

**KOVAI MEDICAL CENTER AND HOSPITAL LIMITED**

**Postal Ballot Voting Results**

Date of the AGM/EGM	N.A.
Total number of shareholders on record date	7815
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	N.A.
Public	N.A.
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	N.A.
Public	N.A.

**Agendawise disclosure**

Resolution No.1	Approval for Alteration of Object Clause of the Memorandum of Association of the Company									
Resolution (Ordinary / Special)	required:	Special								
Whether Promoter / 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 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	5141891	5141891	100	5141891	0	100.00	0.00		
	Postal Ballot	0	0	0	0	0	0.00	0.00		
	Total	5141891	5141891	100	5141891	0	100.00	0.00		
Public - Institutions	E-voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil		
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil		
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil		
Public Non-Institutions	E-voting	659824	659824	100	659274	550	99.92	0.08		
	Postal Ballot	390696	390696	100	389496	1200	99.69	0.31		
	Total	1050520	1050520	100	1048770	1750	99.83	0.17		
Total		6192411	6192411	100	6190661	1750	99.97	0.03		

**RESULT: PASSED WITH REQUISITE MAJORITY**

**For Kovai Medical Center and Hospital Ltd.**

*S. P. Chittibabu*

S. P. Chittibabu  
Company Secretary

KSR/CBE/K 49/1251/2015-16

25 February, 2016

Dr.Nalla G.Palaniswami,  
Chairman and Managing Director,  
Kovai Medical Center and Hospital Limited,  
3209, Avanashi Road,  
Coimbatore – 641 014.

Dear Sir,

**Sub: Report of the Scrutinizer for the Postal Ballot and e-voting vide Notice Dated 12<sup>th</sup> January, 2016 under Section 108 of the Companies Act, 2013.**

1. The undersigned was appointed as Scrutinizer for the Postal Ballot and e-voting in respect of resolution proposed vide Notice dated 12<sup>th</sup> January, 2016 of Kovai Medical Center And Hospital Limited (the Company) as per the provisions of Section 108 of Companies Act, 2013 read with Rules 22 and 20 of the Companies (Management and Administration) Rules, 2014. The Postal Ballot was required to be conducted as per the said provisions for seeking shareholders approval for amending the objects clause of the Memorandum of Association of the Company.
2. As per the said Notice, the record date/ cut-off date for ascertaining voting rights of shareholders for Postal Ballot and e-voting is as on January 15<sup>th</sup> 2016.
3. The Postal Ballot and e-voting ended at 6.00 PM IST on 24<sup>th</sup> February 2016.
4. As regards the e-voting,
  - a. I unblocked the votes cast by electronic means from the e-voting portal of National Securities Depository Limited (NSDL) in the presence of two witnesses on Thursday, the 25<sup>th</sup> February, 2016 and ascertained the votes cast for and against the lone resolution as proposed in the said Notice.
  - b. A total of only 45 shareholders have voted successfully using the e-voting facility. The Summary of the votes cast for and against the lone resolution as per the said Notice and as extracted from the summary report of e-voting from the said NSDL and also the complete voting list provided by NSDL is annexed as **Annexure-1.**

5. As regards the Postal Ballot the Scrutinizer has received a total of 269 ballots. On verification of the 269 ballots received up to 6.00 PM IST on 24<sup>th</sup> February 2016 and based on the information made available to me, I hereby submit my report on the result of Postal Ballot, as per **Annexure-2** and further state as under:
- a. Particulars of all Ballot Forms by Post received from members have been entered in a Register separately maintained for the purpose.
  - b. The Ballots were duly opened in my presence and scrutinized and the shareholding and signatures were matched / confirmed with the Register of Members/ List of Beneficiaries, as the case may be.
  - c. 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 Ballot Forms was accordingly verified and duly entered.
  - d. All Ballot Forms received up to 6.00 PM IST on Wednesday, 24<sup>th</sup> February 2016, the last date and time fixed by the Company for receipt of the Postal Ballot was considered for my scrutiny.
  - e. I have not found any defaced or mutilated or decrepit Ballot Form.
  - f. In determining the validity or other wise of the Ballots received, I have adopted the following criteria:
    - i. Where the shareholder has left the Ballot Paper blank or not indicated his vote or incorrectly filled or where no ballot was found inside the cover etc, the ballot has been treated as invalid.
    - ii. Where signatures are made available, which do not tally or ballot paper 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.
    - iii. Where the shareholder being a company has omitted to send a certified copy of the resolution of the Board of Directors authorizing the signatory to vote and sign, the ballot paper has been treated as invalid
  - g. Based on the data and information / reports / statements, I have carried out necessary checks / verifications as I considered necessary.

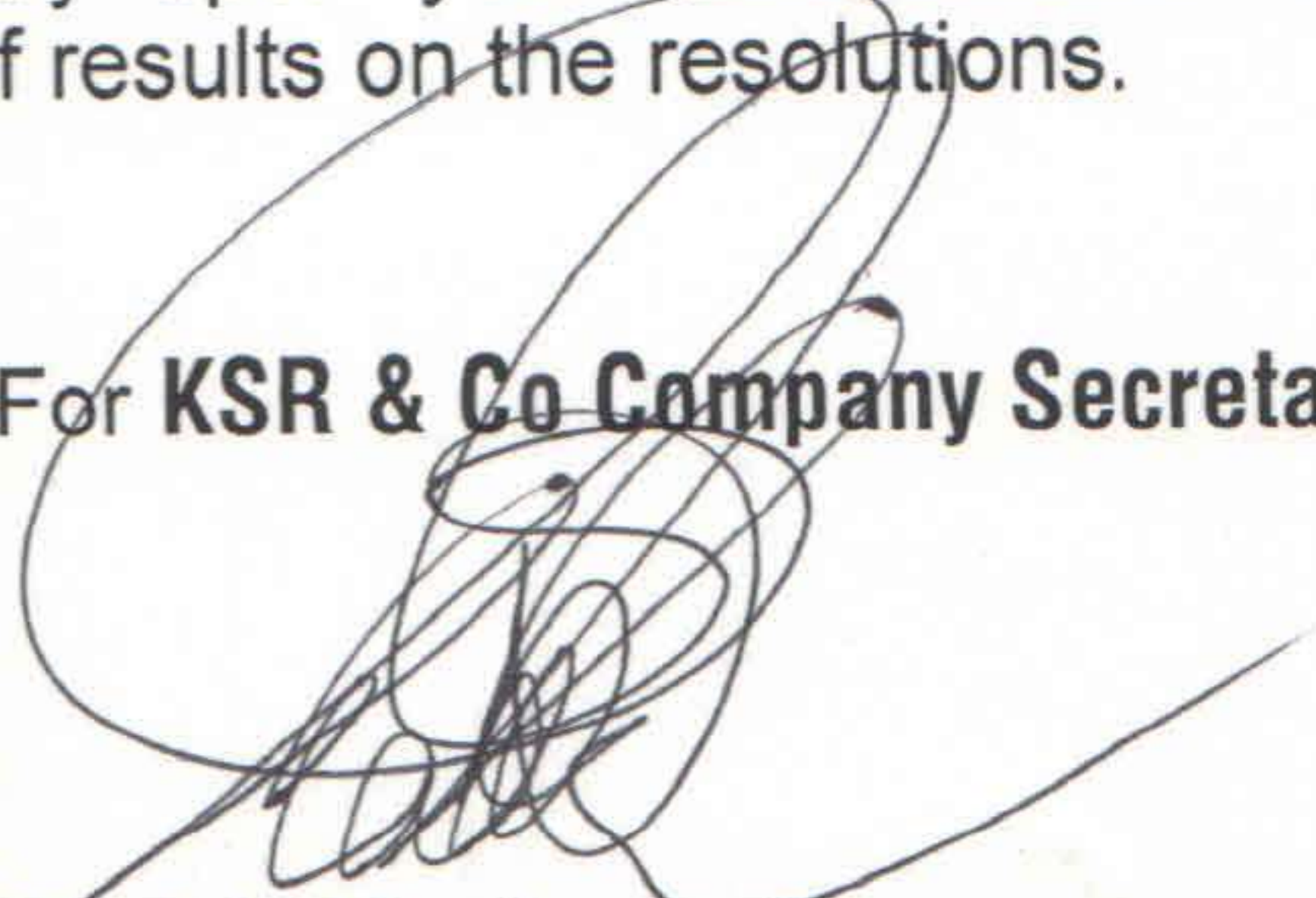
h. The following are the statistics relating to the Ballots received by Post:

S.No.	Particulars	Numbers
1.	Total Number of Ballots Received	269
2.	Total Number of Ballots considered valid	216
3.	Total Number of invalid Ballots	53
4.	Total Number of Postal Ballots received in mutilated, decrepit, defaced condition	NIL

6. The results as per my report and the Summary Result of Postal Ballot including e-voting as per **Annexure-3** hereto can be deemed as final and accordingly be published.
7. As a Scrutinizer, I have performed my duties in compliance of the provisions of Section 108 read with Companies (Management and Administration) Rules, 2014.
8. I will hand over the ballot forms and other related papers / registers and records for safe custody to the Company Secretary upon your consideration signing of the minutes of the meeting and declaration of results on the resolutions.

Place: Coimbatore  
Date : 25/02/2016

For **KSR & Co Company Secretaries LLP**

  
**Mr.C.V.Madhusudhanan**  
Partner  
SCRUTINIZER

**ANNEXURE - 1****E-VOTING POSITION OF KOVAI MEDICAL CENTER AND HOSPITAL LIMITED**

RES. NO	SUBJECT MATTER OF THE RESOLUTION	RESOLUTION REQUIREMENT	FOR	AGAINST	TOTAL	RESULT
1.	Alteration of Memorandum of Association of the Company.	Special	5801165	550	5801715	<b>PASSED</b>


**ANNEXURE -2****RESULT OF POSTAL BALLOT – KOVAI MEDICAL CENTER AND HOSPITAL LIMITED**

RES. NO.	SUBJECT MATTER OF THE RESOLUTION	RESOLUTION REQUIREMENT	POSTAL BALLOT		RESULT
			FOR	AGAINST	
1.	Alteration of Memorandum of Association of the Company	Special	389496	1200	PASSED



**KOVAIL MEDICAL CENTER AND HOSPITAL LIMITED****ANNEXURE - 3****SUMMARY RESULT OF POSTAL BALLOT AND E-VOTING**

R. NO	SUB MATTER OF THE RESOLUTION	RESOLUTION REQUIREMENT	POSTAL BALLOT		E-VOTING		GRAND TOTAL		RESULT
			FOR	AGAINST	FOR	AGAINST	FOR	AGAINST	
1.	Alteration of Memorandum of Association of the Company	Special	389496	1200	5801165	550	6190661	1750	PASSED

**MR. C.V.MADHUSUDHANAN****SCRUTINIZER FOR POSTAL BALLOT AND E-VOTING**