



Dr. Agarwal's Eye Hospital Ltd.

Because vision is life

Dept. of Corporate Services
Bombay Stock Exchange Limited
Floor 25, P J Towers
Dalal Street,
Mumbai-400 001

September 10, 2014

Dear Sirs,

Sub: Clause 35A of the Listing agreement
Ref: Scrip Code : 526783

The Annual General Meeting ("AGM") of the Company of the Company held on Tuesday, September 9, 2014 at 11 A.M at the Registered of the Company at 19, Cathedral Road, Chennai-600 086.

The details required under clause 35A of the Listing Agreement is given below for your information and records please.

Sl. No.	Particulars	Details
1	Date of the AGM	September 09, 2014
2	Total number of shareholders as on record date (8 th August 2014)	2741
3	Number of Shareholders present in the meeting either in person or through proxy:	511
	Promoters and Promoter Group	1
	Public	510
4	Number of Shareholders attended the meeting through Video Conferencing	No video conferencing was established for AGM
5	Resolution required	As mentioned against each Item no. below
6	Mode of voting	By e-voting and Poll conducted at the Annual General Meeting

We also attach herewith the Scrutinizer's report for your records.

Kindly acknowledge receipt.

Thanking You.

Yours Sincerely,

For DR. AGARWAL'S EYE HOSPITAL LTD

S. Ramanujam
COMPANY SECRETARY



(Agenda-wise details)

Proper quorum was present at the Meeting where the Members passed the resolutions relating to the following business:

Item No. 1: ORDINARY RESOLUTION

Promoter/Public	No. of Shares Held	No. of Votes Polled	% of Votes polled in 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	3520208	3372408	95.8	3372408	0	100	0
Public-others	1179792	173739	14.73	173634	105	99.94	0.06
Total	4700000	3546147	75.45	3546042	105	99.99	0.01

Result: The Resolution Was Passed With Requisite Majority

Item No. 2: ORDINARY RESOLUTION

Promoter/Public	No. of Shares Held	No. of Votes Polled	% of Votes polled in 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	3520208	3372408	95.8	3372408	0	100	0
Public-others	1179792	173739	14.73	173584	155	99.91	0.09
Total	4700000	3546147	75.45	3545992	155	99.99	0.01

Result: The Resolution Was Passed With Requisite Majority

Item No. 3: ORDINARY RESOLUTION

Promoter/Public	No. of Shares Held	No. of Votes Polled	% of Votes polled in 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	3520208	3372408	95.8	3372408	0	100	0
Public-others	1179792	173739	14.73	173634	105	99.94	0.06
Total	4700000	3546147	75.44	3546042	105	99.99	0.01

Result: The Resolution Was Passed With Requisite Majority



Item No. 4: ORDINARY RESOLUTION

Promoter/Public	No. of Shares Held	No. of Votes Polled	% of Votes polled in 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	3520208	3372408	95.8	3372408	0	100	0
Public-others	1179792	173739	14.73	173634	105	99.94	0.06
Total	4700000	3546147	75.45	3546042	105	99.99	0.01

Result: The Resolution Was Passed With Requisite Majority

Item No. 5: ORDINARY RESOLUTION

Promoter/Public	No. of Shares Held	No. of Votes Polled	% of Votes polled in 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	3520208	3372408	95.8	3372408	0	100	0
Public-others	1179792	173739	14.73	173634	105	99.94	0.06
Total	4700000	3546147	75.45	3546042	105	99.99	0.01

Result: The Resolution Was Passed With Requisite Majority

Item No. 6: ORDINARY RESOLUTION

Promoter/Public	No. of Shares Held	No. of Votes Polled	% of Votes polled in 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	3520208	3372408	95.8	3372408	0	100	0
Public-others	1179792	173139	14.68	173034	105	99.94	0.06
Total	4700000	3545547	75.44	3545442	105	99.99	0.01

Result: The Resolution Was Passed With Requisite Majority



Item No. 7: SPECIAL RESOLUTION

Promoter/Public	No. of Shares Held	No. of Votes Polled	% of Votes polled in 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	3520208	3372408	95.8	3372408	0	100	0
Public-others	1179792	173739	14.73	173634	105	99.94	0.06
Total	4700000	3546147	75.45	3546042	105	99.99	0.01

Result: The Resolution Was Passed With Requisite Majority

Item No. 8: SPECIAL RESOLUTION

Promoter/Public	No. of Shares Held	No. of Votes Polled	% of Votes polled in 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	3520208	3372408	95.8	3372408	0	100	0
Public-others	1179792	173739	14.73	173634	105	99.94	0.06
Total	4700000	3546147	75.45	3546042	105	99.99	0.01

Result: The Resolution Was Passed With Requisite Majority

Item No. 9: ORDINARY RESOLUTION

Promoter/Public	No. of Shares Held	No. of Votes Polled	% of Votes polled in 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	3520208	3372408	95.8	3372408	0	100	0
Public-others	1179792	173739	14.73	173534	205	99.88	0.12
Total	4700000	3546147	75.45	3545942	205	99.99	0.01

Result: The Resolution Was Passed With Requisite Majority



Item No. 10: SPECIAL RESOLUTION

Promoter/Public	No. of Shares Held	No. of Votes Polled	% of Votes polled in 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	3520208	3372408	95.8	3372408	0	100	0
Public-others	1179792	173739	14.73	171734	2005	98.85	1.15
Total	4700000	3546147	75.45	3544142	2005	99.94	0.06

Result: The Resolution Was Passed With Requisite Majority

Item No. 11: SPECIAL RESOLUTION

Promoter/Public	No. of Shares Held	No. of Votes Polled	% of Votes polled in 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	3520208	0	0	0	0	0	0
Public-others	1179792	173739	14.73	171734	2005	98.85	1.15
Total	4700000	173739	3.7	171734	2005	98.84	1.16

Result: The Resolution Was Passed With Requisite Majority



N.K. BHANSALI & CO.

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Poonamalee High Road,
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To

The Chairman
DR. AGARWAL'S EYE HOSPITAL LTD
No.19(Old No.13), Cathedral Road,
Chennai-600 086
Website: www.dragarwal.com
CIN NO: L85110TN1994PLC027366

Dear Sir,

Sub: Combined Report of the Scrutinizer on Voting

I, CS N K BHANSALI, Company Secretary in Practice, holding Membership Number : FCS — 3942 and Certificate of Practice Number 2321 Proprietor N K BHANSALI & CO., Company Secretaries, 963/15, Poonamallee High Road, Chennai 600084 have been appointed by the Board of Directors of M/s. DR. AGARWAL'S EYE HOSPITAL LIMITED as the Scrutinizer for the Electronic Voting of the resolutions included in the notice calling the proposed 20th Annual General Meeting of the Company. I report that in compliance of the provisions of Rule 20 (3) (vi) of the Companies (Management and Administration Rules 2014, the above electronic voting was blocked on 06/09/2014 in the presence of two witnesses, Who were not the employees of the Company.

At the 20th annual general meeting the company facilitated the members present in the meeting who could not participate in the voting to record their votes through poll process. Following is the summary of voting result::

SUMMARY OF VOTING RESULT						
Resolution Number	Subject matter of Resolution	Particulars of Business	No. of Votes		No. of Votes	
			assenting the resolution		dissenting the resolution	
			No. of	% of	No. of	% of
1	Consider and Adopt the Audited Financial Statements of the Company for the year ended March 31, 2014 together with the Reports of the Directors and Auditors thereon.	E Voting Poll Total	3509231 36811 3546042	100 99.72 99.99	0 105 105	0 0.28 0.01



(Signature)
A Firm of Company Secretaries

2	Declaration of dividend	E Voting Poll Total	3509231 36761 3545992	100 99.58 99.99	0 155 155	0 0.42 0.01
3	Re-appointment of Dr. Adil Agarwal as a Director of the Company.	E Voting Poll Total	3509231 36811 3546042	100 99.72 99.99	0 105 105	0 0.28 0.01
4	Re-appointment of Dr. Anosh Agarwal as a Director of the Company.	E Voting Poll Total	3509231 36811 3546042	100 99.72 99.99	0 105 105	0 0.28 0.01
5	Appointment of Statutory Auditors.	E Voting Poll Total	3509231 36811 3546042	100 99.72 99.99	0 105 105	0 0.28 0.01
6	Appointment of Mr. Sanjay Anand as independent Director of the company	E Voting Poll Total	3508631 36811 3545442	100 99.72 99.99	0 105 105	0 0.28 0.01
7	To authorise board to borrow funds for the company	E Voting Poll Total	3509231 36811 3546042	100 99.72 99.99	0 105 105	0 0.28 0.01
8	To authorise board to create / mortgage/ charge etc as per the resolution on the assets of the company	E Voting Poll Total	3509231 36811 3546042	100 99.72 99.99	0 105 105	0 0.28 0.01
9	To Contribute to charitable trusts etc. as per resolution	E Voting Poll Total	3509131 36811 3545942	99.99 99.72 99.99	100 105 205	0.01 0.28 0.01
10	To transact with related parties	E Voting Poll Total	3507331 36811 3544142	99.94 99.72 99.94	1900 105 2005	0.06 0.28 0.06
11	To transact with Dr. Agarwal's Health Care Ltd	E Voting Poll Total	134923 36811 171734	98.61 99.72 98.84	1900 105 2005	1.39 0.28 1.16

Place 10/09/2014

Chennai

For N. K. BHANSALI AND CO.,
Company Secretaries

(N. K. BHANSALI)
Proprietor
FCS 3942 PCS 2321

Certified True Copy



For Dr. Agarwal's Eye Hospital Ltd.

Company Secretary