

22.12.2016

To Secretary Listing Department BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Scrip Code - 355123	To Secretary Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Mumbai - 400 050 Scrip Code- NH
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Dear Sir/Madam,

**Sub: Outcome of Board Meeting held on 22<sup>nd</sup> December, 2016.**

With reference to the captioned subject, we hereby inform that pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company proposes to conduct Postal Ballot for obtaining approval of Members of the Company, to issue non-convertible debentures by private placement basis and for appointment of scrutinizer.

In this regard, the Board of Directors of the Company at its meeting held today i.e., 22<sup>nd</sup> December, 2016, appointed M/s. Ganapathi & Mohan, Company Secretaries, having firm Registration No. P2002KR057100, Bangalore as Scrutinizer and M/s. Karvy Computershare Private Limited, Share Transfer Agent of the Company for providing e-voting services for conducting Postal Ballot.

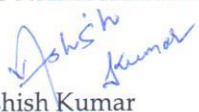
Please find enclosed herewith:

1. Consent Letter of Scrutinizer,
2. Calendar of events for Postal Ballot process.

Kindly take the same on your records and oblige.

Thanking you,

Yours faithfully,

For **NARAYANA HRUDAYALAYA LIMITED**  
Ashish Kumar  
Group Company Secretary and Compliance Officer.

ANNEXURE 1



**GANAPATHI & MOHAN**  
Company Secretaries

To:

Date: 12.12.2016

**The Board of Directors**

**Narayan Hrudayalaya Limited**

(Formerly known as Narayan Hrudayalaya Private Limited)  
258/A, Bommasandra Industrial Area,  
Anekal Taluk, Bengaluru-562158

**Sub: Consent to act as Scrutinizer for resolutions to be passed by postal ballot and e-voting process u/s 110 of the Companies Act 2013.**

We refer to your communication on the aforesaid subject matter. With reference to the captioned subject, we accord our consent to act as scrutinizer for conducting Postal Ballot/ E-Voting process in fair & transparent manner in compliance with the provisions of Companies (Management and Administration) Rules 2014 read with Section 110 of the Companies Act, 2013 and Secretarial Standards -2, for passing of resolution by means of Postal Ballot for issue of Non-Convertible Debentures.

You are kindly requested to forward a certified copy of Board resolution authorizing one of the directors of the Company and compliance officer to be responsible for the entire Postal Ballot process and approval of the Postal Ballot Notice u/s 110 of the Companies Act, 2013, draft resolutions, explanatory statement, postal ballot form, letter of appointment of Scrutinizer and approval of the calendar events for implementing the proposal to pass resolution by means of Postal Ballot.

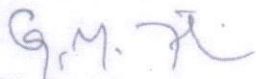
We look forward to receive your confirmation.

Thanking you,

Yours faithfully,

For Ganapathi & Mohan  
Company Secretaries

FRN: P2002KR057100



CS. G M Ganapathi,  
Partner

C.P. 4520, FCS: 5659



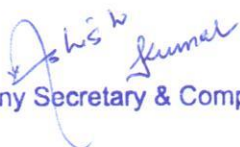


## ANNEXURE 2.

### CALENDAR OF EVENTS FOR POSTAL BALLOT

Sl No.	Purpose	Date of Event
1	The date on which consent given by the scrutinizer to act as scrutinizer.	12.12.2016
2	The date of Board Meeting for authorizing a functional Director and / or Company Secretary to be responsible for entire Postal Ballot process.	22.12.2016
3	The date of appointment of scrutinizer to conduct the postal ballot and issue report thereon and filing of intimation of Board Meeting and calendar of events for conducting Postal Ballot to Stock exchanges.	22.12.2016
4	The Cut-off date for determining the shareholders to whom the Postal Ballot Notice will be sent.	23.12.2016
5	Filing Postal Ballot Notice and Form with Stock Exchanges.	28.12.2016
6	The date of completion of dispatch of Postal Ballot Notice along with Postal Ballot Form and postage pre-paid self-addressed envelope.	28.12.2016
7	Intimation of completion of dispatch of notice of Postal Ballot to Stock Exchanges and publish newspaper advertisement intimating completion of dispatch of Notice of Postal Ballot and the last date for receipt of Postal Ballot Forms.	29.12.2016
8	Voting start date.	01.01.2017
9	Voting end date.	30.01.2017
10	Preparation of scrutinizers report and submission of the same to the chairman/ director of the Company.	On or before 01.02.2017
11	Date of declaration of results by chairman/ director of the Company and posting in website of the Company and intimating the same to Stock Exchange, NSDL, CDSL and Karvy.	On or before 01.02.2017

**For Narayana Hrudayalaya Limited**

  
 Company Secretary & Compliance Office

