



JAGSONPAL

JAGSONPAL PHARMACEUTICALS LIMITED

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CIN : L74899DL1978PLC009181

PROCEEDINGS OF THE 35th ANNUAL GENERAL MEETING OF JAGSONPAL PHARMACEUTICALS LIMITED HELD ON 30.09.2014 AT 10.00 A.M. AT VANITA SAMAJ, LODHI ROAD, NEW DELHI – 110003.

1. Mr. Rajpal Singh Kochhar, Chairman and Managing Director took the Chair and welcomed the members to the 35th Annual General Meeting of the Company.
2. Mr. Rajpal Singh Kochhar then asked the Company Secretary to ascertain the quorum. After ascertaining the same by the Company Secretary, the Chairman declared the meeting as validly convened on the basis of advice from the Company Secretary that the requirement of the quorum, as per the Companies Act, 2013, was fulfilled.
3. The Statutory Registers, Proxy Registers and inspection documents were available during the meeting for inspection of the Members.
4. With the concurrence of the Members, the Notice of 35th Annual General Meeting together with the Financial Statements, Directors' Report. The Company Secretary read the Auditor's Report.
5. Mr. Rajpal Singh Kochhar apprised the shareholders about the Company's performance during the last financial year and future plans, prospects and outlook of the Company in the years to come.
6. He stated that the Company had provided electronic voting facility to the members entitled to cast their vote at the Annual General Meeting, as per the Companies Act, 2013 in the manner as prescribed under the Companies (Management and Administration) Rules, 2014 and therefore, it was obligatory to provide similar voting rights to the members present, in person and through proxies at the Annual General Meeting, to vote in proportion to the shares held by them. He stated that Poll will be taken for the voting on all the resolutions of ordinary and special businesses as set out in items 1 to 9 of the Notice of the 35th Annual General Meeting.
7. He declared that the Scrutinizer for the electronic voting and the poll, Mr. Hira Lal Bansal, Proprietor, M/s H. J. Bansal & Co. Associates, Chartered Accountants, appointed for independently carrying out the voting in a fair and transparent manner, had submitted the report on the electronic voting to the Chairman before the commencement of Annual General Meeting.
8. The Chairman, thereafter, ordered the Poll on the resolutions as set out in notice i.e. resolution 1 to 9 except item no. 9, he being an interested party, and requested all the members and proxy holders present and entitled to vote to participate in the Poll. It was decided that the polling will be taken immediately and will end at 11.30 AM. Mr. Govind Deo, took Chair for item no. 9.

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9. The Chairman requested the Company Secretary to explain the new process of e-voting and poll. The Company Secretary stated that the results of voting on each resolution shall be determined by adding the votes of the Poll in favour or against a resolution with the electronic votes in favour or against the same resolution. He declared that on receipt of Scrutinizer's Report on the Poll to be conducted, the results of voting shall be declared on Saturday, 1st October, 2014 at 4.30 PM at the registered office of the Company. The results to be declared for each resolution shall indicate votes on Poll & electronic voting and would be immediately intimated to the National Stock Exchange of India Ltd. and BSE Ltd. and shall also be uploaded on the Company's website www.jagsonpal.com with the respective reports of Scrutinizer for electronic voting and the Poll and shall be available at the registered office of the Company.
10. Mr. Hira Lal Bansal, Scrutinizer conducted the Poll, showing empty polling box to the members, locking and sealing of empty polling box in the presence of members and proxies. After ensuring that all members and proxies participating in the Poll had casted their votes, the Scrutinizer closed the Poll at around 11.30 AM. The scrutinizer then took the custody of polling box.
11. Mr. Hira Lal Bansal, Scrutinizer took over the Poll proceedings and was requested by Mr. Rajpal Singh Kochhar, to submit his Poll report to him so that the results can be declared on the announced time.
12. On the basis of the report dated 27th September, 2014 of the Scrutinizer for the electronic voting (which was conducted on 22nd to 24th September, 2014) and the Scrutinizer's report for the Poll at the Annual General Meeting (to be received in due course), the Chairman/Company Secretary shall announce the results of voting on 1st October, 2014 at 4.30 PM in respect of following item transacted as per the notice of the Annual General Meeting.

Resolution Nos. as given in the Notice of the 35th Annual General Meeting:-

Adopted the Audited Balance Sheet as at 31st March, 2014 and the Profit and loss account for the Year ended on that date along with the reports of the Auditors' and Directors' thereon.- Ordinary Resolution.
Declared 10% dividend on the Equity Shares .- Ordinary Resolution.
Appointment of P..P..Thukral & Co. Chartered Accountants as Auditor under provisions of Companies Act, 2013 .- Ordinary Resolution.
Appointment of Dr. S. K. Goyal (DIN:01147772) as Director of the Company pursuant to Section 149 & 152 and other provisions of Companies Act, 2013 – Special Resolution
Appointment Mr. Bharat Singh, (DIN: 00347364) as Director of the company pursuant to Section 149 & 152 And other provisions of Companies Act, 2013 – Ordinary Resolution
Appointment Mr. Govind Deo, (DIN 00521939) as Director of the company pursuant to Section 149 & 152 And other provisions of Companies Act, 2013 .- Ordinary Resolution.
Appointment of Dr. Ishpal Singh Ghai, (DIN : 06551659) as Director of the company Pursuant to Section 149 & 152 and other provisions of Companies Act, 2013 - Ordinary Resolution.

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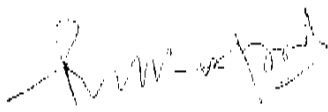


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To fix Remuneration of cost Auditors u/s 148 .- Ordinary Resolution.
Appointment of Mr. Rajpal Singh Kochhar, (DIN : 00059492) as Managing Director of the company pursuant to Section 2(78), 2(94) 196, 197, 203 and other applicable provision of the Companies Act, 2013 .- Special Resolution.

There being no other business to be transacted, the 35th Annual General Meeting concluded with a Vote of thanks to the Chair.

For JAGSONPAL PHARMACEUTICALS LIMITED LTD.



R. K. KAPOOR
COMPANY SECRETARY

Dated : 30/09/2014