



September 27, 2019

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 21st Annual General Meeting (AGM) of the Members of HealthCare Global Enterprises Limited (“the Company”) held on Thursday, 26th September 2019, at The Chancery Pavilion, No. 135, Residency Road, Shanthala Nagar, Ashok Nagar, Bengaluru – 560025, 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 21ST ANNUAL GENERAL MEETING

The 21st Annual General Meeting (“AGM” or “the Meeting”) of the members of HealthCare Global Enterprises Limited (‘the Company’) was held on Thursday, September 26, 2019 at 3.00 PM at The Chancery Pavilion, No. 135, Residency Road, Shanthala Nagar, Ashok Nagar, Bengaluru – 560025.

Directors Present:

- 1) Dr. B. S. Ajaikumar, Whole-time Director and CEO;
- 2) Mr. Suresh Senapaty, Independent Director & Chairman of Audit and Risk Management Committee;
- 3) Dr. S. T. Ramesh, 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. Sudhakar Rao, Lead Independent Director; and
- 7) Ms. Bhushani Kumar, Independent 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, Partner, V Sreedharan & Associates, Scrutinizer.

Members Present:

75 members, representing 2,21,27,096 equity shares were present in person.

The Meeting commenced at 3.00 PM (IST).

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 as the requisite quorum being present, called the meeting to order.

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 2018-19 and the notice of the AGM had been posted/emailed as the case may be, to all the members of the Company; and that all the relevant documents, including the Register of Director's shareholding, Register of Directors and Key Managerial Personnel, Minutes of the Annual General Meeting, copies of Audited Financial Statements etc., were available for inspection. With the permission of the members, the Chairman considered the notice of the AGM and Statutory Auditor's Report as read.

Chairman further informed the shareholders that, e-voting facility had been provided to all Members to cast their votes electronically on all the resolutions set forth in the notice of the AGM. Members who were present at the AGM and who had not cast their votes electronically were provided with an opportunity to cast their votes at the end of the meeting by way of "Instapoll", an electronic voting system. It was further informed that there would be no voting by show of hands.

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, 2019 and reports of the Board of Directors and the Auditors thereon (Ordinary Resolution);
- 2) Re-appointment of Mr. Gangadhara Ganapati (DIN: 00489200), Director who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution).

Special Business

- 3) To re-appoint Dr. B. S. Ajaikumar (DIN: 00713779) as Whole-time Director & Chief Executive Officer of the Company, for a period of 4 years w.e.f. July 01, 2019 (Special Resolution);
- 4) To approve increase in remuneration of Ms. Anjali Ajaikumar, VP – Strategy and Quality, relative of Dr. B. S. Ajaikumar, Whole-time Director & CEO (Special Resolution); and
- 5) To ratify the remuneration payable to Cost Auditors for the financial year 2018-19 and 2019-20 (Ordinary Resolution).

At the request of Dr. B. S. Ajaikumar, Chairman of the meeting; Mr. Shanker Annaswamy, Independent Director and Chairman of Nomination and Remuneration Committee chaired the Meeting for agenda item no. 3 and 4, since Dr B. S. Ajaikumar was interested in these matters as a Director and a shareholder of the Company.



Chairman informed the shareholders that Mr. V Sreedharan, Partner, V. Sreedharan & Associates, Company Secretaries has been appointed as the Scrutinizer to report on the combined results of e-voting and Instapoll for each of the items as per the notice of the AGM. The Chairman authorized the Company Secretary to declare the combined voting results, intimate the stock exchanges and place the same on the website of the Company within 48 hours of the conclusion of the meeting; and that the resolutions set forth in the notice of the AGM, if passed with the requisite majority of votes, shall be deemed to be passed on the date of the AGM, being 26th September 2019.

Chairman, invited the members to ask queries, if any, on the resolutions set out in the notice of the AGM. All the queries were attended; and adequate clarifications were provided by the Chairman, members of the Board and the members of the management team.

Mr. Gangadhara Ganapati, Director of the Company gave vote of thanks to the members of the Board, shareholders and all others present at the Meeting. The meeting concluded at 4.20 P. M (IST).

For **HealthCare Global Enterprises Limited**



Sunu Manuel
Company Secretary

Date: September 27, 2019