

Date of submission: 10<sup>th</sup> August 2019

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 – 400 050 Stock Code- NH
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**Sub: Summary of proceedings of 19<sup>th</sup> Annual General Meeting**


The 19<sup>th</sup> Annual General Meeting ('AGM') of the Company was held today at 11:30 AM and concluded at 12:45 PM and the business mentioned in the Notice dated May 24<sup>th</sup>, 2019 were transacted.

In this regard, please find enclosed summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the same on your records and oblige.

Thanking you.

For **NARAYANA HRUDAYALAYA LIMITED**



Sridhar S  
Group Company Secretary, Legal and Compliance Officer

### Summary of proceedings of the 19<sup>th</sup> Annual General Meeting

The 19<sup>th</sup> Annual General Meeting (AGM) of the Members of Narayana Hrudayalaya Limited ('the Company') was held on Saturday, August 10, 2019 at 11.30 AM (IST) at "Sathya Sai Samskruta Sadanam", No. 20, Hosur Road, Bengaluru - 560029. The Chairman of the Company, Dr. Devi Prasad Shetty welcomed the Members to the 19<sup>th</sup> Annual General Meeting and introduced the Board members on the Dias. He then delivered his speech. Thereafter, Dr. Emmanuel Rupert, Managing Director & Group CEO of the Company was appointed as Chairman of the meeting. The requisite quorum being present, the Chairman of the meeting called the meeting to order. All the Directors of the Company, Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee were present at the Meeting. The representatives of the Statutory Auditor and Secretarial Auditors were also present at the Meeting.

The Chairman of the meeting informed that the Company had provided the Members the facility to cast their vote through remote electronic voting on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes through remote electronic voting were provided an opportunity to cast their votes at the meeting through electronic insta voting. It was further informed that there would be no voting by show of hands.

The following items of business, as per the Notice of AGM dated May 24, 2019, were transacted at the meeting and the Chairman of the meeting presided over these agenda items, except Item No.5 and 6 in which he was interested. Mr. Arun Seth, Director of the Company conducted the proceedings for Item No.5 and 6. .

1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2019 including Consolidated Financial Statements for the said year, together with the Reports of the Board of Directors and the Auditors thereon
2	To declare a dividend of Re. 1.00 per Equity Share for the financial year ended 31st March 2019
3	To appoint a Director in place of Dr. Devi Prasad Shetty (DIN: 00252187), who retires by rotation and being eligible, offers himself for re-appointment
4	Ratification of remuneration payable to the Cost Auditors for the Financial Year 2019-20
5	Appointment of Dr. Emmanuel Rupert (DIN: 07010883) as a Director of the Company
6	Appointment of Dr. Emmanuel Rupert (DIN: 07010883) as Managing Director and Group CEO of the Company
7	Appointment of Ms. Nivruti Rai (DIN: 01353079) as an Independent Director of the Company for a term of three consecutive years
8	Continuation of Mr. Muthuraman Balasubramanian (DIN: 00004757) as an Independent Director of the Company
9	Revision in remuneration of Dr. Devi Prasad Shetty (DIN: 00252187) as Whole-time Director
10	Revision in remuneration of Mr. Viren Shetty (DIN:02144586) as Whole-time Director and Group Chief Operating Officer (COO)
11	To provide loans to and / or give guarantees and / or provide securities in connection with loans raised by Meridian Medical Research and Hospital Limited, Subsidiary Company
12	Issue of debt securities on Private Placement Basis



*Siddharth*

13	Revision in remuneration payable to Dr. Varun Shetty as a Consultant Surgeon, an office or place of profit under the Companies Act, 2013
14	Revision in remuneration payable to Dr. Vivek Shetty as a Consultant Surgeon, an office or place of profit under the Companies Act, 2013
15	Fees for delivery of any document through a particular mode of delivery to a Member

On invitation from the Chairman of the meeting, some Members of the Company addressed the meeting and provided their views on the Company's performance and asked few questions on the performance and prospects of the company. The queries of the Members were replied to their satisfaction.

The Chairman of the meeting then informed that the Board of Directors had appointed Mr. Sudhindra K S, Practicing Company Secretary as the Scrutinizer to supervise the remote electronic voting and Insta voting process provided at the meeting.

The Chairman of the meeting further informed that the results of the remote e-voting and voting at the AGM, together with the Report of Scrutinizer thereon, will be displayed / disclosed within 48 hours on the website of the Company and will be submitted to the Stock exchanges, BSE Limited and National Stock Exchange of India Limited where the shares of the Company are listed, for placing the same on their respective websites.

The Chairman of the meeting thanked the Shareholders for their active participation in the 19<sup>th</sup> AGM of the Company and declared the meeting as concluded.



*Sudhindra K S*