

# **DOLPHIN MEDICAL SERVICES LIMITED**

**#417, Sanali Heavens, Ameerpet, HYDERABAD – 500 073, Telangana.**

Phone/Fax: +91-40-23738877, Email: [dolphinmedicalindia@gmail.com](mailto:dolphinmedicalindia@gmail.com)

[www.dolphinmedicalservices.com](http://www.dolphinmedicalservices.com), CIN: L24239TG1992PLC014775

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January 03, 2018

To  
Department of Corporate Services  
**Bombay Stock Exchange Limited**  
Floor 25, PJ Towers,  
Dalal Street  
**MUMBAI – 400001**

Dear Sir/Madam,

**Scrip Code: 526504**

Sub: Minutes of 25<sup>th</sup> Annual General Meeting held on 29.12.2017

We are forwarding herewith a copy of the minutes of the 25<sup>th</sup> Annual General Meeting of the Company, held on December 29, 2017.

This is for your information and record.

Yours faithfully,  
for **DOLPHIN MEDICAL SERVICES LIMITED**



**NARENDRA SEENA KARKERA**  
Chairman

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MINUTES OF THE TWENTY FIFTH ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD ON FRIDAY, THE 29<sup>TH</sup> DECEMBER, 2017 AT 09.45 A.M. AT MAHARAJA FUNCTION HALL, 1-54, BESIDE ANDHRA BANK, WARANGAL HIGHWAY, UPPAL, HYDERABAD – 500 039, TELANGANA, INDIA.

## Directors Present:

Sri. Narendra Seena Karkera : Independent Director and Chairperson of Audit Committee

Dr. G. V. Mohan Prasad : Director

Dr. M. Lakshmi Sudha : CFO

Sri. Vinay Vishnuraj Nayak : Independent Director and Chairperson of Stakeholders Relationship Committee

Sri. N. Buddha Sagar : Director

Sri. T. Seshu Kumar : Independent Director

Sri. T. Padmasri : Independent Director

Sri. Narendra Seena Karkera, Director welcomed the Board Members present on to the dais and acknowledged the presence of Sri. P.V.V. Satyanarayana - Partner of M/s. Pinnamaneni & Co., Statutory Auditors of the Company and Mr. Bharatiraju Vegiraju, Secretarial Auditor, V B Raju & Associates, Company Secretary, Mumbai.

At the request of the members present, Sri. Narendra Seena Karkera, Director of the Company occupied the Chair and conducted the proceedings, since the requisite quorum was present, the Chairman declared the meeting as validly convened.

No. of shareholders present in the meeting either in person or through proxy is 47 as per the attendance register.

The Meeting which commenced at 09.45 AM ended at 12.00 PM and Quorum was present at the commencement of the Meeting as well as at the time of consideration of each item of business.

The Chairman further informed that following documents/Registers of the Company remained open and accessible for inspection during the continuance of the AGM:

- Financial Statements for the financial year ended 31<sup>st</sup> March, 2017 and the Reports of the Board of Directors and the Auditors.
- Register of Directors and Key Managerial Personnel and their shareholding.
- Register of Contracts or Arrangements in which Directors are interested

The Chairman then addressed the members and gave an overview of the financial performance of the Company for the financial year ended 31<sup>st</sup> March, 2017 and its future outlook.

For Dolphin Medical Services Ltd.,



Director.

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The Chairman then took up the formal proceedings of the meeting. With the concurrence of the members, the Notice of 25<sup>th</sup> Annual General Meeting together with the Financial Statements and Directors' Report were taken as read.

The Chairman then requested Dr. M. Lakshmi Sudha, CFO of the company to read the Auditor's Report and Secretarial Auditor's Report along with qualification and comments if any.

For Dolphin Medical Services Ltd.,



Director.



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To receive, consider, approve and adopt the audited Balance Sheet as at March 31, 2017 and Statement of Profit & Loss Account for the year ended on that date together with Cash Flow Statements, Auditors' report and the Board Report thereon.	E-Voting	3,69,614	10.35	0	0.00	Approved by Majority
	Poll	32,03,023	89.65	0	0.00	
	Total	35,72,637	100.00	0	0.00	

The Resolution was passed with requisite majority.

**Item No.2:** To appoint M/s. Pinnamaneni & Co., Chartered Accountants as Statutory Auditors of the Company.

No. of Members Participated: e-voting 22 and Poll 47

Resolution Passed: Ordinary Resolution

**"RESOLVED THAT** Pursuant to Section 129 and other applicable provisions if any, of the Companies Act, 2013 and the rules made thereunder, M/s. Pinnamaneni & Co, Chartered Accountants, Hyderabad, be and are hereby re-appointed as Auditors of the Company to hold the office from the conclusion of 25<sup>th</sup> Annual General Meeting to till the conclusion of the 30<sup>th</sup> Annual General Meeting of the Company, subject to the ratification by members at every Annual General Meeting and the board of directors are hereby authorized to fix the remuneration of the Auditors as may be determined by the Audit Committee in consultation

For Dolphin Medical Services Ltd.,



Director.

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## **Special Business:**

Item No.3: Appointment of Mr. Nanapaneni Buddha Sagar (DIN 08005028) as a Director.

No. of Members Participated: e-voting 22 and Poll 45

Resolution Passed: Ordinary Resolution

**"RESOLVED THAT** pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactments thereof for the time being in force), Mr. Nanapaneni Buddha Sagar (DIN 08005028) who was appointed as an Additional Director of the Company by the Board of Directors at its meeting held on December 4, 2017 and whose term of office expires at this Annual General Meeting ('AGM') and in respect of whom the Company has received a notice in writing from him under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation".

Resolution	Particulars of Voting					Results Declared
	Mode of Voting	Voting in favour		Voting Against		
		No.	%	No.	%	
Appointment of Mr. Nanapaneni Buddha Sagar (DIN:00005028)	E-Voting	3,69,614	10.35	0	0.00	Approved by Majority

For Dolphin Medical Services Ltd.,



Director.

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Annual General Meeting ('AGM') and in respect of whom the Company has received a notice in writing from her under Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation".

Resolution	Particulars of Voting					Results Declared
	Mode of Voting	Voting in favour		Voting Against		
		No.	%	No.	%	
Appointment of Mrs. Madala Sesha Ratnam (DIN 08005008) as a Director, liable to retire by rotation.	E-Voting	3,69,614	10.35	0	0.00	Approved by Majority
	Poll	32,03,023	89.65	0	0.00	
	Total	35,72,637	100.00	0	0.00	

The Resolution was passed with requisite majority.

Item No.5: Appointment of Mr. Turlapati Seshu Kumar (DIN 07912653) as an Independent Director.

No. of Members Participated: e-voting 22 and Poll 45

Resolution Passed: Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of section 149, 152 of the Companies Act, 2013 and rules made there under, Mr. Turlapati Seshu Kumar (DIN 07912653)

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		No.	%	No.	%	
Appointment of Mr. Turlapati Seshu Kumar (DIN 07912653) as an Independent Director.	E-Voting	3,69,614	10.35	0	0.00	Approved by Majority
	Poll	32,03,023	89.65	0	0.00	
	Total	35,72,637	100.00	0	0.00	

The Resolution was passed with requisite majority.

**Item No.6:** Appointment of Mrs. Turlapati Padmasri (DIN 07994224) as an Independent Director.

No. of Members Participated: e-voting 22 and Poll 45

Resolution Passed: Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of section 149, 152 of the Companies Act, 2013 and rules made there under, Mrs. Turlapati Padmasri (DIN 07994224) who was appointed as 'Additional Director' in the Board of the Company on December 4, 2017 pursuant to the provisions of Section 161 (1) of the Companies Act, 2013 ("the Act"), read with Articles of Association of the Company and whose term of office expires at the ensuing Annual General Meeting of the Company and in respect of whom the company has received a notice in writing from a member under section 160 of the Companies Act, 2013 signifying his intention to propose Mrs. Turlapati Padmasri as a candidate for the office of a director of the company who meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013, be and is hereby appointed as Independent Director of the Company, liable to retire by rotation, to hold office for a term of 5 (Five) consecutive years from the date of appointment."

Resolution.	Particulars of Voting					Results Declared
	Mode of Voting	Voting in favour		Voting Against		
		No.	%	No.	%	
Appointment of Mrs.Turlapati Padmasri (DIN 07994224) as an Independent Director.	E-Voting	3,69,614	10.35	0	0.00	Approved by Majority
	Poll	32,03,023	89.65	0	0.00	
	Total	35,72,637	100.00	0	0.00	

For Dolphin Medical Services Ltd.,



Director

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The Resolution was passed with requisite majority.

Thereafter, several members of the Company addressed the meeting, gave suggestions and asked certain queries on the financial statement and operations of the Company. The Chairman responded to all the queries to the satisfaction of the members.

The chairman informed the members that the result of voting i.e. remote e-voting results and results of voting done at the AGM along with the consolidated scrutinizers report shall be announced within 48 hours from the conclusion of AGM at registered office of the Company. He also informed that results would also be intimated to The Bombay Stock Exchange Limited (BSE) and would be available at the registered office of the Company.

All the items of business, as set out in the Notice of Annual Report dated 4<sup>th</sup> December, 2017, were transacted at the meeting.

The chairman thanked all the members for their presence and support, and after the casting of votes by all the members present at the meeting the 25<sup>th</sup> AGM stood closed.

Place: Hyderabad  
Date : 03.01.2018

For Dolphin Medical Services Ltd.,



**NARENDRA SEENA KARKERA** Director.  
Chairman at the Meeting