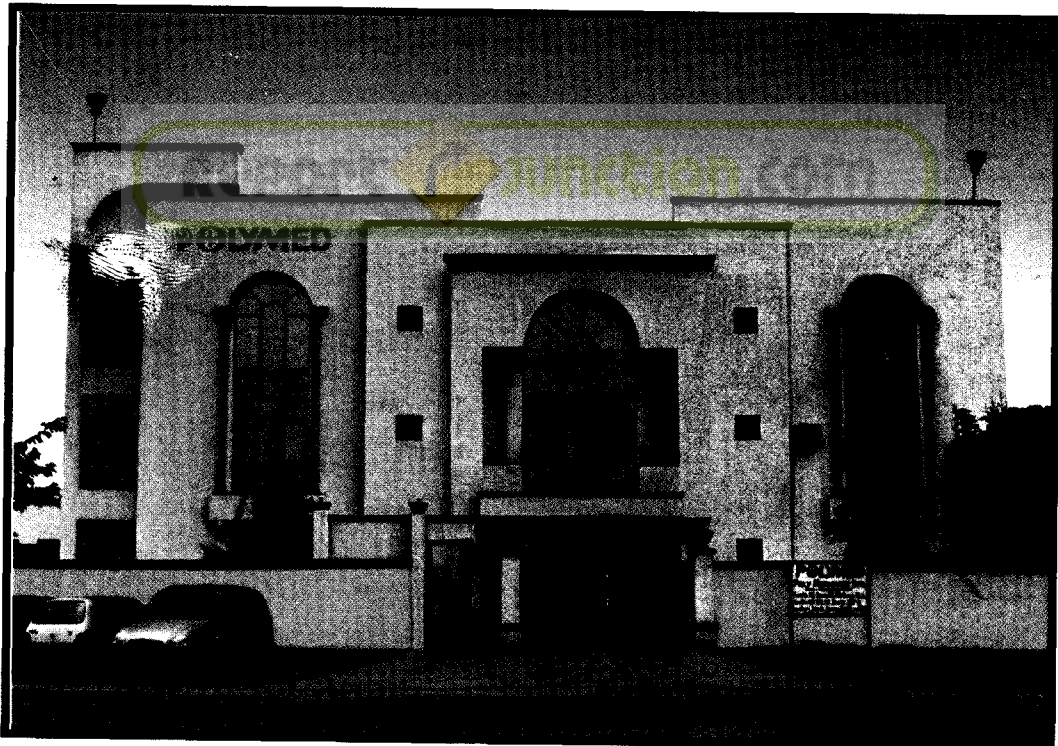




Ninth
Annual Report
2003-2004



POLY MEDICURE LIMITED



POLY MEDICURE LIMITED**POLYMED****Corporate Information****Board of Directors**

R. M. Bhandari
Chairman

Himanshu Bald
Managing Director

Dr. S. R. Mohnot
J. K. Bald
Y. S. Choudhary
P. C. Surana

Rishi Bald
Executive Director

Board Committees**Audit Committee**

Dr. S. R. Mohnot
Y. S. Choudhary
P. C. Surana

Investors' Grievance Committee

Dr. S. R. Mohnot
P. C. Surana
Himanshu Bald

Remuneration Committee

R. M. Bhandari
Dr. S. R. Mohnot
Y. S. Choudhary
P. C. Surana

Executive Committee

R. M. Bhandari
Dr. S. R. Mohnot
P. C. Surana
Himanshu Bald
Rishi Bald

Company Secretary

Y. P. Bansal

Senior Executives

V. K. Khara
P. S. Negi

G. R. Bajaj
J. K. Oswal

Auditors

Chaturvedi & Company

Bankers

State Bank of India

Registrar and Transfer Agent

Mas Services Private Limited

AB- 4, Safdarjung Enclave, New Delhi - 110 029.

Registered Office

First Floor, 12, Sant Nagar, East of Kailash, New Delhi - 110 065.

E-Mail : polymed@vsnl.com

Web : <http://www.polymedicure.com>

Works

Unit I - Plot No. 104-105, Sector 59, HSIDC Industrial Estate, Ballabhgarh, Faridabad, Haryana.

Unit II - Plot No. 115, Sector 59, HSIDC Industrial Estate, Ballabhgarh, Faridabad, Haryana.

Unit-III-Plot No. 113, Sector 59, HUDA Industrial Estate, Ballabhgarh, Faridabad, Haryana.

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VISION AT POLYMED

We aim to be research based, most reputed and trusted Company in the Medical Healthcare Disposable Industry.

MISSION AT POLYMED

- To achieve to the maximum extent global best practices and try to become a world class Healthcare Disposables Manufacturer.
- To provide quality products through sustained Research and Development.
- To be a technology driven, efficient and financially sound organisation.
- To earn the trust and confidence of members of medical profession and all stakeholders, with total customer satisfaction as the ultimate goal.
- Be a professionally managed employer of choice, attracting, developing and retaining quality personnel.
- To constantly enhance overall shareholders value.
- To take a holistic approach towards environmental protection.

CORE VALUES OF POLYMED

Customer Satisfaction

POLYMED believes in long-term relations with Customers and total Customer satisfaction. We ensure value for money for our Customers through better products.

Transparency

POLYMED practices transparency with all stakeholders through structured periodical communications including Directors' Report, Quarterly Financial Results, Annual Report and strive to adhere to the best Corporate Governance Practices.

Innovation

POLYMED encourages innovation in every facet of its activities including development of new products keeping in view the customers' requirements.

Quality Assurance

The Company has successfully implemented Quality Management System and has been accredited by SGS Yarsley International Certification Services, United Kingdom with ISO 9001:2000, ISO 13488:1996 and CE mark for some of its products. For the rest of the products, the Company has been accredited CE mark by DNV, Norway thus making the entire product range match up to International Quality Standards.

House-Keeping

POLYMED adheres to best house keeping standards at all its locations.

Fair business practices

POLYMED adheres to fair business practices and have a reputation of being fair and just to all its stakeholders.

POLY MEDICURE LIMITED



DIRECTORS' PROFILE

R. M. Bhandari, Chairman

Chartered Accountant, Former Controller of Capital Issues and former Chairman and Managing Director of Hindustan Petroleum Corporation Limited.

Dr. S. R. Mohnot

Former UN Team Leader and Industrial Planner

Y. S. Choudhary

M.E. Electronics from BITS, Pilani

P. C. Surana

Chartered Accountant

J. K. Baid

Mechanical Engineer from BITS, Ranchi

Himanshu Baid, Managing Director

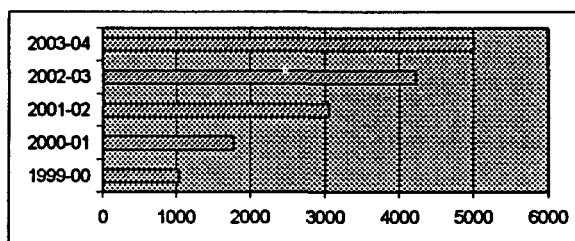
Electronic Engineer

Rishi Baid, Executive Director

B.S.M.E. & M.S.M.E. (Mechanical)

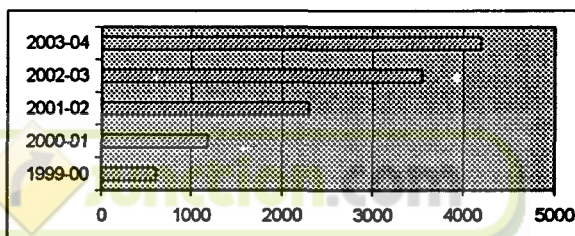
FIVE YEARS TREND

Year	Sales (Rs. in lacs)
1999-00	1041.41
2000-01	1778.18
2001-02	3049.19
2002-03	4223.12
2003-04	5009.38

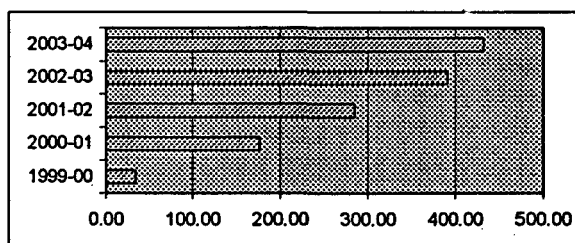
Sales**Export Sales**

Including Export Incentives and Indirect Export

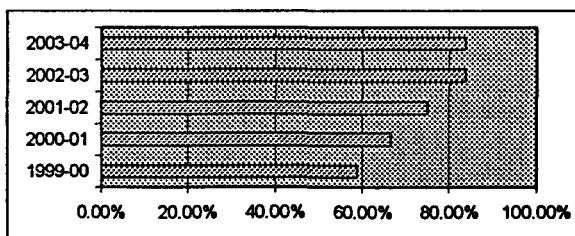
Year	Export Sales (Rs. in lacs)
1999-00	611.43
2000-01	1184.06
2001-02	2291.71
2002-03	3539.51
2003-04	4198.20

**Net Profit**

Year	Net Profit (Rs. in lacs)
1999-00	34.43
2000-01	176.59
2001-02	284.60
2002-03	391.54
2003-04	433.32

**Export Sales/Sales Ratio**

Year	Export Sales /Sales (%)
1999-00	58.71%
2000-01	66.59%
2001-02	75.16%
2002-03	83.81%
2003-04	83.81%



NOTICE

Notice is hereby given that the Ninth Annual General Meeting of the Members of Poly Medicure Limited will be held on Friday, the 24th day of September, 2004 at 11.30 a.m. at Government Servants Co-operative House Building Society Limited, Kalyan Kendra, 9, Paschimi Marg, Vasant Vihar, New Delhi- 110 057 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Balance Sheet of the Company as at 31st March, 2004, Cash Flow Statement and Profit and Loss Account for the year ended on that date and the reports of the Board of Directors and Auditors thereon.
2. To declare dividend on Equity Shares for the Financial Year ended 31st March, 2004.
3. To appoint a Director in place of Shri R. M. Bhandari, who retires by rotation and, being eligible, offers himself for reappointment.
4. To appoint a Director in place of Shri P. C. Surana, who retires by rotation and, being eligible, offers himself for reappointment.
5. To appoint Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting, and to authorise the Board of Directors of the Company to fix their remuneration.

SPECIAL BUSINESS

6. To consider and, if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to Clause 23 of the Listing Agreement with Stock Exchanges, consent of the Company be and is hereby accorded to the Board of Directors to offer for sale 1,13,400 Equity Shares of Rs.10/- each, which were forfeited by the Board of Directors for non payment of allotment money, to the persons whose Equity Shares had been forfeited, Employees, Non-Promoter Directors, Associates of the Company and to such other person (including Company) but other than promoters of the Company as the Board of Directors may deem fit, in such quantity as may be determined by the Board for each category at a price of Rs.19/- per Equity Share.

7. To consider and, if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Article No.82 of the Articles of Association of the Company, a Non-Executive Director of the Company be paid sitting fee of Rs.5,000/- for every meeting of the

Board and Audit Committee thereof and Rs.2,500/- for every meeting of other Committees attended by him w.e.f. 11th June, 2004 to 30th September, 2005 and thereafter the sitting fee will be

Rs. 7,000/- for every meeting of the Board and Audit Committee thereof and Rs.3,500/- for every meeting of other Committees attended by him."

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

"RESOLVED that in accordance with the provisions of Section 198, 269, 309, 310, 311 read with Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956 (the Act) and all guidelines for managerial remuneration issued by the Central Government from time to time and subject to such approvals, if necessary, the Company does hereby approve of the reappointment of Shri Himanshu Baid as Managing Director for a further period of three years with effect from 1st August, 2005 to 31st July, 2008 and the payment of the remuneration and perquisites to him on the following terms and conditions, viz :-

I Remuneration

a) Salary

The basic salary shall be in the pay scale of Rs.1,10,000 - 10,000 - 1,30,000.

b) Commission

Payment of commission of a sum not exceeding 2% of net profit of the Company calculated in the manner specified in Section 198 of the Companies Act, 1956.

c) Perquisites

i) Housing

1) Rent free furnished accommodation or house rent allowance at the rate of 60% of the salary.

2) Expenses pertaining to electricity will be borne/ reimbursed by the Company.

ii) Medical Expenses

Reimbursement of actual medical expenses subject to maximum of two months basic salary per year incurred in India and/or abroad and including hospitalisation, nursing home and surgical charges for himself and family.

iii) Leave/Holiday Travel Expenses

Reimbursement of Leave/Holiday Travel expenses (like fare, lodging, boarding, conveyance and other expenses) incurred on one or more occasions in a year whether in India or abroad in respect of himself and family subject to the condition that total reimbursement shall not exceed one month's basic salary per annum.