



### Narayana Hrudayalaya Limited

(CIN- L85110KA2000PLC027497)

Registered Office: 258/A, Bommasandra Industrial Area, Anekal Taluk, Bengaluru-560099

Corporate Office: 261/A, 2<sup>nd</sup> Floor, Bommasandra Industrial Area, Anekal Taluk, Bengaluru-560099

Tel: +91 80 7122 2129

Website: www.narayanahealth.org, e-mail: investorrelations@narayanahealth.org

## MGT-11 FORM OF PROXY

[Pursuant to Section 105 (6) of the Companies Act, 2013 and Rule 19 (3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s):				
Registered address:				
Email ID:		Folio No/ Client ID		DP ID

I/We, being the Member (s) of ..... shares of Narayana Hrudayalaya Limited, hereby appoint  
 1. .... of..... having email id: ..... or failing him  
 2. .... of..... having email id: ..... or failing him  
 3. .... of..... having email id: .....  
 and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf in the 18<sup>th</sup> Annual General Meeting of the Company, to be held on Friday, 3<sup>rd</sup> August 2018 at 11.30.AM at Sathya Sai Samskruta Sadanam, No. 20, Hosur Road, Bengaluru - 560029 and at any adjournment thereof in respect of such resolutions as indicated below:

Resolution No	Business	Optional*	
		For	against
Ordinary Business			
1.	Receive, consider and adopt Audited Standalone Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March 2018		
2.	Receive, consider and adopt Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March 2018		
3.	Receive, consider and adopt the Auditors Report and the Report of Board of Directors for the Financial Year ended 31 <sup>st</sup> March 2018		
4.	Re-appointment of Mr. Viren Shetty (DIN 02144586), who retires by rotation and being eligible, offers himself for re-appointment		
Special Business			
5.	Ratification of remuneration payable to the Cost Auditors for the Financial Year 2018-19		
6.	Re-appointment of Dr. Devi Prasad Shetty (DIN:00252187) as Whole-time Director of the Company for a term of five years		
7.	Re-appointment of Dr. Ashutosh Raghuvanshi (DIN: 02775637) as Managing Director of the Company for a term of five years		
8.	Re-appointment of Mr. Viren Shetty (DIN:02144586), as Whole-time Director of the Company for a term of five years		
9.	Re-appointment of Mr. Dinesh Krishna Swamy (DIN:00041553) as an Independent Director of the Company for a second term of five consecutive year.		

Resolution No	Business	Optional*	
		For	against
10.	Re-appointment of Mr. Muthuraman Balasubramanian (DIN:00004757) as an Independent Director of the Company for a second term of five consecutive years.		
11.	Re-appointment of Mr. Arun Seth (DIN:00204434) as an Independent Director of the Company for a second term of five consecutive years		
12.	Re-appointment of Mr. B.N. Subramanya (DIN:00483654) as an Independent Director of the Company for a second term of five consecutive years		
13.	Re-appointment of Mr. Manohar D Chatlani (DIN:00101591) as an Independent Director of the Company for a second term of five consecutive years		
14.	Increase in borrowing powers of Board of Directors under Section 180(1)(c) of the Companies Act, 2013		
15.	Increase in provision for security in connection with the borrowings under Section 180(1) (a) of the Companies Act, 2013		
16.	Approval for Related Party Transaction for appointment of Dr. Anesh Shetty as a Senior Manager-Operations		
17.	Approval for Related Party Transaction for appointment of Dr. Varun Prasad Shetty as a Consultant Surgeon		
18.	Approval for Related Party Transaction for appointment of Dr. Vivek Shetty as a Consultant Surgeon		

Signed this.....day of..... 2018

Affix  
Revenue  
Stamp

Signature of Members	
Signature of First Proxy holder	
Signature of Second Proxy holder	
Signature of Third Proxy holder	

**Note:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and notes, please refer to the Notice of 18<sup>th</sup> Annual General Meeting.
3. It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the "For" or "Against" column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.