



September 27, 2018

**National Stock Exchange of India Limited,**  
Compliance Department,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai - 400051,  
Maharashtra, India

**BSE Limited,**  
Compliance Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400001,  
Maharashtra, India

Dear Sirs,

**Sub:** Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

**Stock Code:** BSE – 539787, NSE - HCG

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation(s), 2015 we are submitting herewith the proceedings of the 20<sup>th</sup> Annual General Meeting (AGM) of the Members of HealthCare Global Enterprises Limited (“the Company”) held on Wednesday, 26<sup>th</sup> September 2018, at M. S. Ramaiah Memorial Hospital Auditorium, M. S. Ramaiah Memorial Hospital, MSR Nagar, MSRIT Post, Bangalore – 560054, Karnataka, at 3.00 P.M.

The intimation is also being uploaded on the Company’s website.

Kindly take this on record and acknowledge receipt of this intimation.

Thanking you,

For **HealthCare Global Enterprises Limited**

**Sunu Manuel**  
**Company Secretary & Compliance Officer**

Encl: As above



## **SUMMARY OF PROCEEDINGS OF THE 20TH ANNUAL GENERAL MEETING**

The 20<sup>th</sup> Annual General Meeting (“AGM” or “the Meeting”) of the members of HealthCare Global Enterprises Limited (“the Company”) was held on Wednesday, September 26, 2018 at 3.00 PM at M. S. Ramaiah Memorial Hospital Auditorium, M. S. Ramaiah Memorial Hospital, MSR Nagar, MSRIT Post, Bangalore - 560054.

### **Directors Present:**

- 1) Dr. B. S. Ajaikumar, Chairman and CEO;
- 2) Mr. Suresh Senapaty, Independent Director & Chairman of Audit and Risk Management Committee;
- 3) Dr. Sudhakar Rao, Independent Director & Chairman of Corporate Social Responsibility Committee;
- 4) Mr. Shanker Annaswamy, Independent Director & Chairman of Nomination and Remuneration Committee;
- 5) Mr. Gangadhara Ganapati, Non-Independent, Non-Executive Director & Chairman of Stakeholder Relationship Committee.
- 6) Dr. S. T. Ramesh, Independent Director;
- 7) Ms. Bhushani Kumar, Independent Director; and
- 8) Dr. B. S. Ramesh, Executive Director.

### **In attendance**

- 1) Ms. Sunu Manuel, Company Secretary;
- 2) Mr. V. Srinivasa Raghavan, Chief Financial Officer;
- 3) Mr. Amit Somani, Partner, B S R & Co. LLP., Statutory Auditors; and
- 4) Mr. V. Sreedharan, Scrutinizer, Partner, V Sreedharan & Associates.

### **Members Present:**

- 1) In Person: 58 members, representing 2,15,56,487 equity shares; and
- 2) Authorized Representative: 1 member, 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 was present. Chairman addressed the shareholders and provided highlights of the financial performance of the Company and its operations, general overview on the industry, present economic scenario, government policies influencing healthcare sector and its impact on the sector.



Chairman thereafter declared that the copies of Annual Report for FY 2017-18 and the notice of the Meeting had been posted/emailed as the case may be, to all the members of the Company; and that all the relevant documents along with the statutory registers and Secretarial Auditors' Report were available for inspection. Chairman further informed the shareholders that, e-voting facility had been provided to all Members to vote electronically and that there will be no voting by show of hands at the meeting.

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, 2018 and reports of the Board of Directors and the Auditors thereon (Ordinary Resolution);
- 2) Re-appointment of Dr. Amit Varma (DIN:02241746), Director who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution);
- 3) Re-appointment of Dr. B. S. Ramesh (DIN: 00518434), Director who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution);

### **Special Business**

- 4) Approve investments, giving Loans, guarantees or security in Connection with loans availed by body corporates in excess of limits prescribed under Section 186 (2) Of Companies Act, 2013 (Special Resolution);
- 5) Approve appointment of Dr. B. S. Ramesh, Director as Executive Director of the Company (Special Resolution);
- 6) Approve increase in remuneration of Ms. Anjali Ajaikumar, VP – Strategy & Quality, relative of Dr. B. S. Ajaikumar (Special Resolution);
- 7) Approve increase in remuneration of Dr. B. S. Ajaikumar, Chairman & CEO of the company (Special Resolution);
- 8) Approve re-classification of Dr. B. Amarkumar from Promoter Group Category to Public Category (Special Resolution); and
- 9) Ratification of remuneration payable to Cost Auditors for the year 2018-19 (Ordinary Resolution).

At the request of Dr. B. S. Ajaikumar, Mr. Shanker Annaswamy, Independent Director and Chairman of Nomination and Remuneration Committee chaired the Meeting for agenda item no. 6 and 7; and Mr. Gangadhara Ganapati, Non-Independent, Non-Executive Director & Chairman of Stakeholder Relationship Committee chaired the Meeting for agenda item no. 8; since Dr B. S. Ajaikumar was deemed to be interested in these matters as a Director and a shareholder.



Chairman invited the members to ask queries, if any, on the resolutions set out in the notice. Clarifications were provided to the queries raised by the members by Dr. B. S. Ajaikumar, Chairman, Mr. Srinivasa Raghavan, Chief Financial Officer and Ms. Sunu Manuel, Company Secretary.

Chairman informed the shareholders that Mr. V Sreedharan, Partner, V. Sreedharan & Associates, Company Secretaries has been appointed as the Scrutinizer for the voting at this meeting and to report on the combined voting results of e-voting and the voting at the AGM 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 on the date of the AGM, being 26<sup>th</sup> September 2018.

Dr. K.S. Gopinath, one of the promoters of the Company gave vote of thanks to the members of the Board, shareholders and all others present at the Meeting.

**For HealthCare Global Enterprises Limited**

A handwritten signature in blue ink, appearing to read 'Sunu Manuel'.

**Sunu Manuel**  
**Company Secretary**

Date: September 27, 2018