

RESULTS

Results of the Electronic Voting and Poll on the Ordinary and Special Businesses at the 19th Annual General Meeting of the Company held on Tuesday, September 23, 2014

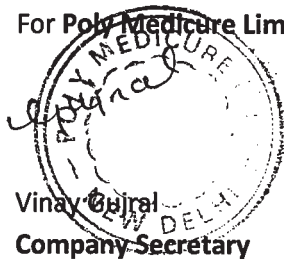
On the basis of the Scrutinizer's Report for the Electronic Voting dated 22nd September, 2014 and the Scrutinizer Report dated 24th September, 2014 for the Poll at the Annual General Meeting held on Tuesday, September 23, 2014 at 10.00 A.M at Bipin Chandra Pal Memorial Bhavan, A-81, Chittranjan Park, New Delhi-110019, the summary of which is mentioned hereunder. All the Resolutions for the Ordinary and Special Business as set out in Item No. 1 to 16 in the Notice of 19th Annual General Meeting of the Company have been duly passed by the requisite majority.

Item No. of Notice	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	Not Voted
	No. of shares	% of total number of valid votes cast	No. of shares	% of total number of valid votes cast	No. of Shares	No. of person
1. Adoption of Audited Financial Statement of the Company for the financial year ended 31 st March, 2014, the reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statement of the Company for the Financial year ended 31 st March, 2014.	16711397	99.9880	2000	0.012	07	02
2. Declaration of Dividend on Equity Shares for the financial year ended 31 st March, 2014.	16713397	100	0	0	07	02
3. Appointment of Sh. Jugal Kishore Baid, Who retires by rotation.	6550299	100	0	0	07	17
4. Appointment of M/s. Doogar & Associates, Chartered Accountants (FRN:000561N) as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of 24 th Annual General Meeting.	16713397	100	0	0	07	02
5. Appointment of Sh. Mukulika Baid, as Non Executive Director, liable to retire by rotation.	6550199	99.9984	100	0.0016	07	17
6. Appointment of Sh. Devendra Raj Mehta, as Independent Director for a term of five consecutive years commencing from 23 rd September, 2014.	16713297	99.995	100	0.0005	07	02
7. Appointment of Shri. Prakash Chand Surana as an Independent Director for a	16705947	99.9998	50	0.0002	07	03



term of five consecutive years commencing from 23 rd September, 2014.						
8. Appointment of Dr. Shailendra Raj Mehta as an Independent Director for a term of five consecutive years commencing from 23 rd September, 2014.	16713347	99.9998	50	0.0002	07	02
9. Appointment of Shri. Yeshwant Singh Choudhary as an Independent Director for a term of five consecutive years commencing from 23 rd September, 2014	16709297	99.9994	100	0.0006	07	03
10. Appointment of Dr. Sohan Raj Mohnot as an Independent Director for a term of five consecutive years commencing from 23 rd September, 2014	16689397	100	0	0	07	03
11. Re-appointment and Remuneration of Sh. Himanshu Baid as Managing Director for a period of five years with effect from 1 st August, 2014	6550299	100	0	0	07	17
12. Re-appointment and Remuneration of Sh. Rishi Baid, as Executive Director for a period of five years, with effect from 1 st August, 2014	6550199	99.9984	100	0.0016	07	17
13. Approval of payment of remuneration to Non-Executive Directors.	6514889	99.9998	10	0.00051	07	20
14. Approval of remuneration payable to M/s. Jai Prakash & Co., Cost Accountants, the cost auditors of the Company	16713397	100	0	0	07	02
15. Approval of job work contract with M/s. Vitromed Healthcare, Jaipur, a related party.	6550299	100	0	0	07	17
16. Approval for sell of goods and materials to M/s. Ultra for Medical Products Egypt, joint venture of the Company.	6550299	100	0	0	07	17

For Poly Medicare Limited



Vinay Gajral
Company Secretary

B.K. Sethi & Co.
Company Secretaries

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SCRUTINIZER'S REPORT-COMBINED

To
The Chairman
Poly Medicare Limited

Dear Sir,

1. I, B.K Sethi of M/s. B.K Sethi & Co., New Delhi, have been appointed as a Scrutinizer by the Board of Directors of Poly Medicare Limited (the Company) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014.
2. I have issued separate scrutinizer's report dated September 22, 2014 on the E-voting.
3. I have been appointed as Scrutinizer by the Chairman of the Annual General Meeting on Poll under the provisions of section 109 of the Companies Act, 2013 on the resolutions contained in the notice of 19th Annual General Meeting of the members of the Company, held on 23rd September, 2014 at Bipin Chandra Pal Memorial Bhavan, A-81, Chittranjan Park, New Delhi.
4. I have also issued separate scrutinizer's report dated September 24, 2014 on Poll on the resolution contained in the notice of Annual General Meeting. As request by the management, I submit combined report on the results of e-voting together with that of Poll as under:-

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5 The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolution contained in the Notice to the 19th Annual General Meeting of the members of the Company. Our responsibility as scrutinizers for the e-voting process and for poll at the Annual General Meeting is restricted to make scrutinizers report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by CDSL, the authorized agency engaged by the Company to provide e-voting facilities for e-voting.

Yours faithfully


B.K Sethi

Scrutinizer

Practicing Company Secretary

FCS-853/C.P No.-913

Date:24.09.2014

Place: New Delhi

