

Date of submission: 01.09.2020

To

The Secretary Listing Department **BSE Limited** Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001

The Secretary Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Mumbai - 400 050 Stock Code- NH

Scrip Code - 539551

Sub: Declaration of Voting Results

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results in the prescribed format, in respect of remote e-voting and voting through insta voting at the meeting on all the resolutions mentioned in the Notice dated 15th June 2020 of the 20th AGM held on August 31, 2020.

Also, please find enclosed the Scrutinizer's' Report on remote e-voting and voting through insta voting.

Kindly take the same on your records and oblige.

Thanking you,

For NARAYANA HRUDAYALAYA LIMITED,

Sridhar S

Group Company Secretary, Legal and Compliance Officer

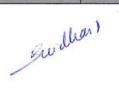




Name of the Company	NARAYANA HRUDAYALAYA LIMITED
Date of the AGM/EGM	31-08-2020
Total number of shareholders on record date	33201
No. of shareholders present in the meeting either in person or through proxy:	NA
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	6
Public:	54

Resolution No.	1			2	i: .	f		
Resolution required: (Ordinary/ Special)	District Control of the Control of t	ORDINARY - To receive, consider and adopt the audited Financial Statements of the Company including the audited Consolidated Financial Statements for the financial year ended 31st March 2020, together with the Reports of the Board of Directors and the Auditors thereon.						
Whether promoter/ promoter group are								
interested in the agenda/resolution?	No							
	-	No. of shares	No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in	No. of Votes –	% of Votes in favour on votes polled	% of Votes against on votes polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		126,783,666	97.1629	126,783,666	0	100.0000	0.0000
	Poll	130,485,730	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if	130,463,730						
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		126,783,666	97.1629	126,783,666	0	100.0000	0.0000
	E-Voting		44,078,394	74.6469	44,078,394	0	100.0000	0.0000
	Poll	59,049,213	0	0.0000	.0	0	0.0000	0.0000
	Postal Ballot (if	33,043,213					E.	
Public- Institutions	applicable)		0	0.0000	0	.0	0.0000	0.0000
	Total		44,078,394	74.6469	44,078,394	0	100.0000	0.0000
	E-Voting	Tr.	6,807,819	45.9185	6,807,652	167	99.9975	0.0024
	Poll	14,825,861	5,525	0.0373	5,525	0	100.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)	14,623,601	0	0.0000	0	0	0.0000	0.0000
	Total		6,813,344	45.9558	6,813,177	167	99.9975	0.0025
	Total	204,360,804	177,675,404	86.9420	177,675,237	167	99.9999	0.0001





Resolution No.	2	2						
Resolution required: (Ordinary/ Special)	The second of th	ORDINARY - To confirm the interim dividend of INR 1.00 per Equity Share paid during the financial year ended on 31st March 2020 as the final dividend for the financial year ended 31st March 2020.					0 as the final	
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100		No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting		126,783,666	97.1629	126,783,666	0	100.0000	0.0000
	Poll	100 405 700	0	0.0000	0	C	0.0000	0.0000
	Postal Ballot (if	130,485,730						
Promoter and Promoter Group	applicable)	-	0	0.0000	0	C	0.0000	
	Total		126,783,666	97.1629	126,783,666	0	100.0000	
	E-Voting		44,078,394	74.6643	44,078,394	0	100.0000	
	Poll	50.040.313	0	0.0000	0	C	0.0000	0.0000
Public- Institutions	Postal Ballot (if applicable)	59,049,213	0	0.0000	0	C	0.0000	0.000
	Total	The second second	44,078,394	74.6643	44,078,394	C	100.0000	0.0000
	E-Voting		6,807,819	45.9185	6,807,762	57	99.9991	0.0008
	Poll	14.005.004	5,525	0.0373	5,525	0	100.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)	14,825,861	0	0.0000	0	C	0.0000	0.000
1 Series Characteristicals	Total		6,813,344	45.9558	6,813,287	57	99.9992	0.0008
	Total	204,360,804	177,675,404	86.9420	177,675,347	57	100.0000	0.0000





Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To a re-appointment.	ORDINARY - To appoint a Director in place of Dr. Kiran Mazumdar Shaw DIN 00347229, who retires by rotation and being eligible, offers herself fre-appointment.					offers herself for	
Whether promoter/ promoter group are								
interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100		No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
outoget (E-Voting	, ,	126,783,666			0	100.0000	
	Poll	100 405 700	C	0.0000	0	0	0.0000	0.0000
Promoter and Promoter Group	Postal Ballot (if applicable)	130,485,730	C	0.0000	0	0	0.0000	0.0000
	Total		126,783,666	97.1629	126,783,666	0	100.0000	0.0000
2	E-Voting		39,372,723	74.6469	39,285,813	86,910	99.8028	0.1971
	Poll	50.040.212	C	0.0000	0	0	0.0000	0.0000
Public- Institutions	Postal Ballot (if applicable)	59,049,213	C	0.0000	0	0	0.0000	0.0000
6,,	Total		39,372,723	74.6469	39,285,813	86,910	99.7793	0.2207
II a	E-Voting	11	6,807,819	45.9185	6,807,642	177	99.9974	0.0025
	Poll	14 925 961	5,525	0.0373	5,525	0	100.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)	14,825,861	C	0.0000	0	0	0.0000	0.0000
	Total		6,813,344	45.9558	6,813,167	177	99.9974	0.0026
	Total	204,360,804	172,969,733	84,6394	172,882,646	87,087	99.9497	0.0503



Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Rati	ORDINARY - Ratification of remuneration payable to the Cost Auditors for the Financial Year 2020-21						
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Catagony	Mode of Voting		No. of votes	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	CONTRACTOR OF THE PROPERTY OF	No. of Votes –	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Category	E-Voting	neid (1)	126,783,666				100.0000	0.0000
	Poll	-	0	0.0000		0	0.0000	0.0000
Promoter and Promoter Group	Postal Ballot (if applicable)	130,485,730	0	0.0000		0	0.0000	0.0000
Tromoter and Fromoter Group	Total		126,783,666			0	100.0000	
	E-Voting	1	44,078,394				100.0000	0.0000
	Poll		0	0.0000		0	0.0000	0.0000
Public- Institutions	Postal Ballot (if applicable)	59,049,213	0	0.0000	0	0	0.0000	0.0000
	Total		44,078,394	74.6469	44,078,394	0	100.0000	0.0000
	E-Voting		6,807,819	45.9185	6,807,332	487	99.9928	0.0071
•	Poll	14,825,861	5,525	0.0373	5,525	0	100.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)	14,023,001	0	0.0000	0	0	0.0000	0.0000
	Total	بالأراب الأراب الأراز	6,813,344	45.9558	6,812,857	487	99.9929	0.0071
	Total	204,360,804	177,675,404	86.9420	177,674,917	487	99.9997	0.0003



Resolution No.	5	5						
Resolution required: (Ordinary/ Special)	SPECIAL - Issue o	SPECIAL - Issue of Debt Securities on Private Placement Basis						
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
a.	8	No. of shares	Moder en medeles	% of Votes Polled on outstanding shares	STATES AND THE STATES OF THE S	20 COLOR DOCUMENT	% of Votes in favour on votes polled	% of Votes against on votes polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100		against (5)		(7)=[(5)/(2)]*100
	E-Voting		126,783,666			0	100.0000	
	Poll	130,485,730	0	0.0000	0	0	0.0000	0.0000
Promoter and Promoter Group	Postal Ballot (if applicable)		0	0.0000		0	0.0000	Annual Control
	Total		126,783,666	97.1629	126,783,666	0	100.0000	0.0000
	E-Voting	ä	44,078,394	74.6469	44,078,394	0	100.0000	0.0000
	Poll	59,049,213	0	0.0000	' 0	0	0.0000	0.0000
Public- Institutions	Postal Ballot (if applicable)	39,049,213	. 0	0.0000	0	0	0.0000	0.0000
	Total		44,078,394	74.6469	44,078,394	0	100.0000	0.0000
	E-Voting		6,807,819	45.9185	6,806,274	1,545	99.9773	0.0226
	Poll	14,825,861	5,525	0.0373	5,525	0	100.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)	14,023,861	0	0.0000	0	0	0.0000	0.0000
	Total		6,813,344	45.9558	6,811,799	1,545	99.9773	0.0227
	Total	204,360,804	177,675,404	86.9420	177,673,859	1,545	99.9991	0.0009





To

The Chairman Narayana Hrudayalaya Limited No 258/A, Bommasandra Industrial Area Anekal Taluk, Bengaluru-562158

Sir,

Sub: Consolidated Scrutinizer Report on Remote E-voting conducted pursuant to the provision of the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended by the Companies (Management & Administration) Amendment Rules, 2015 and Remote E-voting at the 20thAnnual General Meeting of Shareholders of the Company heldon Monday, the 31st day of August, 2020 through video conferencing ('VC') or other audio-visual means ('OAVM').

I Sudhindra K S, a Company Secretary in Practice having office at 36, "Shivakrupa", Ground Floor, 6th Main, 7th Cross, Malleswaram, Bengaluru 560003, Karnataka-India, have been appointed as the **Scrutinizer** for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner by ascertaining the requisite majority on the e-voting process carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and as amended by the Companies (Management & Administration) Amendment Rules, 2015 in respect of the resolutions referred in the Notice of the 20th Annual General Meeting of the Members of Narayana Hrudayalaya Limited held on Monday, the 31st August 2020 at 11:30 AM through video conferencing ('VC') or other audio-visual means ('OAVM').

In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed, the Annual General Meeting ("AGM") of the Company was held on Monday, August 31, 2020 at 11.30 AM through video conferencing ('VC') or other Audio visual means ('OAVM') and the voting for items had been transacted as per the Notice of this AGM only through remote electronic voting process and electronic voting (remote) during the AGM in compliance with applicable provisions of the Companies Act, 2013, including any statutory modification or re-enactment thereof read with Rule 22 of the Companies (Management and Administration) Rules 2014 as amended from time to time and the General Circular No 14/2020 dated April 08, 2020, the General Circular No 17/2020 dated April 13, 2020 in relation to "Clarification on passing ordinary and special resolutions by Companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID-19 and the General Circular No 20/2020 dated May 5, 2020, in relation to "Clarification on holding Annual General Meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM) all issued by the Ministry of Corporate Affairs, Government of India ("the MCA Circulars") and Regulation 44 of the SEBI (Listing Obligations Disclosure Requirements) Regulation 2015 ("Listing Regulations") read with Circular dated May 12, 2020, in relation to "Additional relaxation in relation to compliance with certain provision of SEBI(Listing Obligations & Disclosure Requirements) Regulation 2015-COVID-19 pandemic".

The Venue for the AGM was deemed to be the place from where the Chairman of the Board conducted the meeting, i.e. the Registered Office of the Company.

Further, pursuant to the MCA and SEBI Circulars, as confirmed by the Company, the Notice of DPD 10th AGM along with statement setting out material facts under Section 102 of the Act, No.89 with the Annual Report for the FY 2019-2020 was sent in electronic form only to those No.09 when here whose email addresses are registered with the Company/Depositories.

The Notice calling the 20th AGM had been uploaded on the website of the Company at www.narayanahealth.org. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited ("BSE") and National Stock Exchange of India ("NSE") at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of National Securities Depository Limited ("NSDL") (agency for providing the remote e-voting facility) i.e. www.evoting.nsdl.com.

Since this AGM was held pursuant to the MCA Circulars through VC or OAVM, physical attendance of Members had been dispensed with. Accordingly, in terms of the abovementioned MCA and SEBI circulars, the facility for appointment of proxies by the Members was also dispensed.

Members attending the meeting through VC or OAVM had been counted for purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and remote e-voting during the AGM on the Resolutions set out in Notice of 20thAnnual General Meeting of the Members of the Company. My responsibility, as a scrutinizer for remote e-voting is restricted to the extent of making Scrutinizer's report of the votes cast "In favour" or "Against" on the Resolutions stated above, based on the reports generated from the e-voting system provided by "NSDL".

The Company appointed National Securities Depository Limited ("NSDL") (agency for providing the remote e-voting facility) i.e. www.evoting.nsdl.com as a service provider for extending the facility of providing remote electronic voting to the Shareholders of the Company from 9.00AM on Thursday27th August 2020 till5:00 PM of Sunday, 30th August 2020.

The voting period for the remote e-voting commenced on Thursday, 27th August 2020, at 9.00 AM and ended on Sunday, 30th August 2020 at 5.00 PM and the NSDL e-voting platform was blocked in due time for my access. After the closure of the voting at the AGM, the report on voting done through electronic voting system at the meeting was downloaded by me and voting was diligently scrutinized and the votes cast under remote e-voting facility was thereafter unblocked by me on31st August2020. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system.

I now submit my consolidated report as under on the results of the remote e-voting in respect of said resolutions.

In determining the validity of votes cast, I have adopted the following criteria;

P.No.8790

The members who have exercised their voting rights through remote e-voting and e-voting during the AGM. In such cases, the e-votes on the basis of votes cast through remote e-voting has been taken into consideration.

In respect of e-voting exercised by bodies corporate, Institutional Members (Flls/Mutual Funds/Banks) etc., I have relied on the Power of Attorney/Authorization/Board Resolutions as uploaded by them in the website of NSDL and same were downloaded from the www.evoting.nsdl.com and Power of Attorney/Authorization/Board Resolutions received by me directly from the Corporate Members.

The electronic register and all other papers together with relevant records relating to remote electronic voting would be handed over to the Company Secretary for safe keeping.

Consolidated Results:

Consolidated Result of Item No.1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2020 including Consolidated Financial Statements for the said year, together with the Reports of the Board of Directors and the Auditors thereon.

(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
169	177675237	99.9999%

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	167	0.0001%

(iii) Invalid Votes:

Number of Members voted	Total number of invalid votes cast by them
*10	3875983

10 (Ten)Corporate members who have exercised e-voting have not submitted the Power of attorney/Board Resolution authorising to exercise the voting at the AGM and hence considered invalid.

Thus, the ordinary resolution contained in Item No.1 of the notice dated 15th June 2020 stands passed with requisite majority.

Consolidated Results of Item No. 2:Ordinary Resolution

To declare a dividend of INR 1.00 per Equity Share for the financial year ended 31st March 2020.

(i) Voted in favour of the resolution:

Number of Members	Number of valid votes	% of total number of
voted	cast by them	valid votes cast
170	177675347	100.00%

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	57	0.0000%

(iii) Invalid Votes:

Number of Members voted	Total number of invalid votes cast by
	them
13	3886268

Thirteen) Corporate members who have exercised e-voting have not submitted of the submitted of attorney/Board Resolution authorising to exercise the voting at the AGM mand hence considered invalid.

Thus, the ordinary resolution contained in Item No.2 of the notice dated 15th June 2020 stands passed with requisite majority.

Consolidated Results of Item No. 3: Ordinary Resolution

To appoint a Director in place of Dr. Kiran Mazumdar Shaw (DIN:00347229), who retires by rotation and being eligible, offers himself for re-appointment.

(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
164	172882646	99.94%

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

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
10	87087	0.06%

(iii) Invalid Votes:

Number of Members voted	Total number of invalid votes cast by	
	them	
*11	8581654	

^{*10 (}Ten)Corporate members who have exercised e-voting have not submitted the Power of attorney/Board Resolution authorising to exercise the voting at the AGM and hence considered invalid.

One interested member holding 4705671 shares who exercised e-voting considered invalid.

Thus, the ordinary resolution contained in Item No.3 of the notice dated 15th June 2020 stands passed with requisite majority.

Consolidated Results of Item No.4: Ordinary Resolution:

Ratification of remuneration payable to the Cost Auditors for the Financial Year 2020-21

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

Number of Members	Number of valid votes	% of total number of
voted	cast by them	valid votes cast
165	177674917	99.9997%

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
10	487	0.0003%

(iii) Invalid Votes:

Number of Members voted	Total number of invalid votes cast by them
, 10	3875983

10 (Ten)Corporate members who have exercised e-voting have not submitted the Power of attorney/Board Resolution authorising to exercise the voting at the AGM and hence considered invalid.

Thus, the ordinary resolution contained in Item No.4 of the notice dated 15th June 2020 stands passed with requisite majority.

Consolidated Results of Item No.5: Special Resolution

Issue of Debt Securities on Private Placement Basis

(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
163	177673859	99.9991%

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
12	1545	0.009%

(iii) Invalid Votes:

Number of Members voted	Total number of invalid votes cast by them
10	3875983

10 (Ten)Corporate members who have exercised e-voting have not submitted the Power of attorney/Board Resolution authorising to exercise the voting at the AGM and hence considered invalid.

Thus, the special resolution contained in Item No.5 of the notice dated 15^{th} June 2020 stands passed with $3/4^{th}$ requisite majority.

C.P.No.8190 FCS No. 7909

BANGALORE

any sec

Sudhindra K S

SCRUTINISER – AGM Company Secretary B.Com. FCS.LLB, DIA, RP UDIN:F007909B000635470

Place: Bengaluru

Dated:1st September2020