



## SUMMARY OF PROCEEDINGS OF THE 18TH ANNUAL GENERAL MEETING

The 18th Annual General Meeting of the members of HealthCare Global Enterprises Limited ('the Company') was held on Thursday, September 29, 2016 at 3.00 PM at 9/1, P. Kalinga Rao Road, Sampangi Rama Nagar, Bangalore - 560027.

The following Directors were present-

### Directors Present:

- 1) Dr. B S Ajaikumar, Chairman and CEO
- 2) Mr. Suresh Senapaty, Independent Director & Chairman of Audit and Risk Management Committee
- 3) Mr. Sudhakar Rao, Independent Director & Chairman of Corporate Social Responsibility Committee
- 4) Dr. S. T. Ramesh, Independent Director

### In attendance

Ms. Sunu Manuel, Company Secretary  
Mr. V. Balaji, Partner, Deloitte Haskins & Sells, Statutory Auditors  
Mr. V. Sreedharan, Scrutinizer, V Sreedharan & Associates

### Members Present:

- 1) In Person – 79, representing 3,09,02,755 shares
- 2) By Proxy – Nil

Pursuant to Article 37 of the Articles of Association of the Company, Dr. B. S. Ajaikumar, being the Chairman of the Board, took the chair and conducted the proceedings of the Meeting, the requisite quorum being present. The Chairman addressed the shareholders and spoke about Financial Performance of the Company, current economic situations and its impact.

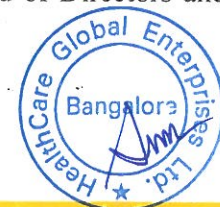
The Chairman thereafter declared that the copies of audited financial statements for the year ended March 31, 2016, Director's and Auditor's report thereon had been posted/mailed as the case may be, to all the Members and that the original documents along with the statutory registers and Secretarial Auditors' Report were available for inspection. The Chairman further informed the shareholders that e-voting facility has been provided to all Members to vote electronically and that there will be no voting by show of hands at the meeting.

Clarifications were provided to the queries raised by the members.

The following items of business, as per the Notice of the AGM were transacted –

### Ordinary Business

1. Adoption of audited Financial Statements (including Consolidated Financial Statements) for the financial year ended March 31, 2016 and reports of the Board of Directors and the Auditors thereon (Ordinary Resolution)






2. Appointment of Director in place of Mr. Gangadhara Ganapati, who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution)
3. Retirement of Mr. Prakash Parthasarathy, Director who retires by rotation and has not sought for re-appointment (Ordinary Resolution)
4. Appointment of Deloitte Haskins & Sells, Chartered Accountants as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the AGM of the Company to be held in the year 2017 (Ordinary Resolution)

### **Special Business**

5. Fixation of remuneration of Cost Auditor for conducting audit of cost records of the Company for the financial year 2016-17 (Ordinary Resolution)
6. Revision in remuneration of Dr. B. S. Ajaikumar, Whole-time Director designated as Chairman and CEO of the Company, subject to approval of Central Government (Special Resolution)
7. Permission for allowing FIIS/FPIS/QFIS to make investments upto 100% in the equity share capital of the company (Special Resolution)
8. Approval to create and grant Stock Options under HCG Employee Stock Option Scheme, 2014 (Special Resolution)

The Chairman informed the shareholders that Mr. V Sreedharan, Partner, V. Sreedharan & Associates, Company Secretaries had been appointed as the Scrutinizer for the Poll at this meeting and to report on the combined voting results of e-voting and the Poll for each of the items as per the notice of the AGM. The results declared along with the Scrutinizer's report shall be placed on the website of the Company within two days of passing the resolution. The resolutions set forth in the notice, if passed with the requisite majority of votes, shall be deemed to be passed today.

For HealthCare Global Enterprises Limited

  
**Sunu Manuel**  
Company Secretary

