



Shilpa Medicare Limited

Manufacturers and Exporters of Bulk Drugs

10/80, Rajendra Gunj, RAICHUR - 584 102. (INDIA)

Phone : +91-8532-235006,235704 Fax : +91-8532-235876

E-mail : info@vbshilpa.com, Website : www.vbshilpa.com

SML/93/13-14

Date:03.07.2013

To,

National Stock Exchange of India Ltd.

'Exchange Plaza', Bandra-Kurla Complex,

Bandra (East),

Mumbai - 400 051

Sub: MINUTES OF EXTRA-ORDINARY GENERAL MEETING

Ref: Symbol: SHILPAMED, Series: EQ.

Dear Sir,

With reference to the above subject, please find herewith enclosed MINUTES OF EXTRA-ORDINARY GENERAL MEETING.

This is for your information and records.

Thanking you,

Yours faithfully,

For **SHILPA MEDICARE LIMITED.**

**RAMAKANT INNANI
COMPLIANCE OFFICER**



Encl: a.a



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MINUTES OF THE EXTRA ORDINARY GENERAL MEETING OF THE COMPANY HELD ON 3rd DAY OF JULY, 2013 AT 11.30 A.M AT 10/80, RAJENDRA GUNJ, RAICHUR - 584 102.

Directors Present:

Mr.Omprakash Inani	: Chairman
Mr. Rajender Sunki Reddy	: Director
Mr. Venugopal Loya	: Director

Shareholders Present in person	: 14
Shareholders Present through Proxies	: 11

Also Present : Mrs.P.Nagalakshmi, Company Secretary
: Mr.N.C.Bhandari, Senior Manager- Finance .

1. Mr.Omprakash Inani, Chairman of the Company took the chair.
2. Company Secretary informed the Chairman that the requisite quorum is present as per the provisions of the Companies Act, 1956 the proceedings of the meeting may be commenced.
3. The Chairman started the proceedings of the meeting and requested the members to take the notice of the meeting as read. The Chairman briefly explained to the members about the reason for conducting the Extra-Ordinary general meeting.
4. Thereafter the Chairman informed the members that the meeting was open for discussions and clarifications. Some of the members spoke praising the decision of the Board and also expressed that the Company would achieve good progress in future.
5. After discussions, the Chairman requested the members to transact the business of the agenda.
6. Thereafter, the following resolution specified in the Notice calling the meeting was put to the Meeting:





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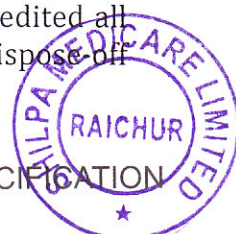
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1. Issue of Bonus Shares:

The following resolution has been proposed by **Mr.G.R.RAMACHANDRA SETTY** and Seconded by **Mr.K.V.MANO HAR**

"RESOLVED

- (a) THAT pursuant to the provisions of the Companies Act, 1956 (the Act) and Securities Exchange Board of India (SEBI) ((Issue of Capital and Disclosure Requirements Regulations) 2009 and the enabling provisions of the Articles of Association of the Company and subject to such approval(s) as may be necessary from any authority, consent be and is hereby accorded to the Board of Directors of the Company ('the board', which term shall be deemed to include any Committee thereof) for capitalization of a sum not exceeding Rs.2,45,24,165/- (Rupees Two Crore Forty Five Lakhs Twenty Four Thousand One Hundred and Sixty Five) from the securities premium account for the purpose of issue of Bonus shares of Rs.2/- (Rupees Two) each, credited as fully paid up equity shares to the holders of the equity shares of the company as on the 'Book Closure/ Record Date' to be determined by the Board for the purpose, in the proportion of 1 (One) Bonus equity share of Rs.2/- each for every existing 2 (Two) equity shares of Rs.2/- each held by them and that the Bonus equity shares so distributed shall, for all purposes, be treated as an increase in the nominal amount in the share capital of the company held by each such member, and not as income;
- (b) That the bonus shares so allotted shall rank pari passu in all respects with the equity shares of the company as existing on the book closure/record date, save and except that they shall not be entitled to any dividend in respect of any financial year up to and including 31st March, 2013;
- (c) That the bonus shares so allotted shall be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company;
- (d) That no letter of allotment shall be issued in respect of the Bonus shares but in the case of Members who hold equity shares (or opt to receive the Bonus shares) in dematerialized form, the Bonus shares shall be credited to the respective beneficiary accounts of the members with their respective Depository participants and in the case of Members who hold equity shares in physical form, the share certificates in respect of the Bonus shares be dispatched , within the prescribed time limit;
- (e) That no fractional shares shall be issued and the Board be and is hereby authorized to appoint a senior employee of the Company to get credited all the fractional share entitlements to his demat account who shall dispose off





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the said shares and distribute the net sale proceeds to the respective shareholders;

- (f) That the Board be and is hereby authorized to take necessary steps for listing of such Bonus shares on the stock exchange where the equity shares of the company are listed in terms of the listing agreement and other applicable guidelines, rules or regulations;
- (g) That for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things and give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem fit or desirable and its decision shall be final and binding."

The Chairman then declared that the Resolution has been passed unanimously as there is no dissent from any member by show of hands.

Since there is no other business, the Chairman invited the Company Secretary to propose vote of thanks.

The Chairman then announced that the meeting has been concluded.

Place: Raichur
Date : 03.07.2013

For Shilpa Medicare Ltd.,


Chairman

