



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 No. PML/SEC/2012-13/604.

Date: 29th June, 2013

The Department of Corporate Services,
Bombay Stock Exchange of Limited,
Phirozee 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: Results of Postal Ballot in terms of Notice Dated 13th May, 2013

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 Results of the same declared on Saturday, 29th June, 2013 at 05:30 P.M. at the Registered Office of the Company. Further in view, that the Scrutinizer Report dated 28th June, 2013, submitted by Scrutinizer viz. 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 and record please.

Thanking You,

Yours Sincerely

For Poly Medicure Limited

Sonia Singh
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 13th MAY, 2013) OF POLY MEDICURE LIMITED HELD ON 29th JUNE, 2013, AT 5:30 P.M. AT THE REGISTERED OFFICE AT FIRST FLOOR, 12, SANT NAGAR EAST OF KAILASH, NEW DELHI- 110065.

Item No.1 Increased in the Authorized Share Capital and alteration in the Memorandum of Association of the Company.

S. No.	Particulars	Headings
1.	Number of Votes cast	5779695
2.	Votes cast in favour	5772300
3.	Votes cast Against	0
4.	Votes Invalid votes	7395
	Result	Passed as Special Resolution

Following Resolution was passed as Special Resolution.

RESOLVED THAT in accordance with the provisions of Section 16,94 & 97 and all other applicable provisions, if any, of the Companies Act, 1956, the existing Authorized Share Capital of the Company be and is hereby increased from Rs. 15,00,00,000/- (Rs. Fifteen Crore only) divided into 1,50,00,000 (One Crore Fifty Lacs) Equity Shares of Rs. 10/- (Rs. Ten only) each to Rs. 30,00,00,000/- (Rupees Thirty Crore only) divided into 3,00,00,000 (Rs. Three Crore) Equity Shares of Rs. 10/- (Rs. Ten) each by creation of 1,50,00,000 (One Crore Fifty Lacs) new Equity Shares of Rs. 10/- (Rs. Ten) each.

RESOLVED FURTHER THAT the existing Clause V of the Memorandum of Association be and is hereby altered by substituting the following new clause V at its place:

V. The Authorized Share Capital of the Company is Rs. 30,00,00,000/- (Rupees Thirty Crore) divided into 3,00,00,000 (Three Crore only) Equity Shares of Rs. 10 (Rupees Ten only) Each ."

Item No. 2. Capitalization of Reserves for issue of Bonus Shares.

S. No.	Particulars	Headings
1.	Number of Votes cast	5779695
2.	Votes cast in favour	5772480
3.	Votes cast Against	0
4.	Votes In valid votes	7215
	Result	Passed as Special Resolution



Following Resolution was passed as Special Resolution.

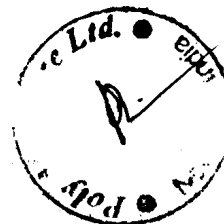
"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 1956 and Article No. 125 of Articles of Association of the Company and in accordance with the Securities & Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and Securities & Exchange Board of India (Disclosure and Investor Protection) Guidelines, 2000 and such other necessary approval(s), permission(s) and sanction(s), as may be required, and subject to such term(s) and condition(s) and modification(s) as may be specified, while according such approvals, the consent of the members be and is hereby accorded to capitalize a sum not exceeding Rs. 11,01,25,000/- (Rs. Eleven Crore One Lacs Twenty Five Thousand only) standing to the credit of Company's Securities Premium Account/General Reserve/ such other accounts as are permissible to be utilized for the purpose as per Audited Accounts of the Company for the financial year ended on March 31, 2013 and that the said amount be transferred to the Share Capital Account and be applied for issue and allotment of Equity Shares not exceeding 1,10,12,500 (One Crore Ten Lacs Twelve Thousand Five Hundred only) Equity Shares of Rs. 10 (Rs. Ten) each as Bonus Shares credited as fully paid up to the eligible Members of the Company on such date ("Record Date") as the Board may determine, in proportion of 1 (One) new Equity Share of Rs. 10 (Rs. Ten) each for 1 (One) Equity Share held by such Member upon the footing that they become entitled to such new Equity Shares as capital and not as income."

"RESOLVED FURTHER THAT new Equity Shares shall be subject to the provisions of Memorandum and Articles of Association of the Company and shall in all respects, rank *pari passu* with the existing fully paid up Equity Shares of the Company, with a right to participate in dividend, if any declared by the Company."

"RESOLVED FURTHER THAT the Share Certificates for Bonus Shares be delivered to the Shareholders who hold the existing Equity Shares in physical form and the respective beneficiary accounts be credited with the bonus shares, for such shareholders who hold the existing equity shares or opt to receive the bonus shares in dematerialized form, within the prescribed period.

"RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of the Bonus Shares so allotted on the Stock Exchanges where the securities of the Company are listed as per the provisions of the Listing Agreements with the Stock Exchanges concerned and other applicable laws and regulations."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such act(s), deed(s), matter(s) and thing(s) as may, in its absolute discretion, deem necessary, expedient, usual or proper and to settle any questions, difficulties or doubts that may arise in this regard at any stage including at the time of listing of the bonus shares without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their



approval thereto and for matters connected herewith or incidental hereto expressly by the authority of this resolution."

Item No. 3. Approval in the enhancement limit of Job Work Agreement with M/s Vitromed Healthcare, Jaipur.

S. No.	Particulars	Headings
1.	Number of Votes cast	5779695
2.	Votes cast in favour	5772285
3.	Votes cast Against	0
4.	In valid votes	7410
	Result	Passed as Special Resolution

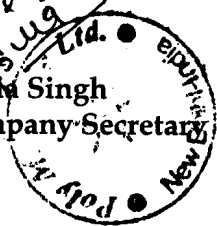
Following Resolution was passed as Special Resolution.

RESOLVED THAT pursuant to Section 297 of the Companies Act, 1956 and the consent of the Members be and is hereby accorded for increase in the existing limit sanctioned by the Regional Director, Noida, vide his Letter No. 4/434/t-1/2011/d/6852 dated 16th January, 2012, for entering into contract for securing services on Job Work Basis, for manufacture of Final Product(s) and component(s) of Medical Devices.

S. No.	Period	Existing Limit	Proposed Limit
1.	01.4.2012 to 31.03.2013	20.00 Crs	23.00 Crs.
2.	01.04.2013 to 31.03.2014	24.00 Crs.	30.00 Crs.
3.	01.04.2014 to 31.03.2015	28.00 Crs.	35.00 Crs.

**Certified to be True copy
for Poly Medicure Limited**

**Sonia Singh
Company Secretary**



B.K. Sethi, FCS-853/CP -913

Dated: June 28, 2013

195, Vivek Vihar, Delhi.

The Chairman,

Poly Medicare Limited,
New Delhi.

Dear Sir:

Scrutinizer's Report

In the Board Meeting held on 13th May, 2013 I was appointed as Scrutinizer for conducting Extraordinary General Meeting to be held in terms of Notice dated 13th May 2013, issued under Section 192A of the Companies Act, 1956.

Last date for receiving the response of the Shareholders was 27th June, 2013.

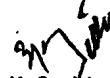
The Number of Shareholders who participated by sending their responses

Was: 118

I submit my report as under:

S. No.	Special Resolution under Section 16,94& 97 of the Companies ACT, 1956 FOR ALTERATION OF Authorized Share Capital clause of Memorandum of Association.	Resolution authorizing the capitalizing of Reserves and issue of Bonus Shares	Special Resolution under Section 297 of the Companies Act, 1956, authorizing the enhancement in the limit for getting job work done from M/s. Vitromed Healthcare, Jaipur.	
	Total Number of votes cast	5779695	5779695	5779695
	Votes Cast in favour	5772300	5772480	5772285
	Votes cast Against	0	0	0
	Votes Invalid/abstained	7395	7215	7410
		Special Resolution.	Special Resolution.	Special Resolution.

Yours Faithfully


B.K. Sethi
Scrutinizer

CERTIFIED TO BE TRUE COPY

