



SEC/ADMHL/SE/2018/066

18 August 2018

|   |  |
|---|--|
| The Secretary<br>Listing Department,<br>BSE Limited,<br>1 <sup>st</sup> Floor, Phiroze Jeejeebhoy Towers<br>Dalal Street, Mumbai 400001<br>Scrip Code: 540975 | The Manager,<br>Listing Department,<br>The National Stock Exchange of India Ltd<br>Exchange Plaza, C-1, Block G<br>Bandra Kurla Complex<br>Bandra (East), Mumbai 400051<br>Scrip Symbol: ASTERDM |
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Dear Sir/ Madam,

**RE: Disclosure of voting results and submission of Scrutinizer's Report**

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the 10<sup>th</sup> Annual General Meeting (AGM) of the Company was held on 16<sup>th</sup> August 2018 at Knowledge Hub, Aster Medcity, Kochi, Kerala, India – 682 027 and the business mentioned in the Notice convening the AGM were transacted.

In this regard, please find enclosed the following;

1. Submission of voting results in compliance with the provisions of regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure- I
2. Report of Scrutinizer dated August 16, 2018 in compliance with the provisions of section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration), Rules 2014 as Annexure – II

We request you to kindly take on record the above information.

Thank You,

For Aster DM Healthcare Limited

**Puja Aggarwal**  
Company Secretary & Compliance Officer

Encl: As above

**Annexure-I**  
**Aster DM Healthcare Limited**

|  |            |
|--|------------|
| <b>Date of the AGM/EGM</b>   | 16-08-2018 |
| <b>No. of shareholders present in the meeting either in person or through proxy:</b> |            |
| <b>Promoters and Promoter Group:</b>   | 2          |
| <b>Public:</b>   | 41         |

|   |   |
|---|---|
| <b>Resolution Required : (Ordinary)</b> | <p>1 - a. Receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended March 31, 2018 and along with the Auditors report and the Report of the Board of Directors thereon.</p> <p>b. Receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial year ended March 31, 2018 and along with the Auditors report thereon.</p> |
|---|---|

|  |    |
|--|----|
| <b>Whether promoter/ promoter group are interested in the agenda/resolution?</b> | 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 | No. of votes Invalid |
|-----------------------------|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|----------------------|
|                             |                |                    | [1]                 | [2]                                     | [3]={[2]/[1]}*100        | [4]                    | [5]                                  | [6]={[4]/[2]}*100                  | [7]={[5]/[2]}*100    |
| Promoter and Promoter Group | E-Voting       | 189231810          | 189231810           | 100.0000                                | 189231810                | 0                      | 100.0000                             | 0.0000                             | 0                    |
|                             | Poll           |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             | 0                    |
|                             | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             | 0                    |
|                             | <b>Total</b>   |                    | <b>189231810</b>    | <b>100.0000</b>                         | <b>189231810</b>         | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                      | <b>0</b>             |
| Public Institutions         | E-Voting       | 47869479           | 10159628            | 21.2236                                 | 10159628                 | 0                      | 100.0000                             | 0.0000                             | 0                    |
|                             | Poll           |                    | 18806202            | 39.2864                                 | 18806202                 | 0                      | 100.0000                             | 0.0000                             | 0                    |

|                         |               |                  |                  |                |                  |            |                 |               |          |
|-------------------------|---------------|------------------|------------------|----------------|------------------|------------|-----------------|---------------|----------|
|                         | Postal Ballot |                  | 0                | 0.0000         | 0                | 0          | 0.0000          | 0.0000        | 0        |
|                         | <b>Total</b>  |                  | <b>28965830</b>  | <b>60.5100</b> | <b>28965830</b>  | <b>0</b>   | <b>100.0000</b> | <b>0.0000</b> | <b>0</b> |
| Public Non Institutions | E-Voting      | 268126056        | 2812970          | 1.0491         | 2812766          | 204        | 99.9927         | 0.0073        | 0        |
|                         | Poll          |                  | 107135779        | 39.9572        | 107135779        | 0          | 100.0000        | 0.0000        | 0        |
|                         | Postal Ballot |                  | 0                | 0.0000         | 0                | 0          | 0.0000          | 0.0000        | 0        |
|                         | <b>Total</b>  |                  | <b>109948749</b> | <b>41.0063</b> | <b>109948545</b> | <b>204</b> | <b>99.9998</b>  | <b>0.0002</b> | <b>0</b> |
| <b>Total</b>            |               | <b>505227345</b> | <b>328146389</b> | <b>64.9502</b> | <b>328146185</b> | <b>204</b> | <b>99.9999</b>  | <b>0.0001</b> | <b>0</b> |

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|---|--|--|---|--|--|--|--|--|--|
| <b>Resolution Required : (Ordinary)</b> |  |  | <b>2 - Reappointment of Mr. T J Wilson (DIN: 02135108) who retires by rotation.</b> |  |  |  |  |  |  |
|---|--|--|---|--|--|--|--|--|--|

|  |  |  |           |  |  |  |  |  |  |
|--|--|--|-----------|--|--|--|--|--|--|
| <b>Whether promoter/ promoter group are interested in the agenda/resolution?</b> |  |  | <b>NO</b> |  |  |  |  |  |  |
|--|--|--|-----------|--|--|--|--|--|--|

| 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 | No. of votes Invalid |
|-----------------------------|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|----------------------|
|                             |                |                    | [1]                 | [2]                                     | [3]={[2]/[1]}*100        | [4]                    | [5]                                  | [6]={[4]/[2]}*100                  | [7]={[5]/[2]}*100    |
| Promoter and Promoter Group | E-Voting       | 189231810          | 189231810           | 100.0000                                | 189231810                | 0                      | 100.0000                             | 0.0000                             | 0                    |
|                             | Poll           |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             | 0                    |
|                             | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             | 0                    |
|                             | <b>Total</b>   |                    | <b>189231810</b>    | <b>100.0000</b>                         | <b>189231810</b>         | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                      | <b>0.0000</b>        |
| Public Institutions         | E-Voting       | 47869479           | 10159628            | 21.2236                                 | 8815481                  | 1344147                | 86.7697                              | 13.2303                            | 0                    |
|                             | Poll           |                    | 18806202            | 39.2864                                 | 18806202                 | 0                      | 100.0000                             | 0.0000                             | 0                    |

|  | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             | 0                    |
|--|----------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|----------------------|
|  | <b>Total</b>   |                    | <b>28965830</b>   | <b>60.5100</b>                          | <b>27621683</b>          | <b>1344147</b>         | <b>95.3595</b>                       | <b>4.6405</b>                      | <b>0</b>             |
| Public Non Institutions  | E-Voting       | 268126056          | 2813048   | 1.0492                                  | 2812401                  | 647                    | 99.9770                              | 0.0230                             | 0                    |
|  | Poll           |                    | 107135779   | 39.9572                                 | 107135779                | 0                      | 100.0000                             | 0.0000                             | 0                    |
|  | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             | 0                    |
|  | <b>Total</b>   |                    | <b>109948827</b>  | <b>41.0064</b>                          | <b>109948180</b>         | <b>647</b>             | <b>99.9994</b>                       | <b>0.0006</b>                      | <b>0</b>             |
| <b>Total</b>   |                | <b>505227345</b>   | <b>328146467</b>  | <b>64.9503</b>                          | <b>326801673</b>         | <b>1344794</b>         | <b>99.5902</b>                       | <b>0.4098</b>                      | <b>0</b>             |
| <b>Resolution Required : (Ordinary)</b>  |                |                    |   |   |                          |                        |                                      |                                    |                      |
|  |                |                    | <b>3 - Reappointment of Mr. Shamsudheen Bin Mohideen Haji (DIN: 02007279) who retires by rotation</b> |   |                          |                        |                                      |                                    |                      |
| <b>Whether promoter/ promoter group are interested in the agenda/resolution?</b> |                |                    | <b>NO</b>   |   |                          |                        |                                      |                                    |                      |
| 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 | No. of votes Invalid |
|  |                |                    | [1]   | [2]                                     | [3]={[2]/[1]}*100        | [4]                    | [5]                                  | [6]={[4]/[2]}*100                  | [7]={[5]/[2]}*100    |
| Promoter and Promoter Group  | E-Voting       | 189231810          | 189231810   | 100.0000                                | 189231810                | 0                      | 100.0000                             | 0.0000                             | 0                    |
|  | Poll           |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             | 0                    |
|  | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             | 0                    |
|  | <b>Total</b>   |                    | <b>189231810</b>  | <b>100.0000</b>                         | <b>189231810</b>         | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                      | <b>0</b>             |
| Public Institutions  | E-Voting       | 47869479           | 10159628  | 21.2236                                 | 8815481                  | 1344147                | 86.7697                              | 13.2303                            | 0                    |
|  | Poll           |                    | 18806202  | 39.2864                                 | 18806202                 | 0                      | 100.0000                             | 0.0000                             | 0                    |

|                         |               |                  |                  |                |                  |                |                |               |          |
|-------------------------|---------------|------------------|------------------|----------------|------------------|----------------|----------------|---------------|----------|
|                         | Postal Ballot |                  | 0                | 0.0000         | 0                | 0              | 0.0000         | 0.0000        | 0        |
|                         | <b>Total</b>  |                  | <b>28965830</b>  | <b>60.5100</b> | <b>27621683</b>  | <b>1344147</b> | <b>95.3595</b> | <b>4.6405</b> | <b>0</b> |
| Public Non Institutions | E-Voting      | 268126056        | 2812970          | 1.0491         | 2812323          | 647            | 99.9770        | 0.0230        | 0        |
|                         | Poll          |                  | 107135779        | 39.9572        | 107135779        | 0              | 100.0000       | 0.0000        | 0        |
|                         | Postal Ballot |                  | 0                | 0.0000         | 0                | 0              | 0.0000         | 0.0000        | 0        |
|                         | <b>Total</b>  |                  | <b>109948749</b> | <b>41.0063</b> | <b>109948102</b> | <b>647</b>     | <b>99.9994</b> | <b>0.0006</b> | <b>0</b> |
| <b>Total</b>            |               | <b>505227345</b> | <b>328146389</b> | <b>64.9502</b> | <b>326801595</b> | <b>1344794</b> | <b>99.5902</b> | <b>0.4098</b> | <b>0</b> |

| <b>Resolution Required : (Ordinary)</b>  |                       | <b>4 - Ratification of remuneration payable to the Cost Auditors for the Financial Year 2018-19</b> |                            |  |                                 |                               |   |   |                             |
|--|-----------------------|---|----------------------------|--|---------------------------------|-------------------------------|---|---|-----------------------------|
| <b>Whether promoter/ promoter group are interested in the agenda/resolution?</b> |                       | <b>NO</b>   |                            |  |                                 |                               |   |   |                             |
| <b>Category</b>  | <b>Mode of Voting</b> | <b>No. of shares held</b>   | <b>No. of votes polled</b> | <b>% of Votes Polled on outstanding shares</b> | <b>No. of Votes – in favour</b> | <b>No. of Votes – Against</b> | <b>% of Votes in favour on votes polled</b> | <b>% of Votes against on votes polled</b> | <b>No. of votes Invalid</b> |
|  |                       | <b>[1]</b>  | <b>[2]</b>                 | <b>[3]={[2]/[1]}*100</b>                       | <b>[4]</b>                      | <b>[5]</b>                    | <b>[6]={[4]/[2]}*100</b>                    | <b>[7]={[5]/[2]}*100</b>                  | <b>[8]</b>                  |
| Promoter and Promoter Group  | E-Voting              | 189231810   | 189231810                  | 100.0000                                       | 189231810                       | 0                             | 100.0000                                    | 0.0000                                    | 0                           |
|  | Poll                  |   | 0                          | 0.0000   | 0                               | 0                             | 0.0000                                      | 0.0000                                    | 0                           |
|  | Postal Ballot         |   | 0                          | 0.0000   | 0                               | 0                             | 0.0000                                      | 0.0000                                    | 0                           |
|  | <b>Total</b>          |   | <b>189231810</b>           | <b>100.0000</b>                                | <b>189231810</b>                | <b>0</b>                      | <b>100.0000</b>                             | <b>0.0000</b>                             | <b>0.0000</b>               |
| Public Institutions  | E-Voting              | 47869479  | 10159628                   | 21.2236  | 10159628                        | 0                             | 100.0000                                    | 0.0000                                    | 0                           |
|  | Poll                  |   | 18806202                   | 39.2864  | 18806202                        | 0                             | 100.0000                                    | 0.0000                                    | 0                           |

|                         |               |                  |                  |                |                  |            |                 |               |          |
|-------------------------|---------------|------------------|------------------|----------------|------------------|------------|-----------------|---------------|----------|
|                         | Postal Ballot |                  | 0                | 0.0000         | 0                | 0          | 0.0000          | 0.0000        | 0        |
|                         | <b>Total</b>  |                  | <b>28965830</b>  | <b>60.5100</b> | <b>28965830</b>  | <b>0</b>   | <b>100.0000</b> | <b>0.0000</b> | <b>0</b> |
| Public Non Institutions | E-Voting      | 268126056        | 2812763          | 1.0490         | 2812403          | 360        | 99.9872         | 0.0128        | 0        |
|                         | Poll          |                  | 107135779        | 39.9572        | 107135779        | 0          | 100.0000        | 0.0000        | 0        |
|                         | Postal Ballot |                  | 0                | 0.0000         | 0                | 0          | 0.0000          | 0.0000        | 0        |
|                         | <b>Total</b>  |                  | <b>109948542</b> | <b>41.0062</b> | <b>109948182</b> | <b>360</b> | <b>99.9997</b>  | <b>0.0003</b> | <b>0</b> |
| <b>Total</b>            |               | <b>505227345</b> | <b>328146182</b> | <b>64.9502</b> | <b>328145822</b> | <b>360</b> | <b>99.9999</b>  | <b>0.0001</b> | <b>0</b> |



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C.S Sunil Sankar

COMPANY SECRETARY

**REPORT OF SCRUTINIZER**

**[Pursuant to section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]**

To,

**The Chairman**

**Aster DM Healthcare Limited**

IX/475L, Aster Medcity

Kuttisahib Road, Near Kothad Bridge

South Chittoor P O, Cheranalloor

Kochi, Kerala - 682027

**10<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Aster DM Healthcare Limited (CIN: U85110KL2008PLC021703) held on Thursday, August 16, 2018 at 10:00 A.M. at Knowledge Hub, Annex Building, Aster Medcity, Kuttisahib Road, South Chittoor P.O., Cheranalloor, Kochi 682027, Kerala, India.**

Dear Sir,

We, Sunil Sankar & Associates, Practicing Company Secretaries appointed as Scrutinizer by the Board of Directors of **Aster DM Healthcare Limited** (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of electronic means at the meeting venue, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 10<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on Thursday, August 16, 2018 at 10:00 A.M. at Knowledge Hub, Annex Building, Aster Medcity, Kuttisahib Road, South Chittoor P.O., Cheranalloor, Kochi 682027, Kerala, India, submit our report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by use of electronic means at the AGM by the shareholders on the resolutions proposed in the Notice of the 10<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of electronic means at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions,



Sunil Sankar LL.B, ACS, MBA  
Membership No :: A 20171  
Certificate of Practice No:: 10613



**C.S Sunil Sankar**

**COMPANY SECRETARY**

based on the reports generated from the electronic voting system and voting by use of electronic means provided by National Securities Depository Limited (NSDL).

2. In accordance with the Notice of the 10<sup>th</sup> Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on 25<sup>th</sup> July, 2018 the remote e-voting opened at 9.00 a.m. on August 13, 2018 and remained open up to 5.00 p.m. on August 15, 2018.
3. The Equity Shareholders holding shares as on 9<sup>th</sup> August, 2018, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 10<sup>th</sup> Annual General Meeting of the Company.
4. After declaration of voting by use of electronic means by the Chairman at the meeting, the electronic devices namely tablets were activated and kept at the meeting venue and the shareholders were given the instructions to use it for recording their votes. The electronic voting facility / devices were provided by NSDL.
5. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and numerical One Time Password (OTP) was issued only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting. The OTP was issued on registration of the attendance after verifying shareholders folio, DPID, specimen signature and number of shares held by the member, comparing with Register of Members / Register of Beneficial owners as on cut-off date.
6. The votes of electronic Poll were unblocked at 11:30 a.m. after the close of voting hours, and downloaded in the presence of two witnesses who are not the employees of the Company, and the summary of votes polled on all resolutions was downloaded.
7. The votes on remote e-voting were unblocked at around 11:30 a.m. after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com>) and the same are being handed over to the Chairman.
8. The total votes cast in favour or against all the resolutions proposed in the notice of the AGM are as under:







C.S Sunil Sankar

**COMPANY SECRETARY**

**A. ORDINARY BUSINESS**

**a) Resolution - 1: Ordinary Resolution**

**1a. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended March 31, 2018 and along with the Auditors report and the Report of the Board of Directors thereon**

**1b. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial year ended March 31, 2018 and along with the Auditors report thereon**

(i) Votes cast **in favour** of the resolution:

| Mode of voting                    | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting                   | 64                      | 202204204                    |                                       |
| Voting at AGM by electronic means | 24                      | 125941981                    |                                       |
| Total                             | 88                      | 328146185                    | 99.9999                               |

(ii) Votes cast **against** the resolution:

| Mode of voting                    | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting                   | 3                       | 204                          |                                       |
| Voting at AGM by electronic means | 0                       | 0                            |                                       |
| Total                             | 3                       | 204                          | 0.0001                                |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0   | 0                                  |





C.S Sunil Sankar

COMPANY SECRETARY

**b) Resolution – 2: Ordinary Resolution**

**To appoint a Director in the place of Mr. T J Wilson (DIN: 02135108) who retires by rotation and, being eligible, offers himself for re-appointment**

(i) Votes cast **in favour** of the resolution:

| Mode of voting                    | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting                   | 59                      | 200859692                    |                                       |
| Voting at AGM by electronic means | 24                      | 125941981                    |                                       |
| Total                             | 83                      | 326801673                    | 99.5902                               |

(ii) Votes cast **against** the resolution:

| Mode of voting                    | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting                   | 9                       | 1344794                      |                                       |
| Voting at AGM by electronic means | 0                       | 0                            |                                       |
| Total                             | 9                       | 1344794                      | 0.4098                                |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0   | 0                                  |





C.S Sunil Sankar

**COMPANY SECRETARY**

**c) Resolution – 3: Ordinary Resolution**

**To appoint a Director in the place of Mr. Shamsudheen Bin Mohideen Mammu Haji (DIN: 02007279) who retires by rotation and, being eligible, offers himself for re-appointment**

(i) Votes cast **in favour** of the resolution:

| Mode of voting                    | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting                   | 58                      | 200859614                    |                                       |
| Voting at AGM by electronic means | 24                      | 125941981                    |                                       |
| Total                             | 82                      | 326801595                    | 99.5902                               |

(ii) Votes cast **against** the resolution:

| Mode of voting                    | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting                   | 9                       | 1344794                      |                                       |
| Voting at AGM by electronic means | 0                       | 0                            |                                       |
| Total                             | 9                       | 1344794                      | 0.4098                                |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0   | 0                                  |





C.S Sunil Sankar

**COMPANY SECRETARY**

**B. SPECIAL BUSINESS**

**d) Resolution – 4: Ordinary Resolution**

**Approval of remuneration payable to the Cost Auditors for the Financial Year 2018-19**

(i) Votes cast **in favour** of the resolution:

| Mode of voting                    | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting                   | 60                      | 202203841                    |                                       |
| Voting at AGM by electronic means | 24                      | 125941981                    |                                       |
| Total                             | 84                      | 328145822                    | 99.9999                               |

(ii) Votes cast **against** the resolution:

| Mode of voting                    | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting                   | 5                       | 360                          |                                       |
| Voting at AGM by electronic means | 0                       | 0                            |                                       |
| Total                             | 5                       | 360                          | 0.0001                                |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0   | 0                                  |





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Maradu, Kochi, Kerala  
682304

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:: +91 99 47 271 911  
E:: sunilsmenon@gmail.com

C.S Sunil Sankar

**COMPANY SECRETARY**

9. All the Resolutions proposed hereinabove have been passed with requisite majority. You may accordingly declare the consolidated result of the voting by electronic means and remote e-voting.
10. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 10<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

**For Sunil Sankar & Associates**

Sunil Sankar  
ACS No. 20171  
CP No. 10613



Place: Ernakulam

Dated: August 16, 2018

We the undersigned witness that the vote were unblocked from the e-voting website of National Securities Depository Limited in our presence at Ernakulam on August 16, 2018.

**Name:** Mr. Praful Surendran  
**Address:** Gita, Chirackal, Kannur 670 011

**Name:** Mr. Uday Kumar  
**Address:** Chottanikkara, Ernakulam 682 304