

**NOTICE TO THE MEMBERS
DECLARATION OF RESULTS OF POSTAL BALLOT**

Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 "Listing Regulations", consent of the members of the Company was sought by way of Resolutions as set out in the Postal Ballot Notice dated 25th January, 2019 by means of Physical Ballot Forms and voting through electronic means (e-voting).

Postal Ballot Notice containing the Resolutions together with the explanatory statement annexed to the Notice was sent to all the members of the Company and the last date of receipt of Postal Ballot Form, either through physical submission of Postal Ballot Forms by the Members of the Company in postage pre-paid self addressed envelope or through e-voting was Friday, 29th March, 2019. Shri B.K. Sethi, Practicing Company Secretary was appointed as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

The Scrutinizer has submitted his Report and on the basis of the Report of the Scrutinizer on the voting done through Postal Ballot Forms as well as through e-voting, by the Members, it is hereby declared, that all the Resolutions as set out in the Postal Ballot Notice dated 25th January, 2019, have been duly passed by the Members of the Company with requisite majority.

The details of the voting results of the Resolutions passed through Postal Ballot process (including e-voting) are reproduced hereunder.

1	Date of declaration of Postal Ballot Results	Saturday, 30 th March, 2019
2	Total number of shareholders as on cut-off date for ascertaining the list of shareholders to whom the notice of Postal Ballot was sent and also for reckoning voting rights. (i.e. cut-off date for Benpos - Beneficiary Position)	5,333 Equity Shareholders (As on Friday, 22 nd February, 2019)
3	Number of shareholder present in the meeting either in person or proxy <ul style="list-style-type: none">• Promoters and Promoter Group• Public	Not Applicable
4	Number of shareholders attended the meeting through Video Conferencing: <ul style="list-style-type: none">• Promoters and Promoter Group• Public	Not Applicable

Amranchal



Agenda – wise disclosure

1. Approval for continuation of Mr. Devendra Raj Mehta as Director.

Resolution required: (Ordinary/Special)
Whether promoter/promoter group are interested in the agenda/resolution?

Category	Mode of voting	No. of shares held	Whether promoter/promoter group are interested in the agenda/resolution?				Special Resolution	
			No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No of Votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	43018552	41601752	96.71	41601752	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)							
	Total		43018552	1188000	2.76	1188000	0	100.00
Public-Institutions	E-voting	4434120	4333069	97.72	4333069	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)							
	Total		4434120	4333069	97.72	4333069	0	100.00
Public-Non Institutions	E-voting	40774208	23783027	58.33	23777115	5912	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)							
	Total		40774208	23783029	58.33	23777117	0	100.00
Total		88226880	70905850	80.37	70899938	5912	99.99	0.01

Result: Resolution passed by requisite majority

Munesh



2. Approval for continuation of Mr. Jugal Kishore Baid as Director.

Resolution required: (Ordinary/Special)							Special Resolution	
Whether promoter/promoter group are interested in the agenda/resolution?							Yes	
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No of Votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	43018552	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		43018552	0	0.00	0	0	0.00
Public-Institutions	E-voting	4434120	4333069	97.72	4333069	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		4434120	4333069	97.72	4333069	0	100.00
Public-Non Institutions	E-voting	40774208	23783027	58.33	23780861	2166	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		2	0.00	2	0	100.00	0.00
	Total		40774208	23783029	58.33	23780863	2166	99.99
Total		88226880	28116098	31.87	28113932	2166	99.99	0.01

Result: Resolution passed by requisite majority

M. Marchand



3. Ratification/Approval of Special Resolution passed for approval of ESOP Scheme, 2015.

Resolution required: (Ordinary/Special)

Whether promoter/promoter group are interested in the agenda/resolution?							Special Resolution	
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No of Votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	43018552	41601752	96.71	41601752	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		1188000	2.76	1188000	0	100.00	0.00
	Total		43018552	42789752	99.47	42789752	0	100.00
Public-Institutions	E-voting	4434120	4333069	97.72	242220	4090849	5.59	94.41
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		4434120	4333069	97.72	242220	4090849	5.59
Public-Non Institutions	E-voting	40774208	23783027	58.33	23778789	4198	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		2	0.00	2	0	100.00	0.00
	Total		40774208	23783029	58.33	23778791	4198	99.98
Total		88226880	70905850	80.37	66810763	4095047	94.22	5.78

Result: Resolution passed by requisite majority

You are requested to take the above information on your records.

The Report of the Scrutinizer is enclosed herewith.

Thanking You,
Yours Faithfully

For Poly Medicare Limited

Himanshu Baid

Himanshu Baid
Managing Director
DIN:00014008
Encl: As above



B.K. Sethi & Co.
Company Secretaries

C-195, Vivek Vihar,
Delhi-110095
Phone: 43036172
Mobile: 9810205828
e-MAIL: sethibk.100@gmail.com

30th March, 2019

SCRUTINIZER'S REPORT

To,
The Managing Director
M/s Poly Medicure Limited
232 B, 3rd Floor, Okhla Industrial Estate,
Phase – III, New Delhi – 110020.

Sub: Result of Postal Ballot conducted in respect of the Resolutions as included in Postal Ballot Notice dated 25.01.2019

Dear Sir,

The Board of Directors of the Company at its Meeting held on 25th January, 2019, has appointed me as the Scrutinizer for the purpose of conducting the POSTAL BALLOT VOTING PROCESS under the provisions of section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force) and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 for passing the resolutions as included in the Postal Ballot Notice dated 25th January, 2019.

I submit my report as under:

- The Company has completed the dispatch of Postal Ballot Papers, through Courier / Registered Post along with postage prepaid business reply envelope to its Members on 26th February, 2019. The Company has also completed on 27th February, 2019 the dispatch of Postal Ballots through E-mail, wherever applicable, with a request for E-voting.
- The Remote E-voting facility was opened for the members to cast their votes from Thursday 28th February, 2019 at 9.00 a.m. (IST) and ended on Friday, 29th March, 2019 at 5.00 p.m. (IST).
- Particulars of all the Postal Ballot Papers as well as E-voting communications received from the Members have been entered in a Register, separately maintained for the purpose.



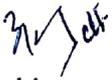
- The Postal Ballot Papers were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such Postal Ballot Papers.
- In accordance with the Companies (Management and Administration) Rules, 2014, all Postal Ballot Papers as well as E-voting communications received up to the close of working hours i.e. 5.00 p.m. on 29.03.2019, (the last date and time fixed by the Company for receipt of the Postal Ballot Papers & e-voting) were considered for my scrutiny.
- The Postal Ballot Papers as well as E-voting communications were duly opened in my presence and scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company / List of Beneficiaries.
- I did not find any defaced or mutilated Ballot Papers.

Voting pattern of the resolutions passed through Postal Ballot under section 110 of the Companies Act, 2013 is given in attachment hereto marked as "Annexure".

You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,

Yours Faithfully,



B.K. Sethi
(Scrutinizer)
Practicing Company Secretary
FCS-853 / C.P. No. 913

Poly Medicare Limited

Date of declaration of Postal Ballot Results	Saturday, 30th March, 2019
Total number of shareholders as on cut-off date for ascertaining the list of shareholders to whom the notice of Postal Ballot was sent and also for reckoning voting rights. (i.e. cut-off date for Benpos-Beneficiary Position)	5,333 Equity Shareholders (As on Friday, 22nd February, 2019)
No. of shareholders present in the meeting either in person or through proxy or through Video Promoters and Promoter Group : Public :	Not Applicable
No. of shareholders attended the meeting through Video Conferencing Promoters and Promoter Group : Public :	Not Applicable

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution No : 1 - Approval for continuation of Mr. Devendra Raj Mehta as Director

Resolution required : (Ordinary/ Special)		Special						
Whether promoter/ promoter group are interested in the agenda/ resolution ?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	43018552	41601752	96.71	41601752	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		1188000	2.76	1188000	0	100.00	0.00
	Total		43018552	42789752	99.47	42789752	0	100.00
Public - Institutions	E-Voting	4434120	4333069	97.72	4333069	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		4434120	4333069	97.72	4333069	0	100.00
Public -Non Institutions	E-Voting	40774208	23783027	58.33	23777115	5912	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		2	0.00	2	0	100.00	0.00
	Total		40774208	23783029	58.33	23777117	5912	99.98
Total		88226880	70905850	80.37	70899938	5912	99.99	0.01

Resolution No : 2 - Approval for continuation of Mr. Jugal Kishore Baid as Director

Resolution required : (Ordinary/ Special)		Special						
Whether promoter/ promoter group are interested in the agenda/ resolution ?		Yes						
Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No.of Votes - in favour (4)	No.of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	43018552	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public - Institutions	E-Voting	4434120	4333069	97.72	4333069	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		4434120	4333069	97.72	4333069	0	100.00
Public -Non Institutions	E-Voting	40774208	23783027	58.33	23780861	2166	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		2	0.00	2	0	100.00	0.00
	Total		40774208	23783029	58.33	23780863	2166	99.99
Total		88226880	28116098	31.87	28113932	2166	99.99	0.01

Resolution No : 3 - Ratification/Approval of Special Resolution passed for approval of ESOP Scheme, 2015

Resolution required : (Ordinary/ Special)		Special						
Whether promoter/ promoter group are interested in		No						
Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No.of Votes - in favour (4)	No.of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	43018552	41601752	96.71	41601752	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		1188000	2.76	1188000	0	100.00	0.00
	Total		43018552	42789752	99.47	42789752	0	100.00
Public - Institutions	E-Voting	4434120	4333069	97.72	242220	4090849	5.59	94.41
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		4434120	4333069	97.72	242220	4090849	5.59
Public -Non Institutions	E-Voting	40774208	23783027	58.33	23778789	4198	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		2	0.00	2	0	100.00	0.00
	Total		40774208	23783029	58.33	23778791	4198	99.98
Total		88226880	70905850	80.37	66810763	4095047	94.22	5.78

Handwritten signature/initials