

Regd. Office & Works :
Mhow-Neemuch Road, Sector-1,
Pithampur - 454775, Distt. Dhar,
Madhya Pradesh, INDIA

L24232MP1983PLC002231

Phone : + 91-7292-424242
Fax. : + 91-7292-407387
E-mail : info@medicaps.com
sales@medicaps.com
Website : www.medicaps.com

NOTICE

Notice is hereby given that the 34th Annual General Meeting of the members of **MEDI-CAPS LIMITED** will be held on **Thursday, the 28th September, 2017 at 11.00 A.M.** at the registered office of the Company situated at Mhow - Neemuch Road, Sector-1, Pithampur, District Dhar (M.P.) 454775 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive consider and adopt the Standalone and Consolidated Audited financial statements of the Company for the financial year ended on March 31st, 2017 together with the report of Board's and Auditors thereon;
2. To appoint a Director in place of Mr. Ramesh Chandra Mittal (DIN-00035272), who retires by rotation and being eligible offer himself for re- appointment.
3. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of section 139, 141 and other applicable provisions, if any, of Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, M/s Rawka & Associates, Chartered Accountants, (FRN 021606C) be and are hereby appointed as the Statutory Auditors of the Company in place of M/s C.P. Rawka & Co., Chartered Accountants (F.R.No. 000518C) whose term shall be concluded on the conclusion of the ensuing this Annual General Meeting, to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the 39thAGM of the Company to be held in the year 2022, subject to ratification of their appointment at every Annual General Meeting on such remuneration as may be fixed by the Board."

SPECIAL BUSINESS:

4. To consider and, if thought fit, to pass, with or without modification(s), the following resolution, as **Ordinary Resolution**:

"RESOLVED THAT pursuant to provisions of section 149 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment & Qualification of Directors) Rules, 2014 as may be amended from time to time Mrs. Manisha Garg (DIN 01006545), who was appointed as an Additional Director of the Company w.e.f. 11.11.2016 by the Board of the Company and who holds office upto the date of ensuing AGM of the company and in respect of whom the company has received a notice in writing under Section 160 of the Companies Act, 2013 proposing the candidature of Mrs. Manish Garg for the office of a director and who is eligible for appointment be and is hereby appointed as a Director of the company.

5. To consider and, if thought fit, to pass, with or without modification(s), the following resolution, as **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the said Act and Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 30 of the SEBI (LODR) Regulations, 2015, the consent of the members of the company be and is hereby accorded to appoint Mr. Ashok Omprakash Agrawal (DIN- 07870578) who was appointed as an additional director by the Board in the category of Independent Director and who has given a declaration confirming that he meets the criteria for independence as provided in section 149(6) of the Companies Act, 2013 and in respect thereof the Company has received a notice from a member as required under section 160 of the Companies Act, 2013 and is eligible for appointment as an Independent Director of the Company to hold

Indore Office :

201, Pushpratna Paradise, 9/5, New Palasia, Indore 452 001 (INDIA)



office of Independent Director for a term upto five consecutive years upto 24th July, 2022 and he will not be liable to retire by rotation.”

6. To consider and, if thought fit, to pass, with or without modification(s), the following resolution, as

Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of section 190, 197, 198, 203 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial personal) Rules, 2014 and other applicable provisions, including any statutory modifications or re-enactment thereof for the time being enforced, the approval of members be and is hereby accorded for appointment of Mrs. Manisha Garg (DIN 01006545) as the Whole-time Director of the Company for a term of three years w.e.f. 11th Nov, 2016 to 10th Nov, 2019 on the following terms, conditions and remuneration with authority to the Board to alter and vary the terms and conditions of the said appointment and/or agreement in such manner as may be agreed to between the Board and Mrs. Manisha Garg:

- (a) Salary & other allowances: Rs.1,00,000/- p.m.
- (b) Contributions: to the Provident Fund, Family Benefit Fund Superannuation Fund as may be admissible under the PF/Income Tax Rules.
- (c) Gratuity: not exceeding half a month salary for each completed year of service, subject to the provisions of the Gratuity Act as may be amended from time to time.
- (d) Earned Privilege Leave: As per the Rules of the Company subject to the condition that the leave accumulated but not availed of will be allowed to be encashed for 15 days salary for every year completed services at the end of the tenure.

FACILITIES:

- (i) Car: The Company shall provide a car with driver for the Company's business and if no car is provided, reimbursement of the conveyance shall be payable as per actual on the basis of claims made by her.
- (ii) Telephone: Free use of mobile and a telephone at her residence provided that personal long distance calls on the telephone shall be billed by the Company to the Whole-time Director.

RESOLVED FURTHER THAT the remuneration payable to Mrs. Manisha Garg, shall not exceed the overall ceiling of the total managerial remuneration as provided under section 197 of the Companies Act, 2013 read with the provisions of Schedule V of the Act from time to time.

FRESOLED FURTHER THAT there would be relations of the Company with Mrs. Manisha Garg as the employer -employee for all the purposes and her appointment made be terminated by any party with the advance notice of 6 months or salary in lieu thereof.

RESOLVED FURTHER THAT the Board of Directors of the company be and are hereby severally authorized decide the breakup of the salary and allowances within the aforesaid limits and to do all such acts, matters, deeds and things to give effect to the aforesaid resolution.

7. To consider and, if thought fit, to pass, with or without modification(s), the following resolution, as

Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of section 20 and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules prescribed there under, the consent of the Company be and is hereby accorded to the Board of directors or the person authorized by the Board charge from member(s) fee in advance, a sum equivalent to the estimated actual expenses of delivery of the documents through a particular mode, if any request has been made by such member(s) for delivery of such document(s) to him through such mode of service as required and the same be provided upon such request in writing along with the requisite fee if has been duly received by the Company at least one week in advance of the dispatch of the document by the Company.

RESOLVED FURTHER THAT Board of director and/or any person authorized by the Board be and are hereby authorized to do all acts, deeds, matters and things that they may in



their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the matter aforesaid and further to do all acts, deeds, matters and things as may be necessary, proper or desirable or expedient to give effect to above resolution.”

8. To consider and, if thought fit, to pass, with or without modification(s), the following resolution, as **Special Resolution:**

“**RESOLVED THAT** pursuant to provisions of section 94 and other applicable provisions, if any, of the Companies Act, 2013, (“the Act”) approval of the members be and is hereby accorded to keep the Company's register of members, the index of members, the Register and copies of all its annual returns prepared under sections 92 and other applicable provisions, if any, of the act together with the copies of certificates and documents required to be annexed thereto under section 92 of the Act, at the office or Ankit Consultancy Pvt. Ltd, Registrar and Share Transfer Agent of the Company, situated at Plot No. 60, Electronic Complex Pardeshipura, Indore (M.P.) – 452010.

By Orders of the Board

Nupur
Nupur Lodwal
Company Secretary

ACS 45770



Date: 25th July, 2017

Place: Pithampur

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/IES TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. A person can act as a proxy on behalf of members not exceeding 50 and holding in aggregating not more than 10% of the total share capital of the Company carry voting rights may appoint a single person as a proxy and such person shall not act as a proxy for any other person or Shareholder.
The instrument of proxy in order to be effective should be deposited at the Registered Office of the Company duly completed and signed not less than 48 hours before the time fixed for the Meeting. A Proxy for is sent herewith.
3. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013, which sets out details relating to special business at the meeting is annexed hereto.
4. The company has notified closure of Register of Members and Share Transfer Books from 22nd Sep., 2017 to 28th Sept., 2017 (both days inclusive) for the purpose of the Annual General Meeting.
5. The report on the Corporate Governance and Management Discussion and Analysis also form part to the report of the Boards.
6. Members seeking any information are requested to write to the Company by email at investors@medicaps.com at least 7 days before the date of the AGM to enable the management to reply appropriately at the AGM.
7. The unpaid dividend for the year 2009-10 shall be transferred to the Investors Education and Protection Funds after completion of 7 years. Therefore members are requested to please approach to the Company and/or Share Transfer Agent to claim the unpaid dividend if any for the year 2010-11 and 2011-12.
8. Members are requested to notify immediately notify correct address for any change in their address and also intimate their active E-Mail ID to their respective Depository Participants (DPs) and in respect of shares held in the company in physical form to the Registrar and Share Transfer Agent Ankit Consultancy Pvt. Ltd., Plot No. 60, Electronic Complex, Pardeshipura, Indore (M.P.) having email Id ankit_4321@yahoo.com, rtaindore@gmail.com to receive the soft copy of the annual report and all other communication and notice of the meetings etc., of the Company.
9. Electronic copy of the Annual report for the year 2016-17 is being sent to the members whose email IDs are registered with the Share Transfer Agent of the Company/DPs/Depository Participants



unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual reports being sent in the permitted mode.

10. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting pursuant to section 113 of Companies Act, 2013 are requested to send a duly certified copy of the relevant Board Resolution together with the respective specimen signatures of those representatives authorized under the aid resolution to attend and vote on their behalf at the Meeting.
11. Relevant documents referred to in the accompanying the Notice are open for inspection by the members at the Registered Office of the company on all working days, except Saturday, between 11:00 A.M and 1:00 P.M up to the date of the Annual General Meeting.
12. Members/proxies/ authorized representatives are requested to bring the duly signed attendance slip in accordance with their specimen registered with the Company and a copy of Annual Report with them to attend the Meeting.
13. The Register of Directors, Key Managerial Personnel and their shareholding, maintained under section 170 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.
14. The Register of Contracts or Arrangements, in which the directors are interested, maintained under Section 189 of the Companies Act, 2013 and will be available for inspection by the members at the Annual General Meeting.
15. SEBI has also mandated that for registration of transfer of securities the transferee(s) as well as the transferor(s) shall furnish a copy their PAN to the Share Transfer Agent for registration of transfer of securities.
16. Members may also note that the Notice of 34th Annual General Meeting, Attendance Slip, Proxy Form, Route Map, Ballot Paper and the Annual Report for the year 2016-17 will also be available on the company website www.medicaps.com for their download.
17. The Brief profile of the director seeking re-appointment at the ensuing annual general meeting is annexed with the Notice.
18. **Voting through electronic means**
 - I. In compliance with provisions of section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (LODR), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
 - II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
 - III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again at the AGM.
 - IV. The remote e-voting period commences on 25th September, 2017, Monday (09.00 A.M.) and ends on 27th September, 2017, Wednesday (05.00 P.M.). During this period members of the Company, holding shares either in physical or in dematerialized form, as on the cut-off date of 21st September, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

Members are requested to carefully read the below mentioned instructions for remote e-voting before casting their vote.

The process and manner for remote e-voting are as under:



A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:

- (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file "remote e-voting.pdf".

- (i) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com//>
(ii) Click on Shareholder - Login
(iii) Put your user ID and password. Click Login.
(iv) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
(v) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
(vi) Select "EVEN" of "MEDI-CAPS LIMITED".
(vii) Now you are ready for remote e-voting as Cast Vote page opens.
(viii) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
(ix) Upon confirmation, the message "Vote cast successfully" will be displayed.
(x) Once you have voted on the resolution, you will not be allowed to modify your vote.
(xi) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to csarvindmeena@gmail.com with a copy marked to evoting@nsdl.co.in

B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy]:

- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM

REVEN (Remote E Voting Event Number)	USER ID	PASSWORD/PIN

- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

NOTE: Shareholders who forgot the User Details/Password can use "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com

- V. In case shareholders are holding shares in demat mode, USER-ID is the combination of (DPID + ClientID).
VI. In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No+Folio No).
VII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
VIII. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 21st September, 2017.



- IX. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 21st September, 2017 for eligible of the Notice and the Annual Report, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA.
- X. However, a member is already registered with NSDL for remote e-voting then, he can use his existing user ID and password for casting his vote. If a member forgot his password, he can reset his password by using "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
- XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XII A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XIII CS Arvind Kumar Meena, Practicing Company Secretary (ACS No. 41713 CP 15510) has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting by use "Ballot Paper" or "Poling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility. However, no remote e-voting facility shall be made available at the venue of the AGM.
- XV The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XIV The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.medicaps.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

EXPLANATORY STATEMENT IN TERMS OF SECTION 102 OF THE COMPANIES ACT, 2013.

ITEM NO. 3:-

The existing Auditors, M/s C.P. Rawka & Co., Chartered Accountants, (F.R.No. 000518C) who were appointed for a term of three years at the Annual General Meeting of the Company held on 27th Sept., 2014 is eligible to hold office till the conclusion of the ensuing Annual General Meeting, pursuant to section 139 and other applicable provisions, as may be applicable of the Companies Act, 2013 read with Rule 33 of Companies (Audit and Auditors) Rules, your company is required to rotate the statutory auditors on completion of the maximum term permitted under the said section.

The Audit Committee and the Board has proposed the appointment of M/s Rawka & Associates, Chartered Accountant (FRN 021606C) as the Statutory Auditors of the company to hold office for a term of 5 consecutive year from the conclusion of the 34th Annual General Meeting on 28th September, 2017 till the conclusion of the 39th Annual General Meeting to be held in the year 2022 subject to the ratification of their appointment at every AGM.

None of the directors or Key Managerial Personnel (KMP) or their relatives are, concerned or interested financially or otherwise in the proposed Resolution.

The Board recommends to pass necessary resolution as set out in the Item No. 3 of the notice as an Ordinary Resolution.

ITEM No. 4 & 6:



Based on recommendation of the Nomination and Remuneration Committee, Mrs. Manisha Garg (DIN 01006545) was appointed as an additional director on the Board with effect from 11th November, 2016 to hold office upto the date of Annual General Meeting.

The Company has received a notice pursuant to section 160 of the Companies Act, 2013 (the Act) with the amount of requisite deposit from a member signifying their intention to propose the appointment of Mrs. Manisha Garg as a director of the Company along with her consent to act as a director

Further that based on recommendation of the Nomination and Remuneration Committee at their meeting held on 11th November, 2016, Mrs. Manisha Garg (DIN 01006545) was appointed as a Whole-time Director for a period of three years from 11th Nov., 2016 subject to confirmation by the members in ensuing General Meeting.

She is responsible for managing, strategic and operational responsibility for the entire portfolio of the Company's offerings.

She has completed her Graduate in Bachelor of Commerce in marketing field and has over 2½ year of experience in marketing and Corporate Affairs. She has wide knowledge of marketing in pharmaceutical industry and Market Development and Relationship Management.

The Remuneration and other terms and condition of appointment of Mrs. Manisha Garg is set out in the resolution is subject to your approval and which is in conformity of relevant provisions, rules and regulation of Companies Act, 2013.

Necessary relevant documents are available at the register office of the Company for inspection during the normal business hours till the conclusion of the Annual General Meeting.

The Resolution as set out in item No. 4 and 6 of this notice is accordingly commended for your approval.

Mrs. Manisha Garg may be deemed financially interested to the extent of remuneration as may be drawn by her and Mr. R.C. Mittal, Mr. Alok K. Garg and Mrs. Kusum Mittal being her relatives may be considered interested otherwise. Except that none of the other directors or Key Managerial Personnel (KMP) or their relatives are concerned or interested in the Resolutions.

Mrs. Manisha Garg is holding only 100 Equity Shares in the Company.

ITEM No.5:

Based on recommendation of the Nomination and Remuneration Committee, Mr. Ashok Omprakash Agrawal (DIN 07870578) was appointed as an additional director in the category of Independent Director by the Board with effect from 25th July, 2017 to hold office up to the date of Annual General Meeting.

The Company has received a notice pursuant to section 160 of the Companies Act, 2013 (the Act) with the amount of requisite deposit from a member signifying their intention to propose the appointment of Mr. Omprakash Agrawal as a director of the Company along with his consent to act as a director

Mr. Agrawal fulfills the conditions of the independency and has given a declaration as required under section 149(6) of the Act and in the opinion of the Board he meets the criteria of Independency.

Necessary relevant documents are available at the register office of the Company for inspection during the normal business hours till the conclusion of the Annual General Meeting.

The Resolution as set out in item No. 5 of this notice is accordingly commended for your approval.

Except Mr. Ashok Omprakash Agrawal, being appointee may be deemed financially interested to the extent of the fee for attending the meetings as may be drawn by him, none of the other directors or Key Managerial Personnel (KMP) or their relatives are concerned or interested in the Resolutions.

Mr. Agrawal does not hold any Equity Shares in the Company.

ITEM NO. 7

As per the provisions of section 20 of the Companies Act, 2013, a document may be served on any member by sending it to him/her/them by post or by registered post or by courier or by delivering to his/her office or any other address or by such electronic mode as may be prescribed.



Further the section provides that a member may request for delivering of any document through a particular mode, for which the member shall pay such fee in advance as may be determine by the Company in its Annual General Meeting.

Accordingly the Board of Directors and/or Key Managerial Personnel of the Company or their relatives is /are in any way concerned or interested, whether financially or otherwise, in this resolution.

The proposed resolutions do not relate to or affect any other Company.

The Resolution as set out in item No. 7 of this Notice is accordingly commended for your approval.

ITEM No. 8

As required under section 94 of the Companies Act, 2013 certain documents such as register of members, Index of Members and certain other registers, certificates, documents etc., are required to be kept at the registered office of the Company, however all this documents may also be kept any other place in India in which more than more than One Tenth of the Total Number of members reside, if approved by the special resolution passed by the members in the General Meeting of the Company.

According to the above provision the approval of the members is to be sought for keeping the aforementioned registers and documents specified in the resolution mentioned in Item No. 7 at the office of the Registrar and transfer agent of the Company (RTA), Ankit Consultancy Private Limited, Plot No. 60 Electronic Complex, Pardeshipura, Indore, 452010 in Indore City.

A copy of proposed is being forwarded in advance to the Registrar of Companies, Gwalior Madhya Pradesh, as required under section 94 of the Companies Act, 2013 and rules made there under for the purpose.

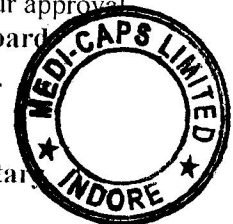
None of the Directors and Key Managerial Person of the Company and/or their relative may be deemed to be concerned or interested in the said resolution.

The Resolution as set out in item No. 8 of this Notice is accordingly commended for your approval.

By Orders of the Board

Nupur
Nupur Dodwal
Company Secretary

ACS 45770



Date: 25th July, 2017

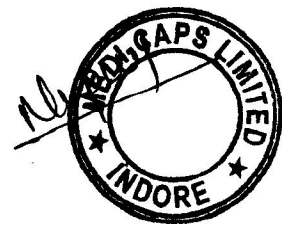
Place: Pithampur

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/RE-POINTMENT IN THE ENSUING ANNUAL GENERAL MEETING.

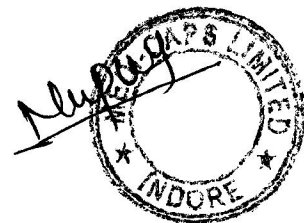
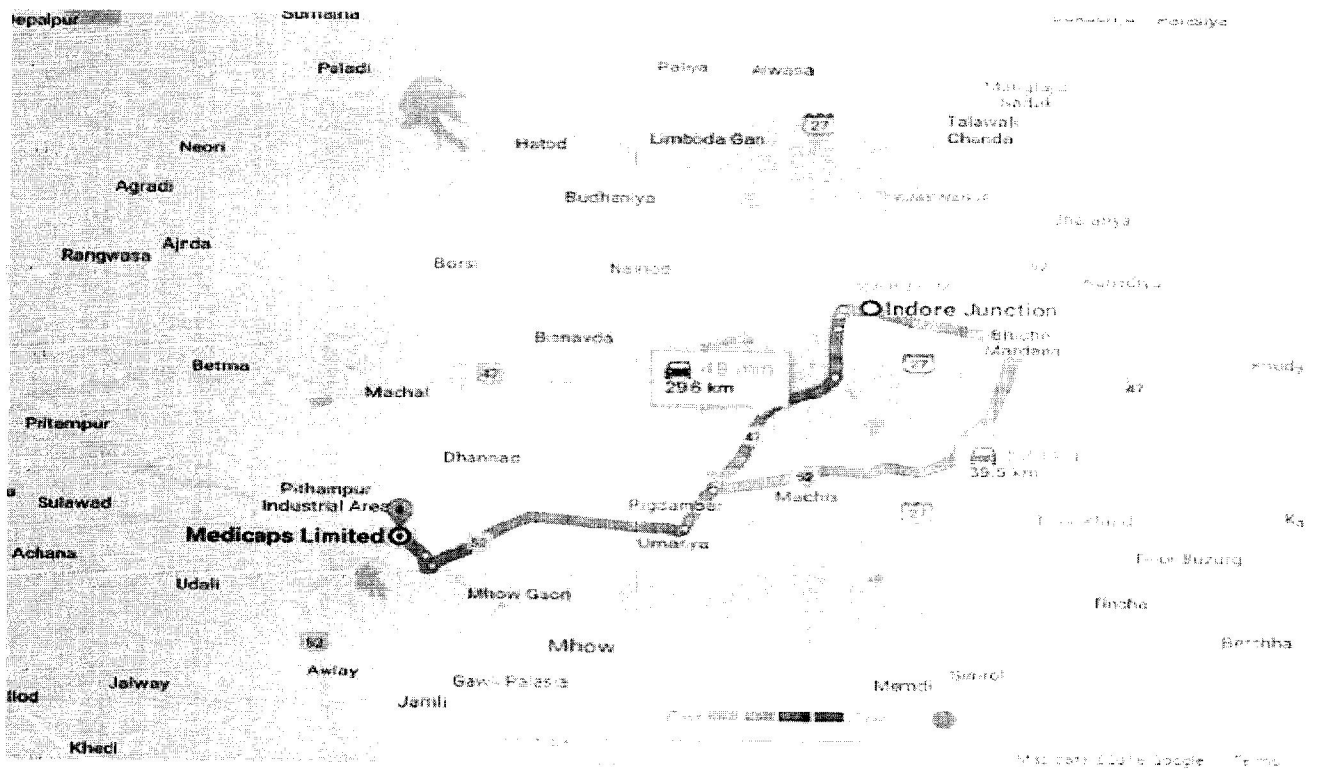
Name of Directors	Mr. Ramesh Chandra Mittal(Chairman)	Mrs. Manisha Garg (Whole -time Director-Woman)	Mr. Ashok Omprakash Agrawal (Independent Director)
DIN	00035272	01006545	07870578
Date of Birth	16/06/1947	15/09/1971	16/07/1960
Date of Appointment	06/08/1983	11/11/2016	25/07/2017
Expertise/Experience in specific functional areas	Having wide experience of more than 40 years in the field of pharma industry and real estates.	2½ year experience in the Managing Corporate Affairs of the Company	He is an energetic, focused and organized personality and having vast experience of business and administration. He is Past Honorary Joint Secretary of AIMP (Association of



			Industries of M.P.)
Qualification	B. Pharma	B.Com (Marketing)	B.Com
No. & % of Equity Shares held	3166320(25.39%)	100 (0.00%)	0.00
List of outside Company's directorship or Designated Partner in LLPs held	1. Trapti Investments LLP 2. Medicaps Finance LLP. 3. Medpak India Limited 4. Crystal Devcons P.Ltd. 5. Kusum Devcon (Indore) Pvt. Ltd. Formerly knoen as Diatonic Developers P.Ltd. 6. Saffron Realities LLP 7. North Rajasthan Holdings Pvt. Ltd. 8. Geet Dwellers Pvt. Ltd. Formerly known as medicaps IT Park Pvt. Ltd. 9. Medgel Pvt. Ltd. 10.Taurus DwellersLLP	1. Medpak India Ltd. 2. Medgel Pvt. Ltd	-
Chairman / Member of the Committees of the Board of Directors of the Company	Member of Risk Management Committee	-	-
Chairman / Member of the Committees of the Board Directors of other Companies in which she is director	-	-	-
Inter-se relations with other directors	Relative of Mr. Alok K. Garg, Mrs. Kusum Mittal and Mrs. Manisha Garg	Relative of Mr. Alok K. Garg, Mrs. Kusum Mittal and Mr. R.C. Mittal	-



ROAD MAP



PROXY FORM FORM MGT- 11

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name : **MEDI-CAPS LIMITED**

CIN : L24232MP1983PLC002231

Regd office : Mhow - Neemuch Road Sector 1 Pithampur Dhar (M.P.) 454775.

Name of the member (s) :

Registered address :

E-mail Id :

Folio No/ Client Id/ DP ID :

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name :

Address : E-mail Id.....

Signature : or failing him.....

2. Name :

Address : E-mail Id.....

Signature : or failing him.....

3. Name :

Address : E-mail Id.....

Signature : or failing him.....

as my/our proxy to attend and vote on a poll for me/us and on my/our behalf at the 34th Annual general meeting of the company, to be held on 28th, September, 2017 At the Registered Office at Mhow - Neemuch Road Sector 1 Pithampur Dhar (M.P.) 454775 at 11.00 A.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	Type of Resolution	Resolutions/Agenda Items
1.	Ordinary Resolution	Consider and adopt the standalone and consolidated Audited Financial Statement, reports of the Board and Auditor for the year ended 31 st March, 2017.
2.	Ordinary Resolution	Re-appointment of Mr. Ramesh Chandra Mittal (DIN 00035272) who is liable to retire by rotation being eligible offers himself for re-appointment.
3.	Ordinary Resolution	Appointment of the Statutory Auditors of the Company till the conclusion of the 39 th AGM to be held in the year 2022, subject to ratification of their appointment at every AGM.
4.	Ordinary Resolution	Appointment of Mr. Ashok Omprakash Agrawal (DIN 07870578) under the category of Independent Director, who was appointed as an additional director by the Board in the category of Independent Director.
5.	Ordinary Resolution	Appointment of Mrs. Manisha Garg (DIN 01006545) for the office of Director, who was appointed as an additional director by the Board.
6.	Ordinary Resolution	Appointment of Mrs. Manisha Garg (DIN 01006545) as whole Time Director for further period of three year.
7.	Ordinary Resolution	Approval of the shareholders under Section 20 of the Companies Act, 2013 to charge a sum equivalent to the estimated actual expenses of delivery of the documents through a particular mode if any request has been made by such member for delivery of such document to him.
8.	Special Resolution	Approval of the shareholders under Section 94 of the Companies Act, 2013 to keep the Register of members & the index of members at any place other than the Registered office of the Company.

Signed this -----day of-----2017

Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

ATTENDANCE SLIP
34TH ANNUAL GENERAL MEETING OF MEDI-CAPS LIMITED

Regd. Folio No./DP ID/Client ID/Ben. A/C_____.

No. of shares held_____.

Mr./Mrs./Ms._____.

I/We certify that I/We am/are registered shareholder/ proxy for the registered shareholder of the Company.

I/We hereby record my/our presence at the 34th Annual General Meeting of the Company at the registered Office of the Company on 28th, September 2017.

(If signed by proxy, his name should be written in block letters)

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note:

1. Shareholders/ proxy holder are requested to bring the attendance slip with them when they come to the meeting and hand over them at the entrance after affixing their signature on them
2. If it is intended to appoint a proxy, the form of proxy should be completed and deposited at the registered office of the Company at least 48 hours before the meeting.