

MEDICO INTERCONTINENTAL LIMITED

(Formerly known as Intercontinental Leasing & Finance Company Limited)

CIN: L51100MH1984PLC269707

Regd. Off: DBS Business Center, 213, Raheja Chambers, 2nd Floor, Free Press Journal Road, Nariman Point, Mum- 21
Tel No: 022 40509493 E-mail:- mail@medicointercontinental.com Website: www.medicointercontinental.com

March 23, 2019

To,

BSE Limited P.J. Towers, Dalal Street, Fort, Mumbai - 400001. Scrip Code: 539938	Listing Compliances CSE- India 7 Lyons Range, Dalhousie, Kolkata - 700001.
---	--

Dear Sir,

Subject: Proceedings of the Extra Ordinary General Meeting (EOGM) of the Company held on March 23, 2019.

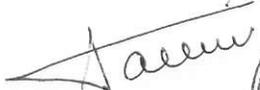
We wish to inform you that the Extra Ordinary General Meeting (EOGM) of the members of the Company was held today March 23, 2019 at the Registered Office of the Company at 10:00 a.m. and concluded at 11:30 a.m.

Further, the proceedings of the EOGM in compliance with regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is herewith enclosed for your kind perusal.

Kindly take the above on record.

Thanking you.

For Medico Intercontinental Limited



Samir Shah
Managing Director
DIN: 03350268



MEDICO INTERCONTINENTAL LIMITED

(Formerly known as Intercontinental Leasing & Finance Company Limited)

CIN: L51100MH1984PLC269707

Regd. Off: DBS Business Center, 213, Raheja Chambers, 2nd Floor, Free Press Journal Road, Nariman Point, Mum- 21
Tel No: 022 40509493 E-mail:- mail@medicointercontinental.com Website: www.medicointercontinental.com

PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING

The Extra Ordinary General Meeting of the Members of the Company was held on March 23, 2019 at 10:00 am at the registered office of the Company situated at DBS Business Center, 213, Raheja Chambers, 2nd Floor, Free Press Journal Road, Nariman Point, Mumbai-400021.

The members elected Mr. Samir Shah as Chairman of the meeting. Thereafter, Mr. Samir Shah chaired the meeting and called the meeting to order as the requisite quorum was present. The Chairman introduced the directors, management committees and invitees present at the meeting.

The notice convening the EOGM along with the explanatory statement pursuant to section 102 of the Companies Act, 2013, setting out the material facts relating to the resolutions proposed to be passed was sent to all members by email whose email addresses were registered with the Company / Depository Participant(s). To all the other members who have not registered their email address, physical copy of the notice has been sent and the notice of the EOGM was also available on the website of the company.

With the consent of the members present at the meeting, the notice convening the EOGM was taken as read. The chairman informed the members that in compliance with the Rule 20 of the Companies (Management and Administration) Rules, 2014 all the members were given an option to vote through electronic means on all the resolution of the Notice using the NDSL platform. He further informed in the meeting that the members who have not cast their votes earlier electronically can cast their vote through physical ballot forms to exercise their voting rights at the EOGM. The e-voting period opened 9.00 a.m. on March 20, 2019 and concluded at 5.00 p.m. on March 22, 2019.

The Chairman informed the members that the Board of Directors have appointed Ms. Neelam Ahire, Practicing Company Secretary as the Scrutinizer to scrutinize the remote e-voting process as well as the voting through ballot forms in the fair and transparent manner .

It was announced that the voting results for the aforesaid resolutions would be declared within 48 hours of the conclusion of the EOGM on receipt of Scrutinizer's Report and the results of the report will be placed on the website of the Company and also be forwarded to the Stock Exchange in compliance of the provisions of the SEBI (Listing Obligations and Requirements) Regulations, 2015.




MEDICO INTERCONTINENTAL LIMITED

(Formerly known as Intercontinental Leasing & Finance Company Limited)

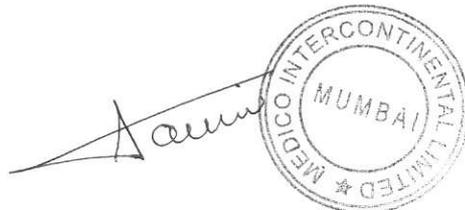
CIN: L51100MH1984PLC269707

Regd. Off: DBS Business Center, 213, Raheja Chambers, 2nd Floor, Free Press Journal Road, Nariman Point, Mum- 21
Tel No: 022 40509493 E-mail:- mail@medicointercontinental.com Website: www.medicointercontinental.com

The Chairman further apprised that as per the Notice dated February 25, 2019 convening the Extra Ordinary General Meeting of the Company, the following businesses were transacted at the Meeting. Resolutions Number from 1 to 2 and resolution no. 8 were Special Resolutions whereas Resolution Number 6, 7 and Resolution Nos. 9 to 21 were Ordinary Resolutions. The chairman further informed the members that the promoters and directors (being shareholders) will not vote any resolution in which they are interested.

Thereafter, the following resolutions as set out in the Notice convening the EOGM were proposed and seconded by the Members:

1. To alter the main object clause of the Memorandum of Association;
2. Increase the Borrowing Limits from Rs. 10 crores to Rs. 20 crores;
3. Creation of charges on the movable and immovable properties of the company in respect of borrowings;
4. Increase authorised share capital of the company and consequent alteration in the clause v of the Memorandum of Association of the company;
5. Increase limits for the loans, guarantees and investments by the company as per section 186 of the Companies Act, 2013;
6. Appoint Mr. Ankur Dave (DIN: 01059786) as an Independent Director of the Company;
7. Appoint Mr. Nisarg Shah (DIN: 08312020) as an Independent Director of the Company;
8. Shifting of registered office of the company from the State of Maharashtra to the State of Gujarat;
9. Approval for entering into Related Party Transaction with M/s Medico Healthcare;
10. Approval for entering into Related Party Transaction with M/s Ritz Pharma;
11. Approval for entering into Related Party Transaction with M/s Flora Marketing;
12. Approval for entering into Related Party Transaction with M/s Serene Lifecare LLP;
13. Approval for entering into Related Party Transaction with M/s Optiderma Skincare LLP;
14. Approval for entering into Related Party Transaction with M/s Femgrace Formulations;



MEDICO INTERCONTINENTAL LIMITED

(Formerly known as Intercontinental Leasing & Finance Company Limited)

CIN: L51100MH1984PLC269707

Regd. Off: DBS Business Center, 213, Raheja Chambers, 2nd Floor, Free Press Journal Road, Nariman Point, Mum- 21
Tel No: 022 40509493 E-mail:- mail@medicointercontinental.com Website: www.medicointercontinental.com

15. Approval for entering into Related Party Transaction with M/s Pharm Biotech;
16. Approval for entering into Related Party Transaction with M/s Zeal Cardio;
17. Approval for entering into Related Party Transaction with M/s Riasmo Lifesciences;
18. Approval for entering into Related Party Transaction with M/s Royal Labs;
19. To acquire / purchase shares of M/s Azillian Healthcare Private Limited to make it a wholly owned subsidiary;
20. Approval for entering into Related Party Transaction with M/s Oxford Pharma;
21. Approval for entering into Related Party Transaction with M/s Kingston Infracon.

On the invitation of the Chairman, members addressed at the Meeting, gave their suggestion and sought clarification on the Company's accounts and the businesses. The Chairman responded to the queries of the Members and provided them the clarification.

The Chairman thanked the Members for attending and participating in the Meeting.

For Medico Intercontinental Limited


Samir Shah
Managing Director
DIN: 03350268

