

## CHAIRMANS REPORT

REPORT OF THE CHAIRMAN OF BLISS GVS PHARMA LTD HELD ON 28<sup>TH</sup> AUGUST ,2014 IN RESPECT OF 29<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD AT HOTEL, THE MIRADOR, NEW LINK ROAD, ANDHERI (EAST), MUMBAI 400099 AT 10.00 A.M.

The Meeting of the Shareholders has been held on 28<sup>th</sup> August, 2014 at 10:00 a.m. at Hotel Mirador, New Link Road, Andheri east, Mumbai 400099 for the purposes of considering and, if thought fit, approving, with or without modification(s), the resolutions embodied in the Annual Report of Bliss GVS Pharma Limited

The result of the poll and for E Voting conducted for the Annual General Meeting are as under:-

**Resolution No. 1**

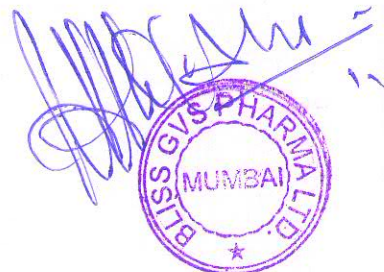
**Nature of Resolution Ordinary Resolution**

**Subject Matter Adoption of Financial Statements for the year ended 31st March 2014**

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. Shares of Face Value Re. 1 each	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	38	5,15,29,209 (100%)	NIL	NIL	Nil
By E Voting	11	4617088 (100%)	NIL	NIL	Nil
Total	49	56146297 (100%)	NIL	NIL	Nil

**Resolution No. 2**

**Nature of Resolution Ordinary Resolution**



Subject Matter **Reappointment of Mr. S.R. Vaidya as an Independent**

**Director for 5 consecutive years**

Details of Voting	Assent (For) No. Shares of Face Value Re. 1 each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes
	No. Of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	38	5,15,29,209 (100%)	NIL	NIL	Nil
By E Voting	11	4617088 (100%)	NIL	NIL	Nil
Total	49	56146297 (100%)	NIL	NIL	Nil

Resolution No. **3**

Nature of Resolution **Ordinary Resolution**

Subject Matter **Reappointment of M/s B.K. Khare & Co. as an Auditor for 3 consecutive years**

Details of Voting	Assent (For) No. Shares of Face Value Re. 1 each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes
	No. Of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	38	5,15,29,209 (100%)	NIL	NIL	Nil
By E Voting	11	4617088 (100%)	NIL	NIL	Nil
Total	49	56146297 (100%)	NIL	NIL	Nil

Resolution No. **4**

Nature of Resolution **Ordinary Resolution**

Subject Matter **Declaration of Dividend**


Details of Voting	Assent (For) No. Shares of Face Value Re. 1 each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes
	No. Of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
<b>By Poll</b>	<b>37</b>	51524209 (100%)	1	5000 (0.009)	Nil
<b>By E Voting</b>	<b>11</b>	4617088 (100%)	NIL	NIL	Nil
<b>Total</b>	<b>48</b>	56146297 (100%)	1	5000 (0.009)	Nil

**Resolution No.** 5

**Nature of Resolution** Special Resolution


**Subject Matter** **To approve the remuneration payable to cost auditors, M/s. Y. R. Doshi & Associates for the financial year 2014-15**

Details of Voting	Assent (For) No. Shares of Face Value Re. 1 each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes
	No. Of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
<b>By Poll</b>	<b>37</b>	51524209 (100%)	1	5000 (0.009)	Nil
<b>By E Voting</b>	<b>11</b>	4617088 (100%)	NIL	NIL	Nil
<b>Total</b>	<b>48</b>	56146297 (100%)	1	5000 (0.009)	Nil

**Resolution No.** 6

**Nature of Resolution** Special Resolution

**Subject Matter** **Renting of Office Premises from Promoters**

*[Handwritten Signature]*  


Details of Voting	Assent (For) No. Shares of Face Value Re. 1 each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes
	No. Of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	37	51524209 (100%)	1	5000 (0.009)	Nil
By E Voting	11	4617088 (100%)	NIL	NIL	Nil
<b>Total</b>	<b>48</b>	<b>56146297 (100%)</b>	<b>1</b>	<b>5000 (0.009)</b>	<b>Nil</b>

Resolution No. 7

Nature of Resolution Special Resolution

Subject Matter Loans and Guarantees to Subsidiaries

Details of Voting	Assent (For) No. Shares of Face Value Re. 1 each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes
	No. Of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	36	51524208 (100%)	2	5001 (0.009)	Nil
By E Voting	11	4617088 (100%)	NIL	NIL	Nil
<b>Total</b>	<b>47</b>	<b>56146297 (100%)</b>	<b>2</b>	<b>5001 (0.009)</b>	<b>Nil</b>

Resolution No. 8

Nature of Resolution Special Resolution

Subject Matter Power to Borrow Money

Details of Voting	Assent (For) No. Shares of Face	Dissent (Against) No. of votes	Invalid poll No. of
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	Value Re. 1 each		Ratio		Votes
	No. Of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
<b>By Poll</b>	<b>37</b>	51524209 (100%)	1	5000 (0.009)	Nil
<b>By E Voting</b>	<b>11</b>	4617088 (100%)	NIL	NIL	Nil
<b>Total</b>	<b>48</b>	56146297 (100%)	1	5000 (0.009)	Nil

Based on the abovementioned details, the Resolutions No. 1 to 8 were passed with an absolute majority at the 29<sup>th</sup> Annual General Meeting of the company by way of poll and e voting.

Annexure A : Scrutiniser's Report for E Voting

Annexure B : Scrutiniser's report for Poll on Annual General Meeting

Chairman



Mr. G G Desai

Date: 28<sup>th</sup> August, 2014

Place: Mumbai

**SCRUTINIZER'S REPORT**

To,

**The Chairman**

**Bliss GVS Pharma Limited**

**Mumbai**

**Sub: Electronic Voting Process under Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and clause 35B of the listing agreement with the stock exchanges and submission of Scrutinizer's Report**

I, Ramesh Chandra Mishra, a Company Secretary in practice, have been appointed by the Board of Directors of Bliss GVS Pharma Limited ("the Company") as Scrutinizer for the purpose of scrutinizing the e- voting process, and ascertaining the requisite majority on the voting carried out as per the provisions of section 108 of the Companies act, 2013, read with Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 29<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, to be held on Thursday, 28<sup>th</sup> August, 2014 at Hotel The Mirador, New Link Road, Andheri (East), Mumbai -400 099.

The Annual Report containing the notice dated 26<sup>th</sup> May, 2014 convening the 29<sup>th</sup> Annual General Meeting of the company along with statement setting out the material facts in respect of resolutions proposed to be passed under section 108 of the companies Act, 2013 was sent to shareholders on 4<sup>th</sup> August, 2014.

The management of the company is responsible to ensure the compliance with the requirements of the companies Act, 2013 and Rules. My responsibility as Scrutinizer is restricted to make a scrutinizer's report of votes cast "in favour" or "against" the resolutions and "invalid" votes based on report generated from the electronic

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platform provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

Further to the above, I submit my report as under:

1. The e-voting period remained open from Thursday, 21<sup>st</sup> August, 2014 (9.00 am) to Saturday, 23<sup>rd</sup> August, 2014 (5.00 pm).
2. The members of the Company as on cut-off date i.e. Friday, 1<sup>st</sup> August, 2014 were entitled to vote on the resolutions in the notice of the annual general meeting.
3. The votes cast were unblocked on Saturday, 23<sup>rd</sup> August, 2014 in the presence of two witnesses, Ms. Krupa Vyas & Ms. Anisha Sharma who are not in the employment of the Company.
4. The e-voting results with details of equity shareholders who have voted in favour of the Resolutions or against the Resolutions and those who have abstained from voting were downloaded from the website of Central Depository Services (India) Limited i.e. (<https://www.evotingindia.co.in/>)
5. Based on such e-voting records received, I hereby report as under:

**Resolution No.** 1

**Nature of Resolution** Ordinary Resolution

**Subject Matter** Adoption of Financial Statements for the year ended 31st March 2014

Details of Voting	Assent (For)	Dissent (Against)
	No. of votes Ratio	No. of votes Ratio
E- voting	4617088 (4.48%)	0 (0.00%)



*[Handwritten signature]*

**Resolution No.** 2

**Nature of Resolution** Ordinary Resolution

**Subject Matter** Reappointment of Mr. S.R. Vaidya as an Independent Director for 5 consecutive years

Details of Voting	Assent (For) No. of votes Ratio	Dissent (Against) No. of votes Ratio
E- voting	4617088 (4.48%)	0 (0.00%)

**Resolution No.** 3

**Nature of Resolution** Ordinary Resolution

**Subject Matter** Reappointment of M/s B.K. Khare & Co. as an Auditor for 3 consecutive years

Details of Voting	Assent (For) No. of votes Ratio	Dissent (Against) No. of votes Ratio
E- voting	4617088 (4.48%)	0 (0.00%)

**Resolution No.** 4

**Nature of Resolution** Ordinary Resolution

**Subject Matter** Declaration of Dividend

Details of Voting	Assent (For) No. of votes Ratio	Dissent (Against) No. of votes Ratio
E- voting	4617088 (4.48%)	0 (0.00%)





**Resolution No.** 5

**Nature of Resolution** Special Resolution

**Subject Matter** To approve the remuneration payable to cost auditors, M/s. Y. R. Doshi & Associates for the financial year 2014-15

Details of Voting	Assent (For) No. of votes Ratio	Dissent (Against) No. of votes Ratio
E- voting	4617088 (4.48%)	0 (0.00%)

**Resolution No.** 6

**Nature of Resolution** Special Resolution

**Subject Matter** Renting of Office Premises from Promoters

Details of Voting	Assent (For) No. of votes Ratio	Dissent (Against) No. of votes Ratio
E- voting	4617088 (4.48%)	0 (0.00%)

**Resolution No.** 7

**Nature of Resolution** Special Resolution

**Subject Matter** Loans and Guarantees to Subsidiaries

Details of Voting	Assent (For) No. of votes Ratio	Dissent (Against) No. of votes Ratio
E- voting	4617088 (4.48%)	0 (0.00%)



**RAMESH CHANDRA MISHRA & ASSOCIATES**  
FCS, LL.B, PG. DCA

TEL: 022-22037538  
MOBILE. 9029000295

**Resolution No.** 8

**Nature of Resolution** Special Resolution

**Subject Matter** Power to Borrow Money

Details of Voting	Assent (For) No. of votes Ratio	Dissent (Against) No. of votes Ratio
E- voting	4617088 (4.48%)	0 (0.00%)

For Ramesh Chandra Mishra & Associates

Place: Mumbai

Date: 25<sup>th</sup> August, 2014

RAMESH MISHRA  
COMPANY SECRETARY

MEMBERSHIP NO :- FCS 5477

C.P. NO. 3987



A large, stylized handwritten signature in blue ink, likely belonging to Ramesh Mishra, written over a horizontal line.

6, SOPARIWALA BUILDING, 293, PRINCESS STREET, MUMBAI - 400 002  
Email -sumitainfo@gmail.com



## SCRUTINISERS REPORT

REPORT OF SCRUTINEERS APPOINTED BY THE CHAIRMAN OF THE 29<sup>TH</sup> ANNUAL  
GENERAL MEETING OF BLISS GVS PHARMA LTD HELD ON 28<sup>TH</sup> AUGUST ,2014 AT 10.00  
A.M.

The Meeting of the Shareholders has been held on 28<sup>th</sup> August, 2014 at 10:00 a.m. at Hotel Mirador, New Link Road, Andheri east, Mumbai 400099 for the purposes of considering and, if thought fit, approving, with or without modification(s), the resolutions embodied in the Annual Report of Bliss GVS Pharma Limited dated 26<sup>th</sup> May, 2014.

The undersigned Mr. Lokanath Mishra was appointed by the chairman of the company as scrutinizer and Ms. Aditi Bhatt to assist him.

The result of the poll conducted for the Annual General Meeting are as under:-

**Resolution No.** 1

**Nature of Resolution** Ordinary Resolution

**Subject Matter** Adoption of Financial Statements for the year ended 31st March 2014

Details of Voting	Assent (For) No. Shares of Face Value Re. 1 each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes
	No. Of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	38	5,15,29,209 (100%)	NIL	NIL	Nil

**Resolution No.** 2

**Nature of Resolution** Ordinary Resolution

**Subject Matter** Reappointment of Mr. S.R. Vaidya as an Independent Director for 5 consecutive years

Details of Voting	Assent (For) No. Shares of Face Value Re. 1 each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes
	No. Of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	38	5,15,29,209 (100%)	NIL	NIL	Nil

*K. Mishra*

*A. Bhatt*



Resolution No. 3

Nature of Resolution Ordinary Resolution

Subject Matter Reappointment of M/s B.K. Khare & Co. as an Auditor for 3 consecutive years

Details of Voting	Assent (For) No. Shares of Face Value Re. 1 each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes
	No. Of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	38	5,15,29,209 (100%)	NIL	NIL	Nil

Resolution No. 4

Nature of Resolution Ordinary Resolution

Subject Matter Declaration of Dividend

Details of Voting	Assent (For) No. Shares of Face Value Re. 1 each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes
	No. Of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	37	51524209 (100%)	1	5000 (0.009)	Nil

Resolution No. 5

Nature of Resolution Special Resolution

Subject Matter To approve the remuneration payable to cost auditors, M/s. Y. R. Doshi & Associates for the financial year 2014-15

Details of Voting	Assent (For) No. Shares of Face Value Re. 1 each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes
	No. Of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	37	51524209 (100%)	1	5000 (0.009)	Nil

*Kalli*

*Khare*



Resolution No. 6

Nature of Resolution Special Resolution

Subject Matter Renting of Office Premises from Promoters

Details of Voting	Assent (For) No. Shares of Face Value Re. 1 each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes
	No. Of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	37	51524209 (100%)	1	5000 (0.009)	Nil

Resolution No. 7

Nature of Resolution Special Resolution

Subject Matter Loans and Guarantees to Subsidiaries

Details of Voting	Assent (For) No. Shares of Face Value Re. 1 each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes
	No. Of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	36	51524208 (100%)	2	5001 (0.009)	Nil

Resolution No. 8

Nature of Resolution Special Resolution

Subject Matter Power to Borrow Money

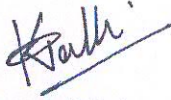
Details of Voting	Assent (For) No. Shares of Face Value Re. 1 each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes
	No. Of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	37	51524209 (100%)	1	5000 (0.009)	Nil

*K. B. Kulkarni*

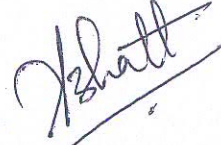
*R. B. Kulkarni*



Based on the abovementioned details, the Resolutions No. 1 to 8 were passed with an absolute majority at the 29<sup>th</sup> Annual General Meeting of the company by way of poll.



Mr. Loknath Mishra (Scrutiniser)



Ms. Aditi Bhatt (Scrutiniser)

(Shareholder of the Company)

Date: 28<sup>th</sup> August, 2014

Place: Mumbai

