

By Fax / Courier/ Email

27/LEGAL/BSE/2012-13/GBSL

24<sup>th</sup> Dec 2013

To,  
Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai 400 001

**Scrip code: 509079**

Dear Sir/Madam,

**Sub: Outcome of Postal Ballot**

Please herewith find Minutes of the Announcement of Results of the Postal Ballot dated 21st December 2013

Kindly take the note of above.

Thanking you,

Yours faithfully

For **Gufic Biosciences Limited**

*Prakash G. Khulbe*

**Prakash G. Khulbe**  
**Company Secretary & Compliance Officer**  
**Encl: as above**

**Encl: as above**

**CC: National Stock Exchange of India Limited,**  
Exchange Plaza, Bandra – Kurla Complex,  
Bandra (E), Mumbai – 400051

**Symbol: GUFICBIO**

**Minutes of the Announcement of Results of the Postal Ballot on 21st December, 2013 at Corporate Office of the Company at 2nd Floor, Dorr-Oliver House, Chakala, Andheri East, Mumbai – 400099, India, at 2.30 p.m.**

**Background:**

The Postal Ballot Notice issued on 7th October, 2013, pursuant to Section 192A (2) of the Companies Act, 1956, for passing the resolution by postal ballot for:

- 1. Increase in the limits u/s 372 A of the Companies Act, 1956 for giving of any loan or guarantee or providing any security in excess of the limits specified in the said Act to associate company (ies).**

was dispatched to the members of the Company on 18th November, 2013

The Board of Directors at its meeting held on 7th October, 2013 had appointed Mr. Bimlendu Bhushan, a Practicing Chartered Accountant in Mumbai as Scrutinizer to receive and scrutinize the completed ballot forms received from the Members and for conducting the Postal Ballot process in a fair and transparent manner. The Postal Ballot Forms and the self addressed postage prepaid envelopes were also sent for use of Members. The shareholders were requested to return the postal ballot forms duly completed along with the assent (for) or dissent (against), so as to reach the scrutinizer on or before 18th December 2013.

After due scrutiny of all the postal ballot forms received by Mr. Bimlendu Bhushan up to the close of working hours of 18th December 2013 (being last date fixed for return of the Postal Ballot forms duly filled in by the Members), Mr. Bimlendu Bhushan submitted his report as under :

Particulars	No. of Postal Ballot Forms	Total No of shares	% of total net valid votes (in percentage)
Total number of votes received	98	5,42,03,760	N.A
Less: No. of Invalid Votes	1	220	N.A
Net valid number of votes cast	97	5,42,03,540	100.00
Total number of votes which have been cast in favour of the Resolution	70	5,41,64,471	99.93
Total number of votes which have been cast against the Resolution	27	39,069	0.07

*Atul*



The Chairman after receiving the Scrutinizer's Report announced that the above Special Resolution of the Postal Ballot Notice were duly passed by the requisite majority and directed that the resolutions be recorded in the minute book recording the proceedings of general meetings of the members.

1. **“RESOLVED** that pursuant to the provisions of Section 372A of the Companies Act, 1956, and other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modification(s) or re-enactment thereof, for the time being in force) or under any other law for the time being in force, the Board of Directors of the Company be and are hereby authorized to give any loan or guarantee or provide any security of a sum not exceeding Rs. 60 crores, in one or more tranches, to associate company(ies).

**RESOLVED FURTHER** that the Board of Directors or the Company Secretary of the Company are hereby severally authorised to take such steps as may be necessary for obtaining approvals, permissions, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and also to delegate all or any of the above powers to a Committee of the Board of Directors and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution.”

**For Gufic Biosciences Limited**



*Prakashchandra Khulbe*  
**Prakashchandra Khulbe**  
**Company Secretary**

Date: 24<sup>th</sup> December, 2013

Place: Mumbai

Regd. Off. : 37, First Floor, Kamala Bhavan II, S. Nityananad Road, Andheri (East), Mumbai - 400 069 Email : gufic@guficbio.com

By Fax / Courier/ Email

26/LEGAL/BSE/2012-13/GBSL

To,  
Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai 400 001

**Scrip code: 509079**

Dear Sir/Madam,

Please herewith find the Scrutinizer's Report dated 21<sup>st</sup> December 2013

Kindly take the note of above.

Thanking you,

Yours faithfully

For **Gufic Biosciences Limited**

  
Prakash G. Khulbe  
Company Secretary & Compliance Officer  
Encl: as above

**Encl: as above**

CC: **National Stock Exchange of India Limited,**  
Exchange Plaza, Bandra - Kurla Complex,  
Bandra (E), Mumbai - 400051

**Symbol: GUFICBIO**



# Bimlendu Bhushan

Chartered Accountant

## Scrutinizer's Report

To,  
The Chairman,  
Board of Directors,  
Gufic Bioscience Limited.  
37, Kamala Bhavan II,  
Andheri (East),  
Mumbai – 400069.

Sub: Section 372A of the Companies Act, 1956 (as amended till now) - giving of any loan or guarantee or providing any security of a sum not exceeding Rs. 60 Crores, in one or more tranches, to associate companies.

Dear Sir,

1. The Board of Directors of the company by means of resolution dated 7<sup>th</sup> October 2013 has appointed me as scrutinizer for conducting the postal ballot voting process.
2. I submit my report as under :
  - 2.1 The company has completed on 7<sup>th</sup> November 2013 the process of dispatching postal ballots along with postage pre-paid business reply envelopes to its members whose name(s) appeared on the Register of Members as on 25<sup>th</sup> October 2013.
  - 2.2 Particulars of all the ballots received from the Members have been entered in a register separately maintained for the purpose.
  - 2.3 The postal ballots were kept under safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballots.
  - 2.4 The ballot box was opened on 19<sup>th</sup> December, 2013 in the presence of director and company secretary of the company.





# Bimlendu Bhushan

Chartered Accountant

- 2.5 The postal ballots were opened in my presence and scrutinized and the share holdings were matched / confirmed with the register of member of the company as on 25<sup>th</sup> October 2013.
- 2.6 All postal ballots were duly opened received up to 04.30 PM on the last date 18<sup>th</sup> December 2013, the last date and time fixed by the company receipt of the ballots, were considered for scrutiny.
- 2.7 Envelopes containing postal ballots dispatched to 12854 shareholders vide envelope serial no 1 to 12854.
- 2.8 a. Envelope containing postal ballot received after 7<sup>th</sup> December 2013 treated as if reply from such shareholder(s) has not been received as per the instruction 5 of the postal ballot form.
- b. Postal ballot with the defects as mentioned in the instruction 8 in the postal ballot form were rejected and not considered.
- c. Shareholder's who have caste votes for more shares than actual holding has been considered as invalid.
3. A summary of the postal ballots received is given below :

	Particulars	No. of postal ballot forms	No. of shares	% of paid up equity capital
a.	Total postal ballots issued	12854	7,73,50,000	100
b.	Total postal ballots not received	12757	2,31,46,240	29.92
c.	Total postal ballots received	98	5,42,03,760	70.08
d.	Less : Invalid postal ballots	1	220	-
e.	Net valid postal ballots	97	5,42,03,540	70.08
f.	Postal ballots with assent for Resolution	70	5,41,64,471	70.03
g.	Postal ballots with dissent for the Resolution	27	39,069	0.05
h.	Postal ballots on which votes not casted / partly casted	1	220	-





# Bimlendu Bhushan

Chartered Accountant

4. The postal ballots and other related papers / registers and records were handed over for safe custody to the company secretary of the company, authorized by the Board to supervise the postal ballot process.
5. An abstract of the result of postal ballot is enclosed for the purpose of declaration.

Kindly arrange to declare the results accordingly.

Thanking you,

Place: Mumbai

Date: 21st December 2013

Yours faithfully,

*Bimlendu Bhushan*  
Bimlendu Bhushan  
(FCA)