of Directors from time to time. The headquarter of the Whole Time Director shall be at Ahmedabad or at such place as the Board of Directors may decide from time to time.

V. TERMINATION:

The Whole Time Director may be removed from his office for gross negligence, breach of duty or trust if the Company in its General Meeting to that effect passes a special Resolution. The Whole Time Director may resign from his office by giving 30 days' notice to the Company.

VI. COMPENSATION:

In the event of termination of office of Whole Time Director takes place before the expiration of tenure thereof, Whole Time Director shall be entitled to receive compensation from the Company for loss of office to the extent and subject to limitation as provided under section 202 of the Companies Act, 2013.

The following is the details of interest of Directors/ Key Managerial Personnel/ Relative of Director/ Relative of Key Managerial Personnel:

Sr. No	Category	Name of Interested Director / KMP	Financial Interest	Non- Financial Interest
1.	Director	Ms. Rita S. Shah	Relates to her reappointment as Whole Time Director, she may be deemed to be concerned or interested in the business	
2.	Key Managerial Personnel	-	-	-
3.	Relative of Director	Mr. Sanjay S. Shah Mr. Aarsh S. Shah	Relates to appointment of Ms. Rita S. Shah as Whole Time Director, who is relative and, therefore, they both may be deemed to be concerned or interested in the business	
4.	Relative of Key Managerial Personnel	-	-	-

The following are the information required under Section II of Part II of Schedule V of the Companies Act, 2013:

Sr. No	Particulars	Information
I	GENERAL INFORMATION	
1	Nature of industry	Pharmaceutical and plastic industry
2	Date or expected date of commencement of commercial production	Already Commenced
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A.
4	Financial performance based on given indicators	Rs.68.25 Crore turnover (2018-19)
5	Exports performance and net foreign exchange collaborations	NIL
6	Foreign investments or collaborations, if any.	NIL

II		INFORMATION ABOUT THE APPOINTEE	
	1	Background details	Science Graduate from Gujarat University
	2	Past remuneration	Rs. 1.00 lakh p.m. + Perquisites
	3	Recognition or awards	-
	4	Job profile and her suitability	Experience of 15 years in day to day administrative operations of the Company.
	5	Remuneration proposed	Up to Rs. 3.00 lakh p.m. + Perquisites
	6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w. r. t the country of his origin.)	Remuneration is in commensurate with experience & qualifications.
	7	Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel , if any	Ms. Rita S. Shah is the Whole Time Director of the Company.
III		OTHER INFORMATION	
	1	Reasons of loss or inadequate profits	High Interest Cost High Market competition
	2	Steps taken or proposed to be taken for improvement	Rationalisation of existing product Range and Opening new Markets
	3	Expected increase in productivity and profits in measurable terms	Turnover expected to increase
IV		DISCLOSURES	
	1	The shareholders of the Company shall be informed of the remunerations package of the managerial person	The shareholders have been informed in the notice of 15 th Annual General Meeting.
	2	The following disclosure shall be mentioned in the Board of Director's report under the heading "Corporate Governance" , if any , attached to the annual report:	Yes
	2(i)	All elements of remuneration package such as salary, benefits, bonuses, stock, stock options, pension, etc., of all the directors;	As mentioned above
	2(ii)	Details of fixed component and performance linked incentives along with the performance criteria;	No performance linked incentives.
	2(iii)	Service contracts, notice period, severance fees;	90 days' Notice.
	2(iv)	Stock option details , if any , and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable;	N.A.

None of the Directors, Key Managerial Personnel or their relatives except Mr. Sanjay S. Shah, Ms. Rita S. Shah and Mr. Aarsh S. Shah are in any way concerned or interested, financially or otherwise in this resolution.

The Board recommends the resolution for your approval as a Special Resolution.’

Affilado Education System LLP represented by Mr. Suketu Vaywala proposed and Mr. Paresh Sukhadiya seconded the said proposal that the following Resolution for re-appointment of Ms. Rita S. Shah as Whole Time Director of the Company be passed as a SPECIAL RESOLUTION:

SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 188, 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Company do hereby accord its approval to the re-appointment of Ms. Rita S. Shah as Whole Time Director of the Company, liable to retire by rotation, for a period of 3 years with effect from 1st December, 2018 to 30th November, 2021 on the terms and conditions and the remuneration (which have been approved by Nomination and Remuneration Committee) and that she be paid remuneration (even in the year of losses or inadequacy of profit) by way of Salary, perquisites and Commission not exceeding the amount thereof as set out in the Explanatory Statement which is permissible under Section II of Part II of Schedule V of the Companies Act, 2013.”

“RESOLVED FURTHER THAT the extent and scope of Salary and Perquisites as specified in the Explanatory Statement be altered, enhanced, widened or varied by the Board of Directors in accordance with the relevant provisions of the Companies Act, 2013 for the payment of managerial remuneration in force during the tenure of the Executive Director without the matter being referred to the Company in General Meeting again.”

The Chairman declared the result on the above Resolution on the basis of Consolidated Final Report of the Scrutinizer as under:

	Remote E-voting	Ballot Voting	Consolidated Voting
Favour	1,26,81,337	66,354	1,27,47,691
Against	-	-	-
Total	1,26,81,337	66,354	1,27,47,691

The Chairman then declared to have passed the above Resolution as a Special Resolution.

VOTE OF THANKS:

The meeting was, thereafter, concluded with a Vote of Thanks to the Chair by the members present at the meeting and the Chairman also responded to that.

**Sd/-
CHAIRMAN**