



**REGENCY  
HEALTHCARE**  
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**REGENCY HOSPITAL LTD.**  
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CIN No. : L85110UP1987PLC008792  
www.regencyhealthcare.in

24<sup>th</sup> July, 2015

BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400001

BSE Scrip Code: 526403

Dear Sir,

**Sub: Declaration of Result of Postal Ballot for voluntary delisting of equity shares of Regency Hospital Limited under the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (“Delisting Regulations”) in compliance with Clause 35A of the Listing agreement**

This is with reference to the Notice of Postal Ballot dated 17<sup>th</sup> June, 2015, sent to the members of the Company seeking their approval by way of Postal Ballot pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Securities and Exchange of India (Delisting of Equity Shares) Regulations, 2009, in respect of the Resolution for voluntary delisting of equity shares of Regency Hospital Limited (“Company”) from the Stock Exchange(s).

The last date for casting of vote through e-Voting and of receipt of the Postal Ballot Forms, duly completed and signed by the Members was July 21, 2015 before 5:00 pm. Mr. Surendra Kumar Sahu, Company Secretary in Practice, the Scrutinizer has submitted his report dated July 24, 2015 on the Postal Ballot. The results of the Postal Ballot were announced on Friday, July 24, 2015 at the Registered Office of the Company:

In this respect and in compliance with Clause 35A of the Listing Agreement, we furnish the details of the postal ballot result (herein attached as Annexure I)



The said resolution passed as special resolution has been approved by the requisite majority of votes as required under Section 114 of the Companies Act, 2013 and considering only votes cast by public shareholders, votes cast in favour of the special resolution is more than two times the votes cast against the special resolution in compliance with the requirement of the proviso to Regulation 8(1)(b) of the Delisting Regulations.

Kindly take the same on record.

**For Regency Hospital Limited**



Ankit Mishra  
Company Secretary

**Encl: as above**

**Annexure I**

**Details of Results of Postal Ballot (including e-Voting) as per Clause 35A of the Listing Agreement:**

Pursuant to Clause 35A of the Listing Agreement, please find below details regarding the Postal Ballot Result declared today i.e. **July 24, 2015:**

Date of declaration of results of postal ballot	July 24, 2015
Total number of shareholders on record date	16,073
No. of Shareholders present in the meeting either in person or through proxy	N.A.
No. of Shareholders attended the meeting through Video Conferencing	N.A.

**Details of Resolution:**

Details of the Agenda	To voluntary delist the equity shares of the Company from Stock Exchange(s) pursuant to SEBI (Delisting of Equity Shares) Regulations 2009 ( as amended thereof)
Resolution required	Special Resolution
Mode of voting	Postal Ballot including e-Voting



**Details of Postal Ballot (including e-Voting)**

Promoter / Public	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	5576491	5576491	100	5576491	0	100	0
Public - Institutional holders	0	0	0	0	0	0	0
Public - others	1930736	1930226	99.97	1927566	2660	99.86	0.14
<b>Total</b>	<b>7507227</b>	<b>7506717</b>		<b>7504057</b>	<b>2660</b>	<b>99.96</b>	<b>0.04</b>

Note: excluding invalid votes



**Details of voting in terms of Regulations 8(1)(b) of the Securities and Exchange of India (Delisting of Equity Shares) Regulations 2009:**

Particulars	No. of Ballot Forms	No. of shares each voted upon	Percentage of Public shareholding
Total valid Postal Ballot Forms/E-voting received	390	7506717	100%
Less: Promoters shareholding	6	5576491	74.29%
Public Shareholding	384	1930226	25.71%
Assent to the Resolution out of public shareholding	344	1927566	99.86%
Dissent to the Resolution out of public shareholding	40	2660	0.14%



To  
Chairman  
Regency Hospital Limited  
A-2, Sarvodaya Nagar,  
Kanpur – 208005

Dear Sir

**Sub: Passing of Resolution through Postal Ballot**

Pursuant to the resolution passed by the Board of Directors of Regency Hospital Limited ("RHL") on 17<sup>th</sup> June 2015, I have been appointed as a Scrutinizer to receive process and scrutinize the postal ballot papers in respect of the Special Resolutions as circulated in the postal ballot notice dated 17<sup>th</sup> June 2015.

To enable wider participation of shareholders, pursuant to the provisions of Section 108 of the Companies Act, 2013 and the Rules framed there under vide Companies (Management and Administration) Rules, 2014 and pursuant to SEBI's circular no. CIR/CFD/DIL/6/2012, dated 13<sup>th</sup> July 2012 as amended by its circular CIR/CFD/POLICY CELL/2/2014 17<sup>th</sup> April 2014, listed Companies listed on National Stock Exchange of India (NSE) and BSE Limited (BSE), are required to provide e-voting facility to their shareholders on all shareholder resolutions to be passed at General Meetings or through Postal Ballot. Accordingly RHL has provided e-voting facility to its shareholders.

RHL has made arrangements with the System Provider NSDL for providing a system of recording votes of the shareholders electronically through e-voting. The Company has also accordingly made arrangements through its Registrar and Transfer Agent, Skyline Financial Services Private Limited, herein after referred as (RTA or SFSPL) to setup the e-voting facility on the NSDL e-voting website <http://www.evoting.nsdl.com>

I report that the Postal Ballot notice dated 17<sup>th</sup> June 2015, under section 110 of the Companies Act, 2013 read with Rule 22 under the chapter on "Management and Administration" Rules as notified by MCA were dispatched to the shareholders on or before 20<sup>th</sup> June 2015.

I report that I have received the Postal Ballot forms from the shareholders during the period from 22<sup>nd</sup> June 2015 till 21<sup>st</sup> July 2015. All the Postal Ballot forms together with all votes cast by E-voting through NSDL received up to 5.00 p.m. 21<sup>st</sup> July 2015, being the last date fixed by the Company for receipt of the ballot forms/e-voting, were considered for my scrutiny.

2633 Envelopes containing Postal Ballot forms were returned undelivered and these envelopes were not opened and will be taken up for destruction by the Company after announcement of results.

The Postal Ballot forms received at the Company's address in the name of the Scrutinizer were opened and then taken up for scrutiny by the Scrutinizer. This process was carried out on weekly basis. During



the course of the scrutiny of Postal Ballot Forms I have not come across any mutilated Postal Ballot Forms.

On scrutiny, I report that out of 16073 shareholders, 43 shareholders have exercised their vote through e-voting and 384 shareholders have exercised their votes through Postal Ballot Forms, as received. The details of polling results for the item placed for consideration by the members are given below:

Total No. of Shareholders		427	
Total no. of shares		7508287	
Receipt of Postal Ballot Forms		384	
Receipt of e-Voting		43	
		Number of votes	Number of shares
Total votes cast through e-voting	A	271786	271786
Total votes cast through Postal Ballot received	B	7235991	7235991
Grand Total of e-voting/ Postal Ballot (A+B)	C	7507777	7507777
Less: Invalid e-voting/ Postal Ballot	D	1060	1060
Valid Net e-voting /Postal Ballot (C-D)	E	7506717	7506717

- i. Invalid Postal Ballot was not taken into account for counting of votes.
- ii. Voters partially not exercised vote against 510 shares

**Summary of Postal Ballot & e-votes (Valid votes)**

Promoter/PUBLIC	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No of votes in favour (4)	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
Promoter and Promoter Group	5576491	5576491	100	5576491	00	100	00
Public Institutional Shareholders	00	00	00	00	00	00	00
Public-Others	1930736	1930226	99.97	1927566	2660	99.86	00.14
Total	7507227	7506717		7504057	2660	99.96	00.04

Percentage of votes cast in favour: 99.96%

Percentage of votes cast against: 00.04%

Based on the foregoing, the Resolution for conducting the Postal Ballot process for seeking members assent/dissent for the voluntary delisting of the equity shares of the Company from BSE Limited pursuant to the Securities and Exchange of India (Delisting of Equity Shares) Regulations 2009 as amended from time to time, by way of delisting offer, may be considered as carried by the requisite majority under Companies Act, 2013

Details of voting in terms of Regulations 8(1)(b) of the Securities and Exchange of India (Delisting of Equity Shares) Regulations 2009:-

Particulars	No. of Ballot Forms	No. of shares voted upon	Percentage of shareholding
Total valid Postal Ballot Forms/E-voting received	390	7506717	100%
Less: Promoters shareholding	6	5576491	74.29%
Public Shareholding	384	1930226	25.71%
Assent to the Resolution out of public shareholding	344	1927566	99.86%
Dissent to the Resolution out of public shareholding	40	2660	00.14%

Based on the foregoing the number of votes cast by public shareholders in favour of the Special Resolution is more than two times of the number of votes cast by public shareholders against the Special Resolution, the requirement of the Regulations of Securities and Exchange of India (Delisting of Equity Shares) Regulations 2009 as amended from time to time is satisfied.

Place: Kanpur  
Date: 24/07/2015

For S K S & Co.  
Company Secretaries



(SURENDRA Kr. SAHU)

Prop.  
F.C.S. 5182  
C.P. No. 4040