

**KOVAI MEDICAL CENTER AND HOSPITAL LIMITED**

Reporting as per Regulation 44(3) of SEBI (LODR) Regulations 2015

Voting Results of the resolutions passed at 30th Annual General Meeting dated 30.08.2016

Date of the AGM	30.08.2016
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Total number of shareholders on record date	7705
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No. of shareholders present in the meeting either in person or through proxy	
Promoter and Promoter Group	4
Public	166

No. of shareholders present in the meeting through Video Conferencing	
Promoter and Promoter Group	---
Public	---

**Agendawise Disclosure**

Resolution No.1 To consider and adopt Audited Financial Statements, Report of the Board of Directors and Auditors for the Financial year 2015-16

Resolution (Ordinary / Special)	Resolution required:	
	Ordinary	Special
Whether Promoter / Promoter group are interested in the agenda / resolution	No	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on shares outstanding (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	5142191	5142191	100	5142191	0	100.00	0.00
	Poll	0	0	0	0	0	0.00	0.00
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	5142191	5142191	100	5142191	0	100	0
Public - Institutions	E-voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	0	0	0	0	0	0	0
Public - Non-institutions	E-voting	783401	783401	100	680594	102807	86.88	13.12
	Poll	5855	5855	100	5755	100	98.29	1.71
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	789256	789256	200	686349	102907	86.96	13.04
Total		5931447	5931447	100	5828540	102907	98.27	1.73



Resolution No.2 To consider payment of Dividend for the Financial Year 2015-16

Resolution required: (Ordinary / Special)	Ordinary
Whether Promoter / No Promoter group are interested in the agenda / resolution	

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	5142191	5142191	100	5142191	0	100.00	0.00
	Poll	0	0	0	0	0	0.00	0.00
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	5142191	5142191	100	5142191	0	100	0
Public - Institutions	E-voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	0	0	0	0	0	0	0
Public - Non-institutions	E-voting	783401	783401	100	708052	75349	90.38	9.62
	Poll	5855	5855	100	5755	100	98.29	1.71
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	789256	789256	100	713807	75449	90.44	9.56
Total		5931447	5931447	100	5855998	75449	98.73	1.27

Resolution No.3 Re-appointment of Dr.Mohan S Gounder who retires by rotation as Director

Resolution required: (Ordinary / Special)	Ordinary
Whether Promoter / Yes Promoter group are interested in the agenda / resolution	

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	5142191	5142191	100	5142191	0	100.00	0.00
	Poll	0	0	0	0	0	0.00	0.00
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	5142191	5142191	100	5142191	0	100	0
Public - Institutions	E-voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	0	0	0	0	0	0	0
Public - Non-institutions	E-voting	783401	783401	100	667271	116130	85.18	14.82
	Poll	5855	5855	100	5855	0	100.00	0.00
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	789256	789256	100	673126	116130	85.29	14.71
Total		5931447	5931447	100	5815317	116130	98.04	1.96



Resolution No.4

To ratify the appointment of Statutory Auditors and fixing their remuneration for the Financial Year 2016-17

Resolution required: (Ordinary / Special)	Ordinary
Whether Promoter / No Promoter group are interested in the agenda / resolution	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	5142191	5142191	100	5142191	0	100.00	0.00
	Poll	0	0	0	0	0	0	0
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	5142191	5142191	100	5142191	0	100	0
Public - Institutions	E-voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	0	0	0	0	0	0	0
Public - Non-institutions	E-voting	783401	783401	100	667791	115610	85.24	14.76
	Poll	5855	5855	100	5755	100	98.29	1.71
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	789256	789256	100	673546	115710	85.34	14.66
Total		5931447	5931447	100	5815737	115710	98.05	1.95

Resolution No.5

To ratify the remuneration of Cost Auditor for the Financial Year 2016-17

Resolution required: (Ordinary / Special)	Ordinary
Whether Promoter / No Promoter group are interested in the agenda / resolution	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	5142191	5142191	100	5142191	0	100.00	0.00
	Poll	0	0	0	0	0	0	0
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	5142191	5142191	100	5142191	0	100.00	0.00
Public - Institutions	E-voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	0	0	0	0	0	0	0
Public - Non-institutions	E-voting	783401	783401	100	668791	114610	85.37	14.63
	Poll	5855	5855	100	5755	100	98.29	1.71
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	789256	789256	100	674546	114710	85.47	14.53
Total		5931447	5931447	100	5815737	114710	98.07	1.93

For Koval Medical Center and Hospital Ltd.

*S. P. Chittibabu*

S. P. Chittibabu  
Company Secretary

KSR/CBE/ K-49/643/2016-17

August, 31, 2016

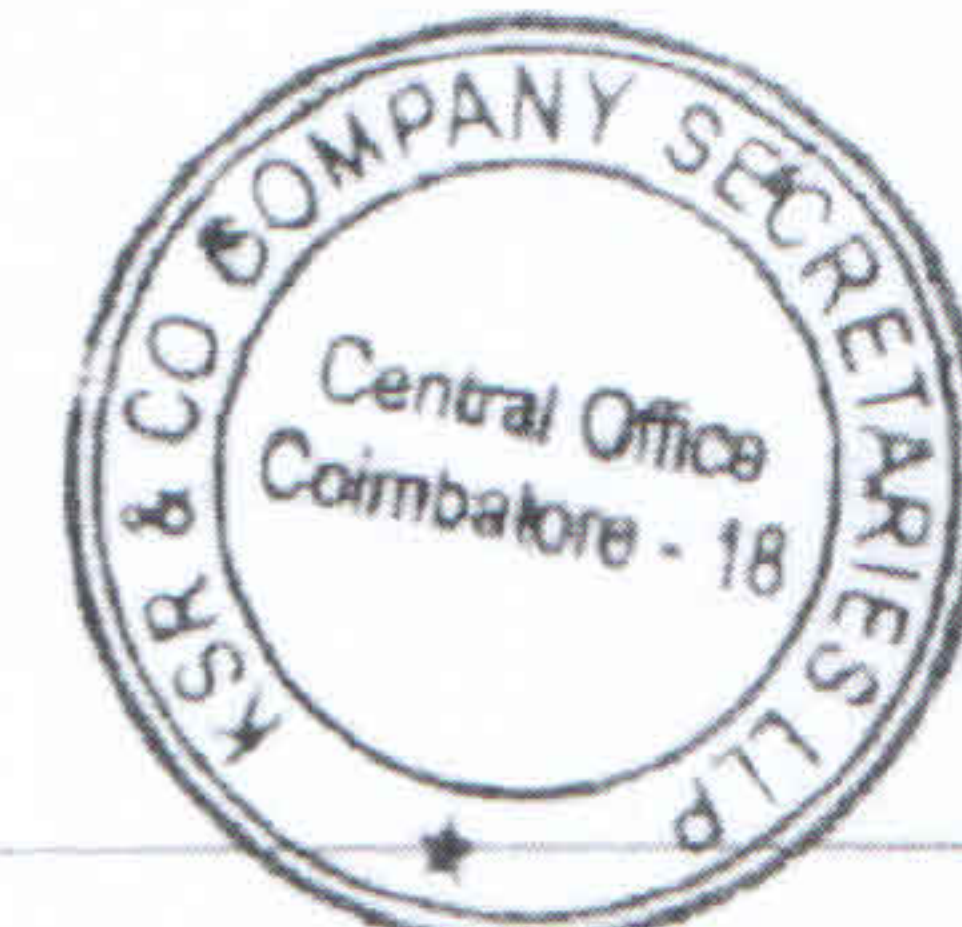
Dr. Nalla G Palaniswami,  
Chairman and Managing Director,  
Kovai Medical Center and Hospital Limited,  
3209, Avanashi Road, Coimbatore – 641014,  
Tamilnadu, India.

Dear Sir,

**Sub: Report of the Scrutinizer on the remote e-voting and physical voting at Annual General Meeting held vide Notice Dated 28<sup>th</sup> May 2016 under Section 108 of the Companies Act, 2013 read with Regulation 44 of the SEBI (LODR) Regulations, 2015.**

1. The undersigned was appointed as Scrutinizer for the remote e-voting and voting by ballot at Annual General Meeting in respect of resolutions proposed vide Notice dated 28<sup>th</sup> May 2016 of Kovai Medical Center and Hospital Limited (the Company) as per the provisions of Section 108 of the Act read with Rule 20 of Companies (Management and Administration) Rules, 2014 read with Regulation 44 of the SEBI (LODR) Regulations, 2015 in connection with the 30<sup>th</sup> Annual General Meeting (AGM) of the Company convened and held on Tuesday, the 30<sup>th</sup> August, 2016.
2. As per the said Notice, the cutoff date for ascertaining voting rights of shareholders for remote e-voting and voting by ballot at AGM was 24<sup>th</sup> August, 2016. In addition to the above, shareholders to whom notice of AGM was served and who have no access to remote E-voting, have also been provided an option to voting by ballot at AGM.
3. The remote e-voting commenced on Saturday, 27<sup>th</sup> August, 2016 (9.00 a.m) and ended on Tuesday 30<sup>th</sup> August, 2016 (5.00 p.m) (IST).
4. **As regards voting by ballot at the AGM;**
  - i. The ballots were duly opened in my presence in the presence of two witnesses who are not in the employment of the company and scrutinized and the shareholding and signatures were verified with the Register of Members/ List of Beneficiaries, as the case may be.
  - ii. At the AGM only 26 (Twenty Six Only) ballots were cast. On verification of the 26 (Twenty Six Only) ballots, I hereby Report the result of ballot at the AGM as- **Annexure 1.**

1



- iii. I have been provided with adequate system support including the Register of Members / List of Beneficiaries, specimen signatures, certified extracts of board resolutions from the office of the Company's RT&A and the data from the ballots was accordingly verified and duly entered.
- iv. In determining the validity or other wise of the votes cast at the AGM, I have adopted the following criteria:
- a. Where the shareholder has left the ballot blank or not indicated his vote or incorrectly filled, the ballot has been treated as invalid.
  - b. Where signatures are made available, which do not tally or ballot bears no signature or both the columns provided "for" and "against" have been tick marked or left blank, the ballot has been treated as invalid.
  - c. Where the shareholder has already exercised voting through remote e-voting facility and casted vote by ballot at AGM has been treated as invalid.
  - d. Based on the data and information / reports / statements, I have carried out necessary checks / verifications as I considered necessary.
  - e. Particulars of all ballots cast at the AGM have been entered in a Register separately maintained for the purpose.
5. **As regards the remote e-voting,**
- i. The reports on remote e-voting from portal of National Securities Depository Limited (NSDL) was opened and downloaded in the presence of two witnesses after counting the votes cast by ballot **at the AGM**, in respect of the resolutions as proposed in the said Notice.
  - ii. A total of 37 (Thirty Seven Only) shareholders have voted successfully using the Remote e-voting facility. The summary of the votes cast for and against the 05 (Five) resolutions as per the said Notice and as extracted from the summary report of Remote e-voting from the said NSDL portal is annexed as - **Annexure-2.**



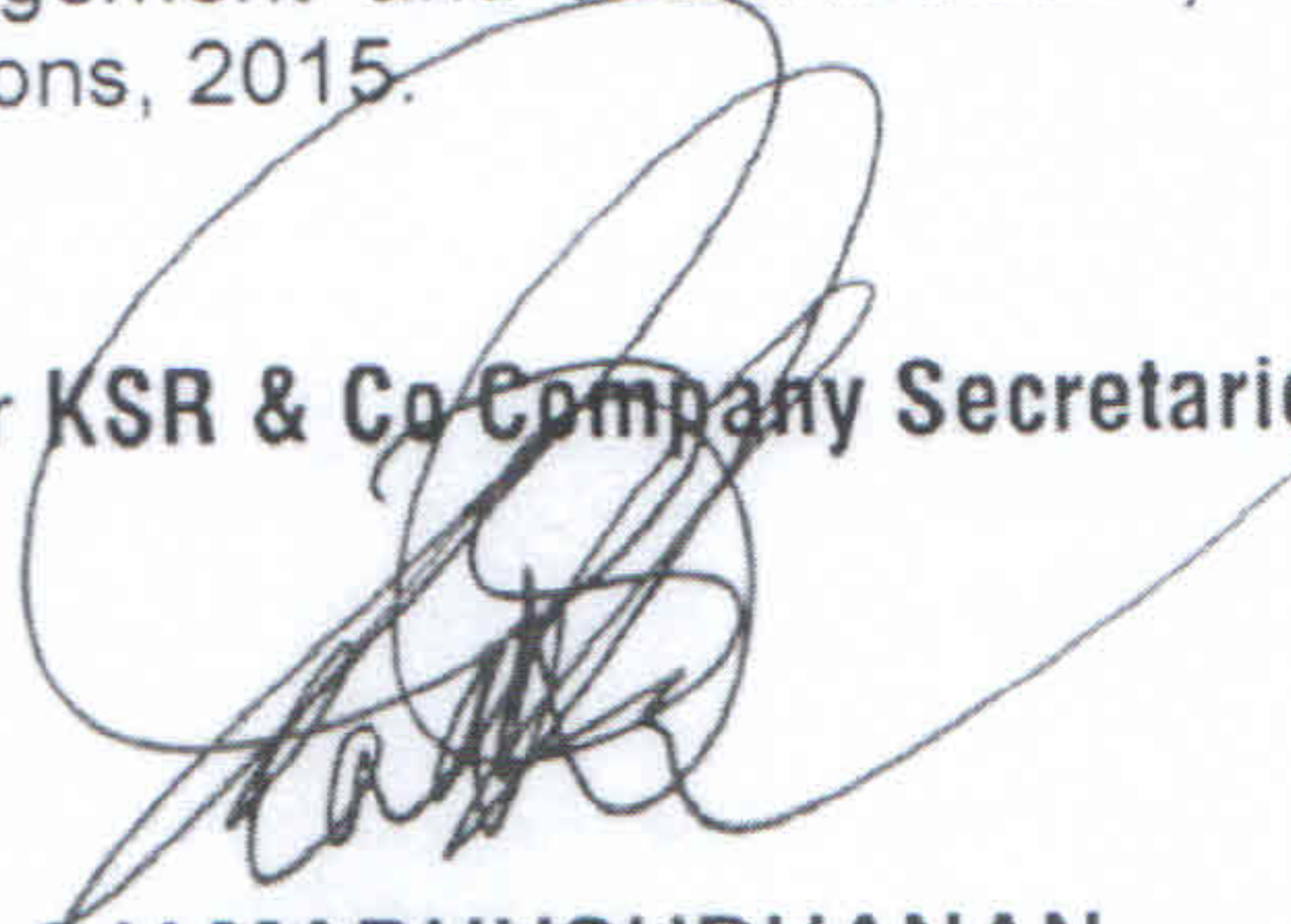
A handwritten signature in black ink, appearing to be a stylized name.

6. A complete summary of voting carried out by the following modes in respect of the 05 (Five) resolutions as per the said Notice of AGM is annexed as **Annexure-3**.
  - i. Voting by ballot at the AGM
  - ii. Voting thorough remote E-voting
7. The detailed shareholder wise voting pattern by remote e-voting as downloaded from NDSL has been submitted separately by e-mail to the company secretary of the company.
8. As a Scrutinizer, I have performed my duties in compliance of the provisions of Section 108 read with Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI (LODR) Regulations, 2015.

Place: Coimbatore

Date: 31<sup>st</sup> August, 2016

For **KSR & Co Company Secretaries LLP**

  
**Mr.C.V.MADHUSUDHANAN**  
Partner  
**SCRUTINIZER**

**ANNEXURE - 1****RESULT OF BALLOT AT AGM- KOVAI MEDICAL CENTER  
AND HOSPITAL LIMITED**

RES. NO.	SUBJECT MATTER OF THE RESOLUTION	RESOLUTION REQUIREMENT	BALLOT AT AGM	
			FOR	AGAINST
1.	To adopt annual accounts for the year ended 31 <sup>st</sup> march, 2016.	Ordinary	5755	100
2.	To confirm the payment of Interim Dividend and declare Final Dividend on equity shares for the Financial Year 2015 - 2016.	Ordinary	5755	100
3.	Appointment of Dr. Mohan S Gounder, as a Director liable to retire by rotation.	Ordinary	5855	0
4.	To ratify the appointment of Statutory Auditors of the Company for the Financial Year 2016 - 2017	Ordinary	5755	100
5.	To ratify the remuneration of Cost Auditor for the Financial Year 2016 - 2017.	Ordinary	5755	100



**ANNEXURE - 2****REMOTE E-VOTING POSITION OF KOVAI MEDICAL CENTER AND HOSPITAL LIMITED**

RES. NO	SUBJECT MATTER OF THE RESOLUTION	RESOLUTION REQUIREMENT	FOR	AGAINST
1.	To adopt annual accounts for the year ended 31 <sup>st</sup> March, 2016.	Ordinary	5822785	102807
2.	To confirm the payment of Interim Dividend and declare Final Dividend on equity shares for the Financial Year 2015 - 2016.	Ordinary	5850243	75349
3.	Appointment of Dr. Mohan S Gounder, as a Director liable to retire by rotation.	Ordinary	5809462	116130
4.	To ratify the appointment of Statutory Auditors of the Company for the Financial Year 2016 - 2017	Ordinary	5809982	115610
5.	To ratify the remuneration of Cost Auditor for the Financial Year 2016 – 2017.	Ordinary	5810982	114610





**KOVAI MEDICAL CENTER AND HOSPITAL LIMITED****ANNEXURE – 3****SUMMARY RESULT OF REMOTE E-VOTING AND VOTING AT AGM**

R. NO	SUBJECT MATTER OF THE RESOLUTION	RESOLUTION REQUIREMENT	VOTING AT THE AGM		REMOTE E-VOTING		TOTAL		RESULT
			FOR	AGAINST	FOR	AGAINST	FOR	AGAINST	
1.	To adopt annual accounts for the year ended 31 <sup>st</sup> March, 2016.	Ordinary	5755	100	5822785	102807	5828540	102907	PASSED
2	To confirm the payment of Interim Dividend and declare Final Dividend on equity shares for the Financial Year 2015 - 2016.	Ordinary	5755	100	5850243	75349	5855998	75449	PASSED


**MR.C.V.MADHUSUDHANAN****SCRUTINIZER FOR REMOTE E-VOTING AND VOTING AT AGM**



3	Appointment of Dr. Mohan S Gounder, as a Director liable to retire by rotation.	Ordinary	5855	0	5809462	116130	5815317	116130	PASSED
4	To ratify the appointment of Statutory Auditors of the Company for the Financial Year 2016 - 2017	Ordinary	5755	100	5809982	115610	5815737	115710	PASSED
5	To ratify the remuneration of Cost Auditor for the Financial Year 2016 - 2017.	Ordinary	5755	100	5810982	114610	5816737	114710	PASSED

**MR.C.V.MADHUSUDHANAN****SCRUTINIZER FOR REMOTE E-VOTING AND VOTING AT AGM**