



September 28, 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 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Disclosure of voting results of 20th Annual General Meeting (AGM) of HealthCare Global Enterprises Limited (“the Company”).

Stock Code: BSE – 539787, NSE - HCG

We wish to inform you that the 20th Annual General Meeting (AGM) of the Members of the Company was held on Wednesday, 26th September 2018, at M. S. Ramaiah Memorial Hospital Auditorium, M. S. Ramaiah Memorial Hospital, MSR Nagar, MSRT Post, Bangalore – 560054, Karnataka at 3.00 P.M. and the business mentioned in the Notice of the AGM dated August 09, 2018 were transacted.

In this regard, we are enclosing herewith the following:

- i) Voting results in compliance with Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation(s), 2015 as Annexure - I; and
- ii) Consolidated report dated September 28, 2018 of the Scrutinizer, Mr. V. Sreedharan, Partner, V. Sreedharan & Associates, Company Secretaries, on e-voting and voting at the Annual General Meeting, in compliance with the provisions of section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014 as Annexure - II.

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



RESULTS OF THE MEETING

Sr. No.	Agenda	Resolution required (Ordinary/Special)	Mode of voting	Remarks
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	e-voting and Insta Poll Voting	Passed with requisite majority
2	Re-appointment of Dr. Amit Varma (DIN:02241746), Director who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	e-voting and Insta Poll Voting	Passed with requisite majority
3	Re-appointment of Dr. B. S. Ramesh (DIN: 00518434), Director who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	e-voting and Insta Poll Voting	Passed with requisite majority
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	e-voting and Insta Poll Voting	Passed with requisite majority
5	Approve appointment of Dr. B. S. Ramesh, Director as Executive Director of the Company	Special	e-voting and Insta Poll Voting	Passed with requisite majority
6	Approve increase in remuneration of Ms. Anjali Ajaikumar, VP – Strategy & Quality, relative of Dr. B. S. Ajaikumar	Special	e-voting and Insta Poll Voting	Passed with requisite majority
7	Approve increase in remuneration of Dr. B. S. Ajaikumar, Chairman & CEO of the company	Special	e-voting and Insta Poll Voting	Passed with requisite majority
8	Approve re-classification of Dr. B. Amarkumar from Promoter Group Category to Public Category	Special	e-voting and Insta Poll Voting	Passed with requisite majority
9	Ratification of remuneration payable to Cost Auditors for the year 2018-19	Ordinary	e-voting and Insta Poll Voting	Passed with requisite majority

For HealthCare Global Enterprises Limited



Sunu Manuel
Company Secretary

HealthCare Global Enterprises Limited

HCG Tower, # 8, P Kalinga Rao Road, Sampangi Rama Nagar, Bangalore - 560027.

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ANNEXURE 1

	HEALTHCARE GLOBAL ENTERPRISES LIMITED
Date of the AGM	26-09-2018
Total number of shareholders on record date	10186
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	6
Public:	53
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Financial Statements for the year ended March 31, 2018							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,18,27,882	2,01,10,311	92.1313	2,01,10,311	0	100.0000	0.0000
	Poll		9,54,722	4.3739	9,54,722	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,10,65,033	96.5052	2,10,65,033	0	100.0000	0.0000

Public- Institutions	E-Voting	4,29,91,314	3,98,44,383	92.6801	3,98,44,383	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,98,44,383	92.6801	3,98,44,383	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2,30,36,147	1,37,00,759	59.4750	1,37,00,758	1	99.9999	0.0000
	Poll		26,92,696	11.6890	26,92,696	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,63,93,455	71.164	1,63,93,454	1	100.0000	0.0000
	Total	8,78,55,343	7,73,02,871	87.9888	7,73,02,870	1	100.0000	0.0000

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Dr. Amit Varma, Director, who retires by rotation							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,18,27,882	2,01,10,311	92.1313	2,01,10,311	0	100.0000	0.0000
	Poll		9,54,722	4.3739	9,54,722	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,10,65,033	96.5052	2,10,65,033	0	100.0000	0.0000

Public- Institutions	E-Voting	4,29,91,314	3,98,44,383	92.6801	3,98,44,383	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,98,44,383	92.6801	3,98,44,383	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2,30,36,147	1,37,00,759	59.4750	1,37,00,759	0	100.0000	0.0000
	Poll		26,92,696	11.6890	26,92,696	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,63,93,455	71.164	1,63,93,455	0	100.0000	0.0000
	Total	8,78,55,343	7,73,02,871	87.9888	7,73,02,871	0	100.0000	0.0000

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Dr. B. S. Ramesh, Director, who retires by rotation							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,18,27,882	2,01,10,311	92.1313	2,01,10,311	0	100.0000	0.0000
	Poll		9,54,722	4.3739	9,54,722	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,10,65,033	96.5052	2,10,65,033	0	100.0000	0.0000

Public- Institutions	E-Voting	4,29,91,314	3,98,44,383	92.6801	3,07,01,818	91,42,565	77.0543	22.9456
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,98,44,383	92.6801	3,07,01,818	91,42,565	77.0543	22.9457
Public- Non Institutions	E-Voting	2,30,36,147	1,37,00,759	59.4750	1,37,00,759	0	100.0000	0.0000
	Poll		26,92,696	11.6890	26,92,696	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,63,93,455	71.164	1,63,93,455	0	100.0000	0.0000
	Total	8,78,55,343	7,73,02,871	87.9888	6,81,60,306	91,42,565	88.1731	11.8269

Resolution No.	4							
Resolution required: (Ordinary/ Special)	SPECIAL - Approve investments, giving loans, guarantees or security in connection with loans availed by body corporates in excess of limits prescribed under Section 186 of Companies Act, 2013							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,18,27,882	2,01,10,311	92.1313	2,01,10,311	0	100.0000	0.0000
	Poll		9,54,722	4.3739	9,54,722	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,10,65,033	96.5052	2,10,65,033	0	100.0000	0.0000

Public- Institutions	E-Voting	4,29,91,314	3,98,44,383	92.6801	2,92,14,220	1,06,30,163	73.3207	26.6792
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,98,44,383	92.6801	2,92,14,220	1,06,30,163	73.3208	26.6792
Public- Non Institutions	E-Voting	2,30,36,147	1,37,00,759	59.4750	1,14,81,306	22,19,453	83.8005	16.1994
	Poll		26,92,696	11.6890	26,92,696	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,63,93,455	71.164	1,41,74,002	22,19,453	86.4613	13.5387
	Total	8,78,55,343	7,73,02,871	87.9888	6,44,53,255	1,28,49,616	83.3776	16.6224

Resolution No.	5							
Resolution required: (Ordinary/ Special)	SPECIAL - Approve appointment of Dr. B. S. Ramesh, Director as Executive Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,18,27,882	2,01,10,311	92.1313	2,01,10,311	0	100.0000	0.0000
	Poll		9,54,722	4.3739	9,54,722	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,10,65,033	96.5052	2,10,65,033	0	100.0000	0.0000

Public- Institutions	E-Voting	4,29,91,314	3,98,44,383	92.6801	3,98,44,383	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,98,44,383	92.6801	3,98,44,383	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2,30,36,147	1,37,00,759	59.4750	1,37,00,758	1	99.9999	0.0000
	Poll		26,92,696	11.6890	26,92,696	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,63,93,455	71.164	1,63,93,454	1	100.0000	0.0000
	Total	8,78,55,343	7,73,02,871	87.9888	7,73,02,870	1	100.0000	0.0000

Resolution No.	6							
Resolution required: (Ordinary/ Special)	SPECIAL - Approve increase in remuneration of Ms. Anjali Ajaikumar, VP-Strategy & Quality, relative of Dr. B. S. Ajaikumar, Chairman & CEO of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,18,27,882	18,01,260	8.2521	18,01,260	0	100.0000	0.0000
	Poll		9,54,722	4.3739	9,54,722	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		27,55,982	12.6260	27,55,982	0	100.0000	0.0000

Public- Institutions	E-Voting	4,29,91,314	3,54,85,678	82.5415	3,54,85,678	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,54,85,678	82.5415	3,54,85,678	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2,30,36,147	1,37,00,759	59.4750	1,37,00,228	531	99.9961	0.0039
	Poll		26,92,696	11.6890	26,92,696	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,63,93,455	71.164	1,63,92,924	531	99.9968	0.0032
	Total	8,78,55,343	5,46,35,115	62.1876	5,46,34,584	531	99.9990	0.0010

For the above resolution, 1,83,09,051 votes cast by related parties as specified under 2nd proviso to sub-section 1 of Section 188 of the Companies Act, 2013 are not included.

Resolution No.	7							
Resolution required: (Ordinary/ Special)	SPECIAL - Approve increase in remuneration of Dr B S Ajaikumar, Chairman & CEO of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,18,27,882	2,01,10,311	92.1313	2,01,10,311	0	100.0000	0.0000
	Poll		9,54,722	4.3739	9,54,722	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,10,65,033	96.5052	2,10,65,033	0	100.0000	0.0000

Public- Institutions	E-Voting	4,29,91,314	3,98,44,383	92.6801	2,94,79,954	1,03,64,429	73.9877	26.0122
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,98,44,383	92.6801	2,94,79,954	1,03,64,429	73.9877	26.0123
Public- Non Institutions	E-Voting	2,30,36,147	1,37,00,759	59.4750	1,37,00,628	131	99.9990	0.0009
	Poll		26,92,696	11.6890	26,92,696	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,63,93,455	71.164	1,63,93,324	131	99.9992	0.0008
	Total	8,78,55,343	7,73,02,871	87.9888	6,69,38,311	1,03,64,560	86.5923	13.4077

Resolution No.	8							
Resolution required: (Ordinary/ Special)	SPECIAL - Approve re-classification of Dr. B. Amarkumar from Promoter Group Category to Public Category							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,18,27,882	2,01,10,311	92.1313	2,01,10,311	0	100.0000	0.0000
	Poll		9,54,722	4.3739	9,54,722	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,10,65,033	96.5052	2,10,65,033	0	100.0000	0.0000

Public- Institutions	E-Voting	4,29,91,314	3,98,44,383	92.6801	3,98,44,383	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,98,44,383	92.6801	3,98,44,383	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2,30,36,147	1,37,00,759	59.4750	1,37,00,359	400	99.9970	0.0029
	Poll		26,92,696	11.6890	26,92,696	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,63,93,455	71.164	1,63,93,055	400	99.9976	0.0024
	Total	8,78,55,343	7,73,02,871	87.9888	7,73,02,471	400	99.9995	0.0005

Resolution No.	9							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of Remuneration payable to Cost Auditors for the year 2018-19							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,18,27,882	2,01,10,311	92.1313	2,01,10,311	0	100.0000	0.0000
	Poll		9,54,722	4.3739	9,54,722	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,10,65,033	96.5052	2,10,65,033	0	100.0000	0.0000

Public- Institutions	E-Voting	4,29,91,314	3,98,44,383	92.6801	3,98,44,383	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,98,44,383	92.6801	3,98,44,383	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2,30,36,147	1,37,00,759	59.4750	1,37,00,629	130	99.9990	0.0009
	Poll		26,92,696	11.6890	26,92,696	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,63,93,455	71.164	1,63,93,325	130	99.9992	0.0008
	Total	8,78,55,343	7,73,02,871	87.9888	7,73,02,741	130	99.9998	0.0002

For HealthCare Global Enterprises Limited

Sunu Manuel
Company Secretary

V SREEDHARAN AND ASSOCIATES

Company Secretaries

No. 32/33, 1st and 2nd Floor, GNR Complex, 8th Cross,
Wilson Garden, Bengaluru 560 027

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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 Twentieth Annual General Meeting of the Equity Shareholders
of "HealthCare Global Enterprises Limited" held on Wednesday, September 26,
2018 at M. S. Ramaiah Memorial Hospital Auditorium, M. S. Ramaiah Memorial
Hospital, MSR Nagar, MSRIT Post, Bengaluru - 560054, at 3.00 P.M.

Sir,

I, V. Sreedharan, Partner of V. Sreedharan and Associates, Company Secretaries,
Bengaluru, was appointed as Scrutinizer, pursuant to Section 108 of the Companies
Act, 2013 read with Rule 20 of the Companies (Management and Administration)
Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and
Disclosure Requirements) Regulations, 2015, for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provision of Section
108 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Rules, 2014 and pursuant to Regulation
44 of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015.



- (ii) Voting through electronic voting system (“Instapoll”) at the annual general meeting.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013 and Rules relating to voting by electronic means for the resolutions contained in the Notice of the Twentieth Annual General Meeting of the Equity Shareholders dated August 09, 2018. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer’s Report of the votes cast “in favor” or “against” the resolution stated in the notice of the AGM, based on the report generated from the e-voting system and Instapoll provided by Karvy Computershare Private Limited, the Agency Authorised under the Rules and engaged by the Company to provide e-voting facilities for voting through remote e-voting and voting at the general meeting by Instapoll at the venue of the AGM.

We submit our report as under:

A. Relating to E-Voting:

1. The remote E-Voting period remained open from 9.00 A.M. Sunday, September 23, 2018 up to 5.00 P.M. Tuesday, September 25, 2018.
2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent by electronic mode to those members whose email ids were registered with the Depository Participants and the same were sent to all other members at their registered address in permitted mode.

B. Relating to voting at the AGM :

Instapoll

After the conclusion of the AGM, the votes cast through Instapoll were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.



C. Result of Remote E-Voting and Instapoll Voting at AGM is as under:

1. The voting rights were reckoned as on Wednesday, September 19, 2018, being the Cut-off date for the purpose of deciding the entitlements of members for the remote e-voting and instapoll at the meeting.
2. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on September 26, 2018 at 4.29 P.M. in presence of two witnesses.
3. Thereafter, Karvy Computershare Private Limited provided the details of equity shareholders, who voted "For" or "Against" through voting at the Annual General Meeting by electronic means (Instapoll).
4. The combined result of remote e-voting and poll is as under:

a) RESOLUTION 1

To receive, consider and adopt the Audited Financial Statements of the Company (including audited consolidated financial statements) for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon.



(i) Voted in favour of Resolution

	Remote E-voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	85	38	123
Number of votes cast by them	7,36,55,452	36,47,418	7,73,02,870
% of Total Number of valid votes cast	100	100	100

(ii) Voted against the resolution

	Remote E-voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	1	NIL	1
Number of votes cast by them	1	NIL	1
% of Total Number of valid votes cast	0.00	NIL	0.00

(iii) Invalid Votes - NIL



b) RESOLUTION 2

To appoint a Director in place of Dr. Amit Varma (DIN: 02241746), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of Resolution

	Remote E-voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	85	38	123
Number of votes cast by them	7,36,55,453	36,47,418	7,73,02,871
% of Total Number of valid votes cast	100	100	100

(ii) Voted against the resolution

	Remote E-voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	NIL	NIL	NIL
Number of votes cast by them	NIL	NIL	NIL
% of Total Number of valid votes cast	NIL	NIL	NIL

(iii) Invalid Votes - NIL



c) RESOLUTION 3

To appoint a Director in place of Dr. B. S. Ramesh (DIN: 00518434), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of Resolution

	Remote E-voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	74	38	112
Number of votes cast by them	6,45,12,888	36,47,418	6,81,60,306
% of Total Number of valid votes cast	87.59	100	88.17

(ii) Voted against the resolution

	Remote E-voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	11	NIL	11
Number of votes cast by them	91,42,565	NIL	91,42,565
% of Total Number of valid votes cast	12.41	NIL	11.83

(iii) Invalid Votes - NIL



d) RESOLUTION 4

Authorize Board of Directors of the Company for making investment(s) and acquisition together with the Company's existing investments in all other bodies corporate, loans and guarantees given and securities provided more than the limits specified under section 186 of Companies Act, 2013 for an amount not exceeding Rs.1,200 crore.

(i) Voted in favour of Resolution

	Remote E-voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	73	38	111
Number of votes cast by them	6,08,05,837	36,47,418	6,44,53,255
% of Total Number of valid votes cast	82.56	100	83.38

(ii) Voted against the resolution

	Remote E-voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	12	NIL	12
Number of votes cast by them	1,28,49,616	NIL	1,28,49,616
% of Total Number of valid votes cast	17.44	NIL	16.62

(iii) Invalid Votes - NIL



e) **RESOLUTION 5**

Appointment of Dr. B. S. Ramesh (DIN: 00518434), as Executive Director, for a period of 2 years at a remuneration of Rs. 87,50,000 per annum

(i) **Voted in favour of Resolution**

	Remote E-Voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	84	38	122
Number of votes cast by them	7,36,55,452	36,47,418	7,73,02,870
% of Total Number of valid votes cast	100	100	100

(ii) **Voted against the resolution**

	Remote E-Voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	1	NIL	1
Number of votes cast by them	1	NIL	1
% of Total Number of valid votes cast	0.00	NIL	0.00

(iii) **Invalid Votes - NIL**



f) **RESOLUTION 6**

Enhancement of remuneration of Ms. Anjali Ajaikumar, Vice-President - Strategy & Quality, a relative of Dr. B. S. Ajaikumar, Chairman & CEO from Rs. 48,00,000 to Rs. 55,39,200 per annum.

(i) Voted in favour of Resolution

	Remote E-voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	81	38	119
*Number of votes cast by them	5,09,87,166	36,47,418	5,46,34,584
% of Total Number of valid votes cast	100	100	100

*Does not include 1,83,09,051 votes cast by related parties to the above resolution as specified under 2nd proviso to Sub-Section 1 of Section 188 of the Companies Act, 2013.

(ii) Voted against the resolution

	Remote E-voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	3	NIL	3
Number of votes cast by them	531	NIL	531
% of Total Number of valid votes cast	0.00	NIL	0.00



(iii) Invalid Votes - NIL

g) RESOLUTION 7

Approval for the payment of remuneration to Dr. B. S. Ajaikumar (DIN: 00713779), Chairman & CEO pursuant to the provisions of Section 196, 197, 198, 203 and read with Schedule V of the Companies Act, 2013

(i) Voted in favour the resolution

	Remote E-voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	74	38	112
Number of votes cast by them	6,32,90,893	36,47,418	6,69,38,311
% of Total Number of valid votes cast	85.92	100	86.59

(ii) Voted against the resolution

	Remote E-voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	11	NIL	11
Number of votes cast by them	1,03,64,560	NIL	1,03,64,560
% of Total Number of valid votes cast	14.08	NIL	13.41



(iii) Invalid Votes - NIL

h) RESOLUTION 8

Approval for re-classification of Dr. B. Amarkumar, Shareholding from Promoter Group category to Public category.

(i) Voted in favour of Resolution

	Remote E-voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	84	38	122
Number of votes cast by them	7,36,55,053	36,47,418	7,73,02,471
% of Total Number of valid votes cast	100	100	100

(ii) Voted against the resolution

	Remote E-voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	1	NIL	1
Number of votes cast by them	400	NIL	400
% of Total Number of valid votes cast	0	NIL	0



(iii) Invalid Votes - NIL

i) RESOLUTION 9

Ratification of remuneration payable to Cost Auditors (M/s. M. Thimmarayaswamy & Co., Cost Accountants, Firm No. 102637), for the year 2018-19.

(i) Voted in favour of Resolution

	Remote E-voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	84	38	122
Number of votes cast by them	7,36,55,323	36,47,418	7,73,02,741
% of Total Number of valid votes cast	100	100	100

(ii) Voted against the resolution

	Remote E-voting	Instapoll (E-Voting at AGM)	Total
Number of Members present and voting (in person or by proxy)	1	NIL	1
Number of votes cast by them	130	NIL	130
% of Total Number of valid votes cast	0	NIL	0



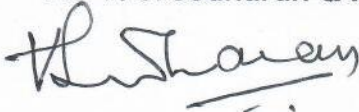
(iii) Invalid Votes - NIL

5. 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.
6. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

Thanking You,

Yours faithfully,

For V. Sreedharan & Associates



(V. Sreedharan)
Partner
FCS 2347; CP No. 833



Place: Bengaluru
Date: September 28, 2018