



P Sriram & Associates
Practising Company Secretaries

**REPORT OF THE SCRUTINIZER ON THE E-VOTING AND PHYSICAL POSTAL
BALLOTS BY THE SHAREHOLDERS OF AMRUTANJAN HEALTH CARE LIMITED
PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013**

December 20, 2018

To
THE CHAIRMAN
AMRUTANJAN HEALTH CARE LIMITED
NO.103,(OLD nO.42-45)
LUZ CHURCH ROAD,
MYLAPORE
CHENNAI- 600004.

Dear Sir,

SUB: PASSING OF RESOLUTION THROUGH POSTAL BALLOT – REG.

Pursuant to the Resolution passed by the Board of Directors of Amrutanjan (“Company”/ “AMRUTANJAN”) on November 1, 2018, I was appointed as a Scrutinizer to receive, process and scrutinize the Postal Ballots in respect of the Resolution as circulated in the Postal Ballot Notice dated November 1, 2018 pursuant to Section 14 of the Companies Act, 2013 ('the Act') read with Section 110 of the Companies Act, 2013 & Rule 22 of Companies (Management and Administration) Rules, 2014 ('Rules'), in respect of the following item :

I. Re-Appointment of Mr. S Sambhu Prasad (DIN: 00015729) as 'Chairman & Managing Director' of the Company and fixation of his remuneration.

To enable wider participation of shareholders, approval of the shareholders were sought by means of Postal Ballot either by voting through physical Postal Ballot or through e-voting process, as the case may be, pursuant to the provisions of Section 110 of the Act and the Rules framed thereunder and as required under the SEBI(Listing Obligations and Disclosure Requirement)Regulation, 2015.

Accordingly, the company had made necessary arrangements with Central Depository Services (India) Limited (CDSL), the System provider for providing a system of recording votes of the shareholders electronically through e-voting and & also organised through Cameo Corporate Services Limited, its Registrar and Share Transfer Agent (herein after referred as "RTA" or" Cameo") to setup the e-voting facility on the CDSL e-voting platform available on its website: <https://www.evotingindia.com>.

The company through its RTA had uploaded the resolution together with explanatory statement on which E-voting was sought from the shareholders and for generating E- Voting Event Number (EVEN) by the system provider and also hosted the same in the website of the company,www.amrutanjan.com. The Register of Members was made up, for the purpose of despatch of Postal Ballots to the shareholders on November 13, 2018 (Cut- Off Date).



FURTHER, I REPORT THAT:

The Postal Ballot Notice dated November 1, 2018 were dispatched to 10606 shareholders in Physical Form along with Self-addressed Postage Pre-paid Business Reply Envelope on November 16, 2018 and also vide electronic mode to 9733 shareholders (including NRI- Foreign) to their email addresses as on November 16, 2018 registered with the Depository Participant, as per the data downloaded from the Central Depository Services (India) Limited (CDSL) and National Securities Depositories Limited (NSDL).

I have received the Postal Ballot forms from the shareholders during the period starting from November 20, 2018 till December 19, 2018 (both days inclusive). All the Postal Ballot forms together with all votes cast by E-voting through CDSL received upto December 19, 2018, being the last date fixed by the company for receipt of the ballot forms & exercise of vote by electronic means, were considered for my scrutiny.

On scrutiny, I report that 183 Shareholders had exercised their vote through Electronic mode (E-voting) and 578 Shareholders had exercised their vote through Physical Postal Ballot. The voting was reckoned in proportion to a member's shares of vote rights on the paid up share capital of the Company.

RESULT OF THE POSTAL BALLOT:

The Special Resolution as set out in the Notice of the Postal Ballot requires not less than three times the number of votes, if any, cast against the resolution by members so entitled and voting in order to pass the Resolution. Accordingly I report that the said Special resolution has been passed by the shareholders with the requisite majority. The summary of the Postal Ballot is as per the attached **Annexure 1** and the result of the Postal Ballot in respect of Item No:1 is given hereunder



Special Resolution 1: Re-Appointment of Mr. S Sambhu Prasad (DIN: 00015729) as 'Chairman & Managing Director' of the Company and fixation of his remuneration.

Details	No. of Postal Ballot Forms	No. of votes	Percentage (%)
Total Postal Ballot Forms Received by:			
Electronic Mode	183	1,48,48,668	90.89
Physical Mode	578	14,92,812	9.14
Less: Invalid Postal Ballot forms	32	5,177	0.03
NET VALID POSTAL BALLOT IN PHYSICAL & ELECTRONIC MODE	729	1,63,36,303	100
Postal Ballot forms with "ASSENT" as ORDINARY RESOLUTION			
In Electronic Mode	179	1,48,46,907	90.89
In Physical Mode	535	14,82,344	9.07
Total Postal Ballot with "ASSENT" in Physical & Electronic Mode	714	1,63,29,251	99.96
Postal Ballot Forms with "DISSENT" as ORDINARY RESOLUTION			
In Electronic Mode	4	1761	0.01
In Physical Mode	11	5,291	0.03
Total Postal Ballot with "DISSENT" in Physical & Electronic Mode	15	7,052	0.04

Total votes for Item No. 1 polled FOR SPECIAL RESOLUTION is 99.96% and the total votes polled AGAINST SPECIAL RESOLUTION is 0.04%



Based on the voting reported in the above table, the said Special resolution is passed with requisite majority and we request, the Director authorized by the Board for this purpose to announce the result accordingly.

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed herewith.

The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Director authorized by the Board for this purpose, considers, approves and signs the minutes of the Postal Ballot.

Thanking You,

SIGNATURE OF THE SCRUTINIZER:



(P.SRIRAM)

PRACTISING COMPANY SECRETARY

CERTIFICATE OF PRACTICE NO:3310

MEMBERSHIP NO: FCS 4862