



**SOURAV MALL**, M.Com, ACS  
Practicing Company Secretary

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West Bengal

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## Scrutinizer's Report

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21 (2) of the Companies (Management and Administration) Rules, 2014 as amended upto date]

Dated: **30th January, 2024**

To

The Chairman of the 1st Extra-Ordinary General Meeting of **M/s. Asarfi Hospital Limited (U85110JH2005PLC011673)**, held on **Tuesday, 30th day of January, 2024 at 12:00 Noon (IST)** at the registered Office of the Company situated at **4th Floor, Asarfi Hospital, Baramuri, Bishunpur Polytechnic, Dhanbad-828130, Jharkhand, India.**

**Subject:** Scrutinizer's Report on voting through remote e-voting and voting at the venue of the 1st Extra-Ordinary General Meeting of Asarfi Hospital Limited held on Tuesday 30th January, 2024 at 12:00 Noon (IST).

Dear Sir,

I, **Sourav Mall**, Company Secretary in WholeTime Practice, having my office at 265/C, Rabindra Sarani, Block-C, 1st Floor, Kolkata-700007, West Bengal, India was duly appointed as a Scrutinizer vide letter dated 29/12/2023 by the Board of Directors of **M/s. Asarfi Hospital Limited (U85110JH2005PLC011673)** ("the Company") for the purpose of scrutinizing the process of voting through Remote e-voting and Voting at the venue of 1st Extra-Ordinary General Meeting of the Company held on **30th January, 2024 at 12:00 Noon (IST)** on the below mentioned resolution, hereby submit my report as under:

- a. Pursuant to Section 101, 108, 109 of the Act and Rule 20 of the Companies (Management & Administration) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), as amended upto date, the notices, convening the meeting including Statement under Section 102 of the Act have been dispatched to all the members of the Company, on the basis of Register of members, by email and through courier. This is in compliance with the MCA Circular terms of circulars issued by Ministry of Corporate Affairs i.e. General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") and in accordance with the terms of circulars issued by Securities and Exchange Board of India i.e. Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred to as "SEBI Circulars"). Subsequently, the Notice convening was also placed on the website of the Company. The members of the Company were given an option to vote electronically on e-voting platform, provided by the Central Depository Services Limited (CDSL).



b.	The said Notice of EGM was also placed on the website of the Company at: <a href="https://www.asarfi.in/investors/announcements/">https://www.asarfi.in/investors/announcements/</a> and on the website of the Stock Exchanges, i.e., BSE Limited, respectively; and on the website of CDSL, being the agency appointed by the Company to provide to its equity shareholders facility to exercise their right to vote on the resolution contained in the Notice calling the Meeting using an electronic voting system (i) remotely, before the Meeting on the dates referred to in the Notice ("remote e-voting"); and (ii) at the Meeting ("Insta Poll");
c.	Voting rights were reckoned as on Tuesday, January 23, 2024 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the EGM.
d.	The remote e-voting period commenced on Saturday, January 27, 2024 at 10:00 A.M. and ended on Monday 29th January, 2024 at 05:00 P.M. E-voting platform was blocked thereafter.
e.	In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that Shareholders who have cast their votes through remote e-voting do not vote again at the General Meeting, the Scrutinizer shall have access after closure of period of remote e-voting to only such details relating to Shareholders who have cast their votes through remote e-voting, such as their names, DP ID & Client ID/ folios, number of shares held but not the manner in which they have voted.
f.	Accordingly, CDSL, the remote e-voting agency provided me with names, DP ID & Client ID/folios and shareholding of members who had cast their votes through remote e-voting.
g.	Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on 30th January, 2024 at 02:19 P.M, the portal was blocked for voting.
h.	The Company provided voting facility through Insta Poll to members attending the EGM who had not cast their votes through remote e-voting to cast their votes, taking into account the provisions of law as well as the Companies (Management & Administration) Rules, 2014 as amended till date by the Ministry of Corporate Affairs.
i.	On completion of voting at the EGM, company provided me with the list of members who had cast their votes, their holding details and details of votes cast on the Resolution.
j.	Votes were reconciled with the records maintained by the Company and Share transfer Agent of the Company (RTA) with respect to authorizations lodged with the Company.
k.	The List of shareholders who cast their votes through remote e-voting were unblocked in the presence of two witnesses on 30th January, 2024.
l.	The Corporate members who had participated in the remote e-voting and had provided the scanned copy of the resolution passed at their Board for authorization to exercise their votes through e-voting have been taken into account.

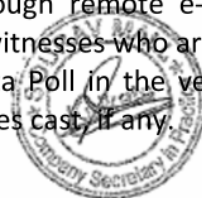
The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting at the EGM by the shareholders on the resolution set out in the Notice of the 1st Extra-Ordinary General Meeting of the Company is the responsibility of the management.

My responsibility as a Scrutinizer was to ensure that the e-voting process is conducted in a fair and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the above mentioned resolution.

The resolution for which this Extra-Ordinary General Meeting of the shareholders was held were as follows:

S.No.	Resolution	Nature of Business
	<b>Special Business:</b>	
1.	Acquisition of all the shares of Asarfi Educational Foundation.	<b>Special</b>

On the conclusion of the Extra-Ordinary General Meeting, the votes cast through remote e-voting was unblocked and were available for viewing by the undersigned, in presence of two witnesses who are not in the employment of the Company. The votes cast through e-voting and through Insta Poll in the venue of the Extra-Ordinary General Meeting were duly considered after ignoring duplicates votes cast, if any.



A register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. As there were no shares with differential voting rights, the question of maintaining the list of shares with differential voting rights did not arise.

The results of the remote e-voting by electronic means and Insta Poll are as follows:

**Item No. 1**

- Acquisition of all the shares of Asarfi Educational Foundation. **(Special Business):**

Particulars	Remote E-Voting		Venue Voting		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
<b>Assent</b>	7	11025760	8	1429840	15	12455600	100.00
<b>Dissent</b>	0	0	0	0	0	0	00.00
<b>Total</b>	7	11025760	8	1429840	15	12455600	100.00
<b>Abstain / Invalid</b>	0	0	0	0	0	0	00.00

The summary of the results in terms of the Number of votes cast for and against out of the total valid votes is given below:

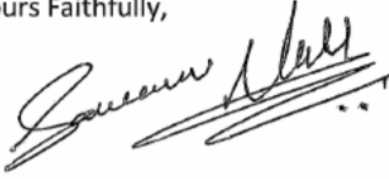
REMOTE E-VOTING & VENUE VOTING						
Resolution S. No.	No of Votes Castes in Favour	No of Votes Castes in Against	Total Valid Votes	Assent (%)	Dissent (%)	Passed with requisite majority/Not Passed
1	12455600	0	12455600	100.00	00.00	Passed

Since the requisite no. of votes cast in favour exceeded the no. of votes cast against in respect of resolution in S. No. 1 , I hereby report that the above resolution were passed with requisite majority.



The Register, voting data and all other papers and relevant record relating to postal ballot shall remain in our safe custody until the Chairperson consider, approve and sign the Minutes and thereafter the same will be handed over to the Company Secretary of the Company.

Yours Faithfully,



**CS Sourav Mall**  
**Company Secretary in Practice**

M. No. A67274

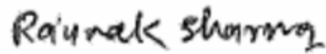
CP No. 25139

**Place:** Kolkata

Date: 31/01/2024

UDIN: **A067274E003346099**

We, the undersigned witnesses that the votes in respect of e-voting of shareholders of Asarfi Hospital Limited were unblocked from e-voting website of CDSL in our presence on 30th January, 2024.



**Raunak Sharma**  
Near Homeopathy College, Ismile More  
Asansol-713301, West Bengal



**Rocky Kanu**  
Shimultala, Sonarpur,  
Kolkata-700157, West Bengal