



**P Sriram & Associates**  
Practising Company Secretaries

To

The Chairman & Managing Director  
Amrutanjan Health Care Limited,  
Chennai

**CONSOLIDATED SCRUTINIZER'S REPORT**

**SEVENTY EIGHTH ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF AMRUTANJAN HEALTH CARE LIMITED ["COMPANY"] HELD ON FRIDAY, 18<sup>TH</sup> SEPTEMBER, 2015 AT 10:15 A.M. AT "NARADHA GANA SABHA" (SATHGURU GNANANANDA HALL) 314 (OLD NO.254), T.T.K. ROAD, ALWARPET, CHENNAI-600018.**

I, P.Sriram, Proprietor of P.Sriram & Associates, a practicing Company Secretaries, have been appointed Scrutinizer for the purpose of voting by electronic means and voting by poll to be carried by the Company pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules') and in accordance with the Listing Agreement, in respect of resolutions mentioned in the Notice dated at 13<sup>th</sup> August, 2015 Annual General Meeting ["AGM"] of the company held on 18<sup>th</sup> September 2015

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by poll (Insta Poll)] at the AGM for the resolutions contained in the Notice of the 78<sup>th</sup> AGM of the Equity Shareholders of the Company. My responsibility as scrutinizer is restricted to make a Scrutinizer's Report of the votes cast 'For' or 'Against' the resolutions stated in the Notice.

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**Report on scrutiny:**

1. The Company has entered into an arrangement with Central Depository Services (India) Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting.
2. The cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolution placed for approval of the shareholders was September 11, 2015. As on the cut-off date i.e. 11th September, 2015, there were 18115 Shareholders.
3. As prescribed in the Rules, remote e-voting facility was kept open for three days from Tuesday 15th September, 2015 09:00 A.M. to till Thursday the 17th September, 2015 at 5.00 P.M.
4. At the end of remote e-voting period on 17th September, 2015 at 5:00 PM, voting portal of service provider was blocked forthwith.
5. After demand of the poll by the Chairman of the AGM at the AGM, one poll box kept for polling were locked in my presence with due identification marks placed by me. The keys of the poll boxes were handed over to the Chairman of the AGM after locking them.
6. After completion of the poll at the AGM, the poll boxes kept for voting were immediately opened by me in presence of Mr. Kannan (Dp Id/Client Id- IN30131320310307) and Ms. Shanthi (Dp Id/Client Id-S0002492)
7. There were 4893 shareholders (in person & by proxy) attended the meeting and 69 shareholders (in person & by proxy) present at the AGM from the commencement of the meeting till the conclusion of the AGM.
8. On Friday, 18<sup>th</sup> September, 2015 at 11.55 A.M. after counting the vote cast at the meeting, the votes cast through remote e-voting process were unblocked by me in the presence of Ms. Nithya Pasupathy and Mr. Dilip R Misser



9. The voting ballot papers for the poll conducted at the AGM and remote e-voting records were reconciled with the records maintained by M/s Cameo Corporate Services Limited., the Registrar and Transfer Agent (RTA) of the Company, and the authorizations/ proxies lodged with the RTA/Company.
10. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
11. **Consolidated report on result of voting through electronic means and voting by poll is annexed as Annexure 1**
12. It is to be noted that
  - a. The shareholders abstained from voting on specific resolutions under remote e-voting were not considered.
  - b. Shareholder whose signature has not matched, improperly voted, abstained from voting on the resolutions is considered as invalid ones.
13. Based on the voting reported in Annexure 1, all resolutions placed before the shareholders for approval has requisite majority. We request the Chairman of the 78<sup>th</sup> AGM to announce the results accordingly.
14. 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.



15. 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 of the Company for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Place: Chennai

Dated : September 18, 2015

Yours faithfully,

For P. Sriram & Associates

  
  
P.SRIRAM  
Proprietor  
Membership No.4862

**Witness 1**

**Witness 2**

**ANNEXURE 1**

**Item No. 1: As an Ordinary Resolution**

**Adoption of Audited Financial Statements and Reports of the Board of Directors and the Auditors thereon for the year ended March 31, 2015:**

**(i) Voted in favour of the resolution:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	19	334211	4.12 %
Through remote e-voting	70	7776243	95.88 %
Total	89	8110454	100.00 %

**(ii) Voted against the resolution:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	0	0	0
Through remote e-voting	0	0	0
Total	0	0	0

**(i) Votes Invalid:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	1	670
Through remote e-voting	0	0
Total	1	670



**Item No.2: As an Ordinary Resolution**

**Declaration of Dividend & Confirmation of interim dividend on Equity Shares.**

**(i) Voted in favour of the resolution:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	19	334881	4.12 %
Through remote e-voting	70	7776243	95.88 %
Total	89	8110454	100.00 %

**(ii)Voted against the resolution:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	0	0	0
Through remote e-voting	0	0	0
Total	0	0	0

**(ii) Votes Invalid:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	1	670
Through remote e-voting	0	0
Total	1	670



**Item No. 3 As an Ordinary Resolution**

**Re-appointment of Dr. Pasumarthi S.N. Murthi (DIN: 00051303) as a Director who retires by rotation.**

**(i) Voted in favour of the resolution:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	19	334211	4.12%
Through remote e-voting	69	7776233	95.88%
Total	88	8110444	100.00%

**(ii) Voted against the resolution:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	0	0	0.00
Through remote e-voting	1	10	0.00
Total	1	10	0.00

**(iii) Votes Invalid:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	1	670
Through remote e-voting	0	0
Total	1	670



**Item No.4 As an Ordinary Resolution**

**Re-appointment of M/s.P.S. Subramania Iyer & Co., Chartered Accountants  
(Firm Registration No.: 004104S) as Statutory auditors .**

**(i) Voted in favour of the resolution:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	19	334211	4.12 %
Through remote e-voting	70	7776243	95.88 %
Total	89	8110454	100.00 %

**(ii)Voted against the resolution:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	0	0	0
Through remote e-voting	0	0	0
Total	0	0	0

**(ii) Votes Invalid:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	1	670
Through remote e-voting	0	0
Total	1	670





**Item No. 5: As an Ordinary Resolution.**

**Appointment of Mr.G. Raghavan (DIN: 00820000) as an Independent Director for three consecutive years.**

**(i) Voted in favour of the resolution:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	19	334211	4.12%
Through remote e-voting	70	7776243	95.88%
Total	89	8110454	100.00%

**(ii)Voted against the resolution:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	0	0	0
Through remote e-voting	0	0	0
Total	0	0	0

**(ii) Votes Invalid:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	1	670
Through remote e-voting	0	0
Total	1	670



**Item No. 6: As an Ordinary Resolution**

**Appointment of Mr.V Swaminathan (DIN: 06953687) as an Independent Director for three consecutive years.**

**(i) Voted in favour of the resolution:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	19	334211	4.12%
Through remote e-voting	70	7776243	95.88%
Total	89	8110454	100.00%

**(ii)Voted against the resolution:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	0	0	0
Through remote e-voting	0	0	0
Total	0	0	0

**(ii) Votes Invalid:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	1	670
Through remote e-voting	0	0
Total	1	670



**Item No. 7: As an Ordinary Resolution**

**Ratification of Remuneration to cost Auditor Mr.G.Thangaraj:**

**(i) Voted in favour of the resolution:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	19	334211	4.12%
Through remote e-voting	70	7776243	95.88%
Total	89	8110454	100.00%

**(ii)Voted against the resolution:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	0	0	0
Through remote e-voting	0	0	0
Total	0	0	0

**(ii) Votes Invalid:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	1	670
Through remote e-voting	0	0
Total	1	670



**Item No. 8: As a Special Resolution**

**Payment of commission to Non-Executive Director.**

**(i) Voted in favour of the resolution:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	16	332481	4.08%
Through remote e-voting	69	7776233	95.90%
Total	85	8108714	99.98%

**(ii) Voted against the resolution:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	3	1730	0.02%
Through remote e-voting	1	10	0.00%
Total	4	1740	0.02%

**(ii) Votes Invalid:**

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	1	670
Through remote e-voting	0	0
Total	1	670

