



August 14, 2020

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

**RE: Intimation of the proceedings of 12<sup>th</sup> Annual General Meeting (AGM)**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the 12<sup>th</sup> Annual General Meeting (AGM) of the Company was held on August 14, 2020 through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM') and the business mentioned in the Notice convening the AGM were transacted.

In this regard, please find enclosed the proceedings of AGM in compliance with the provisions of aforesaid regulations.

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

Thank You,

**For Aster DM Healthcare Limited**

Puja Aggarwal  
Company Secretary and Compliance Officer

**Aster DM Healthcare Limited**  
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**PROCEEDINGS OF THE 12<sup>TH</sup> ANNUAL GENERAL MEETING OF ASTER DM HEALTHCARE LIMITED HELD ON FRIDAY, AUGUST 14, 2020 AT 11.00 AM THROUGH VIDEO CONFERENCING ('VC')/ OTHER AUDIO -VISUAL MEANS ('OAVM')**

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**DIRECTORS PRESENT THROUGH VC:**

Dr. Azad Moopen	- Chairman and Managing Director
Ms. Alisha Moopen	- Deputy Managing Director (Chairperson of Risk Management Committee)
Mr. T J Wilson	- Non-Executive Director
Mr. Anoop Moopen	- Non-Executive Director
Mr. Shamsudheen Bin Mohideen Mammu Haji	- Non-Executive Director
Mr. Suresh Kumar	- Non-Executive Independent Director (Chairman of Audit Committee & Stakeholder Relationship Committee)
Prof. Biju Varkkey	- Non-Executive Independent Director (Chairman of Nomination and Remuneration Committee)
Dr. Layla Mohamed Hassan Ali Almarzooqi	- Non-Executive Independent Director
Mr. James Mathew	- Non-Executive Independent Director
Mr. Sridar Iyengar	- Non-Executive Independent Director

**KEY MANAGERIAL PERSONNEL PRESENT THROUGH VC:**

Mr. Sreenath Reddy	- Group Chief Financial Officer
Ms. Puja Aggarwal	- Company Secretary and Compliance Officer

**PRESENT BY INVITATION THROUGH VC:**

Dr. Harish Pillai	- CEO India-Operations
Mr. Rushak Muthreja	- Partner, M/s. B S R & Associates LLP, Chartered Accountants (Statutory Auditors)
Mr. M Damodaran	- Managing Partner, M/s. M Damodaran & Associates LLP (Secretarial Auditor and Scrutinizer for Voting)

**MEMBERS PRESENT:**

45 Members were present at the AGM through VC.

The AGM commenced at 11.00 AM (IST)

Ms. Puja Aggarwal, Company Secretary and Compliance Officer, welcomed all Members to the 12<sup>th</sup> Annual General Meeting of the Company. Dr. Azad Moopen took the Chair and upon confirmation of the requisite quorum being present, ordered the meeting to commence.

The Chairman informed in view of the Covid-19 pandemic and the social distancing norms to be followed, this AGM is being held through video conference in accordance with the circulars issues by

the Ministry of Corporate Affairs (MCA) and Securities Exchange Board of India (SEBI) and that in the current circumstances, the Company has taken all feasible steps to enable the Members to participate through VC and cast their votes on the items being considered at the AGM.

Thereafter the Chairman, welcomed the Members, Invitees and requested Directors to introduce themselves. The Chairman informed that, Mr. Daniel Mintz, Non-Executive Director and Mr. C J George, Non- Executive Independent Director of the Company were not able to attend the AGM due to their preoccupation and have conveyed their greetings.

The Chairman then delivered his speech on the performance of the Company during FY 2019-20. Thereafter he requested Ms. Alisha Moopen, Deputy Managing Director to address the Members.

The Chairman requested the Company Secretary to inform the Members about the instructions for participating in the meeting through video conferencing. Ms. Puja informed the Members that the meeting was being held through video conference in accordance with the Companies Act, 2013 and Circulars issued by the MCA and SEBI. She further informed that the Members who had registered to speak at the AGM will be allowed to speak once the floor was opened for questions and answers by the Chairman. The Register of Members, Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Companies Act, 2013 and relevant documents were available for inspection by the Members during the AGM. Members seeking to inspect such documents could send an email request to the Company.

She further informed the Members that as per Section 108 of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company has arranged for e-voting facility for all the Members as on the cut-off date i.e. August 07, 2020 and the Members who had not participated in the remote e-voting could cast their vote during the AGM on all resolutions set forth in the Notice.

The Chairman conducted the proceeding of the AGM. He informed that the AGM notice dated July 20, 2020, the statement of Profit and Loss for the year ended March 31, 2020 and the Balance Sheet dated March 31, 2020 together with the report of the Board of Directors and the Auditors have been circulated to the Members and that there were no qualifications, observations or comments in the Auditor's report on financial transactions or matters, which have any adverse effect on the functioning of the Company. With the consent of the Members, the Notice of the 12<sup>th</sup> AGM, the Directors report and the Auditors report was taken as read.

Thereafter he read out all the items of the Notice and opened the floor for questions by the shareholders. The shareholders who had registered to speak at the AGM were invited in turns to ask their questions. The Board of Directors and members of the Management answered all the questions raised by the Members.

The Chairman informed the Members that, there are 9 Resolutions to be passed at the 12<sup>th</sup> AGM and Members who had not cast their votes through remote e-voting could cast their votes during the AGM and the facility shall be available for 30 minutes after the conclusion of the meeting. He further informed that, Mr. M Damodaran, Practicing Company Secretary, who is appointed as the Scrutinizer for supervising the e-voting process will collate the votes cast through remote-voting and those exercised during the AGM and submit the consolidated report within 48 hours of the conclusion of the AGM and the final results shall be made available on the website of the Company and the same will be disseminated to the Stock Exchanges.

The following items of business as set out in the notice of the 12<sup>th</sup> AGM were transacted at the AGM.

**A. Ordinary Business:**

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 along with the Auditors Report and the Report of the Board of Directors there on
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 along with the Auditors Report there on
3. To appoint a Director in the place of Mr. Anoop Moopen (DIN: 02301362) who retires by rotation and being eligible, offers himself for re-appointment
4. To appoint M/s. Deloitte Haskins & Sells, Chartered Accountants as the statutory auditor of the Company from the conclusion of the 12th AGM till the conclusion of the 17th AGM

**B. Special Business:**

5. Ratification of remuneration payable to the Cost Auditors for the financial year 2020-2021
6. Appointment of Mr. Chenayappillil John George (DIN: 00003132) as Non-Executive Independent Director of the Company for term of three consecutive years
7. Appointment of Mr. James Mathew (DIN:07572909) as Non-Executive Independent Director of the Company for term of three consecutive years
8. Appointment of Mr. Sridar Arvamudhan Iyengar (DIN:00278512) as Non-Executive Independent Director of the Company for term of three consecutive years
9. Fees for delivery of any document through a particular mode of delivery to a Member

After all the agendas were duly taken up, the AGM concluded at 11.55 AM (IST) with a vote of thanks to the Members.

**For Aster DM healthcare Limited**



Puja Aggarwal  
Company Secretary & Compliance Officer