

KSR & CO COMPANY SECRETARIES LLP

PRACTISING COMPANY SECRETARIES & TRADE MARK AGENTS

Assuring Compliances & Solutions – beyond challenge™



KSR/CBE/K 49/489/2017-18

11th August, 2017

Mr. Nalla G Palaniswami
Chairman and Managing Director,
Kovai Medical Centre and Hospital Limited,
3209, Avinashi Road,
Coimbatore – 641 014.

Dear Sir,

Sub: Report of the Scrutinizer on the remote e-voting, and physical voting at Annual General Meeting held vide Notice Dated 29th, May 2017 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 physical voting at Annual General Meeting in respect of resolutions proposed vide Notice dated 29th, May 2017 of **The Kovai Medical Centre 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 31st Annual General Meeting (AGM) of the Company convened and held on Friday, the 11th August 2017.
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 Wednesday, the 04th August 2017.
3. The remote e-voting commenced on Tuesday, 08th August 2017 (09.00am) and ended on Thursday 10th August, 2017 at 5.00pm (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 10 (Ten) ballots were cast. On verification of the Ten (Ten) ballots, I hereby Report that the result of ballot at the AGM as **Annexure 1**.



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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 53 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**.

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 through remote E-voting

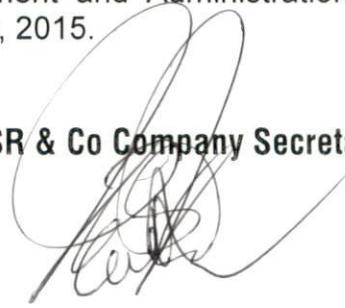
7. The detailed shareholder wise voting pattern by remote e-voting as downloaded from NSDL has been submitted separately by e-mail to the company secretary of the company.

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

For **KSR & Co Company Secretaries LLP**

Date: 11th August, 2017


Mr.C.V.MADHUSUDHANAN
PARTNER
SCRUTINIZER

ANNEXURE - 1**RESULT OF VOTING AT AGM – KOVAI MEDICAL CENTRE AND HOSPITAL LIMITED**

RES. NO.	SUBJECT MATTER OF THE RESOLUTION	RESOLUTION REQUIREMENT	VOTING AT AGM		RESULT
			FOR	AGAINST	
1.	Adoption of Annual Accounts for the year ended 31 st March 2017	Ordinary	128881	0	PASSED
2.	Confirmation of payment of dividend for the financial year 2016 - 2017	Ordinary	128881	0	PASSED
3.	Re-appointment of Dr. Purani P Palaniswami, Director, Who Retires by rotation	Ordinary	128881	0	PASSED
4.	Appointment of M/s. Haribhakthi & Co LLP Chartered Accountants as Statutory Auditors for the financial year 2017 – 2018	Ordinary	128881	0	PASSED
5.	Ratification of remuneration of Cost Auditors for the financial year 2017-2018.	Ordinary	128881	0	PASSED



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

RES. NO	SUBJECT MATTER OF THE RESOLUTION	RESOLUTION REQUIREMENT	FOR	AGAINST	RESULT
1.	Adoption of Annual Accounts for the year ended 31 st March 2017	Ordinary	5882500	48380	PASSED
2.	Confirmation of payment of dividend for the financial year 2016 - 2017	Ordinary	5930880	0	PASSED
3.	Re-appointment of Dr.Purani P Palaniswami, Director, Who Retires by rotation	Ordinary	5882497	48383	PASSED
4.	Appointment of M/s. Haribhakthi & Co LLP Chartered Accountants as Statutory Auditors for the financial year 2017 - 2018	Ordinary	5882500	48380	PASSED
5.	Ratification of remuneration of Cost Auditors for the financial year 2017-2018.	Ordinary	5882440	48440	PASSED



KOVAI MEDICAL CENTRE 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 AGM		REMOTE E-VOTING		TOTAL		RESULT
			FOR	AGAINST	FOR	AGAINST	FOR	AGAINST	
1.	Adoption of Annual Accounts for the year ended 31 st March 2017	Ordinary	128881	0	5882500	48380	6011381	48380	PASSED
2.	Confirmation of payment of dividend for the financial year 2016 – 2017	Ordinary	128881	0	5930880	0	6059761	0	PASSED
3.	Re-appointment of Dr.Purani P Palaniswami, Director, Who Retires by rotation	Ordinary	128881	0	5882497	48383	6011378	48383	PASSED



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



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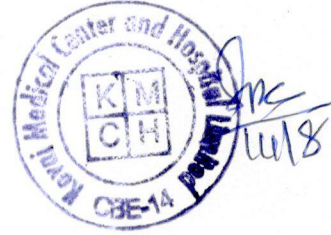


4.	Appointment of M/s.Haribhakthi & Co LLP Chartered Accountants as Statutory Auditors for the financial year 2017 - 2018.	Ordinary	128881	0	5882500	48380	6011381	48380	PASSED
5.	Ratification of remuneration of Cost Auditors for the financial year 2017-2018.	Ordinary	128881	0	5882440	48440	6011321	48440	PASSED

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



General information about company	
Scrip code	523323
Name of the company	Kovai Medical Center and Hospital Limited
Type of meeting	AGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	11-08-2017
Start time of the meeting	11:00 AM
End time of the meeting	02:00 PM



Voting results	
Record date	04-08-2017
Total number of shareholders on record date	7567
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	6
b) Public	180
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To adopt Annual Accounts for the year ended 31st March 2017				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5447127	5143191	94.4203	5143191	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5447127	5143191	94.4203	5143191	0	100	0
Public- Institutions	E-Voting	278626	154098	55.3064	154098	0	100	0
	Poll		124528	44.6936	124528	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	278626	278626	100	278626	0	100	0
Public- Non Institutions	E-Voting	5216509	633591	12.1459	585211	48380	92.3642	7.6358
	Poll		4353	0.0834	4353	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5216509	637944	12.2293	589564	48380	92.4163	7.5837
Total		10942262	6059761	55.3794	6011381	48380	99.2016	0.7984
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



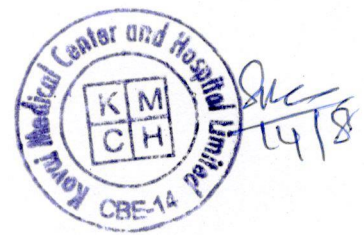
Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To confirm payment of dividend on the Equity Shares of the company for the Financial Year 2016-17				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5447127	5143191	94.4203	5143191	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5447127	5143191	94.4203	5143191	0	100	0
Public-Institutions	E-Voting	278626	154098	55.3064	154098	0	100	0
	Poll		124528	44.6936	124528	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	278626	278626	100	278626	0	100	0
Public- Non Institutions	E-Voting	5216509	633591	12.1459	633591	0	100	0
	Poll		4353	0.0834	4353	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5216509	637944	12.2293	637944	0	100	0
Total		10942262	6059761	55.3794	6059761	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Dr.Purani P Palaniswami, Director retire by rotation				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5447127	5143191	94.4203	5143191	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5447127	5143191	94.4203	5143191	0	100	0
Public-Institutions	E-Voting	278626	154098	55.3064	154098	0	100	0
	Poll		124528	44.6936	124528	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	278626	278626	100	278626	0	100	0
Public- Non Institutions	E-Voting	5216509	633591	12.1459	585208	48383	92.3637	7.6363
	Poll		4353	0.0834	4353	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5216509	637944	12.2293	589561	48383	92.4158	7.5842
Total		10942262	6059761	55.3794	6011378	48383	99.2016	0.7984
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the appointment of Statutory Auditors of the company for the Financial Year 2017-18				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5447127	5143191	94.4203	5143191	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5447127	5143191	94.4203	5143191	0	100	0
Public-Institutions	E-Voting	278626	154098	55.3064	154098	0	100	0
	Poll		124528	44.6936	124528	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	278626	278626	100	278626	0	100	0
Public- Non Institutions	E-Voting	5216509	633591	12.1459	585211	48380	92.3642	7.6358
	Poll		4353	0.0834	4353	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5216509	637944	12.2293	589564	48380	92.4163	7.5837
Total		10942262	6059761	55.3794	6011381	48380	99.2016	0.7984
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration of Cost Auditor for the Financial Year 2017-18				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5447127	5143191	94.4203	5143191	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5447127	5143191	94.4203	5143191	0	100	0
Public- Institutions	E-Voting	278626	154098	55.3064	154098	0	100	0
	Poll		124528	44.6936	124528	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	278626	278626	100	278626	0	100	0
Public- Non Institutions	E-Voting	5216509	633591	12.1459	585151	48440	92.3547	7.6453
	Poll		4353	0.0834	4353	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5216509	637944	12.2293	589504	48440	92.4069	7.5931
Total		10942262	6059761	55.3794	6011321	48440	99.2006	0.7994
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

