

# Poly Medicure Limited

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CIN: L 40300DL1995PLC066923



26.09.2024

Scrip Code: - 531768

The Manager,  
Listing Department  
BSE Limited,  
Phirozee Jeejeebhoy Towers,  
Dalal Street, Mumbai- 400001

Scrip Code:- POLYMED

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

**Subject: Proceedings of 29th Annual General Meeting of the Company held on 26<sup>th</sup> September, 2024 through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM")**

Dear Sir/Madam,

Pursuant to provisions of Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we wish to submit summary of proceedings of the 29<sup>th</sup> Annual General Meeting of the Company held on Thursday, 26<sup>th</sup> September 2024 at 10:00 A.M. (IST), through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Further, the detailed results of remote e-voting and the e-voting conducted at the time of AGM on all the businesses as set out in the Notice, as required under Regulation 44 of the SEBI Listing Regulations shall be forwarded to you on the receipt of Scrutinizer's Report.

The 29<sup>th</sup> Annual General Meeting of the Company concluded at 11:05 A.M

Please take the same in your records.

Thanking You,

For Poly Medicure Limited

  
Avinash Chandra  
Company Secretary  
M. No. A32270



Enclosures: -

1. Proceedings of Annual General Meeting

**Summary of the proceedings of the 29<sup>th</sup> Annual General Meeting (AGM) of the Company held on Thursday, the 26<sup>th</sup> September, 2024 at 10.00 A.M. through Video Conferencing ("VC") and Other Audio Visual Means ("OAVM").**

- Shri Himanshu Baid, Managing Director, Chaired the Meeting.
- The requisite quorum being present, the Company Secretary with the permission of the Chairman called the meeting to order. The Chairman introduced the Directors, Key Managerial Personnel and the Statutory, Internal and Secretarial Auditors.

The meeting commenced at 10:00 A.M. (IST) and the following Directors were present:

NAME	POSITION	Joined From
Mr. Devendra Raj Mehta	Non - Executive Independent Director	Jaipur, Rajasthan
Mr. Jugal Kishore Baid	Non-Executive -Non-Independent Director	Jaipur, Rajasthan
Mrs. Mukulika Baid	Non-Executive -Non-Independent Director	Jaipur, Rajasthan
Mr. Vimal Bhandari	Additional Director	Mumbai, Maharashtra
Dr. Shailendra Raj Mehta	Non-Executive - Independent Director	Hisar, Haryana
Dr. Sandeep Bhargava	Non-Executive - Independent Director	United State of America
Mr. Himanshu Baid	Executive Director (Managing Director)	New Delhi
Mr. Rishi Baid	Executive Director (Joint Managing Director)	New Delhi
Mr. Amit Khosla	Non-Executive - Independent Director	New Delhi
Dr. Ambrish Mithal	Non-Executive - Independent Director	New Delhi

• Members were informed that the AGM was conducted through VC / OAVM. This meeting had been convened and conducted in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI). The Managing Director also informed that the Company had tied up with National Securities Depository Limited (NSDL) to provide facility for voting through remote e-voting & e-voting facility at the time of the AGM and participation in the AGM through VC / OAVM facility.

• Members were further informed that the Statutory Auditor's Report and Secretarial Audit Report on the Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 does not have any qualifications, observations or comments on financial transactions or matters which have any adverse effect on the functioning of the Company. Accordingly, Auditor's Report is not required to be read out before the meeting as provided under Section 145 of the Companies Act, 2013. Further the notice of the meeting was considered and taken as read.


- The Managing Director addressed the members and appraised them about the performance of the Company. The Managing Director also shared a presentation with the members.
- Members were further informed that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting. The remote e-voting commenced at 9.00 a.m. on Monday, 23<sup>rd</sup> September, 2024 and ended at 5.00 p.m. on Wednesday, 25<sup>th</sup> September, 2024. The Company Secretary informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote prior to the Meeting.
- Members were further informed that Mr. Pawan Kumar Mishra of M/s. P. K. Mishra & Associates had been appointed as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting held prior and e-voting during the AGM.
- The following items of business, as per the Notice of 29<sup>th</sup> AGM, were put for approval of the Members at the meeting: -

### **Ordinary Business**

1. To receive, consider and adopt
  - the Audited Standalone Financial Statement for the Financial Year ended 31st March, 2024 together with the reports of the Board of Directors and Auditors thereon; and
  - the Audited Consolidated Financial Statements for the Financial Year ended 31st March, 2024 together with the report of Auditors thereon.
2. To declare dividend on Equity Shares for financial year 2023-24.
3. To appoint a director in place of Mr. Alessandro Balboni who retires by rotation and being eligible, offer himself for re-appointment.
4. To appoint Auditor and to fix their remuneration.

### **Special Business**

5. To re-appoint Mr. Devendra Raj Mehta as Non-Executive Non- Independent Director.
6. To re-appoint Shri Himanshu Baid as the Managing Director
7. To re-appoint Shri Rishi Baid as the Joint Managing Director.
8. To appoint Mr. Vimal Bhandari as Non-Executive and Independent Director.
9. To approve Mrs. Mukulika Baid to continue to hold office as Non-Executive Non-Independent Director who is attaining age of 75 (seventy-five) Years.
10. To approve adoption of amended and restated Articles of Association of the Company.
11. To appoint Shri Arham Baid as Senior Manager, Corporate Strategy.


 

12. To appoint Shri Aaryaman Baid as Senior Manager, Corporate Strategy.
13. To approve payment of remuneration to Non-Executive Directors.
14. To Ratification of Remuneration to M/s. Jai Prakash & Company, Cost Accountants appointed as Cost Auditors of the Company for the Financial Year 2024-25

### **Manner of approval**

- Pursuant to the provisions of the Companies Act, 2013, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided to its Members remote e-voting facility to cast vote electronically, on all the resolutions set out in the Notice of 29<sup>th</sup> AGM.
- The facility for e-voting was made available at the time of AGM held through VC/ OAVM and the members present at the meeting who had not casted their vote through remote e-voting, were provided the facility of e-voting during the meeting to exercise their right to vote at the meeting.
- After completion of the e-voting, the Managing Director announced that the combined result of the remote e-voting and e-voting at the AGM will be announced within 48 hours from the conclusion of the AGM. The voting result will be submitted to the stock exchanges where the securities are listed and will also be uploaded on the website of the company.
- The meeting was concluded with a vote of thanks to the Chair.

Thanking You  
For Poly Medicure Limited

  
Avinash Chandra  
Company Secretary

