



P Sriram & Associates
Practising Company Secretaries

**REPORT OF THE SCRUTINIZER ON THE E-VOTING AND PHYSICAL POSTAL
BALLOTS BY THE SHAREHOLDERS OF AMRUTANJAN HEALTH CARE LIMITED
PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013**

April 03, 2018

To
THE CHAIRMAN
AMRUTANJAN HEALTH CARE LIMITED
NO.103,(OLD nO.42-45)
LUZ CHURCH ROAD,
MYLAPORE
CHENNAI-600004.

Dear Sir,

SUB: PASSING OF RESOLUTION THROUGH POSTAL BALLOT – REG.

Pursuant to the Resolution passed by the Board of Directors of Amrutanjan (**"Company"/ "AMRUTANJAN"**) on February 13, 2018, I was appointed as a Scrutinizer to receive, process and scrutinize the Postal Ballots in respect of the Resolutions as circulated in the Postal Ballot Notice dated February 13,2018 pursuant to Section 14 of the Companies Act, 2013 ('the Act') read with Section 110 of the Companies Act, 2013 & Rule 22 of Companies (Management and Administration) Rules, 2014 ('Rules'), in respect of the following items :





- I. To consider and approve the proposal of Sub-division of each Equity Share of Rs.2/- (Rupees Two only) fully paid up into 2(two) Equity Share of Re.1/-(Rupee One only) each fully paid up.
- II. To consider and approve Alteration of Capital Clause of Memorandum of Association.
- III. To consider and approve Alteration of Object Clause of Memorandum of Association.

To enable wider participation of shareholders, approval of the shareholders were sought by means of Postal Ballot either by voting through physical Postal Ballot or through e-voting process, as the case may be, pursuant to the provisions of Section 110 of the Act and the Rules framed thereunder and as required under the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015.

Accordingly, the company had made necessary arrangements with Central Depository Services(India) Limited (CDSL), the System provider for providing a system of recording votes of the shareholders electronically through e-voting and & also organised through Cameo Corporate Services Limited, its Registrar and Share Transfer Agent (herein after referred as "RTA" or " Cameo") to setup the e-voting facility on the CDSL e-voting platform available on its website: <https://www.evotingindia.com>.

The company through its RTA had uploaded the Resolutions together with explanatory statement on which E-voting was sought from the shareholders and for generating E-Voting Event Number (EVEN) by the system provider and also hosted the same in the website of the company, www.amrutanjan.com. The Register of Members was made up, for the purpose of despatch of Postal Ballots to the shareholders on February 23, 2018(Cut- Off Date).





FURTHER, I REPORT THAT:

The Postal Ballot Notice dated February 13, 2018 were despatched to 17439 shareholders in Physical Form along with Self-addressed Postage Pre-paid Envelope on February 28, 2018 and also vide electronic mode to 131 shareholders(NRI- Foreign) to their email addresses as on February 28, 2018 registered with the Depository participant, as per the data downloaded from the Central Depository Services (India) Limited (CDSL) and National Securities Depositories Limited (NSDL).

I have received the Postal Ballot forms from the shareholders during the period starting from March 03, 2018 till April 02, 2018 (both days inclusive). All the Postal Ballot forms together with all votes cast by E-voting through CDSL received upto April 02, 2018, being the last date fixed by the company for receipt of the ballot forms & exercise of vote by electronic means, were considered for my scrutiny.

On scrutiny, I report that 56 Shareholders had exercised their vote through Electronic mode (E-voting) and 825 Shareholders had exercised their vote through Physical Postal Ballot. The voting was reckoned in proportion to a member's shares of vote rights on the paid up share capital of the Company.

RESULT OF THE POSTAL BALLOT:

The Ordinary Resolutions as set out in the Notice of the Postal Ballot shall deemed to have been passed where the total votes casted exceeds the votes if any casted against the resolution by members so entitled and voting.

The Special Resolution as set out in the Notice of the Postal Ballot requires not less than three times the number of votes, if any, cast against the resolution by members so entitled and voting in order to pass the Resolution. Accordingly I report that the said Ordinary and Special resolutions have been passed by the shareholders with the requisite majority. The summary of the Postal Ballot is as per the attached **Annexure 1** and the results of the Postal Ballot in respect of Item No:1 is given hereunder





Ordinary Resolution 1: TO CONSIDER AND APPROVE THE PROPOSAL OF SUB-DIVISION OF EACH EQUITY SHARE OF RS.2/- (RUPEES TWO ONLY) FULLY PAID UP INTO 2 (TWO) EQUITY SHARES OF Re.1/- (RUPEE ONE ONLY) EACH FULLY PAID UP.

Details	No. of Postal Ballot Forms	No. of votes	Percentage (%)
Total Postal Ballot Forms Received by:			
Electronic Mode	56	6062010	
Physical Mode	825	773115	
Less: Invalid Postal Ballot forms	4	530	
NET VALID POSTAL BALLOT IN PHYSICAL & ELECTRONIC MODE	877	6834595	100
Postal Ballot forms with "ASSENT" as ORDINARY RESOLUTION			
In Electronic Mode	54	6061997	88.69
In Physical Mode	807	769960	11.26
Total Postal Ballot with "ASSENT" in Physical & Electronic Mode	861	6831957	99.95
Postal Ballot Forms with "DISSENT" as ORDINARY RESOLUTION			
In Electronic Mode	2	13	0.0001
In Physical Mode	14	2625	0.03
Total Postal Ballot with "DISSENT" in Physical & Electronic Mode	16	2638	0.03

Total votes for Item No. 1 polled FOR ORDINARY RESOLUTION is 99.95% and the total votes polled AGAINST ORDINARY RESOLUTION is 0.03%





**Ordinary Resolution 2: TO CONSIDER AND APPROVE ALTERATION OF CAPTIAL
CLAUSE OF MEMORANDUM OF ASSOCIATION:**

Details	No. of Postal Ballot Forms	No. of votes	Percentage (%)
Total Postal Ballot Forms Received by:			
Electronic Mode	56	6062010	
Physical Mode	825	773115	
Less: Invalid Postal Ballot forms	4	530	
NET VALID POSTAL BALLOT IN PHYSICAL & ELECTRONIC MODE	877	6834595	100
Postal Ballot forms with "ASSENT" as ORDINARY RESOLUTION			
In Electronic Mode	53	6061977	88.69
In Physical Mode	800	769758	11.26
Total Postal Ballot with "ASSENT" in Physical & Electronic Mode	853	6831735	99.95
Postal Ballot Forms with "DISSENT" as ORDINARY RESOLUTION			
In Electronic Mode	3	33	0.0004
In Physical Mode	21	2827	0.04
Total Postal Ballot with "DISSENT" in Physical & Electronic Mode	24	2860	0.04

Total votes for Item No. 2 polled FOR ORDINARY RESOLUTION is 99.95% and the total votes polled AGAINST ORDINARY RESOLUTION is 0.04%





Special Resolution 3: TO CONSIDER AND APPROVE ALTERATION OF OBJECT

CLAUSE OF MEMORANDUM OF ASSOCIATION:

Details	No. of Postal Ballot Forms	No. of votes	Percentage (%)
Total Postal Ballot Forms Received by:			
Electronic Mode	56	6062010	
Physical Mode	825	773115	
Less: Invalid Postal Ballot forms	4	530	
NET VALID POSTAL BALLOT IN PHYSICAL & ELECTRONIC MODE	877	6834595	100
Postal Ballot forms with "ASSENT" as SPECIAL RESOLUTION			
In Electronic Mode	53	6061977	88.69
In Physical Mode	803	769936	11.26
Total Postal Ballot with "ASSENT" in Physical & Electronic Mode	856	6831913	99.95
Postal Ballot Forms with "DISSENT" as SPECIAL RESOLUTION			
In Electronic Mode	3	33	0.0004
In Physical Mode	18	2649	0.039
Total Postal Ballot with "DISSENT" in Physical & Electronic Mode	21	2682	0.039

Total votes for Item No. 3 polled FOR SPECIAL RESOLUTION is 99.95% and the total votes polled AGAINST SPECIAL RESOLUTION is 0.039%





P.Sriram& Associates
Practising Company Secretaries

Based on the voting reported in the above table, the said Ordinary and Special resolutions are passed with requisite majority and we request, the Chairman of the Company to announce the results accordingly.

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed herewith.

The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Postal Ballot.

Thanking You,

SIGNATURE OF THE SCRUTINIZER:



(P.SRIRAM)

PRACTISING COMPANY SECRETARY

CERTIFICATE OF PRACTICE NO: 3310

MEMBERSHIP NO: FCS 4862