



SUMMARY OF PROCEEDINGS OF THE EXTRAORDINARY GENERAL MEETING

The Extraordinary General Meeting (“EGM” or “the Meeting”) of the members of HealthCare Global Enterprises Limited (“the Company”) was held on Friday, December 22, 2017 at 2.30 p.m. at No. 9/1, P. Kalinga Rao Road, Sampangi Rama Nagar, Bangalore – 560027, Karnataka.

Directors Present:

- 1) Dr. B. S. Ajaikumar, Chairman and CEO;
- 2) Dr. B. S. Ramesh, Non-Independent, Non-Executive Director;
- 3) Mr. Gangadhara Ganapati, Non-Independent, Non-Executive Director;
- 4) Dr. S. T. Ramesh, Independent Director.

In attendance

- 1) Ms. Sunu Manuel, Company Secretary;
- 2) Mr. Yogesh Patel, Chief Financial Officer;
- 3) Mr. V. Sreedharan, Partner, V. Sreedharan & Associates, Scrutiniser.

Members Present:

- 1) In Person – 50, representing 2,10,26,271 equity shares; and
- 2) By Proxy – 1, representing 24,68,892 equity shares.

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, as the requisite quorum being present. The Chairman addressed the shareholders and briefed the members on the agenda for their consideration.

The Chairman thereafter declared that the Notice calling Extraordinary General Meeting had been posted/mailed as the case may be, to all the members of the Company; and that the statutory registers, Statutory Auditor Certificate to the effect that the proposed preferential issue is in accordance with SEBI (ICDR) Regulations, 2009 were available for inspection.

The Chairman further informed the shareholders that the Company has also issued a corrigendum to the notice of the EGM, as required by the stock exchanges to disclose the identity of the natural persons who are the ultimate beneficial owners of the proposed allottee i.e., Indgrowth Capital Fund I.

Accordingly the explanatory statement to the Resolution, set out in the notice of the EGM, in the Sl. No. 10 would be read as under:

HealthCare Global Enterprises Ltd.

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Indgrowth Capital Fund I (“Fund”) is set up as a Trust under the Indian Trusts Act, 1882 vide Indenture of Trust dated January 12, 2017. Mr. Rajesh Singhal is the settlor and protector and the Fund is registered with SEBI as a Category III Alternative Investment Fund under the SEBI (Alternative Investment Funds) Regulations, 2012. UTPL Corporate Trustees Private Limited (“Trustee”) acts as the trustee to the Fund and is de jure responsible for administrating the Fund and its assets. Mr. P.H. Ravikumar, Mr. P. R. Barpande, Mr. V.G. Pathak and Mr. Rupesh Satnaliwala are Directors of UTPL Corporate Trustees Private Limited. There are currently 330 (Three Hundred Thirty) investors in the Fund as on December 18, 2017. In terms of SEBI Circular CIR/MIRSD/2/2013 dated January 24, 2013, it is hereby confirmed that none of the investors or ultimate beneficiaries hold 15% or more interest in the Fund.

Also, post issue % of holding of Indgrowth Capital Fund I, in the table under Sl. No. 10 be read as 1.34% instead of 1.37%.

The Chairman further informed the shareholders that, e-voting facility has been provided to all the 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 Special Business, as per the Notice of the EGM, was transacted –

1. ISSUE OF EQUITY SHARES ON A PREFERENTIAL ALLOTMENT / PRIVATE PLACEMENT BASIS;

The Chairman informed the shareholders that Mr. V. Sreedharan, Partner, V. Sreedharan and Associates, Company Secretaries had been appointed as the Scrutinizer for conducting the e-voting process and voting at the meeting; and to report on the combined voting results of e-voting and the voting at the meeting for the agenda as per the notice of the EGM. 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 on the date of the EGM, being 22nd December 2017.

For HealthCare Global Enterprises Limited


Sunu Manuel
Company Secretary



Date: December 22, 2017
Place: Bangalore