



Poly Medicure Ltd.

POLYMED
Medical Devices

Regd. Office : First Floor, 12 Sant Nagar, East of Kailash, New Delhi-110 065 INDIA
Ph. : +91-11-26481889, 26481893, 26481899, 26481838, Fax :+91-11-26481894, 26481839
E-mail : info@polymedicure.com Website : www.polymedicure.com

Ref: PML/SEC/2012-13/581

Date: 3rd December, 2012

The Department of Corporate Services,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001.

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

Sub: Result of Postal Ballot in terms of Notice dated 28th September, 2012

Dear Sir/Madam,

With reference to the captioned subject, we wish to inform you that the Company has completed Postal Ballot Process under Section 192A of the Companies Act, 1956, read with the Companies (Passing of the Resolution through Postal Ballot Rules, 2001), and result of the same was declared on Monday, 3rd December, 2012 at 11:00 A.M. at the Registered Office of the Company. Further in view, that the Scrutinizer Report dated 1st December, 2012, submitted by the Scrutinizer viz. Sh. B.K. Sethi, Practicing Company Secretary, containing various resolutions in question, has been passed as Special Resolution.

We are enclosing herewith certified true copy of the Postal Ballot Result submitted by scrutinizer and containing various resolution passed as Special Resolutions for your reference.

This is your kind information & record please.

Kindly acknowledge the receipt of the same.

Thanking You,

Yours Sincerely,

For Poly Medicure Limited


Sonia Singh
Company Secretary

The Chairman,
Poly Medicure Limited,
New Delhi.

1st December, 2012

Dear Sir:

POSTAL BALLOT RESULT

In the Board Meeting held on 28th September, I was appointed Scrutinizer for conducting and supervising Extraordinary General Meeting to be held by postal ballot under Section 192A of the Companies Act, 1956, and Rules made thereunder.

Last date for receiving the response of the shareholders was fixed as 28th November, 2012. The Company received 95 response letters and on scrutinizing the same the following result has been arrived at.

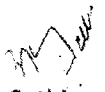
No. of Shareholders who participated in the Extraordinary General Meeting : 95

Invalid response : 1

Total No. Votes cast : 5787656


	Special Resolution under Section 17 of the Act for alteration of Memorandum of Association of the Company	Special Resolution under Section 149(2A)(b) of the Act.	Special Resolution under Section 31 of the Act for holding of Board Meeting through Electronic Mode	Special Resolution under Section 31 for alteration of Articles for holding of General Meetings through Electronic Mode.
No. of votes cast	5787656	5787656	5787656	5787656
Votes cast in favour	5787136	5787136	5787256	5787229
Votes cast against	520	520	400	427
In valid votes	40	40	40	40
Result	Passed as special resolution	Passed as special resolution	Passed as special resolution	Passed as special resolution

Yours faithfully


B.K. Sethi

Scrutinizer

CERTIFIED TO BE TRUE COPY
for POLY MEDICURE LIMITED


Company Secretary



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EXTRACTS OF THE MINUTES OF THE MEETING HELD FOR DECLARATION OF RESULT OF POSTAL BALLOT (IN TERMS OF NOTICE DATED 28TH SEPTEMBER, 2012) OF POLY MEDICURE LIMITED HELD ON 3RD DECEMBER, 2012 AT 11:00 A.M. AT THE REGISTERED OFFICE AT FIRST FLOOR, 12, SANT NAGAR EAST OF KAILASH, NEW DELHI- 110065.

The Company Secretary produced Result of the voting through postal ballot given by Shri B.K. Sethi, Scrutinizer on 1st December, 2012, a copy of which was presented at the time of declaration.

All the resolutions circulated under postal ballot were approved by the Shareholders as Special Resolutions. The text of the resolutions passed are given as under:

1. Alteration of Objects Clause of the Memorandum of Association of the Company

“RESOLVED THAT in terms of the provisions of Section 17 and other applicable provisions of the Companies Act, 1956, the consent of the Company be and is hereby accorded for alteration of ‘Objects Clause’ of Memorandum of Association of the Company by inserting a new sub-clauses 2, 3 & 4 immediately after sub-clause 1 of clause A under Main Objects Clause of Memorandum of Association of the Company as under:

1. To carry on the business of manufacturers, exporters, importers, distributors, traders, of Plant and Machinery, moulds, dies components, accessories and parts used for the manufacture of medical disposables, devices, equipments and other related items.
2. To carry on the business of producers, importers, exporters, distributors, suppliers, sellers and traders of electricity produced from thermal, solar, hydro, wind, geo-thermal or from any other source.
3. To carry on the business of manufacturing, producing, refining, developing, processing, or otherwise acquiring, buying, selling, importing, exporting, marketing and generally dealing in all kinds of herbal biological and Biotechnology products, all kinds of products and by-products arising there from and in connection therewith and all equipments, implements, apparatus, materials, substances and things incidental to or used in connection with any of such business.



2. Approval of Commencement of Business:

“RESOLVED THAT pursuant to Section 149(2A)(b) of the Companies Act, 1956, approval of the members be and is hereby accorded to the Board of Directors of the Company for commencement of business activities relating to:

1. To carry on the business of manufacturers, exporters, importers, distributors, traders of Plant and Machinery, equipments, dies, components, accessories, and parts used for the manufacture of medical disposables, devices, equipments and other related items.
2. To carry on the business of producers, importers, exporters, distributors, suppliers, sellers and traders of electricity produced from thermal, solar, hydro, wind, geo-thermal or from any other source.
3. To carry on the business of manufacturing, producing, refining, developing, processing, or otherwise acquiring, buying, selling, importing, exporting, marketing and generally dealing in all kinds of herbal and biological and Biotechnology products, all kinds of products and by-products arising there from and in connection there with and all Equipments, implements, apparatus, materials, substances and things incidental to or used in connection with any of such business.

3 Participation in Directors' meeting by Directors through electronic mode.

RESOLVED THAT pursuant to the provision(s) of Section 31, and other applicable provisions, if any, of the Companies Act, 1956, (including any statutory modifications or re-enactment thereof for the time being in force) and the provisions of other statutes as applicable and subject to such approvals, consents, permissions and sanctions as may be necessary from the appropriate authorities or bodies, consent of the company be and is accorded for alteration in Articles of Association of the Company by inserting new clause 93A after the existing Article 93 are as under:

“93A Notwithstanding anything contrary contained in the Articles of Association, and to the extent permitted by the applicable laws, the Director(s) may participate in the meeting(s) of the Board or any Committee of the Directors through any type of electronic mode like video conferencing etc. and the Director(s) so participating shall be deemed to be present in the meeting for the purpose of quorum, voting, recording of minutes and all other relevant provisions in this regard.

4. Participation in General Meeting(s) by the members through electronic mode.

RESOLVED THAT subject to the provisions of Section 31 and other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modifications or re-enactments thereof for the time being in force) and the provisions of other statutes as applicable and subject to such approvals, consents, permissions and sanctions as may be necessary from the



appropriate authorities or bodies, the consent of the members be and is hereby accorded for alteration of Articles of Association by inserting the margin note and Articles 59A, immediately after the existing Article 59 as under:

59A Notwithstanding any contrary provisions contained in the Articles of Association, the Company, to the extent permitted by the applicable laws, may, allow the member(s) of the Company to participate in the General Meeting(s) through any type of electronic mode like video conferencing, etc. and the members so participating shall be deemed to be present in such General Meeting(s) for the purpose of quorum, voting, recording of minutes and all other relevant provisions in this regard.

**Certified to be true copy
For Poly Medicure Limited**



Sonia Singh

Company Secretary