Poly Medicure Limited

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CIN: L 40300DL1995PLC066923



Date: 25.09.2019

**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: Voting results of the 24th Annual General Meeting pursuant to Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report.

Dear Sir/Madam.

Pursuant to regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details of voting results in the prescribed format of the items/businesses transacted at the 24<sup>th</sup> Annual General Meeting of the Company held on Monday, 23<sup>rd</sup> day of September, 2019 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.

The report of scrutinizer pursuant to section 108 and 109 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 on e-voting and voting through ballot paper of the Annual General Meeting is enclosed.

The abovementioned voting results along with the Scrutinizer report is also uploaded on the website of the Company at www.polymedicure.com.

Please take the same in your records.

Thanking You,

For Poly Medicure Limited

Avinash Chandra

Company Secretary

Works: Plot No.104-105 & 115-116, Sector-59, HSIIDC Industrial Area, Ballabgarh, Faridabad - 121004, Haryana (INDIA) T: +91-129-3355070, 4287000, F: +91-129-2307007, 2309102

# POLY MEDICURE LIMITED

Details of 24<sup>th</sup> Annual General Meeting (AGM) of voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

DEDI (Dienie)	September 23, 2019
Date of AGM	
Total number of Shareholder as on record date i.e. September 16, 2019	5,565
Number of shareholder present in the meeting either in person or proxy	,
Promoters and Promoter Group	4
	317
Public     Public attended the meeting through Video	No video conferencing was
Number of shareholders attended the meeting through Video	established for AGM.
Conferencing:	established for AGM.
Promoters and Promoter Group	
Public	

Agenda – wise disclosure

1. Adoption of Audited Financial Statement of the Company for the financial year ended March 31, 2019 together with, the reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2019 together with the report of Auditors thereon.

Pasalution	required: (Ord	linary/Special	4	Ordinary Resolution	on						
Whether pro	Resolution required: (Ordinary/Special)  Whether promoter/promoter group are interested in the agenda/resolution?  No  No  No  No  No  No  No  No  No  N										
Category	Mode of	No. of	No. of	% of votes	No. of	No of	% of votes in	% of votes			
Category	voting	shares held	votes	polled on	votes in	Votes	favour on votes	against on			
	Voting	Silwi Co II Co	polled	outstanding	favour	against	polîed .	votes polled			
				shares							
		(1)	(2)	(3)=[(2)	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]			
				/(1)]*100				*100			
Promoter	E-voting		42789752	99.47	42789752	0	100.00	0.00			
&	Poll	]	0	0.00	0	0	0.00	0.00			
Promoter	Postal	43018552				325					
Group	Ballot (if							,			
1	applicable)		0	0.00	0	0	0.00	0.00			
	Total	43018552	42789752	99.47	42789752	0	100.00	0.00			
Public-	E-voting		4350962	96.80	4350962	0	100.00	0.00			
Institutions	Poll		0	0.00	0	0	0.00	0.00			
	Postal	4495024			**	-					
	Ballot (if			, ,							
	applicable)	,	0	0.00	0	0	0.00	0.00			
_	Total	4495024	4350962	96.80	4350962	0	100.00	0.00			
Public-	E-voting		29004675	71.21	29004675	0	100.00	0.00			
Non	Poll		56239	0.14	56239	0	100.00	0.00			
Institutions	Postal	40733404									
	Ballot (if										
	applicable)		0	0.00	0	0	0.00	0.00			
	Total	40733404	29060914	71.34	29060914	0	100.00	0.00			
Total		88246980	76201628	86.35	76201628	0	100.00	0.00			



# 2. To declare dividend on Equity Shares for the Financial Year ended 31st March, 2019.

Resolution	required: (Ord	inary/Special`	)				Ordinary Resol	ution
				ul anda/ras	rolution?		No	
Whether pro	omoter/promo	ter group are	interested in	the agenda/res	SORTION.			
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
	- ·	,	42789752	99.47	42789752	0	100.00	0.00
Promoter	E-voting Poll	Ξ	0	0.00	0	0	0.00	0.00
& Promoter	Postal	43018552	0	0.00		,		
Group	Ballot (if		0	0.00	0	0	0.00	0.00
	applicable) Total	43018552	42789752	99.47	42789752	0	100.00	0.00
Public-	E-voting	43010332	4350962	96.80	4350962	0	100.00	0.00
Institutions	Poll	-	0	0.00	0	0	0.00	0.00
montations	Postal	4495024						
	Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	4495024	4350962	96.80	4350962	0	100.00	0.00
Public-	E-voting		29004675	71.21	29004675	0	100.00	0.00
Non	Poll	1	56239	0.14	56239	0	100.00	0.00
Institutions	Postal	40733404						
	Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	40733404	29060914	71.34	29060914	0	100.00	0.00
Total		88246980	76201628	86.35	76201628	0	100.00	0.00



3. Appointment of Director in place of Smt. Mukulika Baid, who retires by rotation and is eligible for re-appointment.

Resolution r	equired: (Ord	inary/Special)					Ordinary Reso	lution
Whether pro	moter/promot	ter group are i	nterested in	the agenda/re	solution?		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	E-voting		42789752	99.47	42789752	0	100.00	0.00
&	Poll		0	0.00	0	0	0.00	0.00
Promoter	Postal	43018552		0.00				
Group	Ballot (if	.5010552						
O.C.	applicable)	,	0	0.00	0	0	0.00	0.00
	Total	43018552	42789752	99.47	42789752	0	100.00	0.00
Public-	E-voting		4350962	96.80	4350962	0	100.00	0.00
Institutions	Poll		0	0.00	0	0	0.00	0.00
	Postal	4495024						
	Ballot (if					_		
	applicable)		0	0.00	0	0	0.00	0.00
	Total	4495024	4350962	96.80	4350962	0	100.00	0.00
Public-	E-voting		29004675	71.21	29002897	1778	99.99	0.01
Non	Poll		56239	0.14	56239	0	100.00	0.00
Institutions	Postal	40733404	,					
	Ballot (if		0	0.00	0	0	0.00	0.00
	applicable)	40732404	29060914	71.34	29059136	1778	99.99	
TD 4 1	Total	40733404	76201628	86.35	76199850	1778	99.99	0.01
Total		88246980	/0201028	00.33	/0199030	1//0	77.77	0.01



4. Appointment of M/s. M. C. Bhandari & Company, Chartered Accountants (Firm Registration No. 303002E) be appointed as Statutory Auditors of the Company, to hold office from the conclusion of 24<sup>th</sup> Annual General Meeting until the conclusion of the 29<sup>th</sup> Annual General Meeting of the Company.

Resolution r	equired: (Ord	inary/Special)	)				Ordinary Resol	ution
Whether pro	moter/promot	No						
Category	Mode of	No. of	No. of	% of votes	No. of	No of	% of votes in	% of votes
	voting	shares held	votes	polled on	votes in	Votes	favour on	against on votes
			polled	outstanding	favour	against	votes polled	polled
			1	shares		į.		
		(1)	(2)	(3)=[(2)	(4)	(5)	(6)=[(4)/(2)]*	(7)=[(5)/(2)]
		-		/(1)]*100			100	*100
Promoter	E-voting		42789752	99.47	42789752	0	100.00	0.00
&	Poll		0	0.00	0	0	0.00	0.00
Promoter	Postal	43018552						
Group	Ballot (if			-				
	applicable)		0	0.00	0	0	0.00	0.00
	Total	43018552	42789752	99.47	42789752	0	100.00	0.00
Public-	E-voting		4350962	96.80	4350962	0	100.00	0.00
Institutions	Poll	-	0	0.00	0	0	0.00	0.00
l)	Postal	4495024		€.				
	Ballot (if	4	_					
	applicable)		0	0.00	0	0	0.00	0.00
D. 1.1'	Total	4495024	4350962	96.80	4350962	0	100.00	0.00
Public- Non	E-voting		29004675	71.21	29002897	1778	99.99	0.01
Institutions	Poll	40722404	56239	0.14	56239	0	100.00	0.00
IIISTITUTIONS	Postal	40733404	Y	,				
	Ballot (if		0	0.00		_		
	applicable) Total	40732404	0	0.00	0	0	0.00	0.00
Total	1 otai	40733404	29060914	71.34	29059136	1778	99.99	0.01
TUTAL		88246980	76201628	86.35	76199850	1778	99.99	0.01



# 5. To appoint Shri Devendra Raj Mehta (DIN: 01067895) as an Independent Director.

Resolution	required: (Ord	linary/Special	)				Special Resolu	ution
Whether pro	omoter/promo	ter group are	interested in	the agenda/res	solution?		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	E-voting		42789752	99.47	42789752	0	100.00	0.00
&	Poll		0 .	0.00	0	0	0.00	0.00
Promoter Group	Postal Ballot (if	43018552	1					
	applicable)		0	0.00	0	0	0.00	0.00
	Total	43018552	42789752	99.47	42789752	0	100.00	0.00
Public-	E-voting		4350962	96.80	4350962	0	100.00	0.00
Institutions	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if	4495024						,
	applicable)	4407024	0	0.00	0	0	0.00	0.00
Public-	Total	4495024	4350962	96.80	4350962	0	100.00	0.00
Non	E-voting Poll		29003075	71.21	29002897	178	100.00	0.00
Institutions	Postal	40733404	56239	0.14	56239	0	100.00	0.00
mstitutions	Ballot (if	40733404						
	applicable)		0	0.00	0	0	0.00	0.00
	Total	40733404	29059314	71.34	29059136	178	100.00	0.00
Total		88246980	76200028	86.35	76199850	178	100.00	0.00

# 6. To appoint Shri Prakash Chand Surana (DIN: 00361485) as an Independent Director.

Resolution r	Resolution required: (Ordinary/Special)  Special Resolution											
Whether pro	Whether promoter/promoter group are interested in the agenda/resolution?											
Category	Mode of	No. of	No. of	% of votes	No. of	No of	% of votes in	% of votes				
	voting	shares held	votes	polled on	votes in	Votes	favour on	against on votes				
			polled	outstanding	favour	against	votes polled	polled				
			•	shares								
		(1)	(2)	(3)=[(2)	(4)	(5)	(6)=[(4)/(2)]*	(7)=[(5)/(2)]				
			(2)	/(1)]*100			100	*100				
Promoter	E-voting		42789752	99.47	42789752	0	100.00	0.00				
&	Poll		0	0.00	0	0	0.00	0.00				
Promoter	Postal	43018552										
Group	Ballot (if							*				
	applicable)		0	0.00	0	0	0.00	0.00				
	Total	43018552	42789752	99.47	42789752	0	100.00	0.00				
Public∘	E-voting		4350962	96.80	242220	4108742	5.57	94.43				
Institutions	Poll		0	0.00	0	0	0.00	0.00				
	Postal	4495024										
	Ballot (if			,								
	applicable)		0	0.00	0	0	0.00	0.00				
	Total	4495024	4350962	96.80	242220	4108742	5.57	94.43				
Public-	E-voting		29004675	71.21	29002897	1778	99.99	0.01				
Non	Poll		56239.	0.14	56239	0	100.00	0.00				
Institutions	Postal	40733404										
	Ballot (if	-				,		,				
	applicable)		0 -	0.00	0	0	0.00	0.00				
	Total	40733404	29060914	71.34	29059136		99.99	0.01				
Total		88246980	76201628	86.35	72091108	4110520	94.61	5.39				

# 7. To appoint Dr. Shailendra Raj Mehta (DIN: 02132246) as an Independent Director.

Resolution r	aguirad: (Ord	inary/Special)		Special Resolut	ion			
Whether pro	moter/promot	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	E-voting		42789752	99.47	42789752	0	100.00	0.00
&	Poll		0	0.00	0	0	0.00	0.00
Promoter Group	Postal Ballot (if	43018552			-		,	0.00
1	applicable)	9	0	0.00	0	0	0.00	0.00
	Total	43018552	42789752	99.47	42789752	0	100.00	0.00
Public-	E-voting		4350962	96.80	4350962	0	100.00	0.00
Institutions	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	4495024	0	0.00	0	0	0.00	0.00
	Total	4495024	4350962	96.80	4350962	0	100.00	0.00
Public-	E-voting		29004675	71.21	29002897	1778	99.99	0.01
Non	Poll		56239	0.14	56239	0	100.00	0.00
Institutions	Postal	40733404						
	Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	40733404	29060914	71.34	29059136	1778	99.99	0.01
Total		88246980	76201628	86.35	76199850	1778	99.99	0.01



# 8. To appoint Shri Sandeep Bhargava (DIN: 07736003) as an Independent Director.

Resolution r	equired: (Ord	inary/Special)	)	,			Special Resolut	ion			
Whether promoter/promoter group are interested in the agenda/resolution?											
Category	Mode of	No. of	No. of	% of votes	No. of	No of	% of votes in	% of votes			
	voting	shares held	votes	polled on	votes in	Votes	favour on	against on votes			
			polled .	outstanding	favour	against	votes polled	polled			
				shares							
		(1)	(2)	(3)=[(2)	(4)	(5)	(6)=[(4)/(2)]*	(7)=[(5)/(2)]			
				/(1)]*100			100	*100			
Promoter	E-voting		42789752	99.47	42789752	0	100.00	0.00			
&	Poll		0	0.00	.0	0	0.00	0.00			
Promoter	Postal	43018552									
Group	Ballot (if										
	applicable)		0	0.00	0	0	0.00	0.00			
	Total	43018552	42789752	99.47	42789752	0	100.00	0.00			
Public-	E-voting		4350962	96.80	4350962	0	100.00	0.00			
Institutions	Poll		0	0.00	0	0	0.00	0.00			
	Postal	4495024						x 1			
	Ballot (if	-			_		0.00	0.00			
	applicable)		0	0.00	0	0	0.00	0.00			
	Total	4495024	4350962	96.80	4350962	0	100.00	0.00			
Public <sub>=</sub>	E-voting		29004675	71.21	29002897	1778	99.99	0.01			
Non	Poll		56239	0.14	56239	0	100.00	0.00			
Institutions	Postal	40733404				1.					
	Ballot (if			0.00			0.00	0.00			
	applicable)		0	0.00	0	0	0.00	0.00			
	Total	40733404	29060914	71.34	29059136	1778	99.99	0.01			
Total	*	88246980	76201628	86.35	76199850	1778	99.99	0.01			

9. To re-appoint Shri Himanshu Baid (DIN: 00014008) as Managing Director for a period of 5 (Five) years with effect from 1st August, 2019.

Resolution re	equired: (Ord	Special Reso	lution					
	moter/promot		Yes					
Category	Mode of	No. of	No. of	% of votes	No. of	No of	% of votes	% of votes
	voting	shares held	votes	polled on	votes in	Votes	in favour on	against on votes
	_		polled	outstanding	favour	against	votes polled	polled
				shares				1
		(1)	(2)	(3)=[(2)	(4)	(5)	(6)=[(4)/(2)	(7)=[(5)/(2)]
		,		/(1)]*100			]*100	*100
Promoter	E-voting		0	0.00	0	0	0.00	0.00
&	Poll		0	0.00	0	0	0.00	0.00
Promoter	Postal	43018552						
Group	Ballot (if							
	applicable)		0	0.00	0	0	0.00	0.00
	Total	43018552	0	0.00	0	0	0.00	0.00
Public-	E-voting		4350962	96.80	242220	4108742	5.57	94.43
Institutions	Poll		0	0.00	0	0	0.00	0.00
	Postal	4495024	-					
	Ballot (if							
	applicable)		0	0.00	0	0	0.00	0.00
	Total	4495024	4350962	96.80	242220	4108742	5.57	94.43
Public-	E-voting		29004675	71.21	29004575	100	100.00	0.00
Non	Poll		56239	0.14	56239	0	100.00	0.00
Institutions	Postal	40733404		-				
	Ballot (if		,					
	applicable)	10722161	0	0.00	0	0	0.00	0.00
	Total	40733404	29060914	71.34	29060814	100	100.00	0.00
Total		88246980	33411876	37.86	29303034	4108842	87.70	12.30



10. To re-appoint Shri Rishi Baid (DIN: 00048585) as Joint Managing Director for a period of 5 (Five) years with effect from 1st August, 2019.

Resolution r	Resolution required: (Ordinary/Special)  Special Resolution											
	moter/promot	Yes										
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	E-voting		0	0.00	0	0	0.00	0.00				
&	Poll		0	0.00	0	0	0.00	0.00				
Promoter Group	Postal Ballot (if applicable)	43018552	0	0.00	0	0	0.00	0.00				
	Total	43018552	0	0.00	0	0	0.00	0.00				
Public-	E-voting		4350962	96.80	242220	4108742	5.57	94.43				
Institutions	Poll		0	0.00	0	0	0.00	0.00				
2	Postal Ballot (if applicable)	4495024	0	0.00	0	0	0.00	· 0.00				
	Total	4495024	4350962	96.80	242220	4108742	5.57	94.43				
Public-	E-voting	4473024	29004675	71.21	29004575	100	100.00	0.00				
Non	Poll		56239	0.14	56239	0	100.00	0.00				
Institutions	Postal Ballot (if	40733404										
	applicable)	10722161	0	0.00	0	0	0.00	0.00				
T	Total	40733404	29060914	71.34	29060814	100	100.00	0.00				
Total	190	88246980	33411876	37.86	29303034	4108842	87.70	12.30				



11. To re-appoint Shri Vishal Baid as President (Sales and Marketing) for a period of 3 (Three) years with effect from 01st April, 2019.

Resolution r	equired: (Ord	inary/Special	)				Ordinary Res	solution
	moter/promo	Yes						
Category	Mode of	No. of	No. of	% of votes	No. of	No of	% of votes	% of votes
	voting	shares held	votes	polled on	votes in	Votes	in favour on	against on votes
2	7		polled	outstanding	favour	against	votes polled	polled
				shares				
		(1)	(2)	(3)=[(2)	(4)	(5)	(6)=[(4)/(2)	(7)=[(5)/(2)]
				/(1)]*100			]*100	*100
Promoter	E-voting		0	0.00	0	0	0.00	0.00
&	Poll		0	0.00	0	0	0.00	0.00
Promoter	Postal	43018552				-		
Group	Ballot (if	17						
	applicable)		0	0.00	0	0	0.00	0.00
	Total	43018552	0	0.00	0	0	0.00	0.00
Public-	E-voting		4350962	96.80	4350962	0	100.00	0.00
Institutions	Poll		0	0.00	0	0	0.00	0.00
	Postal	4495024						
•	Ballot (if							
	applicable)		0	0.00	0	0	0.00	0.00
	Total	4495024	4350962	96.80	4350962	0	100.00	0.00
Public-	E-voting		29004675	71.21	29002975	1700	99.99	0.01
Non	Poll		56239	0.14	56239	0	100.00	0.00
Institutions	Postal	40733404						
	Ballot (if		,		2			
	applicable)		0	0.00	0	0	0.00	0.00
*	Total	40733404	29060914	71.34	29059214	1700	99.99	0.01
Total		88246980	33411876	37.86	33410176	1700	99.99	0.01



12. To approve payment of remuneration to Non-Executive Directors.

Resolution re	equired: (Ord	inary/Special)						
Whether pro	moter/promot	er group are	ptopost all'	the agenda/res			Special Resol	ution
Category	Mode of voting	No. of shares held	No. of votes polled	the agenda/res % of votes polled on outstanding shares	No. of votes in favour	No of Votes against	No % of votes in favour on votes polled	% of votes against on votes polled
Promoter	E	(1)	(2)	(3)=[(2) /(1)]*100	(4)	(5)	(6)=[(4)/(2) ]*100	(7)=[(5)/(2)] *100
& Promoter	E-voting Poll		42789752	99.47 0.00	42789752	0	100.00	0.00
Group	Postal Ballot (if applicable)	43018552	. 0			0	0.00	0.00
7	Total	43018552	42789752	0.00	0	0	0.00	0.00
Public- Institutions	E-voting Poll		4350962	99.47 96.80 0.00	<b>42789752</b> 4350962	0	100.00 100.00	<b>0.00</b> 0.00
	Postal Ballot (if	4495024		0.00	0	0	0.00	0.00
	applicable) Total	440700	0 ,	0.00	0	0	0.00	0.00
Public-	E-voting	4495024	<b>4350962</b> 29003075	96.80	4350962	0	100.00	0.00
Non Institutions	Poll		56239	71.20 0.14	29002997 56239	78 0	100.00	0.00
montunons	Postal Ballot (if	40733404			- 3207	U	100.00	0.00
	applicable) Total	40733404	0	0.00	0	0	0.00	0.00
Total	Total	88246980	29059314 76200028	71.34	29059236	78	100.00	0.00 <b>0.00</b>
		1 -02 107 00	, 0200020	86.35	76199950	78	100.00	0.00

13. Ratification of Remuneration to M/s. Jai Prakash & Company, Cost Accountants appointed as Cost Auditors of the Company for the Financial Year 2019-20.

D 1 1	. 1 (0 1	. /0 . 1)					Ordinary Res	olution
Resolution re	equirea: (Ora	inary/Special)	)	the accordate	solution?		No	
Whether pro Category	moter/promot Mode of	ter group are in No. of	No. of	the agenda/res % of votes	No. of	No of	% of votes	% of votes
	voting	shares held	votes	polled on	votes in	Votes	in favour on	against on votes
			polled	outstanding	favour	against	votes polled	polled
	<i>=</i>	11		shares				
-	2 1	(1)	(2)	(3)=[(2) /(1)]*100	(4)	(5)	(6)=[(4)/(2) ]*100	(7)=[(5)/(2)] *100
				/(1)] 100			-	0.00
Promoter	E-voting		42789752	99.47	42789752	0	100.00	0.00
&	Poll		0	0.00	0	0	0.00	0.00
Promoter	Postal	43018552		,				
Group	Ballot (if					0	0.00	0.00
	applicable)		0	0.00	0	0	0.00	
	Total	43018552	42789752	99.47	42789752	0	100.00	0.00
Public-	E-voting		4350962	96.80	4350962	0	100.00	0.00
Institutions	Poll		0	0.00	0	0	0.00	0.00
	Postal	4495024		,				
	Ballot (if		9 99 9			0	0.00	0.00
	applicable)		0	0.00	0	0	0.00	0.00
	Total	4495024	4350962	96.80	4350962	0	100.00	0.00
Public-	E-voting		29004675	71.21	29004597	78	100.00	0.00
Non	Poll		56239	0.14	56239	0	100.00	0.00
Institutions	Postal	40733404						
	Ballot (if			0.00				
	applicable)	10722161	0	0.00	0	0	0.00	0.00
	Total	40733404	29060914	71.34	29060836	78	100.00	0.00
Total		88246980	76201628	86.35	76201550	78	100.00	0.00

You are requested to take the above information on your records.

Thanking You, Yours Faithfully

For Poly Medicure Limited

Avinash Chandra Company Secretary

Mobile No.: +91 9560994490

+91 9873173175

#### SCRUTINIZER'S REPORT

{Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014, as amended}

To

The Chairman

**Poly Medicure Limited** 

Property No. - 232B, Third Floor Okhla Industrial Estate, Phase – III New Delhi-110020

**Annual General Meeting** 

**Poly Medicure Limited** 

held on Monday, September 23, 2019 at 10.00 A.M. at Alpha Hall, 2<sup>nd</sup> Floor, National Co-Operative Union of India, August Kranti Marg, New Delhi-110016

Dear Sir,

- I, Pawan Kumar Mishra, Company Secretary in practice and Proprietor of P. K. Mishra & Associates, Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Poly Medicure Limited (the Company) for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 12 August, 2019 ('Notice") calling 24<sup>th</sup> (Twenty Fourth) Annual General Meeting of its Equity Shareholders ("the Meeting"/AGM"). The AGM was convened on Monday 23 September, 2019 at 10.00 A. M. at Alpha Hall, 2<sup>nd</sup> Floor, National Co-Operative Union of India, August Kranti Marg, New Delhi-110016. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with the relevant rules under the Companies (Management and Administration) Rules, 2014, as amended ('the Rules"). As Scrutinizer, I have to scrutinize:
  - (i) process of e-voting from a place other than the venue of the Meeting ("remote e-voting") under the provisions of Section 108 of the Act read with Rule 20 of the Rules; and
  - (ii) process of e-voting at the Meeting ("Insta Poll") under the provisions of Section 108 and 109 of the Act read with Rule 20 and 21 of the Rules.

#### Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the rules made there under and (ii) the SEBI (Listing Obligations & Disclosure

Continuation Sheet...

Requirements) Regulations, 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM.

#### Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process (i.e.by remote e-voting and Insta Poll at the AGM) is restricted to making a Scrutinizer's Report of the votes cast "in favour" or 'against" the resolutions contained in the Notice, based on the Peports generated from the e-voting systems provided by National Securities Depository System (NSDL) engaged by the Company to provide e-voting facility and attendance papers / documents produced to me for my verification.

The Equity Shareholders of the Company as on the "cut-off" date, i.e. Monday, 16 September, 2019 were entitled to vote on the resolutions (item nos. 1 to 13 as set out in the Notice calling the AGM).

I am enclosing herewith the following;

- 1. Report of the Scrutinizer on e-voting
- 2. Result of Poll results at the AGM
- Consolidated Results of e-voting and Poll

Trust you will find the same in order. I will, however, be happy to answer your queries, if any, on the same.

Thanking you, Yours faithfully,

For P. K. Mishra & Associates Company Secretaries

(PAWAN KUMAR MISHRA)

Proprietor M. No. FCS-4305 COP No.16222

Date: September 25, 2019

Place: New Delhi Encl: As above





# I - Report on results of e-voting

#### Summary of e-voting Results

EVSN Reference No.	111765
Voting Start Date	September 20, 2019 at 9.00 A M
Voting End Date	September 22, 2019 at 5.00 P M

Item No. of the Agenda	Voted i	n favour	Voted against		Abstained	
	No. of folios voted	No. of votes	No. of folios voted	No. of votes	No. of folios voted	No. of votes
1	79	76145389	Nil	Nil	Nil	Nil
2	79	76145389	Nil	Nil	Nil	Nil
3	76	76143611	3	1778	Nil	Nil
4	76	76143611	3	1778	Nil	Nil
5	76	76143611	2	178	Nil	Nil
6	71	72034869	8	4110520	Nil	Nil
7	76	76143611	3	1778	Nil	Nil
8	76	76143611	3	1778	Nil	Nil
9*	58	29246795	6	4108842	Nil	Nil
10*	58	29246795	6	4108842	Nil	Nil
11*	62	33353937	2	1700	Nil	Nil
12	77	76143711	1	78	Nil	Nil
13	78	76145311	1	78	Nil	Nil

\*Two e-voters namely VCB Trading LLP (36,41,144 shares) and Jai Polypan Private Limited (33,52,000 shares) belongs to promoters group who were voted in favour of item no.9, 10 and 11 was not considered because they were interested in the resolution for the above said items.

For P. K. Mishra & Associates Company Secretaries

(PAWAN KUMAR MISHRA)

Proprietor M. No. FCS-4305 COP No.16222

Date: September 25, 2019

Place: New Delhi



# II: Report of Scrutinizer on Poll

# FORM No. MGT-13 Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

# The Chairman Poly Medicure Limited

Property No. - 232B, Third Floor Okhla Industrial Estate, Phase – III New Delhi-110020

# Ref. 24<sup>th</sup> Annual General Meeting of the Equity Shareholders of Poly Medicure Limited held on September 23, 2019

Dear Sir,

- I, Pawan Mishra Proprietor of P. K. Mishra & Associates [Company Secretaries], appointed as scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the 24<sup>th</sup> Annual General Meeting of the Shareholders of **Poly Medicure Limited held** on September 23, 2019 at 10.00 A.M. at Alpha Hall, 2<sup>nd</sup> Floor, National Co-operative Union of India, August Kranti Marg, New Delhi-110016 and submit report as under:
- After the time fixed for poll by the chairperson, one (1) empty ballot box kept for polling was locked in my presence and members who were present with due identification mark placed by me.
- 2. I did not find any poll papers invalid.
- 3. The result of the Poll is as under:
- a.) Item No. 1 Adoption of Audited Financial Statement of the Company for the financial year ended March 31, 2019, together with the reports of Board of Directors and the Auditors thereon and the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2019 together with the report of Auditors thereon.
- (i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of
		valid votes cast
88	56,239	100



# P K MISHRA & ASSOCIATES (Company Secretaries)

# (ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for	% of total
voting (in person or by proxy)	votes cast by them	number of
		valid votes cast
Nil	Nil	Nil
	***	

## (iii) Invalid votes:

Total Number of members whose	Number of shares for	
votes were declared invalid (in person or by proxy)	votes cast by them	
Nil	Nil	

# b.) Item No. 2- To declare dividend on Equity Shares for the Financial Year ended 31<sup>st</sup> March, 2019.

## (i) Voted in favour of the resolution:

Number of members present and	Number of shares for	% of total
voting (in person or by proxy)	votes cast by them	number of
		valid votes cast
88	56,239	100

## (ii) Voted against the resolution:

Number of members present and	Number of shares for	% of total
voting (in person or by proxy)	votes cast by them	number of
		valid votes cast
Nil *	Nil	Nil





# (iii) Invalid votes:

Number of shares for
votes cast by them
→ Nil

# c.) Item No. 3- Appointment of Director in place of Smt. Mukulika Baid (DIN: 02900103) who retires by rotation and being eligible for re-appointment.

## i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for	% of total
voting (in person of by proxy)	votes cast by them	number of
		valid votes cast
88	56,239	100

# (ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for	% of total
voting (in person or by proxy)	votes cast by them	number of
		valid votes cast
Nil	Nil	Nil

# (iii) Invalid votes:

votes cast by them	
SCH8 AQU	



- d.) Item No. 4- Appointment of M/s M. C. Bhandari & Company, Chartered Accountants (Firm Registration No.303002E) be appointed as Statutory Auditors of the Company to hold office from the conclusion of 24<sup>th</sup> Annual General Meeting until the conclusion of the 29<sup>th</sup> Annual General Meeting of the Company.
  - i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for	% of total
	votes cast by them	number of
		valid votes cast
88	56,239	100

#### (ii) Voted against the resolution:

Number of members present and	Number of shares for	% of total
voting (in person or by proxy)	votes cast by them	number of
		valid votes cast
Nil	Nil	Nil

#### (iii) Invalid votes:

Total Number of members whose	Number of shares for	
votes were declared invalid (in person or by proxy)	votes cast by them	
Nil	Nil	

- e.) Item No. 5- To appoint Shri Devendra Raj Mehta (DIN: 01067895) as an Independent Director.
  - i) Voted in favour of the resolution:

Number of members present and	Number of shares for	% of total
voting (in person or by proxy)	votes cast by them	number of
		valid votes cast



# PK MISHRA & ASSOCIATES

	Continuation Sheet
56,239	100
	56,239

## (ii) Voted against the resolution:

Number of members present and	Number of shares for	% of total
voting (in person or by proxy)	votes cast by them	number of
		valid votes cast
Nil	Nil	Nil

# (iii) Invalid votes:

Total Number of members whose	Number of shares for
votes were declared invalid (in person or by proxy)	votes cast by them
Nil	Nil

# f.) Item No. 6- To appoint Shri Prakash Chand Surana (DIN: 00361485) as an Independent Director.

# i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for	% of total
voting (in person of by proxy)	votes cast by them	number of
		valid votes cast
88	56,239	100

# (ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for	% of total
	votes cast by them	number of
		valid votes cast
Nil	Nil	Nil



## (iii) Invalid votes:

Total Number of members whose	Number of shares for
votes were declared invalid (in person or by proxy)	votes cast by them
NII	NII

# g.) Item No. 7- To appoint Dr. Shailendra Raj Mehta (DIN: 02132246) as an Independent Director.

## i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for	% of total
voting (in person of by proxy)	votes cast by them	number of
		valid votes cast
88	56,239	100

# (ii) Voted against the resolution:

Number of members present and	Number of shares for	% of total
voting (in person or by proxy)	votes cast by them	number of
		valid votes cast
Nil	Nil	Nil

## (iii) Invalid votes:

Total Number of members whose	Number of shares for
votes were declared invalid (in person or by proxy)	votes cast by them
Nil	Nil

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# h.) Item No. 8- To appoint Sandeep Bhargava (DIN: 07736003) as an Independent Director.

#### i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
88	56,239	100

# (ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for	% of total
voting (in person of by proxy)	votes cast by them	number of
		valid votes cast
Nil	Nil	Nil

# (iii) Invalid votes:

Total Number of members whose	Number of shares for	
votes were declared invalid (in person or by proxy)	votes cast by them	
Nil	Nil	

# i.) Item No. 9 - To re-appoint Shri Himanshu Baid (DIN: 00014008) as Managing Director for a period of 5 (Five) years with effect from 1<sup>st</sup> August, 2019.

# i) Voted in favour of the resolution:

40. 1

Number of members present and voting (in person or by proxy)	Number of shares for	% of total
racing (in paraori or by proxy)	votes cast by them	number of
		valid votes cast
88	56,239	100



# (ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for	% of total
voting (in person of by proxy)	votes cast by them	number of
		valid votes cast
Nil	Nil	Nil

# (iii) Invalid votes:

Total Number of members whose	Number of shares for	
votes were declared invalid (in person or by proxy)	votes cast by them	
Nil	Nil	

# j.) Item No. 10- To re-appoint Shri Rishi Baid (DIN: 00048585) as Joint Managing Director for a period of 5 (Five) years with effect from 1<sup>st</sup> August, 2019.

# i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for	% of total
voting (in person of by proxy)	votes cast by them	number of
		valid votes cast
88	56,239	100

# (ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for	% of total
rotting (in person of by proxy)	votes cast by them	number of
		valid votes cast
Nil	Nil	Nil



## (iii) Invalid votes:

Total Number of members whose	Number of shares for
votes were declared invalid (in person or by proxy)	votes cast by them
Nil	Nil

# k.) Item No. 11- To re-appoint Shri Vishal Baid as President (Sales and Marketing) for a period of 3 (Three) years with effect from 1<sup>st</sup> April, 2019.

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for	% of total
voting (in person or by proxy)	votes cast by them	number of
		valid votes cast
88	56,239	100

# (ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for	% of total
voting (in person of by proxy)	votes cast by them	number of
		valid votes cast
Nil	Nil	Nil

#### (iii) Invalid votes:

Total Number of members whose	Number of shares for
votes were declared invalid (in person or by proxy)	votes cast by them
Nil	Nil



# 1.) Item No. 12- To approve payment of remuneration to Non-Executive Directors.

#### i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for	% of total
voting (in person or by proxy)	votes cast by them	number of
	¥/	valid votes cast
88	56,239	100

# (ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for	% of total
voting (in person or by proxy)	votes cast by them	number of
		valid votes cast
Nil	Nil	Nil

# (iii) Invalid votes:

Total Number of members whose	Number of shares for	
votes were declared invalid (in person or by proxy)	votes cast by them	
Nil	Nil	

### m.) Item No. 13- Ratification of Remuneration to M/s Jai Prakash & Company, Cost Accountants appointed as Cost Auditors of the Company for the Financial Year 2019-20.

### i) Voted in favour of the resolution:

. 6

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of
	votes east by them	valid votes cast
88	56,239	100

# (ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for	% of total
voting (in person of by proxy)	votes cast by them	number of
	£*	valid votes cast
Nil	Nil	Nil

# (iii) Invalid votes:

Total Number of members whose	Number of shares for
votes were declared invalid (in person or by proxy)	votes cast by them
Nil	Nil

 The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company keeping in safe record.

For P. K. Mishra & Associates

Company Secretaries

(PAWAN KUMAR MISHRA)

Proprietor

M. No. FCS-4305 COP No.16222

Date: September 25, 2019

Place: New Delhi

New Delhi

#### III - Report on consolidated results

Based on result of e-voting and Poll at the 24<sup>th</sup> Annual General Meeting of the members of the **Poly Medicure Limited** held on Monday, September 23, 2019 at 10.00 A.M., Consolidated Results of each item of the Agenda as set out in the notice of AGM dated August 12, 2019 is narrated here-in-below;

#### Item No. 1

Adoption of Audited Financial Statement of the Company for the financial year ended March 31, 2019, together with the reports of Board of Directors and the Auditors thereon and the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2019 together with the report of Auditors thereon.

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	7,61,45,389	56,239	7,62,01,628	100%
Dissent	Nil	Nil	Nil	Nil
Total	7,61,45,389	56,239	7,62,01,628	100%

#### Item No.2

To declare dividend on Equity Shares for the Financial Year ended 31st March, 2019

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	7,61,45,389	56,239	7,62,01,628	100%
Dissent	Nil	Nil	Nil	Nil
Total	7,61,45,389	56,239	7,62,01,628	100%



#### Item No.3

Appointment of Director in place of Smt. Mukulika Baid (DIN: 02900103) who retires by rotation and being eligible for re-appointment.

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll -	Total	
Assent	7,61,43,611	- 56,239	7,61,99,850	99.99%
Dissent	1,778	Nil	1,778	0.01%
Total	7,61,45,389	56,239	7,62,01,628	100.00%

#### Item No.4

Appointment of M/s M. C. Bhandari & Company, Chartered Accountants (Firm Registration No.303002E) be appointed as Statutory Auditors of the Company to hold office from the conclusion of 24<sup>th</sup> Annual General Meeting until the conclusion of the 29<sup>th</sup> Annual General Meeting of the Company.

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	7,61,43,611	56,239	7,61,99,850	99.99%
Dissent	1,778	Nil	1,778	0.01%
Total	7,61,45,389	56,239	7,62,01,628	100.00%

#### Item No.5

To appoint Shri Devendra Raj Mehta (DIN: 01067895) as an Independent Director.

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	7,61,43,611	56,239	7,61,99,850	100.00%
Dissent	178	Nil	178	0.00%
Total	7,61,43,789	56,239	7,62,00,028	100.00%

#### Item No.6

To appoint Shri Prakash Chand Surana (DIN: 00361485) as an Independent Director.

Particulars	Number	% of valid votes		
	e-votes	Poll	Total	
Assent	7,20,34,869	56,239	7,20,91,108	94.61%
Dissent	41,10,520	Nil	41,10,520	5.39%
Total	7,61,45,389	56,239	7,62,01,628	100.00%





#### Item No.7

To appoint Dr. Shailendra Raj Mehta (DIN: 02132246) as an Independent Director.

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	7,61,43,611	56,239	7,61,99,850	99.99%
Dissent	1,778	Nil	1,778	0.01%
Total	7,61,45,389	56,239	7,62,01,628	100.00%

#### Item No.8

To appoint Sandeep Bhargava (DIN: 07736003) as an Independent Director.

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	7,61,43,611	56,239	7,61,99,850	99.99%
Dissent	1,778	Nil	1,778	0.01%
Total	7,61,45,389	56,239	7,62,01,628	100.00%

#### Item No.9

To re-appoint Shri Himanshu Baid (DIN: 00014008) as Managing Director for a period of 5 (Five) years with effect from 1<sup>st</sup> August, 2019.

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	2,92,46,795	56,239	2,93,03,034	87.70%
Dissent	41,08,842	Nil	41,08,842	12.30%
Total	3,33,55,637	56,239	3,34,11,876	100.00%

#### Item No.10

To re-appoint Shri Rishi Baid (DIN: 00048585) as Joint Managing Director for a period of 5 (Five) years with effect from 1<sup>st</sup> August, 2019.

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	2,92,46,795	56,239	2,93,03,034	87.70%
Dissent	41,08,842	Nil	41,08,842	12.30%
Total	3,33,55,637	56,239	3,34,11,876	100.00%

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Item No.11

Continuation Sheet...

To re-appoint Shri Vishal Baid as President (Sales and Marketing) for a period of 3 (Three years with effect from 1<sup>st</sup> April, 2019.

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	3,33,53,937	56,239	3,34,10,176	99.99%
Dissent	1,700	Nil -	1,700	0.01%
Total	3,33,55,637	56,239	3,34,11,876	100.00%

#### Item No.12

To approve payment of remuneration to Non-Executive Directors.

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	7,61,43,711	56,239	7,61,99,950	100.00%
Dissent	78	Nil	78	0.00%
Total	7,61,43,789	56,239	7,62,00,028	100.00%

#### Item No.13

Ratification of Remuneration to M/s Jai Prakash & Company, Cost Accountants appointe as Cost Auditors of the Company for the Financial Year 2019-20.

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	7,61,45,311	56,239	7,62,01,550	100.00%
Dissent	78	Nil	78	0.00%
Total	7,61,45,389	56,239	7,62,01,628	100.00%

All the resolutions stands passed under e-voting and poll with requisite majority.



P K MISHRA & ASSOCIATES

You may accordingly declare the result of the Remote e-voting and poll

Thanking you,

Yours faithfully,

For P. K. Mishra & Associates Company Secretaries



(PAWAN KUMAR MISHRA) Proprietor M. No. FCS-4305 COP No.16222

Date: September 25, 2019

Place: New Delhi

