

TTKH:SECL:GJ:193:18

August 10, 2018

BSE Limited Phiroze Jeejeebhoy Towers 25<sup>th</sup> Floor, Dalal Street Mumbai 400 001

| Company Code | : | 3153   |
|--------------|---|--------|
| Scrip Code   |   | 507747 |

Dear Sirs,

Re: 60<sup>th</sup> Annual General Meeting held on 9<sup>th</sup> August, 2018 – Submission of Voting Results as per Regulation 44 of the SEBI (LODR) Regulations, 2015

We are forwarding herewith the Voting Results as per Regulation 44 of the SEBI (LODR) Regulations, 2015. in respect of the items transacted at the above Annual General Meeting along with the following:

- (i) Scrutinizer Report relating to e-Voting process;
- (ii) Form No.MGT 13 relating to poll conducted at the meeting; and
- (iii) Consolidated Scrutinizer Report.

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

We also provide below the outcome of the voting process in respect of the businesses transacted at the above AGM, for your ready reference:

| ltem<br>No. | Description   | Type of<br>Resolution | Result                              |
|-------------|---|-----------------------|-------------------------------------|
| 1.          | Adoption of the Audited Financial Statements for the year<br>ended 31 <sup>st</sup> March, 2018 together with the Reports of Directors<br>and Auditors thereon. | Ordinary              | Carried by<br>Requisite<br>Majority |
| 2.          | Declaration of Dividend of Rs.5.00 per share (50%) on the Equity Shares of the Company for the year ended 31 <sup>st</sup> March, 2018.                         | Ordinary              | Carried<br>unanimously              |
| 3.          | Re-appointment of Mr T T Jagannathan as a Director of the Company.  | Ordinary              | Carried by<br>Requisite<br>Majority |
| 4.          | Re-appointment of Mr K Shankaran as a Director of the Company.  | Ordinary              | Carried by<br>Requisite<br>Majority |



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| 5. | Approval for continuation of current term of Mr B N Bhagwat as Independent Director                  | Special  | Carried by<br>Requisite<br>Majority |
|----|--|----------|-------------------------------------|
| 6. | Approval for continuation of current term of Dr (Mrs) Vandana<br>R Walvekar as Independent Director  | Special  | Carried by<br>Requisite<br>Majority |
| 7. | Approval for continuation of current term of<br>Mr S Balasubramanian as Independent Director         | Special  | Carried by<br>Requisite<br>Majority |
| 8. | Ratification for the remuneration payable to the Cost Auditors of the Company, for the year 2018-19. | Ordinary | Carried by<br>Requisite<br>Majority |

Thanking you

Yours faithfully For TTK Healthcare Limited

Kai Rela

(S KALYANARAMAN) Director & Wholetime Secretary

Encl.: a/a

| 5 S       |   | VOTING RESULTS AS PER R              | EGULATION 44  | OF THE  | SEBI  | I (LODR) REGUL   | ATIONS, 2015   |                                |                         |                       |
|-----------|---|--------------------------------------|---------------|---------|-------|--|----------------|--------------------------------|-------------------------|-----------------------|
|           | Date of the Annual General Meeting:     |                                      |               |         | 9th   | August, 2018   |                |                                |                         |                       |
|           | Total Number of Sharesholders on Rec    | ord Date (3rd August, 2018):         |               |         | 12,7  | 715  |                |                                |                         |                       |
|           | No. of Shareholders present in the Mee  | ting either in Person or through Pr  | oxy:          |         |       |  |                |                                |                         |                       |
|           | Promoters and Promoter Group            |                                      |               |         |       | In Person  | 5              | In Pi                          | roxy                    | 7                     |
|           | Public                                  |                                      |               |         |       | In Person  | 1,373          | In P                           | roxy                    | 32                    |
|           | No. of Shareholders present in the Mee  | ting through Video Conferencing:     |               |         |       |  |                |                                |                         |                       |
|           | Promoters and Promoter Group            |                                      |               |         |       |  | N              | ot Applicable                  |                         |                       |
|           | Public                                  |                                      |               |         |       |  |                |                                |                         |                       |
|           |   |                                      |               |         |       |  |                |                                |                         |                       |
|           | AGENDA-WISE DISCLOSURE                  |                                      |               |         |       |  |                |                                |                         |                       |
|           |   |                                      |               |         |       |  |                |                                |                         |                       |
|           | Details of the Arrendor                 |                                      |               | S 1     | 14    |  |                | udited Financ<br>2018 together |                         |                       |
|           | Details of the Agenda:                  |                                      |               |         | inte  | A REAL PROPERTY AND A REAL PROPERTY AND A REAL PROPERTY. | Auditors there |                                | with the Repor          | IS OF Directors       |
|           | Resolution required: (Ordinary / Specia | al)                                  |               |         | Ordi  | linary   |                |                                |                         |                       |
|           | Whether Promoter / Promoter Group and   | re interested in the Agenda / Resolu | ition?        |         | No    |  |                |                                |                         |                       |
|           |   |                                      | No. of Shares |         |       |  | No. of Votes - | No. of Votes -                 | % of Votes in favour on | % of Votes against on |
|           | Category                                | Mode of Voting                       | held          | Polled  | d     | Outstanding<br>Shares                                    | In Favour      | Against                        | votes polled            | votes polled          |
|           |   |                                      | (1)           | (2)     |       | (3)=[(2)/(1)* 100]                                       | (4)            | (5)                            | (6)=[(4)/(2)* 100]      | (7)=[(5)/(2)* 100]    |
|           | Promoter and Promoter Group             | E-Voting                             | 4 05 00 000   | 1,05,02 | 2,985 | 5 99.68390   | 1,05,02,985    | 0                              | 100.00000               | 0.00000               |
|           |   | Poll                                 | 1,05,36,290   | 32      | 2,855 | 5 0.31183  | 32,855         | 0                              | 100.00000               | 0.00000               |
|           |   | Postal Ballot (if applicable)        |               |         |       | N  | OT APPLICABLE  | Ξ                              |                         |                       |
|           |   | Sub Total                            | 1,05,36,290   | 1,05,35 | 5,840 | 99.99573   | 1,05,35,840    | 0                              | 100.00000               | 0.00000               |
|           | Public - Institutions                   | E-Voting                             | 0 70 405      | 6,48    | 3,184 | 4 96.25471   | 6,48,184       | 0                              | 100.00000               | 0.00000               |
|           |   | Poll                                 | 6,73,405      |         | 0     | 0.00000  | 0              | 0                              | 0.00000                 | 0.00000               |
|           | 3                                       | Postal Ballot (if applicable)        |               |         |       | N  | OT APPLICABLE  | -                              |                         |                       |
|           |   | Sub Total                            | 6,73,405      | 6,48    | 3,184 | 4 96.25471   | 6,48,184       | 0                              | 100.00000               | 0.00000               |
| 10        | Public - Non-Institutions               | E-Voting                             | 29,20,638     | 4,15    | 5,020 | 0 14.20991   | 4,15,004       | 16                             | 99.99614                | 0.00386               |
| (P) THEAD |   | Poll                                 | 29,20,030     | 9,56    | 6,859 | 9 32.76199   | 9,56,859       | 0                              | 100.00000               | 0.00000               |
| HE CHENNA |   | Postal Ballot (if applicable)        |               |         |       | Ν  | NOT APPLICABL  | E                              |                         |                       |
| H CHENNAL |   | Sub Total                            | 29,20,638     | 13,71   | 1,879 | 9 46.97189   | 13,71,863      | 16                             | 99.99883                | 0.00117               |
| * 03      |   | Grand Total                          | 1,41,30,333   | 1,25,55 | 5,903 | 3 88.85780   | 1,25,55,887    | 16                             | 99.99987                | 0.00013               |

| Details of the Agenda:   |   |                       |                     |       |  | claration of Div<br>uity Shares of the second se |                           |  |  |  |  |  |  |  |
|--|---|-----------------------|---------------------|-------|--|--|---------------------------|--|--|--|--|--|--|--|
| Resolution required: (Ordinary / Specia                                      | Resolution required: (Ordinary / Special) |                       |                     |       |  | Ordinary   |                           |  |  |  |  |  |  |  |
| Whether Promoter / Promoter Group are interested in the Agenda / Resolution? |   |                       |                     | No    |  |  |                           |  |  |  |  |  |  |  |
| Category   | Mode of Voting                            | No. of Shares<br>held | No. of Vo<br>Polled |       | % of Votes<br>Polled on<br>Outstanding<br>Shares | No. of Votes -<br>In Favour  | No. of Votes -<br>Against | % of Votes in<br>favour on<br>votes polled | % of Votes<br>against on<br>votes polled |  |  |  |  |  |
|  |   | (1)                   | (2)                 |       | (3)=[(2)/(1)* 100                                | ] (4)  | (5)                       | (6)=[(4)/(2)* 100]                         | (7)=[(5)/(2)* 100]                       |  |  |  |  |  |
| Promoter and Promoter Group  | E-Voting                                  | 4.05.20.000           | 1,05,02             | 2,985 | 99.6839  | 1,05,02,985  | 0                         | 100.00000                                  | 0.00000                                  |  |  |  |  |  |
|  | Poll                                      | 1,05,36,290           |                     | 2,855 | 0.3118   | 3 32,855   | 0                         | 100.00000                                  | 0.00000                                  |  |  |  |  |  |
| Postal Ballot (if applicable)  |   |                       |                     |       | •  | NOT APPLICABL  | E                         |  |  |  |  |  |  |  |
|  | Sub Total                                 | 1,05,36,290           | 1,05,35             | 5,840 | 99.99573   | 3 1,05,35,840  | 0                         | 100.00000                                  | 0.00000                                  |  |  |  |  |  |
| Public - Institutions  | E-Voting                                  | 6,73,405              | 6,48                | 8,184 | 96.2547  | 6,48,184   | 0                         | 100.00000                                  | 0.00000                                  |  |  |  |  |  |
|  | Poll                                      | 0,73,403              |                     | C     | 0.0000   | 0 0  | 0                         | 0.00000                                    | 0.00000                                  |  |  |  |  |  |
| <i>x</i>   | Postal Ballot (if applicable)             | 5                     |                     |       |  | NOT APPLICABL  | E                         |  |  |  |  |  |  |  |
|  | Sub Total                                 | 6,73,405              | 6,48                | 8,184 | 96.2547  | 6,48,184   | 0                         | 100.00000                                  | 0.00000                                  |  |  |  |  |  |
| Public - Non-Institutions  | E-Voting                                  | 29,20,638             | 4,15                | 5,020 | 14.2099  | 4,15,004   | 16                        | 99.99614                                   | 0.00386                                  |  |  |  |  |  |
|  | Poll                                      | 29,20,030             | 9,56                | 6,859 | 32.7619  | 9 9,56,859   | 0                         | 100.00000                                  | 0.00000                                  |  |  |  |  |  |
|  | Postal Ballot (if applicable)             |                       |                     |       |  | NOT APPLICABL  | E                         |  |  |  |  |  |  |  |
|  | Sub Total                                 | 29,20,638             | 13,71               | ,879  | 46.9718  | 9 13,71,863  | 16                        | 99.99883                                   | 0.00117                                  |  |  |  |  |  |
|  | Grand Total                               | 1,41,30,333           | 1,25,55             | 5,903 | 88.8578  | 1,25,55,887  | 16                        | 99.99987                                   | 0.00013                                  |  |  |  |  |  |

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| Details of the Agenda:              |   |                       |                     | Ite        | om No 3  | Re-app<br>Compa |                             | Mr T T Jagar              | nnathan as a [                             | Director of the                          |
|-------------------------------------|---|-----------------------|---------------------|------------|--|-----------------|-----------------------------|---------------------------|--|--|
| Resolution required: (Ordinary / Sp | ecial)                                  |                       |                     | Ordi       | inary  |                 |                             |                           |  |  |
| Whether Promoter / Promoter Grou    | p are interested in the Agenda / Resolu | ution?                |                     | Yes        |  |                 |                             |                           |  |  |
| Category                            | Mode of Voting                          | No. of Shares<br>held | No. of Vo<br>Polled |            | % of Vote<br>Polled or<br>Outstandin<br>Shares | n N<br>ing      | lo. of Votes -<br>In Favour | No. of Votes -<br>Against | % of Votes in<br>favour on<br>votes polled | % of Votes<br>against on<br>votes polled |
|                                     |   | (1)                   | (2)                 |            | (3)=[(2)/(1)* 1                                | 100]            | (4)                         | (5)                       | (6)=[(4)/(2)* 100]                         | (7)=[(5)/(2)* 100]                       |
| Promoter and Promoter Group         | E-Voting                                | 1,05,36,290           | 1,05,02             | 2,985      | 99.683   | 390             | 1,05,02,985                 | 0                         | 100.00000                                  | 0.00000                                  |
|                                     |   |                       | 2,855               | 55 0.31183 |  | 32,855          | 0                           | 100.00000                 | 0.00000                                    |  |
|                                     |   |                       |                     |            | NO   | T APPLICABLE    | E                           |                           |  |  |
|                                     | Sub Total                               | 1,05,36,290           | 1,05,35             | 5,840      | 99.995   | 573             | 1,05,35,840                 | 0                         | 100.00000                                  | 0.00000                                  |
| Public - Institutions               | E-Voting                                | 6,73,405              |                     | 3,184      | 96.254   | 471             | 6,48,184                    | 0                         | 100.00000                                  | 0.00000                                  |
|                                     | Poll                                    | 0,73,403              |                     | 0          | 0.000  | 0000            | 0                           | 0                         | 0.00000                                    | 0.00000                                  |
|                                     | Postal Ballot (if applicable)           |                       |                     |            |  | NO              | T APPLICABLE                | E                         |  |  |
|                                     | Sub Total                               | 6,73,405              | 6,48                | 3,184      | 96.254   | 471             | 6,48,184                    | 0                         | 100.00000                                  | 0.00000                                  |
| Public - Non-Institutions           | E-Voting                                | 29,20,638             |                     | 5,020      | 14.209   | 991             | 4,15,004                    | 16                        | 99.99614                                   | 0.00386                                  |
|                                     | Poll                                    | 23,20,000             |                     | 6,859      | 32.761   | 5199            | 9,56,859                    | 0                         | 100.00000                                  | 0.00000                                  |
|                                     | Postal Ballot (if applicable)           |                       |                     |            |  | NC              | OT APPLICABLI               | .E                        |  |  |
|                                     | Sub Total                               | 29,20,638             | 13,71               | 1,879      | 46.971   | 189             | 13,71,863                   | 16                        | 99.99883                                   | 0.00117                                  |
|                                     | Grand Total                             | 1,41,30,333           | 1,25,55             | 5,903      | 88.857   | 5780            | 1,25,55,887                 | 16                        | 99.99987                                   | 0.00013                                  |

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| Details of the Agenda:                  |  |                       |                     |       | m No.4                                     | 1200000000 | ppointment of<br>pany.      | f Mr K Shanl              | karan as a D                         | irector of the                           |  |  |  |
|---|--|-----------------------|---------------------|-------|--|------------|-----------------------------|---------------------------|--------------------------------------|--|--|--|--|
| Resolution required: (Ordinary / Specia | esolution required: (Ordinary / Special) |                       |                     |       |  | Ordinary   |                             |                           |                                      |  |  |  |  |
| Whether Promoter / Promoter Group ar    | re interested in the Agenda / Resolu     | ition?                |                     | No    |  |            |                             |                           |                                      |  |  |  |  |
| Category                                | Mode of Voting                           | No. of Shares<br>held | No. of Vo<br>Polled |       | % of Vot<br>Polled o<br>Outstand<br>Shares | on<br>ling | No. of Votes -<br>In Favour | No. of Votes -<br>Against | % of Votes in favour on votes polled | % of Votes<br>against on<br>votes polled |  |  |  |
|   |  | (1)                   | (2)                 |       | (3)=[(2)/(1)*                              | 100]       | (4)                         | (5)                       | (6)=[(4)/(2)* 100]                   | (7)=[(5)/(2)* 100]                       |  |  |  |
| Promoter and Promoter Group             | E-Voting                                 | 4 05 00 000           | 1,05,02             | 2,985 | 99.68                                      | 3390       | 1,05,02,985                 | 0                         | 100.00000                            | 0.00000                                  |  |  |  |
|   | Poll                                     | 1,05,36,290           |                     | 2,855 | 0.31                                       | 1183       | 32,855                      | 0                         | 100.00000                            | 0.00000                                  |  |  |  |
|   | Postal Ballot (if applicable)            |                       |                     |       |  | ٩          | NOT APPLICABLE              | E                         |                                      |  |  |  |  |
|   | Sub Total                                | 1,05,36,290           | 1,05,3              | 5,840 | 99.99                                      | 9573       | 1,05,35,840                 | 0                         | 100.00000                            | 0.00000                                  |  |  |  |
| Public - Institutions                   | E-Voting                                 | 6,73,405              | 6,48                | 8,184 | 96.25                                      | 5471       | 6,48,184                    | 0                         | 100.00000                            | 0.00000                                  |  |  |  |
|   | Poll                                     | 0,73,403              |                     | 0     | 0.00                                       | 0000       | 0                           | 0                         | 0.00000                              | 0.00000                                  |  |  |  |
|   | Postal Ballot (if applicable)            |                       |                     |       |  | 1          | NOT APPLICABLE              | E                         |                                      |  |  |  |  |
|   | Sub Total                                | 6,73,405              | 6,48                | 8,184 | 96.25                                      | 5471       | 6,48,184                    | 0                         | 100.00000                            | 0.00000                                  |  |  |  |
| Public - Non-Institutions               | E-Voting                                 | 29,20,638             | 4,15                | 5,020 | 14.20                                      | 0991       | 4,15,004                    | 16                        | 99.99614                             | 0.00386                                  |  |  |  |
|   | Poll                                     | 29,20,030             | 9,56                | 6,859 | 32.76                                      | 6199       | 9,56,859                    | 0                         | 100.00000                            | 0.00000                                  |  |  |  |
|   | Postal Ballot (if applicable)            |                       |                     |       |  | ١          | NOT APPLICABLI              | E                         |                                      |  |  |  |  |
|   | Sub Total                                | 29,20,638             | 13,7                | 1,879 | 46.97                                      | 7189       | 13,71,863                   | 16                        | 99.99883                             | 0.00117                                  |  |  |  |
|   | Grand Total                              | 1,41,30,333           | 1,25,5              | 5,903 | 88.85                                      | 5780       | 1,25,55,887                 | 16                        | 99.99987                             | 0.00013                                  |  |  |  |

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| Details of the Agenda:   |                               |                       |                     | lt      | em No 5  | Approv<br>Mr B N |                            | continuation<br>Independent D | of current<br>Director.                    | t term of                                |  |  |
|--|-------------------------------|-----------------------|---------------------|---------|--|------------------|----------------------------|-------------------------------|--|--|--|--|
| Resolution required: (Ordinary / Spec  | ial)                          |                       |                     | Special |  |                  |                            |                               |  |  |  |  |
| Whether Promoter / Promoter Group are interested in the Agenda / Resolution? |                               |                       |                     | No      |  |                  |                            |                               |  |  |  |  |
| Category   | Mode of Voting                | No. of Shares<br>held | No. of Vo<br>Polled |         | % of Vote<br>Polled or<br>Outstandin<br>Shares | n N<br>ing       | o. of Votes -<br>In Favour | No. of Votes -<br>Against     | % of Votes in<br>favour on<br>votes polled | % of Votes<br>against on<br>votes polled |  |  |
|  |                               | (1)                   | (2)                 |         | (3)=[(2)/(1)* 1                                | 100]             | (4)                        | (5)                           | (6)=[(4)/(2)* 100]                         | (7)=[(5)/(2)* 100]                       |  |  |
| Promoter and Promoter Group  | E-Voting                      | 1.05.26.200           | 1,05,02             | 2,985   | 99.683   | 390              | 1,05,02,985                | 0                             | 100.00000                                  | 0.00000                                  |  |  |
|  | Poll                          | 1,05,36,290           |                     | ,855    | 0.311  | 183              | 32,855                     | 0                             | 100.00000                                  | 0.00000                                  |  |  |
|  | Postal Ballot (if applicable) |                       |                     |         |  | NO               | T APPLICABLE               | Ē                             |  |  |  |  |
|  | Sub Total                     | 1,05,36,290           | 1,05,35             | 6,840   | 99.995   | 573              | 1,05,35,840                | 0                             | 100.00000                                  | 0.00000                                  |  |  |
| Public - Institutions  | E-Voting                      | 6,73,405              | 6,48                | 8,184   | 96.254   | 471              | 4,214                      | 6,43,970                      | 0.65012                                    | 99.34988                                 |  |  |
|  | Poll                          | 0,73,403              |                     | C       | 0.000  | 000              | 0                          | 0                             | 0.00000                                    | 0.00000                                  |  |  |
|  | Postal Ballot (if applicable) |                       |                     |         |  | NO               | T APPLICABLE               | E                             |  |  |  |  |
|  | Sub Total                     | 6,73,405              | 6,48                | 8,184   | 96.254   | 471              | 4,214                      | 6,43,970                      | 0.65012                                    | 99.34988                                 |  |  |
| Public - Non-Institutions  | E-Voting                      | 29,20,638             | 4,15                | 5,020   | 14.209   | 991              | 4,15,004                   | 16                            | 99.99614                                   | 0.00386                                  |  |  |
|  | Poll                          | 23,20,030             | 9,56                | 6,359   | 32.744   | 487              | 9,56,347                   | 12                            | 99.99875                                   | 0.00125                                  |  |  |
|  | Postal Ballot (if applicable) |                       |                     |         |  | NO               | T APPLICABLE               | .E                            |  |  |  |  |
|  | Sub Total                     | 29,20,638             | 13,71               | ,379    | 46.954   | 477              | 13,71,351                  | 28                            | 99.99796                                   | 0.00204                                  |  |  |
| HEAL   | Grand Total                   | 1,41,30,333           | 1,25,55             | 5,403   | 88.854   | 426              | 1,19,11,405                | 6,43,998                      | 94.87075                                   | 5.12925                                  |  |  |

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| Details of the Agenda:                  |  |                       |                     | Ite            |   | pprov<br>Dr (Mrs |                            | continuation<br>Walvekar as I | of current<br>ndependent Dir               |  |  |  |
|---|--|-----------------------|---------------------|----------------|---|------------------|----------------------------|-------------------------------|--|--|--|--|
| Resolution required: (Ordinary / Specia | al)  |                       |                     | Special        |   |                  |                            |                               |  |  |  |  |
| Whether Promoter / Promoter Group and   | Nhether Promoter / Promoter Group are interested in the Agenda / Resolution? |                       |                     |                |   |                  |                            |                               |  |  |  |  |
| Category                                | Mode of Voting   | No. of Shares<br>held | No. of Vo<br>Polled |                | % of Vote:<br>Polled on<br>Outstandin<br>Shares | n No             | o. of Votes -<br>In Favour | No. of Votes -<br>Against     | % of Votes in<br>favour on<br>votes polled | % of Votes<br>against on<br>votes polled |  |  |
|   |  | (1)                   | (2)                 |                | (3)=[(2)/(1)* 1                                 | 100]             | (4)                        | (5)                           | (6)=[(4)/(2)* 100]                         | (7)=[(5)/(2)* 100]                       |  |  |
| Promoter and Promoter Group             | E-Voting   | 4 05 00 000           | 1,05,02             | 2,985          | 99.683  | 390              | 1,05,02,985                | 0                             | 100.00000                                  | 0.00000                                  |  |  |
|   | Poll   | 1,05,36,290           |                     | 2,855          | 0.311   | 183              | 32,855                     | 0                             | 100.00000                                  | 0.00000                                  |  |  |
|   | Postal Ballot (if applicable)  |                       |                     |                |   | NOT              | T APPLICABLE               | Ē                             |  |  |  |  |
|   | Sub Total  | 1,05,36,290           | 1,05,3              | 5,840          | 99.995  | 573              | 1,05,35,840                | 0                             | 100.00000                                  | 0.00000                                  |  |  |
| Public - Institutions                   | E-Voting   | 6,73,405              | 6,48                | 8,184          | 96.254  | 471              | 6,48,184                   | 0                             | 100.00000                                  | 0.00000                                  |  |  |
|   | Poll   | 0,73,403              |                     | 0              | 0.000   | 000              | 0                          | 0                             | 0.00000                                    | 0.00000                                  |  |  |
|   | Postal Ballot (if applicable)  |                       |                     |                |   |                  | NOT APPLICABLE             |                               |  |  |  |  |
|   | Sub Total  | 6,73,405              | 6,48                | 8,184          | 96.254  | 471              | 6,48,184                   | 0                             | 100.00000                                  | 0.00000                                  |  |  |
| Public - Non-Institutions               | E-Voting   | 29,20,638             | 4,18                | 5,020          | 14.209  | 991              | 4,15,004                   | 16                            | 99.99614                                   | 0.00386                                  |  |  |
|   | Poll   | 23,20,030             | 9,56                | 6,859          | 32.761  | 199              | 9,56,847                   | 12                            | 99.99875                                   | 0.00125                                  |  |  |
|   | Postal Ballot (if applicable)  |                       |                     | NOT APPLICABLE |   |                  |                            |                               | 1  |  |  |  |
|   | Sub Total  | 29,20,638             | 13,71               | 1,879          | 46.971  | 189              | 13,71,851                  | 28                            | 99.99796                                   | 0.00204                                  |  |  |
|   | Grand Total  | 1,41,30,333           | 1,25,5              | 5,903          | 88.857  | 780              | 1,25,55,875                | 28                            | 99.99978                                   | 0.00022                                  |  |  |



| Details of the Agenda:                  |                                      |                       |                     | Ite   | om No 7                                    |            | roval for<br>Balasubramar               | continuation<br>nian as Indeper | of current<br>adent Director.        | term of                                  |
|---|--------------------------------------|-----------------------|---------------------|-------|--|------------|---|---------------------------------|--------------------------------------|--|
| Resolution required: (Ordinary / Specia | al)                                  |                       |                     | Spe   | cial                                       |            |   |                                 |                                      |  |
| Whether Promoter / Promoter Group a     | re interested in the Agenda / Resolu | ition?                |                     | No    |  |            |   |                                 |                                      |  |
| Category                                | Mode of Voting                       | No. of Shares<br>held | No. of Vo<br>Polled |       | % of Vot<br>Polled o<br>Outstand<br>Shares | on<br>ling | No. of Vot <del>es</del> -<br>In Favour | No. of Votes -<br>Against       | % of Votes in favour on votes polled | % of Votes<br>against on<br>votes polled |
|   |                                      | (1)                   | (2)                 |       | (3)=[(2)/(1)*                              | 100]       | (4)                                     | (5)                             | (6)=[(4)/(2)* 100]                   | (7)=[(5)/(2)* 100]                       |
| Promoter and Promoter Group             | E-Voting                             | 4 05 00 000           | 1,05,02             | 2,985 | 99.68                                      | 8390       | 1,05,02,985                             | 0                               | 100.00000                            | 0.00000                                  |
|   | Poll                                 | 1,05,36,290           |                     | 2,855 | 0.3  | 1183       | 32,855                                  | 0                               | 100.00000                            | 0.00000                                  |
|   | Postal Ballot (if applicable)        |                       |                     |       |  | ı          | NOT APPLICABLE                          | E                               |                                      |  |
|   | Sub Total                            | 1,05,36,290           | 1,05,35             | 5,840 | 99.99                                      | 9573       | 1,05,35,840                             | 0                               | 100.00000                            | 0.00000                                  |
| Public - Institutions                   | E-Voting                             | 6,73,405              | 6,48                | 3,184 | 96.2                                       | 5471       | 6,43,970                                | 4,214                           | 99.34988                             | 0.65012                                  |
|   | Poll                                 | 0,73,403              |                     | 0     | 0.00                                       | 0000       | 0                                       | 0                               | 0.00000                              | 0.00000                                  |
|   | Postal Ballot (if applicable)        |                       |                     |       |  | I          | NOT APPLICABLE                          | E                               |                                      |  |
|   | Sub Total                            | 6,73,405              | 6,48                | 3,184 | 96.2                                       | 5471       | 6,43,970                                | 4,214                           | 99.34988                             | 0.65012                                  |
| Public - Non-Institutions               | E-Voting                             | 29,20,638             |                     | 5,020 | 14.20                                      | 0991       | 4,15,004                                | 16                              | 99.99614                             | 0.00386                                  |
|   | Poll                                 | 29,20,030             |                     | 6,359 | 32.74                                      | 4487       | 9,56,347                                | 12                              | 99.99875                             | 0.00125                                  |
|   | Postal Ballot (if applicable)        |                       |                     |       |  | 1          | NOT APPLICABLE                          | E                               |                                      |  |
|   | Sub Total                            | 29,20,638             | 13,71               | 1,379 | 46.9                                       | 5477       | 13,71,351                               | 28                              | 99.99796                             | 0.00204                                  |
|   | Grand Total                          | 1,41,30,333           | 1,25,55             | 5,403 | 88.8                                       | 5426       | 1,25,51,161                             | 4,242                           | 99.96621                             | 0.03379                                  |



| Details of the Agenda:                  |                                      |                       |                     |              | em No 8                                      |                | fication for the<br>e Company for |                           | payable to the<br>19.                      | Cost Auditors                            |  |
|---|--------------------------------------|-----------------------|---------------------|--------------|--|----------------|-----------------------------------|---------------------------|--|--|--|
| Resolution required: (Ordinary / Specia | al)                                  |                       |                     | Ordinary     |  |                |                                   |                           |  |  |  |
| Whether Promoter / Promoter Group a     | re interested in the Agenda / Resolu | ution?                |                     | No           |  |                |                                   |                           |  |  |  |
| Category                                | Mode of Voting                       | No. of Shares<br>held | No. of Vo<br>Polled |              | % of Vote<br>Polled o<br>Outstandi<br>Shares | ing            | No. of Votes -<br>In Favour       | No. of Votes -<br>Against | % of Votes in<br>favour on<br>votes polled | % of Votes<br>against on<br>votes polled |  |
|   |                                      | (1)                   | (2)                 |              | (3)=[(2)/(1)*                                | 100]           | (4)                               | (5)                       | (6)=[(4)/(2)* 100]                         | (7)=[(5)/(2)* 100]                       |  |
| Promoter and Promoter Group             | E-Voting                             | 4 05 00 000           | 1,05,02             | ,985         | 99.68  | 390            | 1,05,02,985                       | 0                         | 100.00000                                  | 0.00000                                  |  |
|   | Poll                                 | 1,05,36,290           | 32                  | ,855         | 0.31   | 183            | 32,855                            | 0                         | 100.00000                                  | 0.00000                                  |  |
|   |                                      |                       |                     |              | N  | NOT APPLICABLE | E                                 |                           |  |  |  |
|   | Sub Total                            | 1,05,36,290           | 1,05,35             | <b>5,840</b> | 99.99  | 573            | 1,05,35,840                       | 0                         | 100.00000                                  | 0.00000                                  |  |
| Public - Institutions                   | E-Voting                             | 6,73,405              | 6,48                | 8,184        | 96.25  | 471            | 6,48,184                          | 0                         | 100.00000                                  | 0.00000                                  |  |
|   | Poll                                 | 0,73,405              |                     | 0            | 0.00   | 000            | 0                                 | 0                         | 0.00000                                    | 0.00000                                  |  |
|   | Postal Ballot (if applicable)        |                       |                     |              |  | ١              | NOT APPLICABLE                    | E                         |  |  |  |
|   | Sub Total                            | 6,73,405              | 6,48                | ,184         | 96.25  | 6471           | 6,48,184                          | 0                         | 100.00000                                  | 0.00000                                  |  |
| Public - Non-Institutions               | E-Voting                             | 29,20,638             | 4,15                | 6,020        | 14.20  | 991            | 4,15,004                          | 16                        | 99.99614                                   | 0.00386                                  |  |
|   | Poll                                 | 29,20,030             | 9,56                | 6,859        | 32.76  | 5199           | 9,56,647                          | 212                       | 99.97784                                   | 0.02216                                  |  |
|   | Postal Ballot (if applicable)        |                       |                     |              |  | N              | NOT APPLICABLE                    | E                         |  |  |  |
|   | Sub Total                            | 29,20,638             | 13,71               | ,879         | 46.97  | 189            | 13,71,651                         | 228                       | 99.98338                                   | 0.01662                                  |  |
|   | Grand Total                          | 1,41,30,333           | 1,25,55             | i,903        | 88.85  | 5780           | 1,25,55,675                       | 228                       | 99.99818                                   | 0.00182                                  |  |

For TTK HEALTHCARE LIMITED



#### SCRUTINIZER REPORT

To,

The Chairman

of the 60<sup>th</sup> Annual General Meeting of the shareholders of M/s. TTK HEALTHCARE LIMITED, held on 09.08.2018 at The Music Academy, Kasturi Srinivasan Hall (Mini Hall), New No.168 (Old No.306), TTK Road, Chennai – 600014.

Dear Sir,

The Board of Directors of the Company, at their meeting held on 29.05.2018, pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Rules 2014 and as amended from time to time, had appointed me as the Scrutinizer for the e-voting process to be held for passing of resolutions as set out in the Notice convening Annual General Meeting (AGM) dated 29.05.2018.

In this connection, I hereby submit my report as under:

- The members of the Company as on the "cut-off" date i.e., Friday, August 3, 2018 were entitled to vote on the resolutions (Item No. 1 to 8 as set out in the Notice of the 60<sup>th</sup> Annual General Meeting of the Company).
- 2. The period for e-voting remained open from Sunday, August 5, 2018 (9.30 A.M) to Wednesday, August 8, 2018 (5.00 P.M) as mentioned in the Notice convening AGM.
- The votes cast were unblocked after the conclusion of voting at the Annual General Meeting at 11.10 A.M. on Thursday, August 9, 2018 in the presence of 2 witnesses, Mr. PANKAJ MEHTA & Ms. MANASI RAO, who are not in the employment of Company.
- 4. The details viz., the list of Equity Shareholders, who voted "For", "Against" each of the resolutions that were put to vote, were generated from the e-voting Website of Central Depository Services (India) Limited which is <u>https://www.evotingindia.com/</u> and based on such report, I am enclosing the report for each of the items contained in the Notice.



## E-VOTING RESULTS

| Item No.                    | 1   |
|-----------------------------|---|
| Particulars of the Business | Adoption of the Audited Financial Statements for the year<br>ended 31st March, 2018, together with the Reports of<br>Directors and Auditors thereon |
| Type of Resolution          | Ordinary  |

| Particulars | No. of members<br>voted | No of votes cast | Total Votes (in<br>%) |
|-------------|-------------------------|------------------|-----------------------|
| Received    | 65                      | 1,15,66,189      | 100                   |
| Assent      | 64                      | 1,15,66,173      | 99.9999               |
| Dissent     | 1                       | 16               | 0.0001                |

| Item No.                    | 2                       |
|-----------------------------|-------------------------|
| Particulars of the Business | Declaration of Dividend |
| Type of Resolution          | Ordinary                |

| Particulars | No. of members<br>voted | No of votes cast | Total Votes (in<br>%) |
|-------------|-------------------------|------------------|-----------------------|
| Received    | 65                      | 1,15,66,189      | 100                   |
| Assent      | 64                      | 1,15,66,173      | 99.9999               |
| Dissent     | 1                       | 16               | 0.0001                |

| Item No.                    | 3   |
|-----------------------------|---|
| Particulars of the Business | Re-appointment of Mr. T T Jagannathan as a Director of the<br>Company |
| Type of Resolution          | Ordinary  |

| Particulars | No of members<br>voted | No of votes cast | Total Votes (in<br>%) |
|-------------|------------------------|------------------|-----------------------|
| Received    | 65                     | 1,15,66,189      | 100                   |
| Assent      | 64                     | 1,15,66,173      | 99.9999               |
| Dissent     | 1                      | 16               | 0.0001                |

| Item No.                    | 4  |
|-----------------------------|--|
| Particulars of the Business | Re-appointment of Mr. K Shankaran as a Director of the Company |
| Type of Resolution          | Ordinary   |
| χ.                          | A. L. K. COMP  |

| Particulars | No of members<br>voted | No of votes cast | Total Votes (in<br>%) |
|-------------|------------------------|------------------|-----------------------|
| Received    | 65                     | 1,15,66,189      | 100                   |
| Assent      | 64                     | 1,15,66,173      | 99.9999               |
| Dissent     | 1                      | 16               | 0.0001                |

| Item No.                    | 5   |  |
|-----------------------------|---|--|
| Particulars of the Business | Approval for contribution of current term of Mr. B N Bhagwat<br>as Independent Director |  |
| Type of Resolution          | Special   |  |

| Particulars | No of members<br>voted | No of votes cast | Total Votes (in %) |
|-------------|------------------------|------------------|--------------------|
| Received    | 65                     | 1,15,66,189      | 100                |
| Assent      | 61                     | 1,09,22,203      | 94.4322            |
| Dissent     | 4                      | 6,43,986         | 5.5678             |

| Item No.                    | 6  |
|-----------------------------|--|
| Particulars of the Business | Approval for continuation of current term of Dr. (Mrs)<br>Vandana R Walvekar as Independent Director |
| Type of Resolution          | Special  |

| Particulars | No of members<br>voted | No of votes cast | Total Votes (in<br>%) |
|-------------|------------------------|------------------|-----------------------|
| Received    | 65                     | 1,15,66,189      | 100                   |
| Assent      | 64                     | 1,15,66,173      | 99.9999               |
| Dissent     | 1                      | 16               | 0.0001                |

| Item No.                    | 7   |
|-----------------------------|---|
| Particulars of the Business | Approval for continuation of current term of Mr. S<br>Balasubramanian as Independent Director |
| Type of Resolution          | Special   |

| Particulars | No of members<br>voted | No of votes cast | Total Votes (in<br>%) |
|-------------|------------------------|------------------|-----------------------|
| Received    | 65                     | 1,15,66,189      | 100                   |
| Assent      | 62                     | 1,15,61,959      | 99.9634               |
| Dissent     | 3                      | 4230             | 0.0366                |



| Item No.                    | 8  |
|-----------------------------|--|
| Particulars of the Business | Ratification for the remuneration payable to the cost auditors of the Company for the year 2018-19 |
| Type of Resolution          | Special  |

| Particulars | No of members<br>voted | No of votes cast | Total Votes (in<br>%) |
|-------------|------------------------|------------------|-----------------------|
| Received    | 65                     | 1,15,66,189      | 100                   |
| Assent      | 64                     | 1,15,66,173      | 99.9999               |
| Dissent     | 1                      | 16               | 0.0001                |

5. All relevant records of e-voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary of the Company.

### For A.K.JAIN & ASSOCIATES **Company Secretaries**

Partner

98 & ASS **BALU SRIDHAR** COMPANY ГП SECRETARIES 1 Scrutinizer CHENNA M.No. F5869 C.P. No. 3550

Place: Chennai Date: 09.08.2018

## A. K. JAIN & ASSOCIATES COMPANY SECRETARIES



S. Anil Kumar Jain B.Com., FCS Balu Sridhar M.A.C.S., FCS., LLB Pankaj Mehta B.Com (C.S.), ACS

### FORM No. MGT-13 **Report of Scrutinizer**

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

of the 60<sup>th</sup> Annual General Meeting of the shareholders of M/s. TTK HEALTHCARE LIMITED, held on 09.08.2018 at The Music Academy, Kasturi Srinivasan Hall (Mini Hall), New No.168 (Old No.306), TTK Road, Chennai – 600014.

Dear Sir,

I, Balu Sridhar, Partner of M/s. A.K. JAIN & ASSOCIATES, Company Secretaries in Practice, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the Annual General Meeting of the shareholders of M/s. TTK HEALTHCARE LIMITED, held on 09.08.2018 at 10.30 A.M. at The Music Academy, Kasturi Srinivasan Hall (Mini Hall), New No.168 (Old No.306), TTK Road, Chennai – 600014, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ONE (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.

2. The locked ballot box was subsequently opened in the presence of Mr. K GOPINATHAN and Mr. J ABHISHEK and the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

I did not find any poll papers as invalid

4. A shareholder holding 500 shares as on the cut-off date had abstained from voting for Resolution no.5 and 7

5. The result of the Poll is as under:



**Item No.1:** Adoption of the Audited Financial Statements for the year ended 31<sup>st</sup> March, 2018, together with the Reports of Directors and Auditors thereon **Resolution–Ordinary** 

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

| Number of members present<br>and voting<br>(in person or by proxy) | Number of votes<br>cast by them | % of total<br>number of valid<br>votes cast |
|--|---------------------------------|---|
| 18   | 989,714                         | 100   |

(ii) Voted against the resolution:

| Number of members present<br>and voting<br>(in person or by proxy) | Number of votes<br>cast by them | % of total<br>number of valid<br>votes cast |
|--|---------------------------------|---|
| 0  | 0                               | 0   |

(iii) Invalid votes:

| Total number of members<br>whose votes were declared invalid<br>(in person or by proxy) | Total number of votes cast by them |
|---|------------------------------------|
| 0   | 0                                  |

### Item No.2: Declaration of Dividend Resolution – Ordinary

(i) Voted in favour of the resolution:

| Number of members present<br>and voting<br>(in person or by proxy) | Number of votes<br>cast by them | % of total<br>number of valid<br>votes cast |
|--|---------------------------------|---|
| 18   | 989,714                         | 100   |

(ii) Voted against the resolution:

| Number of members present<br>and voting<br>(in person or by proxy) | Number of votes<br>cast by them | % of total<br>number of valid<br>votes cast |
|--|---------------------------------|---|
| 0  | 0                               |   |
|  |                                 | A. A. HEINE                                 |

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(iii) Invalid votes:

| Total number of members whose votes<br>were declared invalid<br>(in person or by proxy) | Total number of votes cast by them |
|---|------------------------------------|
| 0   | 0                                  |

Item No.3 Re-appointment of Mr. T T Jagannathan as a Director of the Company Resolution – Ordinary

(i) Voted in favour of the resolution:

| Number of members present<br>and voting<br>(in person or by proxy) | Number of votes<br>cast by them | % of total<br>number of valid<br>votes cast |
|--|---------------------------------|---|
| 18   | 989,714                         | 100   |

(ii) Voted against the resolution:

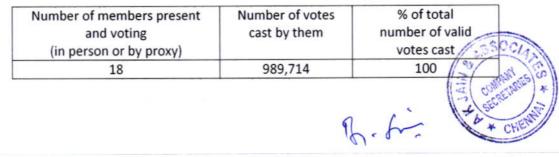
| Number of members present<br>and voting<br>(in person or by proxy) | Number of votes<br>cast by them | % of total<br>number of valid<br>votes cast |
|--|---------------------------------|---|
| 0  | 0                               | 0   |

(iii) Invalid votes:

| Total number of members whose votes<br>were declared invalid<br>(in person or by proxy) | Total number of votes cast by them |
|---|------------------------------------|
| 0   | 0                                  |

Item No.4 Re-appointment of Mr. K Shankaran as a Director of the Company Resolution – Ordinary

(i) Voted in favour of the resolution:



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ii) Voted against the resolution:

| Number of members present<br>and voting<br>(in person or by proxy) | Number of votes<br>cast by them | % of total<br>number of valid<br>votes cast |
|--|---------------------------------|---|
| 0  | 0                               | 0   |

(iii) Invalid votes:

| Total number of members whose votes<br>were declared invalid<br>(in person or by proxy) | Total number of votes cast by them |
|---|------------------------------------|
| 0   | 0                                  |

Item No.5 Approval for contribution of current term of Mr. B N Bhagwat as Independent Director Resolution – Special

(i) Voted in favour of the resolution:

| Number of members present<br>and voting<br>(in person or by proxy) | Number of votes<br>cast by them | % of total<br>number of valid<br>votes cast |
|--|---------------------------------|---|
| 16   | 989,202                         | 99.9988                                     |

ii) Voted against the resolution:

| Number of members present<br>and voting<br>(in person or by proxy) | Number of votes<br>cast by them | % of total<br>number of valid<br>votes cast |
|--|---------------------------------|---|
| 1  | 12                              | 0.0012                                      |

(iii) Invalid votes:

| Total number of members whose votes<br>were declared invalid<br>(in person or by proxy) | Total number of votes cast by them |
|---|------------------------------------|
| (in person or by proxy)   |                                    |
| 0   | 0                                  |

Item No.6 Approval for continuation of current term of Dr. (Mrs) Vandana R Walvekar as Independent Director

**Resolution – Special** 

B. fr. 4 | Page

(i) Voted in favour of the resolution:

| Number of members present<br>and voting<br>(in person or by proxy) | Number of votes<br>cast by them | % of total<br>number of valid<br>votes cast |
|--|---------------------------------|---|
| 17   | 989,702                         | 99.9988                                     |

ii) Voted against the resolution:

| Number of members present<br>and voting<br>(in person or by proxy) | Number of votes<br>cast by them | % of total<br>number of valid<br>votes cast |
|--|---------------------------------|---|
| 1  | 12                              | 0.0012                                      |

(iii) Invalid votes:

| Total number of members whose votes<br>were declared invalid<br>(in person or by proxy) | Total number of votes cast by them |
|---|------------------------------------|
| 0   | 0                                  |

Item No.7 Approval for continuation of current term of Mr. S Balasubramanian as Independent Director Resolution – Special

(i) Voted in favour of the resolution:

| Number of members present<br>and voting<br>(in person or by proxy) | Number of votes<br>cast by them | % of total<br>number of valid<br>votes cast |
|--|---------------------------------|---|
| 16   | 989,202                         | 99.9988                                     |

ii) Voted against the resolution:

| Number of members present<br>and voting<br>(in person or by proxy) | Number of votes<br>cast by them | % of total<br>number of valid<br>votes cast |
|--|---------------------------------|---|
| 1  | 12                              | 0.0012                                      |

(iii) Invalid votes:

| Total number of members whose votes<br>were declared invalid<br>(in person or by proxy) | Total number of votes cast by them |
|---|------------------------------------|
| 0   |                                    |
|   | The dring 5 Pa                     |

# Item No.8 Ratification for the remuneration payable to the cost auditors of the Company for the year 2018-19

### **Resolution – Special**

(i) Voted in favour of the resolution:

| Number of members present<br>and voting<br>(in person or by proxy) | Number of votes<br>cast by them | % of total<br>number of valid<br>votes cast |
|--|---------------------------------|---|
| 16   | 989,502                         | 99.9786                                     |

ii) Voted against the resolution:

| Number of members present<br>and voting<br>(in person or by proxy) | Number of votes<br>cast by them | % of total<br>number of valid<br>votes cast |  |
|--|---------------------------------|---|--|
| 2  | 212                             | 0.0214                                      |  |

(iii) Invalid votes:

| Total number of members whose votes<br>were declared invalid<br>(in person or by proxy) | Total number of votes cast by them |  |  |
|---|------------------------------------|--|--|
| 0   | 0                                  |  |  |

6. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" and "AGAINST" for each resolution is enclosed.

7. The poll papers and all other relevant records were sealed and handed over to the Company Secretary as authorized by the Board for safe keeping.

For A.K.JAIN & ASSOCIATES Company Secretaries

Place: Chennai Date: 09.08.2018

BALU SRIDHAR Partner Scrutinizer M.No. F5869 C.P.No. 3550

T T RAGHUNATHAN CHAIRMAN OF THE MEETING

## A. K. JAIN & ASSOCIATES OMPANY SECRETARIES

S. Anil Kumar Jain B.Com., FCS Balu Sridhar M.A.C.S., FCS., LLB Pankaj Mehta B.Com (C.S.), ACS

### CONSOLIDATED SCRUTINIZER REPORT [Pursuant to Section 108 of the Companies Act, 2013, and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and as amended from time to time

To,

The Chairman

of the 60<sup>th</sup> Annual General Meeting of the shareholders of M/s. TTK HEALTHCARE LIMITED, held on 09.08.2018 at The Music Academy, Kasturi Srinivasan Hall (Mini Hall), New No.168 (Old No.306), TTK Road, Chennai - 600014.

Dear Sir,

Sub: Consolidated Scrutinizer Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and as amended from time to time and poll conducted at the 60<sup>th</sup> AGM of TTK HEALTHCARE LIMITED on August 9, 2018

The Board of Directors of the Company, at its meeting held on May 29, 2018 had appointed me as the Scrutinizer for e-voting held between August 5, 2018 (9.30 a.m.) and August 8, 2018 (5.00 p.m.) and for the poll conducted at the 60<sup>th</sup> Annual General Meeting of the Company held on August 9, 2018

The Company had appointed Central Depository Services (India) Limited, as the Service Provider, for extending the facility of e-voting to the shareholders of the Company from August 5, 2018 (9.30 a.m.) and August 8, 2018 (5.00 p.m.) The e-voting results were unblocked by me after the conclusion of Annual General Meeting held on August 9, 2018 at 11.10 A.M. For further details, refer Scrutinizer report on evoting dated August 9, 2018

At the 60<sup>th</sup> AGM of the Company held on August 9, 2018, the Chairman of the Company had suo-moto called for a poll to facilitate the members present in the meeting, who could not participate in the evoting, to record their votes through the poll process.

A shareholder holding 500 shares as on the cut-off date had abstained from voting for Resolution no.5 and 7

The results of voting through remote e-voting and through ballot papers at the AGM venue are as under:

b. h.

| Item No | Type of Resolution | Subject Matter   |  |  |
|---------|--------------------|--|--|--|
| 1       | Ordinary           | Adoption of the Audited Financial Statements for the year ended 31 <sup>st</sup><br>March, 2018, together with the Reports of Directors and Auditors thereon |  |  |
| 2       | Ordinary           | Declaration of Dividend  |  |  |
| 3       | Ordinary           | Re-appointment of Mr. T T Jagannathan as a Director of the Company   |  |  |
| 4       | Ordinary           | Re-appointment of Mr. K Shankaran as a Director of the Company   |  |  |
| 5       | Special            | Approval for contribution of current term of Mr. B N Bhagwat as<br>Independent Director  |  |  |
| 6       | Special            | Approval for continuation of current term of Dr. (Mrs) Vandana R Walvekar<br>as Independent Director   |  |  |
| 7       | Special            | Approval for continuation of current term of Mr. S Balasubramanian as<br>Independent Director  |  |  |
| 8       | Ordinary           | Ratification for the remuneration payable to the cost auditors of the Company for the year 2018-19   |  |  |

| ltem<br>No. | Total valid Votes received through |              | Votes in favour of<br>resolution |             | Votes against the resolution |          |            |
|-------------|------------------------------------|--------------|----------------------------------|-------------|------------------------------|----------|------------|
|             | E-voting                           | Ballot Paper | Total                            | No          | % of votes                   | No       | % of votes |
| 1           | 1,15,66,189                        | 9,89,714     | 1,25,55,903                      | 1,25,55,887 | 99.9999                      | 16       | 0.0001     |
| 2           | 1,15,66,189                        | 9,89,714     | 1,25,55,903                      | 1,25,55,887 | 99.9999                      | 16       | 0.0001     |
| 3           | 1,15,66,189                        | 9,89,714     | 1,25,55,903                      | 1,25,55,887 | 99.9999                      | 16       | 0.0001     |
| 4           | 1,15,66,189                        | 9,89,714     | 1,25,55,903                      | 1,25,55,887 | 99.9999                      | 16       | 0.0001     |
| 5           | 1,15,66,189                        | 9,89,214     | 1,25,55,403                      | 1,19,11,405 | 94.8708                      | 6,43,998 | 5.1292     |
| 6           | 1,15,66,189                        | 9,89,714     | 1,25,55,903                      | 1,25,55,875 | 99.9998                      | 28       | 0.0002     |
| 7           | 1,15,66,189                        | 9,89,214     | 1,25,55,403                      | 1,25,51,161 | 99.9662                      | 4,242    | 0.0338     |
| 8           | 1,15,66,189                        | 9,89,714     | 1,25,55,903                      | 1,25,55,675 | 99.9982                      | 228      | 0.0018     |

### For A.K.JAIN & ASSOCIATES **Company Secretaries**



**BALU SRIDHAR** Partner Scrutinizer M.No. F5869 C.P.No. 3550

Place: Chennai Date: 09.08.2018

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