



Vivimed

PROCEEDINGS OF 27TH ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S.VIVIMED LABS LIMITED HELD ON WEDNESDAY, THE 30TH DAY OF SEPTEMBER, 2015 AT 11.30 A.M AT REGISTERED OFFICE : PLOT NO. 78-A, KOLHAR INDUSTRIAL AREA, BIDAR, KAMATAKA 585 403.

Following Directors were present:

Mr. Subhash Varalwar
Mr. S.Ragunandhan
Mr. P.V.Ratnam

Whole-time Director
Whole-time Director
Independent Director

In attendance, Mr.Yugandhar Kopparthi

COMPANY SECRETARY

MEMBERS ATTENDANCE

52 Members were present (including Proxies, Corporate members)

Mr.Yugandhar Kopparthi, Company Secretary welcomed shareholders and requested Directors to occupy the dais.

CHAIRMAN

Mr.Subhash Varalwar, Chairman, took the chair and welcomed the members to the 27th Annual General Meeting of the Company. On behalf of the Chairman, the Company Secretary informed that the required Quorum is present. Since the required quorum is present, the meeting was called to order.

The Company Secretary Informed that the Auditor's Report, Secretarial Audit Report, documents with respect to business to be transacted the meeting, Register of Directors shareholding, Register of members along with other statutory books, as required under the provisions of the Companies Act. 2013 have been kept at the meeting and are open for Inspection by the members.

Thereafter the Chairman & other directors delivered their speech.

Some of the members of the Company posed some queries and Soft clarifications on the performance and the future plans of the Company for which the Directors gave suitable replies and clarifications to the satisfaction of the Members. Thereafter, the Chairman asked Mr.Yugandhar Kopparthi, Company Secretary to transact the business of the meeting as contained in the notice of AGM.

TRANSACTION OF BUSINESS

It was stated that the Company had provided the facility of e - voting to the members and the Same was kept open from 26th September, 2015 to 29th September, 2015 to vote on resolutions 1 to 13 of the notice dated 14th August, 2015. It was further informed that voting at the AGM would be conducted by poll through ballot.

Vivimed Labs Ltd (Corporate Office)

CIN : L02411KA1988PLC009465

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For VIVIMED LABS LTD.

*Yugandhar*¹
Company Secretary



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The Company Secretary then put before the members the agenda Items as mentioned in the notice for their consideration and voting by ballot.

The following matters were considered at the meeting vide poll.

Item. No.	Particulars	Type of Resolution
Ordinary Business		
1	To receive, consider and adopt the Stand alone Balance Sheet as at March 31, 2015, Statement of Profit and Loss for the Financial Year ended on March 31, 2015, Cash Flow Statement for the Financial Year ended March 31, 2015 and reports of Directors and Auditors thereon.	Ordinary
2	To receive, consider and adopt the Consolidated Balance Sheet as at March 31, 2015, Statement of Profit and Loss for the Financial Year ended on March 31, 2015, Cash Flow Statement for the Financial Year ended March 31, 2015 and Report of Auditors thereon.	Ordinary
3	To appoint a Director in place of Mr. Srinivas Chidambaram, who retires by rotation and being eligible offers himself for re-appointment.	Ordinary
4	To appoint a Director in place of Mr. Sandeep Varalwar, who retires by rotation and being eligible offers himself for reappointment.	Ordinary
5	To appoint a Director in place of Mr. Raghunandan, who retires by rotation and being eligible offers himself for re-appointment.	Ordinary
6	To Appointment of Auditors	Ordinary
Special Business		
7	To appoint Mrs.Umanath Varahabhotla as an independent Director of the Company.	Ordinary
8	To re-appoint Mr. Santosh Varalwar as Managing Director & Chief Executive Officer of the Company in terms of provisions of Sections 196, 197, 203 read with schedule V to the Companies Act, 2013,	Special
9	To re-appoint Mr.Manohar Rao Varalwar as Whole Time Director of the Company in terms of provisions of Sections 196, 197, 203 read with schedule V to the Companies Act, 2013	Special

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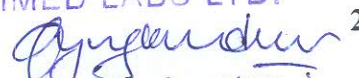
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Company Secretary



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10	To re-appoint Mr.Subhash Varalwar as Whole Time Director of the Company in terms of provisions of Sections 196, 197, 203 read with schedule V to the Companies Act, 2013	Special
11	To re-appoint Mr.Sandeep Varalwar as Whole Time Director of the Company in terms of provisions of Sections 196, 197, 203 read with schedule V to the Companies Act, 2013,	Special
12	To re-appoint Mr.S.Raghunandan as Whole Time Director of the Company in terms of provisions of Sections 196, 197, 203 read with schedule V to the Companies Act, 2013	Special
13	To ratify the remuneration of cost auditors	Ordinary

Since there was no other business to transact, the Company Secretary informed that the results of e-voting and poll along with combined results would be displayed on the website of the Company and the Stock Exchanges within two days of the meeting.

Thereafter the meeting concluded with a vote of thanks to the chair at 12.40 P.M.

Place: Hyderabad

Date: 02.10.2015

CHAIRMAN

Note: This does not purport to the Minutes of the Annual General Meeting of the Company.

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For VIVIMED LABS LTD.
[Signature]
Company Secretary