



# KOVAI MEDICAL CENTER AND HOSPITAL LIMITED

NABH Accredited Hospital

Excellence in Healthcare

99, Avanashi Road, Coimbatore - 641 014. INDIA | Phone : (0422) 4323800

Fax : (0422) 2627782 | Web : www.kmchhospitals.com | CIN No : L85110TZ1985PLC001659



Ref: KMCH/SEC/SE/2020-21/1163

September 19, 2020

To

Corporate Relationship Department  
BSE Limited  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building, P.J.Towers  
Dalal Street, Fort  
Mumbai – 400 001

Dear Sirs,

Sub: Submission of Proceedings pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the 34<sup>th</sup> Annual General Meeting of the Company held on 19th September 2020.

Ref: Security Code: 523323, Security ID: KOVAI

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This is to inform that the 34<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Saturday 19<sup>th</sup> September 2020 through Video conferencing (VC) / Other Audio-Visual Means (OAVM). In this regard we are enclosing the Proceedings of the AGM.

Kindly take the above on record.

Thanking you

Yours faithfully

For KOVAI MEDICAL CENTER AND HOSPITAL LIMITED

*S.P. Chittibabu*

S.P.CHITTIBABU  
COMPANY SECRETARY





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## PROCEEDINGS OF THE 34<sup>th</sup> ANNUAL GENERAL MEETING OF KOVAI MEDICAL CENTER AND HOSPITAL LIMITED, 99 AVANASHI ROAD, COIMBATORE – 641 014 HELD ON SATURDAY, THE 19<sup>th</sup> SEPTEMBER 2020

Meeting started at 04.08 p.m.

Meeting concluded at 05.00 p.m.

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 34<sup>th</sup> Annual General Meeting (AGM) of the Company was duly held on Saturday, the 19<sup>th</sup> day of September 2020 at 4.00 P:M (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular No. 20/2020 dated 5<sup>th</sup> May 2020 read with Circular No. 14/2020 dated 8<sup>th</sup> April 2020 and Circular No. 17/2020 dated 13<sup>th</sup> April 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular dated 12<sup>th</sup> May, 2020 issued by the SEBI and the proceedings of the said meeting is given hereunder:

The following Directors were present at the 34<sup>th</sup> Annual General Meeting through Video Conferencing (VC) / Other Audio Visual Means (OAVM):

1. Dr.Thavamani Devi Palaniswami
2. Dr.Arun N Palaniswami
3. Dr Mohan S Gounder
4. Dr.M.C.Thirumoorthi
5. Dr.Purani P Palaniswami
6. Mr. Kasi K Goundan
7. Mr.A.M.Palanisamy - Audit Committee and Stakeholders Committee Chairman
8. Dr.M.Manickam
9. Mr.A.K.Venkatasamy
10. Mr.K.Saminathan
11. Mrs.R.Bhuvaneshwari

Chief Financial Officer : Mr.M.K.Ravindra Kumar

Company Secretary : Mr.S.P.Chittibabu

Statutory Auditor : Mr.V.S.Srinivasan

Secretarial Auditor : Dr.C.V.Madhusudhanan





Members attended

Present : 58

The Chief Financial Officer informed that Dr.Nalla G Palaniswami, Managing Director has been tested COVID positive and is under medical treatment. He also informed that Board of Directors have elected Dr.Thavamani Devi Palaniswami, Joint Managing Director to chair the meeting. With the requisite quorum being present, Chief Financial Officer called the meeting to order and he introduced the Directors to the shareholders. He further informed that this 34<sup>th</sup> Annual General Meeting of the Company was being held through Video Conferencing /Other Audio Visual Means ("VC/OA VM") facility.

Thereafter, the Chairperson informed that the registers as required under the Companies Act, 2013 has been made available electronically for inspection by the members during the AGM.

The Chairperson informed that with the permission of the members present at the meeting, since the following had been already circulated were taken as read.

- i. The 34<sup>th</sup> Annual General Meeting Notice, Directors Report along with the Annexures thereto, the Annual Financial Statements for the Financial Year ended 31.03.2020.
- ii. The Un-qualified Statutory Auditors Report for the Financial Year ended 31<sup>st</sup> March 2020.
- iii. The Un-qualified Secretarial Auditors Report for the Financial Year ended 31<sup>st</sup> March 2020.

Mr.V.S.Srinivasan, Partner, M/s VKS Aiyer & Co., Statutory Auditors highlighted the salient points of the Auditors Report for the year ended 31<sup>st</sup> March 2020. He further informed that there were no qualifications or adverse remarks in the Auditors Report.

The Chairperson informed that there was no qualification or adverse remark in the Secretarial Auditors Report for the year ended 31<sup>st</sup> March 2020.

Dr.Thavamani Devi Palaniswami, Chairperson in her address to the shareholders gave a brief update on the operational and financial performance, outlook of the company and newly commenced Medical College.

Speaker shareholders who have registered to speak at the AGM raised some queries.

The Chairperson and the Chief Financial Officer replied to those queries.



AGM Resolutions

The Chairperson informed that pursuant to the provisions of Section 108 of the Companies Act 2013, read with Rule 20 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of SEBI (LODR) Regulations 2015, the company had provided the e-voting facility to the members of the company in respect of the 34<sup>th</sup> Annual General Meeting resolutions. The remote e-voting commenced on 16.9.2020(9.00 A.M.) and ended on 18.9.2020 (5.00 P.M.).

She informed that the shareholders, who were present at the AGM and had not cast their vote through remote e-voting, has been provided an opportunity to cast their votes though e-voting during the Meeting. She further informed that Practising Company Secretary Dr.C.V.Madhusudhanan, Partner, M/s KSR & Co. Company Secretaries LLP, Coimbatore was appointed as the Scrutinizer to conduct the remote e-voting and e-voting process at the AGM in a fair and transparent manner and to ascertain the requisite majority.

Item No.	Details of Agenda	Resolution
1.	Consider and adopt Audited Financial Statements, Report of the Board of Directors and Auditors for the Financial Year 2019-20	Ordinary
2.	Re-appointment of Dr.Mohan S Gounder (DIN: 02479218) who retires by rotation as Director	Ordinary
3.	Re-appointment of Dr.Thavamani Devi Palaniswami (DIN: 00012135) as Joint Managing Director of the Company for a period of five years with effect from 29.07.2020.	Special
4.	Ratification of the appointment and the payment of remuneration to the Cost Auditor of the Company for the Financial year 2020-21.	Ordinary

The Chairperson informed that e-voting facility provided by the NSDL would remain open for the next 15 minutes to enable the shareholders, who are present at the meeting and had not cast their votes through remote e-voting, to cast their votes electronically.

The Chairperson informed further that the members that the Scrutinizer shall submit a Consolidated Scrutiniser's Report (E-voting and E-voting at AGM) on or before 21st September 2020. The results along with the Scrutinizer's Report shall be placed on the company's website and communicated to BSE Limited.

The Chairperson then thanked all the shareholders, Directors and Auditors who have joined the 34<sup>th</sup> Annual General Meeting through video conferencing facility/other audio visual means. The Vote of thanks was given by Mr.A.M.Palanisamy, Director of the Company. The Meeting was concluded.

For Kovai Medical Center And Hospital Limited

  
S. P. Chittibabu  
Company Secretary  
ACS - 10624