

Sanjay Kumar Aggarwal

INSOLVENCY PROFESSIONAL

(Regn. No. IBBI/IPA-002/IP-N00126/2017-18/10295)

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29.09.2018

The National Stock Exchange of India Limited,
"Exchange Plaza", BandraKurla Complex,
Bandra (East), Mumbai
Maharashtra

Subject: Proceedings of the 22nd AGM held on 29.09.2018
REF: Sript Code: PARABDRUGS

It is intimated that the Petition in CP(IB) NO.102/Chd/CHD/2018 filed by M/s Weather Makers Private Limited under Section 9 of Insolvency & Bankruptcy Code, 2016 against the Corporate Debtor namely M/s Parabolic Drugs Limited has been admitted by the Hon'ble National Company Law Tribunal, Chandigarh Bench (AA) on 23.08.2018 vide order in CP(IB) NO.102/Chd/CHD/2018 with CA NO..316/2018. and has appointed the undersigned as Interim Resolution Professional on 30th day of August, 2018 vide order in CP(IB) NO.102/Chd/CHD/2018 with CA NO..343/2018.

Moreover, in the CoC Meeting held on 27.09.2018, the COC has decided to replace the IRP with Mr. Raj Kumar Raihan , a Registered Insolvency Professional (IBBI/IPA-001/IP-P00981/2017-18/11614 subject to approval of the AA.

This is to bring to your kind notice that pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, We are forwarding herewith the summary proceedings of the 22nd Annual General Meeting of the Company held on 29th September, 2018 at PHD House, Sector 31-A, Chandigarh.



**PRECEEDINGS OF THE 22nd ANNUAL GENERAL MEETING OF THE COMPANY HELD ON
29TH SEPTEMBER, 2018 I**

From the Data as provided by the RTA, it was found that there are total 13337 Memebtrs/Shareholders of the entity as on 22.09.2018. Total 65 Members of the Parabolic Drugs Limited were physically present in the Meeting as per the Attendance Register. Hence, as per Section 103(1) of the Companies Act, 2013 quorum of thirty members personally present at the meeting was present to conduct the Meeting

No Director (Suspended Board), Statutory Auditor and/or the Chairman of the Audit Committee was present in the AGM.

Mr. Sanjy Kumar Aggarwal, Interim Resolution Professional requested all the Members to elect the Chairman of the Meeting. Five members namely

1. Sh.R.K.Jindal
2. Sh.Ravinder Singh
3. Sh.Ramesh Kumar Sodhi
4. Varinder Singh
5. Mohinder Kaur

came on the dias and requested Mr. Sanjy Kumar Aggarwal, Interim Resolution Professional, to conduct the meeting. No Poll was demanded on the election of the Chairman. Thereafter, All the Members present in the meeting on show of hands acceded the request of the Members sitting on the dias and confirmed that Mr. Sanjy Kumar Aggarwal, Interim Resolution Professional, may start and/or conduct the meeting accordingly. As the requisite quorum was present, the meeting was called in order.

Mr. Sanjay Kumar Aggarwal, Interim Resolution Professional informed the Members that pursuant to relevant provisions of the Companies Act, 2013, Rules framed thereunder and Lisiting Regulations, 2015, the Company has also extended the e-voting facility to its' Members in respect of the Resolutions to be passed at the Meeting. The voting facility through ballot paper was provided to all members present in the meeting who had previously not casted there votes through e-voting.

It was further confirmed to the Members that the Board in its Board Meeting dated 14.08.2018 has recommended/appointed



Mr. Vishal Arora, A Company Secretary in Whole Time Practice, Partner Arora & Gujral) has appointed as Scrutinizer(CDSL ENTITY NO. 35784) for conducting the voting process in a fair and transparent manner on the fees of Rs.15,000/- plus applicable taxes . Mr. Vishal Arora present in the confirmed the same.

- Re-Appointment of M/s. V.K Jindal & Associates, Chartered Accountants, Chandigarh for the Financial Year 2018-19 and to fix their remuneration.

M/s. Anil Sharma & Co., Cost Accountants as Cost Auditors for the Financial Year 2018-19 and to fix their remuneration

With the consent of all the members present in the meeting , the notice conveneing the Annual General Meeting, the Director's Report and the Accounts of the Financial Year ended 31st March, 2018 was taken as read.

Thereafter, the following agenda items as set out in the Notice convening the AGM were read:

S.NO.	ORDINARY BUSINESS	TYPE OF RESOLUTION
1.	Adoption of Financial Statements along with the Reports thereon for the Financial Year ended on 31 st March, 2018.	Ordinary Resolution
2.	Appointment of Mr. Pranav Gupta who retires by roatation and being eligible offers himself for re-appointment.	Ordinary Resolution
3.	Appointment of M/s. V.K Jindal & Associates, Chartered Accountants, Chandigarh for the Financial Year ending on 31 st March, 2019.	Ordinary Resolution
S.NO.	SPECIAL BUSINESS	TYPE OF RESOLUTION
1.	Re-appointment of Mr. Jagjit Singh Chahal as Independent Director of the Company for a term upto 28 th September, 2019.	Ordinary Resolution
2.	Re-appointment of Mr. Sanjeev Kumar as Independent Director of the Company for a term upto 28 th September, 2019.	Ordinary Resolution



3.	Re-appointment of Mrs. Vandan Singla as Independent Director of the Company for a term upto 28 th September, 2019.	Ordinary Resolution
4.	Appointment of M/s. Anil Sharma & Co., Cost Accountants as Cost Auditors for the Financial Year ending on 31 st March, 2019.	Ordinary Resolution

The IRP invited the members to express there views and to seek clarification/ ask questions if any on the items of business, as per the Notice of the AGM.

Thereafter, Mr. Vishal Arora, the Scrutinizer was requested to conduct the poll by way of ballot papers, the above Resolutions were available for voting through ballot papers by those members who had not cast their votes earlier electronically through e-voting facility.

All the Members present in the meeting were requested to cast their vote by ballot as were distributed to them at the time of entrance in the meeting hall and to deposit the ballot paper in the sealed ballot box. However, the members present in the meeting declined to cast the vote by ballot.

The said Scrutinizer present in the meeting was requested to submit his detaled report on e-voting and voting of ballot papers not later than 48 hours.

Kindly take the above information on your record and oblige.

Yours sincerely


Sapjay Kumar Aggarwal
INTERIM RESOLUTION PROFESSIONAL
 in the matter of
Parabolic Drugs Limited
IBBI/IPA-002/N-00126/2017-18/10295

Ref: PDL: SCY: SEPTEMBER: 2018

Dated: 29th September, 2018

The National Stock Exchange of India Limited,
"Exchange Plaza", BandraKurla Complex,
Bandra (East), Mumbai
Maharashtra

The Bombay Stock Exchange Limited
Floor 25, PhirozeJeejeebhoy Towers
Dalal Street, Mumbai
Maharashtra

SUBJECT: OUTCOME OF 22nd ANNUAL GENERAL MEETING

This is to inform you that as per Mr. Vishal Arora, the Scrutinizer's Report (Copy attached) dated 29/09/2018, the 16 Members of the Company representing 23847534 equity shares of Rs.10/-each fully paid up through electronically vote, has passed the following resolutions as Ordinary Resolutions in the 22nd Annual General Meeting, held on 29th September, 2018, at PHD House, Sector 31-A, Chandigarh

1. Approved and adopted the Audited Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss for the year ended on that date, together with the Report of Auditors' and Directors' thereon as per recommendation of the Board/Directors Report dated 14.08.2018
2. Appointment of Mr. Pranav Gupta, as Director (Suspended Board) retiring by rotation as per recommendation of the Board/Directors Report dated 14.08.2018
3. Re-appointment of M/s V.K. Jindal & Associates, Chartered Accountants, (M.No.084128) (Firm Registration No. 005244N) for a period of one year who shall hold the office from the conclusion of this annual general meeting till the conclusion of next annual general meeting as per recommendation of the Board/Directors Report dated 14.08.2018



4. Re-appointment of Mr. Jagjit Singh Chahal (holding DIN No. 06906773) as an Independent Director (Suspended Board) of the Company, to hold office for a term up to 28th September, 2019 as per recommendation of the Board/Directors Report dated 14.08.2018
5. Re-appointment of Mr. Sanjeev Kumar (holding DIN No. 7372338) as an Independent Director of the Company (Suspended Board) , to hold office for a term up to 28th September, 2019 as per recommendation of the Board/Directors Report dated 14.08.2018
6. Reappointment of Mrs. Vandana Singla (holding DIN No. 00285781) as an Independent Director (Suspended Board) of the Company, to hold office for a term up to 28th September, 2019 as per recommendation of the Board/Directors Report dated 14.08.2018
7. Re-Appointment of M/s Anil Sharma & Co., Cost Accountants, as the Cost Auditor of the Company for the Financial Year ending on 31st March, 2019 as per recommendation of the Board/Directors Report dated 14.08.2018

As the CIRP process is going on , The Issue of remuneration of the auditors and cost auditors for their consideration and approval will be placed before the Committee of Creditors for their consideration and approval in the next Committee of Creditors Meeting.

You are requested to take the above said information on your record and oblige.



SANJAY KUMAR AGGARWAL
Interim Resolution Professional
In the Matter of
Parabolic Drugs Limited
IBBI/IPA-002/N-00126/2017-18/10295
Encls: A/a,



ARORA & GUJRAL
COMPANY SECRETARIES

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(ix) of the Companies (Management and Administration) Amendment Rules, 2015]

MR. SANJAY KUMAR AGGARWAL,
INSOLVENCY RESOLUTION PROFESSIONAL
PARABOLIC DRUGS LIMITED

Scrutinizer's Report in respect of Annual General Meeting of the Members of Parabolic Drugs Limited held on Saturday, the 29th September, 2018 at 9:30 A.M. at PHD Chamber of Commerce and Industry, PHD House, Sector-31 A Chandigarh

Dear Sir,

I VISHAL ARORA, PCS, holding Membership Number FCS 4566 and Certificate of Practice Number - 3645, #651, Top Floor, Sector-8B, Chandigarh 160009 has been appointed by the Board of Directors of PARABOLIC DRUGS LIMITED as Scrutinizer for conducting the e-voting process for the Annual General Meeting of the Company held on Saturday, September 29, 2018 at 9:30 A.M. at PHD Chamber of Commerce and Industry, PHD House, Sector-31 A Chandigarh.

1. All the Resolutions for approval at the AGM were transacted through remote e-voting and also voting at the AGM venue through ballot paper, for e-voting purpose the Board of Directors of the Company engaged the services of Central Depository Services Limited (CDSL).
2. Voting through remote e-voting commenced on Wednesday 26th September 2018 at 9.00 AM and closed on Friday 28th September 2018 at 5.00 PM when remote e-voting was blocked by CDSL.
3. In respect of those Members present at the AGM who did not cast their votes by remote e-voting prior to the AGM, facility of physical voting through ballot papers was provided at the AGM venue.
4. After the conclusion of voting at the AGM venue, the votes cast through voting at the AGM venue and remote e-voting were unblocked on 29th September, 2018 in the presence of 2 (two) witnesses, Mr. Arun and Ms. Anita, neither of whom are in the employment of the Company.
5. Based on the reports generated from CDSL and on the basis of physical voting done at the venue of AGM, which I have scrutinized, the consolidated results of voting are reported as under:

H.No 651, Top Floor, Sector 8-B, Chandigarh
Phone No. 0172 4644288, Mob No. 9814296288
Email: csvishalarora@yahoo.in, csteamva@gmail.com





ARORA & GUJRAL
COMPANY SECRETARIES

ORDINARY BUSINESS

Item No. 1- Ordinary Resolution

ADOPTION OF AUDITED FINANCIAL STATEMENT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018 AND THE REPORTS OF THE BOARDS AND AUDITORS THEREON

Voted in favour/ against/ Invalid	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	*Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	16	23847534	0	0	16	23847534	100
Voted against the resolution	0	0	0	0	0	0	0
Total	16	23847534	0	0	16	23847534	100
Invalid Votes/Abstain from Voting							

Item No. 2 - Ordinary Resolution

RE- APPOINTMENT OF MR. PRANAV GUPTA, DIRECTOR OF THE COMPANY WHO RETIRES BY ROTATION

Voted in favour/ against/ Invalid	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	*Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	16	23847534	0	0	16	23847534	100
Voted against the resolution	0	0	0	0	0	0	0
Total	16	23847534	0	0	16	23847534	100
Invalid Votes/Abstain from Voting							

H.No 651, Top Floor, Sector 8-B, Chandigarh
Phone No. 0172 4644288, Mob No. 9814296288
Email: csvishtalarora@yahoo.in, esteamrva@gmail.com





ARORA & GUJRAL
COMPANY SECRETARIES

Item No. 3 - Ordinary Resolution

APPOINTMENT OF V.K. JINDAL & ASSOCIATES, CHARTERED ACCOUNTANTS, CHANDIGARH AS STATUTORY AUDITORS OF THE COMPANY FOR THE FY 2018-19 AND TO FIX THEIR REMUNERATION

Voted in favour/ against/ Invalid	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	*Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	16	23847534	0	0	16	23847534	100
Voted against the resolution	0	0	0	0	0	0	0
Total	16	23847534	0	0	16	23847534	100
Invalid Votes/Abstain from Voting							

SPECIAL BUSINESS

Item No. 4 - Ordinary Resolution

APPOINTMENT OF MR. JAGJIT SINGH CHAHAL, (DIN: 06906773) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Voted in favour/ against/ Invalid	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	*Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	16	23847534	0	0	16	23847534	100
Voted against the resolution	0	0	0	0	0	0	0
Total	16	23847534	0	0	16	23847534	100
Invalid Votes/Abstain from Voting							





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COMPANY SECRETARIES

Item No. 5 - Ordinary Resolution

APPOINTMENT OF MR. SANJEEV KUMAR, (DIN: 07372338) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Voted in favour/ against/ Invalid	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	*Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	16	23847534	0	0	16	23847534	100
Voted against the resolution	0	0	0	0	0	0	0
Total	16	23847534	0	0	16	23847534	100
Invalid Votes/Abstain from Voting							

Item No. 6 - Ordinary Resolution

APPOINTMENT OF MRS. VANDANA SINGLA, (DIN: 00285781) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Voted in favour/ against/ Invalid	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	*Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	16	23847534	0	0	16	23847534	100
Voted against the resolution	0	0	0	0	0	0	0
Total	16	23847534	0	0	16	23847534	100
Invalid Votes/Abstain from Voting							

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ARORA & GUJRAL
COMPANY SECRETARIES

Item No. 7 - Ordinary Resolution

APPOINTMENT OF M/S ANIL SHARMA & CO., COST ACCOUNTANTS, AS COST AUDITOR OF THE COMPANY FOR THE FY 2018-19

Voted in favour/ against/ Invalid	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	*Number of Members who voted (in person -or- by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	16	23847534	0	0	16	23847534	100
Voted against the resolution	0	0	0	0	0	0	0
Total	16	23847534	0	0	16	23847534	100
Invalid Votes/Abstain from Voting							

All the Resolutions stand passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and poll by the shareholders of the Company.

The poll papers and all other relevant records were sealed and handed over to Mr. Sanjay Kumar Aggarwal, Insolvency Resolution Professional.

*The 65 members were present in person who signed the attendance register but none of them voted on any resolution by ballot.

The meeting was conducted by the Insolvency Resolution Professional appointed by Hon'ble NCLT, Chandigarh Bench vide order dated 23/08/2018 & 30/08/2018 on the request of members present in the meeting.





**ARORA & GUJRAL
COMPANY SECRETARIES**

Thanking you

Yours Sincerely,



VISHAL ARORA

COMPANY SECRETARY

C. P. NO. 3645

SCRUTINIZER

Date : 29.09.2018

Place : Chandigarh

We the undersigned have witnessed that the votes cast through remote e-voting and voting through ballot at the AGM venue were unblocked in our presence on 29th September, 2018.

Witnesses to the unblocking of Votes:

1.

Anita

2.

Arun