

Date of submission: 26th March, 2022

To, The Secretary Listing Department BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Scrip Code – 539551	To, The Secretary Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Mumbai – 400 051 Scrip Code- NH
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Dear Sir/Madam,

Sub: Result of Postal Ballot by remote e-voting process

In continuation of our letter dated February 21, 2022, submitting the Postal Ballot Notice under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the following-

1. Voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated March 26, 2022.

Based on the Scrutinizer's Report, we wish to inform you that the special resolutions mentioned in the said Postal Ballot Notice have been passed by the Members of the Company with requisite majority on March 24, 2022.

The voting result along with Scrutinizer's report will also be available on the Company's website www.narayanahealth.org.

You are requested to kindly take the above documents on record.

Thanking you.

For **Narayana Hrudayalaya Limited**

Sridhar S
Group Company Secretary, Legal & Compliance Officer

Encl: as above

Postal Ballot through e-voting of Narayana Hrudayalaya Limited -Voting Results

Date of declaration of the results of Postal Ballot through e-voting:	March 26, 2022
Total number of shareholders on record date: (as on cut-off date February 18, 2022)	51,446
Mode of Voting	Remote e-voting only

Result of Postal Ballot meeting			
Sl. No.	Agenda	Resolution type	Result
1	Re-appointment of Dr. Emmanuel Rupert (DIN: 07010883) as Managing Director and Group Chief Executive Officer of the Company	Special	Passed with requisite majority
2	Revision in remuneration of Dr. Emmanuel Rupert (DIN:07010883) as Managing Director and Group Chief Executive Officer of the Company w.e.f. 1st April 2022	Special	Passed with requisite majority

Agenda-wise disclosure

SPECIAL BUSINESS

Item No. 1 - Re-appointment of Dr. Emmanuel Rupert (DIN: 07010883) as Managing Director and Group Chief Executive Officer of the Company

Resolution required: (Ordinary/ Special)					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	130485730	130485730	100.00	130485730	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	130485730	130485730	100.00	130485730	0	0	0
Public-Institutions	E-Voting	59715682	43154266	72.27	34629873	8524393	80.25	19.75
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	59715682	43154266	72.27	34629873	8524393	80.25	19.75
Public- Non-Institutions	E-Voting	14159392	5724861	40.43	5723784	1077	99.98	0.02
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	14159392	5724861	40.43	5723784	1077	99.98	0.02
Total		204360804	179364857	87.77	170839387	8525470	95.25	4.75

Narayana Hrudayalaya Limited

CIN: L85110KA2000PLC027497

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

Corporate Office: 261/A, 2nd Floor, Bommasandra Industrial Area, Anekal Taluk, Bangalore 560099

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Appointments

186-0208-0208

Item No. 2 - Revision in remuneration of Dr. Emmanuel Rupert (DIN:07010883) as Managing Director and Group Chief Executive Officer of the Company w.e.f. 1st April 2022

Resolution required: (Ordinary/ Special)					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	130485730	130485730	100.00	130485730	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	130485730	130485730	100.00	130485730	0	100.00	0
Public-Institutions	E-Voting	59715682	43154266	72.27	27702319	15451947	64.19	35.81
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	59715682	43154266	72.27	27702319	15451947	64.19	35.81
Public- Non-Institutions	E-Voting	14159392	5724883	40.43	5721992	2891	99.95	0.05
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	14159392	5724883	40.43	5721992	2891	99.95	0.05
Total		204360804	179364879	87.77	163910041	15454838	91.38	8.62



SUDHINDRA K.S FCS,LLB.,DIA.,RP
Company Secretary,
Trade Mark Attorney

To
The Chairman
Narayana Hrudayalaya Limited
No 258/A, Bommasandra Industrial Area
Anekal Taluk, Bengaluru-560099

SCRUTINIZER'S REPORT

I, Sudhindra K S, Practising Company Secretary (Membership No. FCS 7909, having my office at 116/6, 2nd Floor, 11th Cross, next to Union Bank of India, Malleshwaram, Bengaluru, Karnataka, India 560 003, have been appointed as the Scrutinizer to conduct the postal ballot through remote e-voting in respect of Special Resolutions for approval for re-appointment and fixation of remuneration of Managing Director pursuant to the Notice dated February 17, 2022, issued under Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014, as amended from time to time read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars").

The Notice dated February 17, 2022 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent through electronic mode to those Members whose e-mail addresses were registered with the Company/Depositories.

The Company had engaged the services of National Securities Depository Limited ("NSDL") to provide remote e-voting facility to its Members.

The shareholders of the Company holding shares as on the "cut-off" date of February 18, 2022 were entitled to vote on the resolution as contained in the Notice.

The remote e-voting period commenced from 9:00 AM (IST) on Wednesday, February 23, 2022 and ended at 5:00 p.m. (IST) on Thursday, March 24, 2022 and the NSDL e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked and were counted.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot.



My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the special resolutions.

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through remote e-voting mode in respect of the said Special Resolutions for approval for re-appointment and fixing remuneration of the Managing Director as under:

After ascertaining the votes cast by e-voting, I hereby submit the result as under:

Particulars	Resolution 1	Resolution 2
Total e-voting	522	523
Total	522	523
Less: Invalid E-Voting	0	0
Net Valid e-voting	522	523
E-voting with Assent	453	418
E-voting with Dissent	69	105

Resolution 1 – Special Resolution:

To re-appoint Dr. Emmanuel Rupert (DIN: 07010883) as Managing Director and Group Chief Executive Officer of the Company.

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
453	170839387	95.2469%

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
69	8525470	4.7531%

(iii) **Invalid Votes:**

Number of Members voted	Total number of invalid votes cast by them
Nil	Nil

Resolution 2 – Special Resolution:

To approve revision in remuneration of Dr. Emmanuel Rupert (DIN:07010883) as Managing Director and Group Chief Executive Officer of the Company w.e.f. 1st April, 2022.



SUDHINDRA K.S FCS,LLB.,DIA.,RP

Company Secretary,

Trade Mark Attorney

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
418	163910041	91.38358%

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
105	15454838	8.61642%

(iii) Invalid Votes:

Number of Members voted	Total number of invalid votes cast by them
Nil	Nil

Sincerely

Sudhindra K S

Scrutinizer

Company Secretary

FCS No 7909, CP. No: 8190

UDIN: F007909C003112670

Place: Bengaluru

Date: 26th March 2022