



# STERLING BIOTECH LIMITED

CIN No. L51900MH1985PLC035738

Regd. Office. : 43 Atlanta Building, Nariman Point, Mumbai-400 021.

Tel. : +91(22) 6630 6732, 6630 6733 \* Fax : +91 (22) 2204 1954

## STERLING BIOTECH LIMITED

In accordance with notice dated 15<sup>th</sup> May, 2015 the 29<sup>th</sup> Annual General Meeting held of the shareholders of the Company was held on Tuesday, 30<sup>th</sup> June, 2015 at 10:30 A.M. at Bhakti Kala Kshetra, International Society for Krishna Conciousness (ISKCON) Founder Acharya : His Divine Grace A.C. Bhaktivedanta Swami Prabhupada, Hare Krishna Land, Juhu, Mumbai – 400 049.

Mr. Nitin J. Sandesara, Managing Director of the Company chaired the meeting.

The Chairman of the meeting (Com), after ascertaining the quorum, called the meeting to order.

The Chairman welcomed the shareholders and introduced the Directors present.

The Chairman of the Audit Committee of the Board present at the Meeting.

The Com Informed that the notice dated 15<sup>th</sup> May, 2015 convening 29<sup>th</sup> Annual General Meeting was dispatched to all the shareholders of the Company in permitted mode and also published in The Free Press Journal in English and Navshakti in Marathi on 8<sup>th</sup> June, 2015. The notice has also been placed on the website of the Company. With the permission of the Shareholders present, the Notice was taken as read.

The Com then addressed the shareholders. He give brief information about the company's future plans and relevant information.

The Com then moved the resolution which was proposed and seconded by the shareholders, for discussion, approval and Adoption of Accounts for the year ended 31<sup>st</sup> December, 2014 together with reports of Board of Directors on the working and activities of the Company and Auditors Report on the Balance Sheet and Account. (Agenda Item No. 1).

The Com informed that in terms of clause 35B of the listing agreement entered into with the stock exchanges read with rule 20 of Companies (Management and Administration) Rules, 2014 as amended the Company had provided e-voting facility to the shareholders from 27<sup>th</sup> June, 2015 to 29<sup>th</sup> June, 2015.

Com further informed that the Company has appointed Mr. Mehul Vyas, Advocate as Scrutinizer to oversee the E-voting Process.



## STERLING BIOTECH LIMITED

CIN No. L51900MH1985PLC035738

**Regd. Office. :** 43 Atlanta Building, Nariman Point, Mumbai-400 021.

Tel. : +91(22) 6630 6732, 6630 6733 \* Fax : +91 (22) 2204 1954

The Com informed that voting by poll will be conducted after all the agenda items have been transacted.

The Com then invited participation of the Shareholders for discussing the Balance Sheet as at 31<sup>st</sup> December, 2014, Profit & Loss Account for the year ended 31<sup>st</sup> December, 2014, the Directors Report and the Auditors Report on the Balance Sheet and Accounts.

Twelve Shareholders Spoke at the meeting.

The Com responded to the observations made / queries raised by the shareholders.

The Com moved the resolution for appointment of Shri Vilas Joshi as Director which was proposed and seconded by the Shareholders. (Agenda Item No. 2.)

The Com moved the resolution for appointment of Shri P. B. Mehta as Director which was proposed and seconded by the Shareholders. (Agenda Item No. 3.)

The Com moved the resolution for appointment of Shri H. S. Hathi & Co., as Statutory Auditor of the Company which was proposed and seconded by the Shareholders. (Agenda Item No. 4.)

The Com moved the resolution for appointment of Ms. Mayuri Patel as Independent Director which was proposed and seconded by the Shareholders. (Agenda Item No. 5.)

The Com moved the resolution for issue of Unlisted 8 % Redeemable Cumulative Non-Participating Non-Convertible Preference Shares carrying no voting which was proposed and seconded by the Shareholders. (Agenda Item No. 6.)

The Com moved the resolution for Change of Accounting Year which was proposed and seconded by the Shareholders. (Agenda Item No. 7.)

The Com then ordered the Poll on seven items on the Agenda of the meeting.

The Com informed that Mr. Mehul Vyas, Advocate have been appointed as scrutinizers.

The Ballot box used for the Poll were demonstrated and locked under the supervision of the scrutinizer in presence of the Shareholders.





---

## STERLING BIOTECH LIMITED

---

CIN No. L51900MH1985PLC035738

**Regd. Office. :** 43 Atlanta Building, Nariman Point, Mumbai-400 021.

Tel. : +91(22) 6630 6732, 6630 6733 \* Fax : +91 (22) 2204 1954

The Com requested the Shareholders to cast their votes and to informed that after all the shareholders cast their votes, the meeting shall stand concluded.

The Com informed that the results of the Poll aggregated with Results of e-voting will be placed on the website of the Company and submitted to Stock Exchanges within two working days.

The Com thanked all the shareholders for their presence and support.

After casting of the votes by all the shareholders present and sealing of the Poll Boxes by the Scrutinizers, the Com announced the closure of the meeting.

Place : Mumbai

Date : 30<sup>th</sup> June, 2015

**For Sterling Biotech Limited**

  
**Chetan Sandesara**  
**Joint Managing Director**



# STERLING BIOTECH LIMITED

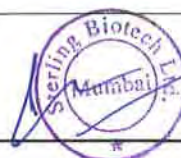
Regd. Office : 43 Atlanta Building, Nariman Point, Mumbai-400 021.

Tel. : +91(22) 6630 6732, 6630 6733 \* Fax : +91 (22) 2204 1954

CIN: L51900MH1985PLC035738

## Pursuant to Clause 35A of the Listing Agreement

Name of the Company:	Sterling Biotech Limited	
Date of the AGM: ↗	30 <sup>th</sup> June, 2015	
Total number of Shareholders on the Record Date/Book Closure:	33833	
No. of Shareholders present in the meeting either in Person or through Proxy:	Promoters and Promoter Group:	2
	Public:	95
No. of Shareholders attended the meeting through Video Conferencing	Promoters and Promoter Group:	Nil
	Public:	Nil
(Agenda-wise)  Details of the Agenda:	<p>Approval of Ordinary Resolutions for following business</p> <ol style="list-style-type: none"><li>1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31st December, 2014 including audited Balance Sheet as at 31<sup>st</sup> December, 2014 and the statement of Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.</li><li>2. Re-appointment of Mr. Vilas Joshi as Director</li><li>3. Re-appointment of Mr. P. B. Mehta as Director</li></ol>	



Corp. Office : Sandesara Estate, Atladra, Padra Road, Vadodara - 390 012.

Tel. : +91-265-2680720, 2680730 \* Fax : +91-265-2680257, 2680732 \* Email : sterling\_gelatin@stergel.com

Works : ECP Road, Village Karakhadi - 391 450. Ta : Padra, Dist.: Vadodara, Gujarat, India. Tel.: (02662) 273292/94, 273364/65/67 \* Fax : (02662) 273293



## STERLING BIOTECH LIMITED

**Regd. Office. :** 43 Atlanta Building, Nariman Point, Mumbai-400 021.

**Tel. :** +91(22) 6630 6732, 6630 6733 \* **Fax :** +91 (22) 2204 1954

**CIN:** L51900MH1985PLC035738

	<p>4. Appointment of M/s. H. S. Hathi &amp; Co., Chartered Accountant, Mumbai, Firm Reg. No. 103596W, as Auditors of the Company and to fix their remuneration.</p> <p>5. Appointment of Ms. Mayuri Patel as Independent Director</p>
Resolution required: (Ordinary/Special)	Ordinary
Mode of voting: Polling (Show of hands/Poll/ Postal ballot / E-voting)	E-voting and Poll at the AGM
(Agenda-wise)  Details of the Agenda:	<p>Approval of Special Resolutions for following business</p> <p>1. Issue of Unlisted 8% Redeemable Cumulative Non-Participating Non-Convertible Preference Shares carrying no voting rights</p> <p>2. Change of Accounting Year</p>
Resolution required: (Ordinary/Special)	Special
Mode of voting: Polling (Show of hands/Poll/ Postal ballot / E-voting)	E-voting and Poll at the AGM



**Corp. Office :** Sandesara Estate, Atladra, Padra Road, Vadodara - 390 012.

**Tel. :** +91-265-2680720, 2680730 \* **Fax :** +91-265-2680257, 2680732 \* **Email :** sterling\_gelatin@stergel.com

**Works :** ECP Road, Village Karakhadi - 391 450. Ta : Padra, Dist.: Vadodara, Gujarat, India. **Tel.:** (02662) 273292/94, 273364/65/67 \* **Fax :** (02662) 273293



# STERLING BIOTECH LIMITED

**Regd. Office. : 43 Atlanta Building, Nariman Point, Mumbai-400 021.**

**Tel. : +91(22) 6630 6732, 6630 6733 \* Fax : +91 (22) 2204 1954**

**CIN: L51900MH1985PLC035738**

## ITEM/ RESOLUTION —1

Promoter/ Public	No of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g 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	90840135	6250000	6.88	6250000	0	100	0.00
Public - Institution al holders	7287831	0	0.00	0	0	0.00	0.00
Public- Others	173920022	11206891	6.44	11206891	0	100	0.00
<b>Total</b>	<b>272047988</b>	<b>17456891</b>		<b>17456891</b>	<b>0</b>		

## ITEM/ RESOLUTION —2

Promoter/ Public	No of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g 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	90840135	6250000	6.88	6250000	0	100	0.00
Public - Institution al holders	7287831	0	0.00	0	0	0.00	0.00
Public- Others	173920022	11206891	6.44	11206891	0	100	0.00
<b>Total</b>	<b>272047988</b>	<b>17456891</b>		<b>17456891</b>	<b>0</b>		



**Corp. Office : Sandesara Estate, Atladra, Padra Road, Vadodara - 390 012.**

**Tel. : +91-265-2680720, 2680730 \* Fax : +91-265-2680257, 2680732 \* Email : sterling\_gelatin@stergel.com**

**Works : ECP Road, Village Karakhadi - 391 450. Ta : Padra, Dist.: Vadodara, Gujarat, India. Tel.: (02662) 273292/94, 273364/65/67 \* Fax : (02662) 273293**



# STERLING BIOTECH LIMITED

**Regd. Office. : 43 Atlanta Building, Nariman Point, Mumbai-400 021.**

**Tel. : +91(22) 6630 6732, 6630 6733 \* Fax : +91 (22) 2204 1954**

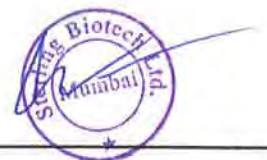
**CIN: L51900MH1985PLC035738**

## ITEM/ RESOLUTION —3

Promoter/ Public	No of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g 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	90840135	6250000	6.88	6250000	0	100	0.00
Public - Institution al holders	7287831	0	0.00	0	0	0.00	0.00
Public- Others	173920022	11206891	6.44	11206891	0	100	0.00
<b>Total</b>	<b>272047988</b>	<b>17456891</b>		<b>17456891</b>	<b>0</b>		

## ITEM/ RESOLUTION —4

Promoter/ Public	No of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g 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	90840135	6250000	6.88	6250000	0	100	0.00
Public - Institution al holders	7287831	0	0.00	0	0	0.00	0.00
Public- Others	173920022	11206891	6.44	11206891	0	100	0.00
<b>Total</b>	<b>272047988</b>	<b>17456891</b>		<b>17456891</b>	<b>0</b>		



**Corp. Office : Sandesara Estate, Atladra, Padra Road, Vadodara - 390 012.**

**Tel. : +91-265-2680720, 2680730 \* Fax : +91-265-2680257, 2680732 \* Email : sterling\_gelatin@stergel.com**

**Works : ECP Road, Village Karakhadi - 391 450. Ta : Padra, Dist.: Vadodara, Gujarat, India. Tel.: (02662) 273292/94, 273364/65/67 \* Fax : (02662) 273293**





# STERLING BIOTECH LIMITED

**Regd. Office :** 43 Atlanta Building, Nariman Point, Mumbai-400 021.

**Tel. :** +91(22) 6630 6732, 6630 6733 \* **Fax :** +91 (22) 2204 1954

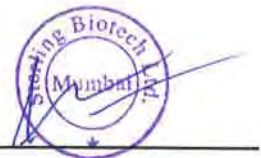
**CIN:** L51900MH1985PLC035738

## ITEM/ RESOLUTION — 5

Promoter/ Public	No of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g 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	90840135	6250000	6.88	6250000	0	100	0.00
Public - Institution al holders	7287831	0	0.00	0	0	0.00	0.00
Public- Others	173920022	11206791	6.44	11206791	0	100	0.00
<b>Total</b>	<b>272047988</b>	<b>17456791</b>		<b>17456791</b>	<b>0</b>		

## ITEM/ RESOLUTION —6

Promoter/ Public	No of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g 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	90840135	6250000	6.88	6250000	0	100	0.00
Public - Institution al holders	7287831	0	0.00	0	0	0.00	0.00
Public- Others	173920022	11206791	6.44	11206791	0	100	0.00
<b>Total</b>	<b>272047988</b>	<b>17456791</b>		<b>17456791</b>	<b>0</b>		



**Corp. Office :** Sandesara Estate, Atladra, Padra Road, Vadodara - 390 012.

**Tel. :** +91-265-2680720, 2680730 \* **Fax :** +91-265-2680257, 2680732 \* **Email :** sterling\_gelatin@stergel.com

**Works :** ECP Road, Village Karakhadi - 391 450. Ta : Padra, Dist.: Vadodara, Gujarat, India. **Tel.:** (02662) 273292/94, 273364/65/67 \* **Fax :** (02662) 273293





## STERLING BIOTECH LIMITED

**Regd. Office. :** 43 Atlanta Building, Nariman Point, Mumbai-400 021.

**Tel. :** +91(22) 6630 6732, 6630 6733 \* **Fax :** +91 (22) 2204 1954

**CIN:** L51900MH1985PLC035738

### ITEM/ RESOLUTION —7

Promoter/ Public	No of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g 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	90840135	6250000	6.88	6250000	0	100	0.00
Public - Institution al holders	7287831	0	0.00	0	0	0.00	0.00
Public- Others	173920022	11206891	6.44	11206791	100	100	0.00
Total	272047988	17456891		17456791	100		



**Corp. Office :** Sandesara Estate, Atladra, Padra Road, Vadodara - 390 012.

**Tel. :** +91-265-2680720, 2680730 \* **Fax :** +91-265-2680257, 2680732 \* **Email :** sterling\_gelatin@stergel.com

**Works :** ECP Road, Village Karakhadi - 391 450. Ta : Padra, Dist.: Vadodara, Gujarat, India. Tel.: (02662) 273292/94, 273364/65/67 \* **Fax :** (02662) 273293

**MEHUL R. VYAS**

B.com, LL.M

**ADVOCATE (Gujarat High Court)**

C-70, Pushpak Tenement, B/h. Avsar Party Plot, Sama-Savli Road, Vadodara-390008.

M-8980019088, e-mail - mehuladvocate@rediffmail.com

## Consolidated Results of Sterling Biotech Limited

Item No. 1 : Approve and adopt the Audited Balance sheet of the Sterling Biotech Limited as on 31 <sup>st</sup> December, 2014, the profit and loss account for the year ended on that date and report of the Directors and auditors thereon.				
Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Voting at the AGM	Total	
Assent	21780	17435111	17456891	100
Dissent	0	0	0	0
Abstain	0	0	0	0
Total	21780	17435111	17456891	100
Item No. 2 : Re-appointment of Mr. Vilas Joshi as Director.				
Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Voting at the AGM	Total	
Assent	21780	17435111	17456891	100
Dissent	0	0	0	0
Abstain	0	0	0	0
Total	21780	17435111	17456891	100
Item No. 3 : Re-appointment of Mr. P. B. Mehta as Director.				
Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Voting at the AGM	Total	
Assent	21780	17435111	17456891	100
Dissent	0	0	0	0
Abstain	0	0	0	0
Total	21780	17435111	17456891	100
Item No. 4 : Appointment of H. S. Hathi & Co., as Statutory Auditor.				
Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Voting at the AGM	Total	
Assent	21780	17435111	17456891	100
Dissent	0	0	0	0
Abstain	0	0	0	0
Total	21780	17435111	17456891	100



# MEHUL R. VYAS

B.com, LL.M

ADVOCATE (Gujarat High Court)

C-70, Pushpak Tenement, B/h. Avsar Party Plot, Sama-Savli Road, Vadodara-390008.

M-8980019088, e-mail - mehuladvocate@rediffmail.com

Item No. 5 : Appointment of Ms. Mayuri Patel as Independent Director.				
Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Voting at the AGM	Total	
Assent	21680	17435111	17456791	100
Dissent	0	0	0	0
Abstain	0	0	0	0
Total	21680	17435111	17456791	100
Item No. 6 : Issue of Unlisted 8% Redeemable Cumulative Non-Participating Non-Convertible Preference Shares Carrying No Voting rights.				
Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Voting at the AGM	Total	
Assent	21680	17435111	17456791	100
Dissent	0	0	0	0
Abstain	0	0	0	0
Total	21680	17435111	17456791	100
Item No. 7 : Change of Accounting Year				
Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Voting at the AGM	Total	
Assent	21680	17435111	17456791	100
Dissent	100	0	100	0
Abstain	0	0	0	0
Total	21780	17435111	17456891	100

Based on the aforesaid results, Five Ordinary Resolutions and two Special resolutions has been passed with requisite majority.

Date: 1<sup>st</sup> July, 2015  
Place: Mumbai



*M. Vyas*  
MEHUL VYAS  
Advocate